



Board of Trustees Bylaws

ARTICLE I: Powers, Purpose, and Responsibilities

- 1.1 **Name:** The name of the municipal corporation duly established pursuant to Chapter 27.12 of the revised Code of the State of Washington shall be the Fort Vancouver Regional Library District (District), a Washington Inter-county rural library district.
- 1.2 **Purpose:** The purpose of the District is to provide free public library service to the residents of Clark (excluding the City of Camas), Skamania, and Klickitat Counties, as well as to the residents of any municipalities, counties or other library districts that may annex or contract for service.
- 1.3 **Legal Basis:** The [Board of Trustees](#) (Board) shall perform all functions and duties of the library board as authorized by chapter 27.12 RCW, as amended and all other laws that may be applicable, or may hereafter become law. By and in the corporate name, the District will have and exercise all powers, functions, rights, and privileges now and hereafter given or granted to, and shall be subject to all the duties, obligations, liabilities, and limitations now and hereafter imposed upon municipal corporations of the same class, by the Constitution and laws of the State of Washington, and shall have and exercise all other powers, functions, rights and privileges usually exercised by, or which are incidental to, or inherent in, municipal corporations of like character and degree.
- 1.4 **Governing Body:** The governing body of the Fort Vancouver Regional Library District shall be a Board of Trustees, hereinafter referred to as the Board (RCW 27.12.190).

ARTICLE II: Membership

- 2.1 **Appointment:** A Board of seven (7) Trustees will be appointed by joint action of the Boards of County Commissioners and Councils of Clark, Skamania and Klickitat Counties. Two positions shall be recommended by the City of Vancouver.
- 2.2 **Terms of Office:** A trustee will be appointed to serve for seven years. Trustees will hold office until expiration of their term and until their successor is duly appointed. Trustees must reside within the District boundaries and in the county or municipality from which they were appointed at all times during their tenure. No person will be appointed for more than two consecutive terms. A Trustee who fills the unexpired term of another Trustee may serve an additional two full terms.
- 2.3 **Resignations:** If any Trustee resigns at any time, written notice must be sent to the Board Chair and the appointing body. Any such resignation shall take effect at the date of receipt of the notice or any later date specified. The acceptance of the resignation shall not be necessary to make it effective.
- 2.4 **Vacancies:** Any vacancies shall be filled for unexpired terms as soon as possible, in accordance with the process described in Appointments and Terms of Office.



2.5 **Compensation:** A library trustee will not receive a salary or other compensation for services as a trustee, but necessary expenses actually incurred shall be paid from the library funds.

2.6 **Removal:** A trustee may be removed by the joint action of the Boards of County Commissioners according to RCW 27.12.

Terms & Qualifications for positions on the Board

Position Number	Term Expiration / every seven years thereafter	Residential Qualification
1	31-Dec-75	Clark County, excluding the incorporated area of the City of Vancouver
2	31-Dec-76	City of Vancouver
3	31-Dec-77	Skamania County
4	31-Dec-80	Clark County, excluding the incorporated area of the City of Vancouver and the City of Camas
5	31-Dec-81	City of Vancouver
6	31-Dec-78	Klickitat County
7	31-Dec-79	Clark County, excluding the incorporated area of the City of Vancouver and the City of Camas

ARTICLE III: Officers

3.1 **Election:** The Board's officers shall be a Chair, a Vice-Chair, and a Secretary elected from among the appointed trustees no later than January of the year of appointment.

3.2 **Terms:** Officers shall serve a term of one year, from January through December.

3.3 **Duties:** The Board Chair shall preside at all meetings of the Board, authorize calls for special meetings, appoint all committees, execute all documents authorized by the Board, and perform all other duties associated with that office.

The Vice-Chair, in the event of the absence of the Chair, shall assume and perform the duties and functions of the Chair.

The Secretary shall assure that a true and accurate record is maintained of all meetings of the Board, and in the absence of the Chair and Vice-Chair, shall preside at a meeting of the Board.



3.4 Vacancies: A vacancy occurring in any elected office shall be filled at the next regular meeting of the Board.

ARTICLE IV: Meetings

- 4.1 Regular Meetings:** Meetings shall be held monthly and notice given per [42.30 RCW](#). The date, hour, and location shall be set by the Board with a tentative schedule for the year no later than the December meeting. If possible, one meeting a year will be held in or near each community library.
- 4.2 Special, Emergency and Study Session Meetings:** Special meetings, emergency meetings, and study sessions may be scheduled and notice given per section 4.5 of these bylaws.
- 4.3 Open Public Meetings:** Notwithstanding anything to the contrary herein, all meetings of the Board, and notices thereof, shall comply with the Open Public Meetings Act, with the exception of any Executive Sessions. [42.30 RCW](#)
- 4.4 Agenda:** The agenda for each board meeting shall be determined by the Chair in consultation with the Executive Director. The written agenda shall be prepared by the Executive Director and delivered to each Trustee, with pertinent information and documents related to the items of business, not less than seventy-two (72) hours prior to a regular meeting, and not less than twenty-four (24) hours prior to any special meeting.
- 4.5 Notice:** Written notification of the agenda of each regular meeting will be posted to the District's website no later than twenty-four hours in advance of the published start time of the meeting. Notices will be sent to local newspapers and media outlets at least twenty-four hours in advance of the published start time of the meeting.
- 4.6 Quorum:** A quorum is required for the transaction of any business before the Board and will consist of a majority of the members of the Board in office immediately prior to the start of the meeting. [24.03.090 RCW](#)
- 4.7 Absences:** It is the intention of the Board to maintain full representation of the district in all policy-making decisions. Therefore, regular attendance is encouraged. If unable to attend a meeting, each trustee assumes the responsibility to notify the Chair or designee in advance of a pending absence.
- 4.8 Teleconference or Videoconference Participation:** Trustees may participate by teleconference or videoconference in any meeting of the Board subject to reasonable technical availability at the meeting location. Such participation shall be permitted for all purposes provided by law, including for the purpose of constituting a quorum and for the purpose of voting on any motion or resolution at said meeting.
- 4.9 Form of Action:** The Board determines all actions and decisions by motion or resolution. Motions and seconds to motions shall be made orally and decided by voice vote. A simple majority is needed to pass a motion or adopt a resolution. [23.03.085, 24.03.090 RCW](#)



- 4.10 **Board Acting as a Body:** The Board shall act as a body in making its decisions and announcing them. No Trustee shall speak or act for the Board without prior authorization of the Board, except as otherwise provided for in these bylaws.
- 4.11 **Records of the Board Meetings:** The proceedings of Board meetings will be recorded in minutes, maintained by the District per the Washington State Common Records Retention Schedule and posted on the District's website. Minutes of each meeting will be provided to all Trustees prior to the next regular meeting for their reference and correction. At the next regular meeting, the Board shall consider the minutes for approval or necessary corrections.

ARTICLE V: Responsibilities of the Director

- 5.1 **Appointment:** The Board will select and appoint a competent, qualified Executive Director consistent with 27.12.190 and 27.04.055 RCW qualifications, who will serve at their pleasure. Compensation will be fixed by mutual agreement.
- 5.2 **Responsibilities of the Executive Director:** The Executive Director will manage Library operations on behalf of the Board and under its review and guidance. The Executive Director will develop, plan, implement, and administer a comprehensive library program to meet the cultural, informational, educational and recreational needs of the communities in the District's service area. This will include, but not be limited to, staff and organizational structure, appropriate collections, operational systems, budget, facilities and equipment, and procedures to assure integrity and competence in patron service, community relations and optimum operation of the libraries within annual budget appropriations. The Executive Director shall serve as the representative of the District to the communities and the general public.
- 5.3 **Performance Evaluation:** The Board will evaluate the Executive Director's job performance at a minimum of once a year.
- 5.4 **Acting Director:** During a short-term absence, the Director may appoint a qualified staff member to carry out the duties of that position. During a period when the position is vacant or during a long-term absence of 30 days or more, the Board will appoint an Acting Director.

ARTICLE VI: Committees

- 6.1 **Purpose:** The Chair may form standing or special committees and may ask up to three Trustees and any number of others to serve on them.
- 6.2 **Appointment:** Committees shall be appointed by the Chair as deemed necessary should a need be identified. The Executive Director serves as the District's liaison on all committees, with the exception of the Personnel Committee, on which the Human Resources Director serves in this role.



6.3 Recommendations: Committee members are expected to participate in committee meetings and make recommendations to the larger Board based on their in-depth knowledge of a particular subject.

ARTICLE VII: Board Policies

7.1 Definition: Board policies are those statements duly adopted by the Board to direct the activities and mission of the District.

7.2 Adoption or Amendment of Board Policies: Board policies shall be reviewed at least once every five years and amended as often as needed to comply with changes to the law or as needed to support library practices.

7.3 Severability: All Board approved policies are declared to be separate and severable. The invalidity of any clause, sentence, paragraph, subdivision, section, chapter, title or other portion of this policy, or the invalidity of the application thereof to any person or circumstance shall not affect the validity of the remainder of a policy, or the validity of its application to other persons or circumstances.

7.4 Continuance: All Board approved policies shall be construed and applied as a continuation of the provisions of the policy, as amended, insofar as applicable, and the repeal of any part of this policy shall not be construed as affecting continuous application of the other parts of the policy.

7.5 Administration: The Executive Director is responsible for the administration of this policy, for establishing administrative procedures for its implementation and for making the policy available for the public at each branch and via the Library's website.

7.6 Non-substantial changes: Between scheduled reviews, the Executive Director may make interim revisions to policies as needed for typographical or cross-reference corrections or for title changes to positions or organizational units.

ARTICLE VIII: Indemnification

8.1 Responsibility: The District shall be responsible for all acts and omissions of individual Trustees in the good faith performance of their duties as Trustees.

ARTICLE IX: Amendments to the Bylaws

9.1 Review and Revision: These bylaws may be revised or amended by a majority vote of the Board at any regular or special meeting of the Board, provided written notice of such amendment is sent to all members at least ten days prior to the regular meeting at which such action is to be taken.



Relevant Policies: Asset Management; Discrimination and Anti-Harassment; Electronic Signatures; Fiscal Management; Gifts and Recognition; Provision of Library Service to New Areas; Public Liability; Purchasing and Procurement; Travel and Subsistence; Trustee Ethics and Responsibilities

Applicable Laws: 23.03.085 RCW, 24.03.090 RCW, 27.04.055 RCW, 27.12 RCW, 42.30 RCW

Adopted: April 8, 1976; Revised 12/18/79; Revised 1/18/86; Revised 7/18/88; Revised 2/9/04; Revised 3/22/04; Revised 2/13/12; Revised 3/13/12; Revised 9/19/22