

Mid-Michigan Library League (MMLL)

Board of Trustees

Roles and Responsibilities

11-5-17

AUTHORITY

The Cooperative is established as authorized by Michigan Public Act 89, 1977, known as State Aid to Public Libraries Act.

PURPOSE

MMLL is dedicated to coordinating cooperative library services and resources and to providing leadership, education, communication, information and support to member libraries.

COOPERATIVE PLAN FOR LIBRARY SERVICES

The cooperative plan for library services sets forth a statement describing the specific services that will be rendered to those libraries participating in a cooperative library, the means and agencies by which the services will be rendered without duplication of existing resources and expertise, and the cooperative board that will receive funds and execute duties shall be developed by participating local public library boards.

The **Library Cooperative Plan of Service**, updated for fiscal year 2008 (October 1, 2017 to September 30, 2018) is posted on the cooperative website. There is a link on the home page (<http://mml.org>) and also on the policy page (<http://mml.org/policies.html>).

The following excerpt from the Cooperative Plan of Service describes the selection process for trustees of the Cooperative Board:

C. Selection of Representative:

Library Directors and/or Trustees of member libraries within each grouping shall select one representative for their area or group of libraries.

D. Representation:

Each Board member shall represent all the member libraries of his/her designated area.

The Cooperative Board meets six times each year, currently at the Cadillac Wexford Public Library. Mileage reimbursement is provided as the only compensation for Trustees. Board packets are provided electronically a week prior to each posted meeting, and members are expected to come to the meeting prepared to discuss the materials provided. The By-Laws of the Cooperative Board are contained within the Plan of Service:

GOVERNING BODY - BY-LAWS OF THE COOPERATIVE BOARD

A. Cooperative Board

1. The MMLL Board is the governing body of the cooperative as established in P.A. 89, 1977. The Board shall be representative of the participating libraries. It shall consist of 9 voting members as approved by a majority of the participating libraries.

2. Eligibility to Serve on Board - Any adult resident of the cooperative area, including employees of member libraries, is eligible to serve on the MMLL Board.
3. Selection of Board Members - Library Directors and/or Trustees of member libraries shall select one representative for their area or group of libraries.
4. Term of Office - The term of office shall be three years. The term shall run from October 1 through September 30, or until the annual meeting at which a change in Board officers is made. If the representative cannot be present at any meeting, a substitute may participate in the discussions but shall not be allowed to vote or make motions.

B. Powers and Duties of the Board:

1. The cooperative board is a body corporate and may sue and be sued.
2. The cooperative board shall do all of the following:
 - (a.) Operate the cooperative library and manage and control the cooperative library's funds and property.
 - (b.) Select a chairperson
 - (c.) Establish, maintain, and operate cooperative services for public libraries in the cooperative library's area.
 - (d.) Appoint a director or coordinator to administer the cooperative library, fix that person's compensation, and delegate to that person those powers the delegation of which is in the best interest of the cooperative library, including the power to hire necessary employees.
 - (e.) Acquire books, periodicals, library materials, equipment, supplies, or other personal property by purchase, installment purchase contract, or lease with or without an option to purchase, or enter into a loan agreement and borrow money for that purpose.
 - (f.) Erect buildings or acquire real property, including buildings and fixtures, by purchase, land contract, installment purchase contract, or lease with or without an option to purchase, or enter into a loan agreement and borrow money for that purpose.
 - (g.) Enter into contracts to receive service from or give service to libraries in the state, including public, school, academic, cooperative, or special libraries, and political subdivisions of the state.
 - (h.) Exclusively control expenditures for the cooperative library.
 - (i.) Accept gifts and donations of property for the benefit of the cooperative library and for the purposes for which donated.
 - (j.) Adopt bylaws and rules not inconsistent with this act for its own government and do those things necessary to carry out the purposes of this act.
3. All of the following shall apply to an installment purchase contract, land contract, loan agreement, or lease purchase contract entered into pursuant to subsection(2):
 - (a.) The contract shall not constitute and indebtedness of any member of the cooperative library within any constitutional, charter, or statutory limitation.
 - (b.) Principal and interest are payable solely from the revenues of the cooperative library.
 - (c.) No member of the cooperative library shall pledge its full faith and credit to the payment of principal and interest on the contract
 - (d.) Interest on the unpaid principal amount of the contract shall be treated as excluded from gross income under the internal revenue code.
4. An installment purchase contract, land contract, lease purchase contract, or loan agreement entered into pursuant to subsection (2) shall contain a statement setting forth the provisions

of subsection (3).

5. An installment purchase contract, land contract, lease purchase agreement, or loan agreement entered into by the cooperative board for a purpose discussed in subsection (2) that occurred prior to the effective date of the 1995 amendatory act that added this subsection is validated and made legal for all purposes.

C. Officers of the Board:

1. The officers of the Board shall be Chair, Vice-Chair, Secretary and Treasurer, to be selected for a term of one year or until successors are elected.
2. Their duties shall be as follows:
 - a. Chair: shall preside at all meetings when present, shall exercise general supervision over the affairs of the organization, and shall serve as member ex-officio on all committees.
 - b. Vice-Chair: shall assume the duties of the Chair if the Chair is absent or disabled.
 - c. Secretary: shall cause all MMLL records to be properly maintained with advice and consent of the Board.
 - d. Treasurer: shall provide oversight in financial aspects of MMLL concerns.
3. Bonding of Officers: Adequate bonding shall be purchased for Officers and Director as needed.
4. All officers shall be elected by the MMLL Board members at the November meeting, to serve for a term of one year, and shall assume office immediately.
5. No member shall hold the same office more than twice in succession.
6. Should an officer resign before their term has expired, the Chair shall appoint another member of the Board to assume the office for the remainder of the year.
7. If a vacancy occurs in the office of Chair, the Vice-Chair shall succeed to the office.
8. Should a member of the MMLL Board resign or be unable to serve, the libraries which elected the member shall be notified and requested to elect another person to fill out the unexpired term.

D. Meetings and Quorum:

1. A minimum of six (6) meetings per year for conducting MMLL business shall be held, as called by the Chair or Director. One of these meetings, in the fall of each year, shall be designated as the Annual Meeting.
2. Special meetings may be called by the MMLL Board or on written petition of eight (8) member libraries.
3. Five (5) members of the MMLL Board shall constitute a quorum for the transaction of business.
4. Trustees are expected to attend meetings. A trustee missing three (3) consecutive meetings without notification is deemed to have resigned and may be replaced by the libraries he (she) represents.
5. Meetings of the MMLL Board and its committees shall be open to the public and otherwise held in accordance with the Open Meetings Act, Act 267 of 1976.
6. Roberts Rules of Order (revised) shall be the parliamentary authority on all meeting procedural matters not covered in this document.
7. The agenda for regular meetings shall include:
 - Call to order, roll call, introductions
 - Approval of the agenda
 - Public participation, communications

Preceding meeting's minutes
Financial reports, approval of bills
Director's report
Committee reports
Other reports
Old business
New business
Adjournment

E. Committees:

1. The Chair shall be empowered to appoint committees, either Standing or Ad Hoc, as deemed necessary at any time or, on the majority vote of the members at any meeting, the Chair shall appoint committees as they direct. Personnel and Finance shall be the areas of concern of two Standing committees.
2. Standing committees shall meet annually at minimum, or more often as necessary, to develop plans and make recommendations to the Board. Such committees shall include at least 3 Trustees and the Chair as an ex-officio member, and may include Advisory Council members. The Finance Committee shall include the Board Treasurer.
 - a. Personnel Committee - works with the Director to review, plan and make recommendations to the Board concerning such matters as personnel procedures, benefits, policies and job descriptions, development of annual objectives and performance appraisal of the Director and other personnel-related issues as requested by the Board; provides leadership in the recruitment and hiring of a Director, when necessary, providing recommendations to the Board.
 - b. Finance Committee - works with the Director to review, plan and make recommendations to the Board concerning such matters as amendments to the budget, long range financial planning, implementation of audit recommendations and Plan of Service objectives such as fee structure to libraries for services; and other finance-related issues as requested by the Board.

Finally, here is a list of library Board roles and responsibilities:

Roles & Responsibilities of Library Trustees

The Board of Trustees is the legally mandated entity authorized to:

- Adopt Mission Statement and board by-laws
- Maintain control over building and grounds
- Approve annual budget and the expenditure of all funds
- Hire the Cooperative Director; provide guidance through policy
- Adopt policies, rules and regulations
- Library Trustees = stewards of the public interest
- Adhere to the By-Laws of the Cooperative Board
- Help develop and understand the cooperative's "global view"
- Observe Open Meetings Act requirements

- Delegate daily management of the cooperative to the Director
- Evaluate the Director

Individual responsibilities:

- Maintain confidentiality of Board matters
- Communicate effectively with the Director and each other
- Support the decisions of the Board and the Director; speak with one voice
- Become familiar with library services and programs
- Advocate for cooperative library service within community
- Conduct self appropriately at Board meetings and monitor the behavior of others
- Recognize/respect Board, Director, and Staff roles; avoid inappropriate interactions; refer communications to Director or to next Board meeting agenda
- Avoid Conflicts of Interest

Legal responsibilities:

- Maintain acceptable, ethical behavior at all times
- Follow Open Meetings Act-Board Meeting policies
- Adhere to policy for Freedom of Information Requests
- Avoid: “acts in excess of authority; errors in acts; nonfeasance; negligence; intentional violations of civil law”
- Legally and ethically obligated to disclose conflicts
- Excuse self from discussion
- Excuse self from votes
- Adequate level of insurance coverage; D & O