

## WYLD NETWORK BYLAWS

Revised Spring 2004, Revised Spring 2010, Revised Fall 2014, Revised Spring 2015, Revised Spring 2018  
Approved by WYLD Network June 8th, 2018

- I. NAME: WYLD Network
- A. WYLD NETWORK MEMBERS: The WYLD Network is composed of delegates from the member agencies as defined under "Membership" and "Delegates and Votes." The WYLD Network is governed by an elected governing board.
- B. MISSION: WYLD Network is dedicated to providing information to all Wyoming citizens. WYLD Network, in collaboration with the Wyoming State Library (WSL), provides the means by which Wyoming libraries can afford and utilize current integrated library system (ILS) technology and resources.
- Goals:
1. Facilitates communication among WYLD Network members, the ILS Support Team of WSL, and other relevant entities such as vendors, other state agencies, Wyoming Library Association (WLA) legislative committees, etc.
  2. Represents the viewpoint of members to the WSL, the system vendor, and other groups as necessary.
  3. Partners with the ILS Support Team of WSL in making decisions regarding the ILS.
  4. Ensures all members have timely access to training information.
  5. Acts on information provided by the ILS Support Team of WSL regarding trends and opportunities for the ILS into future.
- C. MEMBERSHIP: A member is an agency which utilizes the shared ILS operated by the WSL; adds records to the database; is willing to share resources with all Wyoming libraries; and share fees. Membership in WYLD Network is open to legally established, publicly funded libraries or library units within legally established not-for-profit entities in Wyoming.
- D. MEMBER FEES: WYLD Network members are assessed network fees payable to the WSL. The Governing Board is responsible for working with the WSL to determine a fee schedule for each biennium. Member agencies are also responsible for annual fees set by the Governing Board for expenses of this organization, payable to WSL. The Governance contract with the WSL and the WYLD Network bylaws describes other responsibilities of membership.
- E. DELEGATES AND VOTES: Each member agency shall have one indivisible vote. For the purposes of this document, an agency is a county library and its branches, an academic library and its branches, any district recognized by state statute and its libraries, a not-for-profit agency, or agency of the State of Wyoming. Each agency shall have one regular voting delegate, appointed by the agency director.

Delegates:

1. Attend and participate in all WYLD Network meetings.
2. Inform key home agency personnel of issues.
3. Solicit viewpoints from home agency.
4. Initiate required action.

Proxy: In the event that a regular delegate is unable to attend a meeting, an alternate delegate will be appointed by the agency director and the agency director must email a proxy to the President prior to the start of the annual meeting. Delegates serve at the pleasure of their home agencies.

Additional members of the WSL staff specifically charged with overseeing an operation of the system may participate in an ex officio, non-voting capacity.

- F. GOVERNING BOARD OF THE WYLD Network (called the "Governing Board"): The Governing Board consists of the elected officers, elected representatives from library types and an elected at-large representative. The responsibilities of the officers and representatives of the Governing Board include planning, setting priorities and policies, determining member fees, deciding to drop or add services, approving members, and imposing sanctions. The Governing Board meets a minimum of six (6) times a year, once in conjunction with the WYLD Network annual meeting. Each member of the Governing Board may have one vote. The State Librarian is a permanent ex officio voting member.
- G. GOVERNING BOARD OFFICERS: WYLD Network members elect a President and Vice President/President-Elect. Officers may vote at the annual meeting only if they are agency delegates. The appointed or volunteer Recorder is not an officer and does not vote unless the Recorder is also a delegate.
- H. GOVERNING BOARD REPRESENTATIVES: WYLD Network members elect representatives to the Governing Board based on type of library -- academic, special, school, large public and small public. One representative is elected at-large from the WYLD Network. Representatives need not be WYLD Network delegates. All serve staggered, two-year terms.
- I. GOVERNING BOARD PRESIDENT:
  1. Publishes location, time, tentative agenda, and previous meeting's unapproved minutes via electronic mail and on the member's webpage two (2) weeks prior to the annual meeting; one (1) week prior to a Governing Board meeting; and one (1) week prior to a special meeting of the WYLD Network members.
  2. Convenes and presides at all meetings, regular and special, of the WYLD Network members.
  3. Convenes and presides at all meetings of the WYLD Network Governing Board.
  4. Appoints or requests a Recorder.
  5. Makes minutes and documents available on the member's webpage after approval at the next meeting.
  6. Maintains a list of current delegates and agencies interested in receiving information.
  7. Maintain paper records at State Library.

8. Represents the WYLD Network members between meetings.
  9. Coordinates communication and action between the Governing Board and other components; reports relevant proceedings to the WYLD Network and other groups as necessary.
  10. Appoints all committee members and fills committee vacancies as they occur.
  11. Appoints officers, should the need arise, to serve until the next scheduled election.
  12. Appoints representatives to complete terms of representatives who vacate their positions midterm. Appointees must represent the type of library or member at large position that was vacated.
  13. If necessary, appoints an ad hoc committee for nominations in January.
  14. Represents, personally or through a representative, the WYLD Network at any relevant national or regional meeting with the cost of attendance borne by WYLD Network budget.
- J. GOVERNING BOARD VICE PRESIDENT/PRESIDENT-ELECT:
1. Performs duties of the President in all cases in which the President is absent or unable to serve.
  2. Performs duties as directed by the President.
  3. Serves on the Governing Board.
  4. Serves as liaison from Governing Board to standing committees.
- K. GOVERNING BOARD RECORDER:
1. Records the proceedings of all Governing Board meetings.
  2. Performs duties as directed by the Governing Board President.
- L. GOVERNING BOARD REPRESENTATIVES:
1. Attend and participate in all Governing Board meetings, and serve on committees as appointed by the Governing Board President.
  2. Inform constituents of issues.
  3. Solicit viewpoints from constituents.
  4. Initiate appropriate action on behalf of constituents.
- M. GOVERNING BOARD MEMBER-AT-LARGE:
1. Represents the WYLD Network members as a whole as well as all of its constituencies.
- N. TERMS OF OFFICE: Elected officers, member-at-large and representatives shall assume their duties following the annual meeting and shall serve for a term of two years. No officers shall be eligible for election to more than two consecutive terms. No delegate may hold more than one office at any one time.
- O. COMMUNICATIONS
1. An agency discusses its priorities with its Governing Board representative. The Governing Board representative presents priorities of their constituency to the Governing Board. The Governing Board develops priorities based on constituency needs and available funding in consultation with the State Library.

2. Any member or group of members may bring requests to the President to have an issue or concern considered by the Governing Board or membership. If appropriate, the President may communicate requests to the Wyoming State Librarian prior to discussion with the Governing Board or membership. The President will then place the topic on the next Governing Board or annual meeting as appropriate.
  3. When the Governing Board is considering decisions regarding policies affecting all members, the following guidelines will be used to ensure adequate communication occurs prior to a final decision:
    - a. If a committee (Ad Hoc or Standing) is tasked with investigating and making recommendations on an issue, the membership will be notified of the issue and the contact information for the committee.
    - b. When there will be a discussion relating to a policy change, membership fees change, or a service being added or dropped and when the recommendations of a committee will be presented to the Governing Board, the President will email the complete information to the membership at least two (2) weeks prior to the Governing Board meeting to provide adequate time for comments.
    - c. Minutes from the monthly Governing Board meetings will be made available on the WYLD Network business website.
- P. COMMITTEES: Terms of committee appointments will be for three (3) years beginning at the end of the annual meeting. Committee terms will be staggered. Appointments and reappointments shall be at the discretion of the President. Committee membership is open to paid staff, appointed or elected officials, and board members from participating agencies. As far as possible, committee members shall come from all types of agencies and from the six regions of the state (see addendum). Each committee chair, appointed by the President, shall report to the Governing Board quarterly and provide a formal report at the annual meeting, with the written report posted on the member webpage. People interested in serving on a committee should be given an outline of the committee's responsibilities. They should apply to the President to serve, outlining their own background and experiences that would benefit the work of the committee. All committee member expenses related to serving on a committee must be borne by the committee member or his or her agency. Each committee chair is responsible for keeping the committee's procedures consistent with the Bylaws and Strategic Plan.
1. ONLINE QUALITY COMMITTEE: Monitors database quality and recommends appropriate action to the Governing Board.

Composition: In addition to representatives defined in Paragraph P above, a mix of public and technical services staff from each of the WYLD regions (see addendum) is encouraged. The ILS Support Team Database Manager of WSL is a permanent committee member. Ex officio non-voting members may include a second ILS Support Team of WSL staff member and a liaison from the University of Wyoming (UW) libraries. The President will use her/his best judgment in appointments.

2. **TRAINING COMMITTEE:** The committee, in collaboration with the ILS Support Team of the WSL, is responsible for updating the skills competencies on the WYLD Network members pages, establishing a training needs assessment process, and planning and implementing training in the regions (see addendum) and for WYLD Network annual meeting. WYLD Network members are responsible for communicating their needs to the committee.

Composition: A representative from each region appointed by the President and a representative, appointed by the State Librarian, from the WSL.

3. **ILS PRODUCTS COMMITTEE:** The committee will work with the ILS Support Team of WSL to identify, evaluate, and recommend new products to be used with the ILS system.

Composition: A representative from each type of library appointed by the President and a representative, appointed by the State Librarian, from the WSL.

4. **AD HOC:** Ad hoc committees may be appointed and disbanded at the discretion of the President.

Q. **NOMINATIONS:** Nominations for Vice President/President-Elect, Representatives, and Member-at-Large shall be made by an Ad Hoc Nominating Committee prior to the annual meeting. The Nominating Committee will announce nominations two (2) weeks before the annual meeting. Nominations from the floor will also be allowed in case of candidate vacancies. Individuals nominated must consent to run before the ballot becomes official.

R. **ELECTIONS:** The biennial election for Vice-President/President-Elect and Member-at-Large shall be held by secret ballot at the annual meeting. A simple majority will result in election. In the case of a tie, the winner will be determined by the flip of a coin. Other Governing Board members will be elected by delegates from their library types (Academic Library Representative, K-12 Library Representative, Larger Public Library Representative, Smaller Public Library Representative, and Special Library Representative). In the case of special elections, the Nominating Committee will mail/email ballots to all delegates.

S. **REMOVAL FROM OFFICE:** Any officer or chair of a committee of the WYLD Network may be removed from office for conduct which is detrimental to the WYLD Network. Detrimental conduct may be defined by a simple majority of members of the WYLD Network willing to bring a written proposal for removal from office to the presiding officer or to the Vice President/President Elect for the office of President. The officer board member or chair will have the right to respond. Missing two consecutive meetings without an alternate or proxy is grounds for removal of Governing Board members. A two-thirds vote of the members of the component group present and voting is necessary for removal of an officer, member-at-large or representative. The President and Vice President may determine the removal of a chair.

T. **MEETINGS:**

1. The annual meeting will be held in late spring or early summer. The Governing Board will report formally to the members at the annual meeting and the written report will be posted on the member webpage following the meeting. The date, location, and time will be announced at least three (3) months in advance; preliminary business meeting agenda will be announced at least two (2) weeks in advance.
  2. Special meetings may be called by the President. Should the President receive a written request for a special meeting from at least 20% of the total delegates, the President must convene a special meeting.
  3. Meetings are open to the public.
  4. The President may invite/recognize guests to address specific agenda items.
  5. WYLD Network member training activities may be held in conjunction with the annual meeting. Training activities will be announced two (2) months in advance of the meeting.
- U. BYLAWS: Bylaws may be changed by a two-thirds vote of the Governing Board and a two-thirds vote of the delegates at the annual meeting. Delegate approval may be done electronically. Proposed bylaws must be distributed/posted to the member's website two (2) weeks before the meeting when there will be a vote.

V. SANCTIONS:

1. Training and informal communication to solve problems are always the first and preferred courses of actions.
2. Sanctions shall be progressive and may include, but are not limited to, loss of access to some or all services, loss of privileges or franchise, and when all else fails, expulsion from the network.
3. Any committee, the Governing Board or the State Librarian may recommend sanctions against an agency for violation of published protocols or procedures. The recommendation must contain examples of the problem and suggestions for corrections. This recommendation is delivered to the Governing Board.
4. The Governing Board will vote on whether to proceed. If the vote is yes, the President delivers by registered mail a warning of the potential sanction and a copy of the recommendations to the agency director, agency board chair or appropriate administrator, and the State Librarian.
5. The agency has sixty (60) days from the date of receipt of the letter to acknowledge the warning and propose a solution.
6. The Governing Board must vote on the recommendation within thirty (30) days of the agency's response or within sixty (60) days from the date of the agency's receipt of the letter warning of the potential sanction. Copies of all relevant documents must be available with the agenda.
7. The motion to impose a sanction requires a two-thirds majority vote to pass.
8. The agency may appeal the decision to impose sanctions to the Governing Board within thirty (30) days of the decision.
9. A special meeting of the Governing Board must be called within fifteen (15) days of the receipt of the request for a special meeting. Copies of all relevant documents must be available with the agenda.
10. The motion to uphold a sanction requires a two-thirds majority vote to pass.

11. The agency may apply to the Governing Board for removal of sanctions with proof that the problem is corrected. The committee initiating the sanctions will review the application and recommend action to the Governing Board within sixty (60) days. The motion to withdraw a sanction requires a two-thirds majority vote to pass.

- W. QUORUM: A quorum will consist of a simple majority of voting delegates and Governing Board members present.
- X. DELEGATE EXPENSES: All officer, representative and delegate expenses to meetings of all components must be borne by the officer, representative, delegate, or his or her agency. If the Governing Board determines that funding allows, the WYLD Network will pay expenses for the President or Vice-President of the Governing Board, or Committee Members to attend the national meeting of the vendor's user group.
- Y. PARLIAMENTARY AUTHORITY: Meetings will be conducted in a professional and orderly manner, and with the discretion and direction of the President. Action items will be discussed through a motion and second process with a maximum of two amendments permitted per motion.
- Z. TERMINATION OF MEMBERSHIP: Termination of membership may occur under three circumstances: Default of Obligations, Acts Outside the Member's Control and Voluntary Termination:
1. Default of obligation:
    - a. WYLD Network members may request termination of membership for breach of agreement contained in the most recent Governance Contract with the WSL.
    - b. A member may terminate membership on the grounds of insolvency when they can certify that there is no money and the potential for funding is nonexistent.
    - c. Availability of Funds: Each payment obligation of the WSL is conditioned upon the availability of government funds which are appropriated or allocated for the payment of this obligation. If funds are not allocated and available for the continuance of the Contract, the Contract may be terminated by the WSL at the end of the period for which the funds are available. The WSL shall notify members at the earliest possible time of the services which will or may be affected by a shortage of funds. No penalty shall accrue to the WSL in the event this provision is exercised, and the WSL shall not be obligated or liable for any future payments due or for any damages as a result of termination under this section. This provision shall not be construed to permit the WSL to terminate this Contract in order to acquire similar services from another party. The Availability of Funds clause will also apply to member libraries.
  2. Acts Outside the Member's Control: In the event that either party is unable to perform any of its obligations or to enjoy its benefits because of natural disaster, prolonged communication line failure, or decrees of governmental bodies not the fault of the affected party, the party affected shall give notice immediately to the other party and shall do everything possible to resume performance.
  3. Voluntary Termination: Any member may terminate membership with no less than six

(6) months written notice to the Governing Board President and the Wyoming State Librarian. In the event that such a withdrawal would severely hamper the operation of the WYLD Network, both parties must agree to enter into good faith resolution that will result in minimal damage to either party.

4. Rights and Obligations of Parties on Termination: In the event of termination of membership, each party shall return to the other or certify to the other in writing the destruction of all proprietary data, materials and properties of the other party then in its possession.

AA. ORGANIZATIONAL CHART: An organizational chart is attached to these bylaws. [see PDF Chart]

BB. PRECEDENCE: In the event of disagreement between these bylaws and the governance contract, the Governance Contract with the WSL takes precedence.

#### ADDENDUM – WYLD REGIONS FOR ALL WYOMING LIBRARIES

(Regions are utilized on WYLD Network Committees to ensure the entire state is represented.)

Region 1: Fremont, Sublette, Teton;

Region 2: Big Horn, Hot Springs, Park, Washakie;

Region 3: Campbell, Crook, Johnson, Sheridan, Weston;

Region 4: Converse, Natrona, Niobrara;

Region 5: Albany, Goshen, Laramie, Platte;

Region 6: Carbon, Lincoln, Sweetwater, Uinta.