

CHAPTER 3

MEETINGS, COMMITTEES, AND MORE

Colorado public library boards of trustees follow law, policy, and procedures to carry out their responsibilities, including conducting themselves in meetings with respect, accountability, and integrity while moving the organization forward into the future.

Public library boards are a local governmental entity, whether an advisory board or a governing board. Transparency and engaging in the community represented are core components of Colorado government. Colorado statutes emphasize this responsibility and must be followed.

The following sections are not comprehensive and not intended as legal advice. Libraries and trustees should consult their own legal counsel for advice.

RELATED COLORADO PUBLIC LIBRARY STANDARD
ADMINISTRATION & GOVERNANCE

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EFFECTIVE MEETINGS

Board meetings occur to provide oversight, make strategic decisions, and ensure accountability of the library. The board of trustees discusses and decides on matters that provide guidance to the library director for operational decisions and future endeavors. A meeting means any kind of gathering convened to discuss public business in person, by telephone, electronically, or by other means of communication (C.R.S. §24-6-402(1)(b)).

Effective meetings are meetings that are

- productive
- focused
- efficient

Meetings are effective when all trustees can express their opinion. A clear agenda, enough time to review materials prior to the meeting, and a set expectation for behavior and engagement during meetings ensure meetings are effective.

The library director or designee must be in attendance for all board meetings. This individual is generally considered an ex-officio member meaning they can participate as if a trustee; however, the library director does not have a vote. The library director's role is head administrator of the library and is responsible for implementing the board's policies and communicating the board's decisions to the staff and public. The library director's presence ensures communication and coordination between the governing body and the library's operation.

The president of the board is typically the meeting chair. It is their responsibility to keep the meeting moving.

Each trustee can contribute to the effectiveness of meetings by:

- coming prepared, having reviewed all meeting materials in advance
- bringing full attention and participation
- staying concise, speaking professionally, and working within the agenda
- understanding and complying with the law

Remember

The Board acts as a body; individual board members do not have the power to act alone.

- sharing time with others and welcoming diverse perspectives, including through a facilitated public comment segment
- speaking only for oneself
- following up on decision items as necessary to ensure accountability and transparency

PARLIAMENTARY PROCEDURES

To ensure board of trustees meetings run smoothly and efficiently a set of rules (identified in the bylaws) must be followed. These rules allow each trustee to have a voice, allow for debate, and make informed decisions. Robert's Rules of Order are the frequently accepted procedures adopted.

MOTIONS

A formal way to bring forward a proposal for the board's consideration and approval is done through a motion. A trustee should make a motion when proposing an action, decision, or agenda item to be discussed and voted on during a meeting. Motions that are typically made at every meeting include:

- approving the meeting agenda (or amending and approving it)
- approving the consent agenda
- adjourning the meeting

PROCESS

Bringing an item to vote is a straightforward process designed to ensure efficient and fair discussion. Here's how it generally unfolds:

When a trustee wants to introduce an action item for consideration, they make a motion. This formally proposes an action or idea to the board.

Once a motion is made, another trustee needs to second the motion. This simply indicates that there's enough initial interest for the item to be discussed further. If a motion doesn't receive a second, it's not discussed, which helps focus on topics with broader interest.

With a motion made and seconded, the Chair opens the floor for discussion and debate. This is your opportunity to delve into the details of the proposed item.

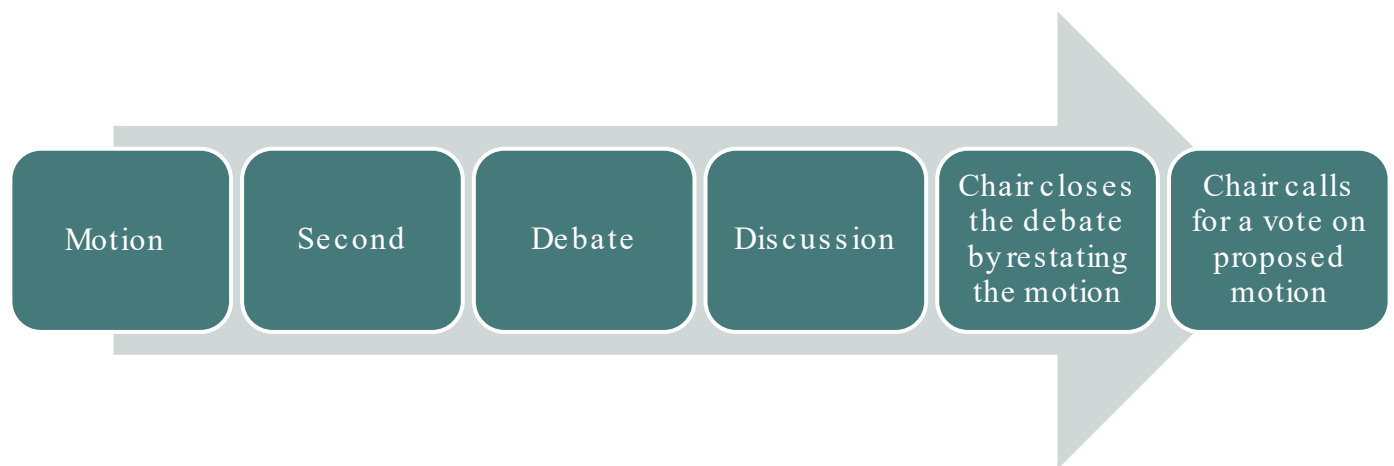
To keep discussions organized and productive, please remember:

- all comments and questions should be directed to the Chair
- to ensure everyone has a chance to speak, trustees should generally refrain from speaking a second time until all other trustees who wish to speak have had their initial turn

The Chair will guide the discussion and determine when the debate concludes. This ensures ample time to explore the topic without it becoming overly lengthy.

Once the discussion is complete, the Chair will "state the question," meaning they will repeat the exact wording of the motion that was originally made. This ensures clarity about what's being voted on.

Finally, a vote will be held, and the board's decision will be determined by the outcome.



Roberts Rules of Order allows the chair to make second motions but discourages it for larger bodies to encourage impartiality. It can be awkward with small boards to expect the chair to never bring motions.

A motion can be withdrawn by the individual making the motion, indicating to the chair that they would like to withdraw the motion. If no other trustee objects, the motion is withdrawn.

A motion can be amended by any trustee before the vote. Once the trustee clearly states the amended motion, the chair calls for a second, and the process continues as above.

Keep in mind, motions should use wording that demonstrates what is intended to occur. A second on a motion does not mean that the trustee agrees with the motion. It means that the trustee is willing to open up the item for discussion. If no second occurs, no discussion/debate can occur.

An effective board of trustees maintains cohesion. After a policy or rule is adopted by the majority vote of the library board, do not criticize or voice your opposition publicly.

CONSENT AGENDA

Some meeting agendas include items that rarely require discussion in a consent agenda. Typically, a consent agenda includes minutes and financial reports. In one sweep, all items can be approved as one. A motion is made to approve the consent agenda. It is seconded and then voted upon. If discussion is needed for clarification or correction, a motion should be made to pull the item out of the consent agenda and then follow the typical process for discussing and approving an item.

RECORDING MOTIONS

Motions must be recorded in the minutes. When recording a motion include:

- motion and name of person moving
- second and name of person moving
- vote outcome -- including how each member voted and whether the item was approved or not.

OPEN MEETING REQUIREMENTS (SUNSHINE LAWS)

Colorado's Open Meetings Law, sometimes referred to as a "Sunshine Law" ([C.R.S. § 24-6-402](#)), applies to meetings of the library board of trustees including gatherings such as work sessions, study sessions, and committee meetings.

A **quorum** is the minimum number of trustees that must be present for your board of trustees to make a decision; this must be defined in the bylaws. A meeting must be open to the public when a quorum or three or more members, whichever is fewer, of the board of trustees meets to discuss public business or at which formal action may be taken. [C.R.S. § 24-6-402\(2\)\(b\)](#). Board action can only occur during open meetings.

Open meeting means the meeting is open to all members of the public --reporters, attorneys, and any other representatives. While the meeting is open for members of the public to witness, the public only has the opportunity to address the board during Public

Comment. Additionally, the public is not allowed to disrupt the meeting or prevent business from happening.

Do not try to circumvent open meeting requirements! Open meeting requirements prohibit **one-on-one conversations** that occur amongst **3 or more** trustees regarding public business. For example, if trustee A has a conversation with trustee B about a potential policy decision. Then trustee B has a conversation with trustee C about the same topic, the open meeting requirements have been violated.

Open meeting requirements *do not* apply to places where public business is not the primary purpose of meeting such as a chance meeting or social gathering. Additionally, if three or more trustees attend a professional conference they must refrain from discussing specific business or affairs of the public library amongst themselves.

ELECTRONIC REQUIREMENTS AND TELEPHONE

Any electronic communication, such as email and text message, is required to follow the Open Meetings Law. When using email communication, it is best to only use it for announcements such as reminders for board meetings or sending out the agenda and board packet. Board members should not deliberate board business via email. When using email communication blind carbon copy (BCC) trustees so no inadvertent back and forth communication takes place.

Per statute, attendance of a trustee can be made by telephone conference or other electronic means as long as the trustee can hear and be heard. [C.R.S. § 24-6-402\(1\)\(b\)](#).

RECORDING MEETINGS

If a library board electronically recorded the minutes of its open meetings on or after August 8, 2001, then the board must continue to electronically record the minutes of its open meetings. [C.R.S. § 24-6-402\(2\)\(d.5\)\(II\)\(A\)](#).

The use of recording devices at open meetings by audience members is neither prohibited nor permitted by the Colorado statutes. Boards of trustees may prescribe rules for the use of recording devices, such as specifying the location where recorders must be positioned and restricting recordings which interrupt or interfere with the conduct of the meeting. Be consistent in your approach.

EXECUTIVE SESSION

Colorado statute allows limited times for a library board of trustees to hold a meeting without the public present. This is referred to as an executive session. During a public meeting, two-thirds of the quorum present must affirmatively vote to enter executive session.

The law provides only eight (8) specific reasons why an executive session can occur; seven (7) of those reasons apply to public libraries. The motion to announce an executive session must specify the statutory basis for the session ([C.R.S. §24-6-402\(4\)](#)) and identify the specific matter to be discussed. If there is more than one topic to be discussed in the executive session, then each must be announced during the open meeting. This must be included in the agenda and in the minutes.

1. The purchase, acquisition, lease, transfer, or sale of any real, personal, or other property interest ([C.R.S. §24-6-402\(4\)\(a\)](#));
2. Conferences with an attorney for the public entity for the purpose of receiving legal advice on specific legal questions ([C.R.S. §24-6-402\(4\)\(b\)](#));
3. Matters required to be kept confidential by federal or state law or rules and regulations ([C.R.S. §24-6-402\(4\)\(c\)](#));
4. Specialized details of security arrangements or investigations ([C.R.S. §24-6-402\(4\)\(d\)](#));
5. Developing strategy for negotiations, instructing negotiators, and determining positions relative to matters that may be subject to negotiations ([C.R.S. §24-6-402\(4\)\(e\)](#));
6. Personnel matters (with exceptions) ¹ ([C.R.S. §24-6-402\(4\)\(f\)](#));

Make a motion to enter executive session including statute allowing, specific matter, and attendees.

Stay focused on topic identified for session and do not take action.

Electronically record the executive session; destroy 90-days after the session.

Record motion to enter executive session including details in first bullet, vote, time started, and time ended in the minutes. Attendees invited in should also be included.

¹ **Note:** This is not an opportunity for closed door general discussion. The exception pertains to discussion of personnel matters concerning a specific individual. Also, the person being discussed must be made aware they are being discussed. The person cannot insist upon being present in the session, but the board of trustees may allow the person to sit in the executive session. If the person objects to the discussion being in executive session, then the board of trustees must either hold the discussion in the open meeting or not hold the discussion at all.

7. Consideration of documents protected by the mandatory nondisclosure provisions of the Colorado Open Records Act ([C.R.S. §24-6-402\(4\)\(g\)](#)).

No adoption of policy, position, resolution, rule, regulation, or other formal action can occur in the executive session.

What happens in an executive session is confidential. During the executive session, an electronic recording (tape, digital, etc.) must occur unless the purpose is to confer with an attorney. Handwritten or typed notes are no longer accepted. The recording is to be preserved for 90 days ([C.R.S. §24-6-402\(2\)\(d.5\)\(II\)\(B & E\)](#)). The electronic record is not open for public inspection unless the board consents to disclosure or a judge order that the record be made public. For this to happen, a person would have to bring a legal challenge establishing that the board violated the Open Meetings Law.

Prior to entering the executive session, the start time must be recorded in the minutes. Upon exiting the executive session, the end time must be recorded in the minutes.

TYPES OF MEETINGS

REGULAR MEETING

Colorado Library Law does not require boards to post their annual meeting schedule; however, best practice is to set a regular calendar of meetings. A meeting schedule demonstrates transparency to the public and a desire for community participation through regularity. These meetings are referred to as regular meetings. See Notice of Meetings below for meeting notice and agenda posting.

ANNUAL MEETING

A designated annual meeting is best practice to review the annual progress on strategic priorities, financial picture, and key updates relevant to the library. Reviewing the results of the board of trustees' annual self-evaluation may also be done. This meeting is a good opportunity to intentionally invite the community to attend and celebrate the work of the public library.

SPECIAL MEETINGS & STUDY SESSIONS

Special meetings are meetings that have at least a 24-hour posting; however, they take place outside of the regularly set meeting schedule. A vote can occur during a special session if the meeting is properly posted and a quorum of trustees is present.

A study session is a meeting where trustees, often in conjunction with staff, engage in in-depth discussion and information about a specific topic. Information may be presented to the board during a study session; however, the board of trustees can take no official action. Executive sessions cannot take place during a study session.

AGENDA REQUIREMENTS

LIBRARY BOARD AGENDAS TYPICALLY INCLUDE:

- Opening of meeting & attendance
- Consent Agenda
 - Minutes of last meeting
 - Financials
- Public Comment
- Information
 - Library Director Report
 - Committee & Special Committee Reports
- Unfinished business
- New business
- Adjournment

An agenda allows for a clear, predictable order for board of trustees meetings. The Colorado Open Meetings Law ([C.R.S. § 24-6-402](#)) sets agenda posting requirements including timelines and location. The intent of these laws is to require transparency.

DRAFTING THE AGENDA

At least one week before each meeting the president and library director should develop the agenda. This allows for a balance of board priorities and the library's operational needs. The agenda should follow a template the board uses consistently.

Type of meeting, date, time, and location of the meeting (including virtual location if available) should be identified at the top of the agenda. Each section of the agenda should have a proposed length of time spent on the section to help keep trustees on task.

It is best practice to define action items and outline motions in the agenda when known in advance.

Draft agendas with the board packet (reports, updates, and proposals) should be provided to the trustees to review one week prior to the meeting. This allows informed decision making, preparation for sticky situations, and notification if there is a conflict of interest.

Do not discuss any of the items outside of the board meeting. All questions and discussions must take place during the board meeting.

POSTING THE AGENDA

Statute directs local governments to transition from posting physical meeting notices to posting meeting notices in digital spaces such as websites. See [C.R.S. §24-6-402\(2\)\(C\)](#) for factors that

may affect posting online and allow for physical posting.

When posting on a public website, a backup physical location is needed in case of a digital outage.

Postings are encouraged to be linked to social media. Agendas should be made available free of charge to the public.

Postings must occur at least 24 hours in advance of the meeting and require the inclusion of specific agenda information if available ([C.R.S. §24-6-402\(2\)\(c\)\(I\)](#)).

The library must keep a list of all people requesting notice of all meetings or meetings when certain specified policies are discussed. Once a person has requested individualized notice, they are to be included on the list for two years. Individuals on this list must be provided with reasonable advance notification of meetings ([C.R.S. §24-6-402\(7\)](#)).

MINUTES

Minutes must be taken of the meeting and promptly recorded. This is the responsibility of the trustee's secretary. Under [CRS 24-6-402\(2\)\(d\)\(I\)](#) minutes must be available for public inspection. Minutes must include any proposed policy, position, resolution, rule, regulation, or formal action that occurs and be promptly recorded.

Absences of a trustee must be recorded in the minutes. Additionally, staff and public attendees should also be recorded.

The minutes must be kept in a visual text format that can be transmitted electronically. Board minutes must be kept indefinitely. ([C.R.S. § 24-6-402\(2\)\(d\)\(II\)](#))

BOARD REPORT

As the board must make decisions regarding the public library, a board report is key to communicating relevant information and statistics from the library director to the board of trustees. A board report also provides trustees with information to educate and share with community stakeholders and leaders. Information included in the board report should represent the time between board meetings.

Items to include:

- Progress on strategic priorities and statistics
- Financial picture of the library
- Key updates relevant to the library
- Items about what is happening in the greater library world (around the state or federally)

QUARTERLY (OR MORE OFTEN) FINANCIAL REPORTS

As financial stewards, it is important that each trustee is aware that money is spent appropriately. What does appropriate mean? That the funds are available, fall within appropriated funds, and are being spent consistently with the library's financial policies.

A financial report should provide you with information comparing budgeted amounts to actual amounts spent. The financial report should explain anomalies and large expenditures.

Financial reports should also demonstrate available funds. Bank documents should support the amount of funds available. When reading a financial report, look at the available balance of funds. Confirm that these funds are actually in the bank accounts they should be.

As a trustee, you may be asked about the financial status of the library. If you are uncertain, ask questions during the meeting to make sure you are able to answer. Further directions on reading a financial report can be found in Budgeting & Finance chapter.

COMMITTEES

Committees are small working groups of the board of trustees that focus on a specific area of the board's responsibilities. The board may have standing committees as well as ad hoc committees determined based on need. The president of the board of trustees has the authority to designate committees and individuals in them.

Typical committees include finance, policy, and strategic planning. Ad hoc committees might relate to a special project, such as a building project or executive director review.

The board president determines who is on the committees. It is important to consider who the members of the committee are. Is there a benefit to having a committee open to all library staff or a staff representative who is not the library director? What about members of the community? The president determines this.

Best practice has the library director attend all committee meetings. The president is a de facto member of all committees.

Each committee must designate a head of the committee. This individual sets the agenda, chairs the meeting, and provides updates to the board of trustees. Reminder, if 3 or more trustees are on a committee, the meetings must follow Open Meetings Law requirements including 24-hour posting notice.

AND REMEMBER...

A few key actions will ensure the board stays on track.

- An effective board maintains cohesion. After a policy or rule is adopted by the majority vote of the library board, do not criticize or revoice your opposition publicly.
- Respect confidential information. Until officially released, do not divulge information regarding future board actions or plans.
- Observe the communications and information policies of the board and library.
- Speak as a member of the board and refer questions about policies to the library director or appropriate library representative.
- Observe ethical standards with absolute truth, integrity, and honor, and disqualify yourself immediately whenever the appearance of a conflict of interest exists.
- All actions by the board must be approved by a quorum of the board at a regular meeting.
- Do not hold board meetings without the library director.
- Follow the Open Meetings (“Sunshine”) Laws.
- Assume your full responsibility as a board member. If you are unable to attend meetings regularly and complete work delegated to you, resign so that an active member can be appointed.

SUMMARY

A successful library board meeting requires effective communication and participation from all trustees, with a clear agenda, pre-review of materials, and established expectations for behavior. The board’s role is to provide oversight, make strategic decisions, and ensure accountability by guiding the library director through their operational choices and future plans. The library director, who does not have a vote, must be present to facilitate communication between the board and the library’s operations. Trustees should come prepared, actively participate, and adhere to meeting guidelines to ensure productive and focused discussions.

TRY THIS

Regular **self-assessment** ensures that trustees are accountable to the organization and its stakeholders. Take a moment to complete the Library Trustee Self-Assessment on the following pages. You will use your responses as you navigate the next chapter to identify strengths, opportunities, aspirations, and results.

LIBRARY TRUSTEE SELF ASSESSMENT

BOARD DOCUMENTS

(*ITEMS ARE STATUTORILY REQUIRED)

Bylaws*	☐ We have	☐ I can locate
	☐ The public can access without a CORA Request	
Strategic Plan/Strategic Priorities	☐ We have	☐ I can locate
	☐ The public can access without a CORA Request	
Financial Plan	☐ We have	☐ I can locate
	☐ The public can access without a CORA Request	
Capital Plan	☐ We have	☐ I can locate
	☐ The public can access without a CORA Request	
Financial Audit*	☐ We have	☐ I can locate
	☐ The public can access without a CORA Request	
Library Policies*	☐ We have	☐ I can locate
	☐ The public can access without a CORA Request	
Annual Report	☐ We have	☐ I can locate
	☐ The public can access without a CORA Request	

LEADERSHIP

I can share the goals of the library's strategic plan or strategic priorities.

☐ Yes ☐ Sometimes ☐ No ☐ Uncertain

I can share with others our library's current actions towards the strategic plan or strategic priorities.

☐ Yes ☐ Sometimes ☐ No ☐ Uncertain

I know the library's core values and ethical standards that drive my decision making.

☐ Yes ☐ Sometimes ☐ No ☐ Uncertain

I visit the library and participate in library programs or events.

☐ Yes ☐ Sometimes ☐ No ☐ Uncertain

I promote the library with local community leaders, stakeholder groups, or public officials by sharing our impact and relevance at least 2 times a year.

☐ Yes ☐ Sometimes ☐ No ☐ Uncertain

I have established a relationship with my local and state representatives, and discuss library issues with them, advocating for their support.

☐ Yes ☐ Sometimes ☐ No ☐ Uncertain

I belong to a state or national library organization and/or attend conferences.

☐ Yes ☐ Sometimes ☐ No ☐ Uncertain

I can share the goals of the library's strategic plan or strategic priorities.

☐ Yes ☐ Sometimes ☐ No ☐ Uncertain

I have read one or more national library organization journals or blog posts over the past six months.

☐ Yes ☐ Sometimes ☐ No ☐ Uncertain

I am aware of legislation, trends, issues, and emerging risks affecting public libraries.

☐ Yes ☐ Sometimes ☐ No ☐ Uncertain

GOVERNANCE

Bylaws are followed.

☐ Yes ☐ Sometimes ☐ No ☐ Uncertain

Library policies allow effective management and legal compliance.

☐ Yes ☐ Sometimes ☐ No ☐ Uncertain

I am a member of a board committee.

☐ Yes ☐ Sometimes ☐ No ☐ Uncertain

I understand and respect the distinct roles and duties of the library director, the library board, the Foundation, and Friends.

☐ Yes ☐ Sometimes ☐ No ☐ Uncertain

I route my requests of staff through the library director.

☐ Yes ☐ Sometimes ☐ No ☐ Uncertain

The library director is consistently evaluated.

☐ Yes ☐ Sometimes ☐ No ☐ Uncertain

A compensation review has occurred.

☐ Yes ☐ Sometimes ☐ No ☐ Uncertain

I am prepared for board and committee meetings by reviewing the board packet prior to meetings so I can ask relevant questions and make better decisions.

☐ Yes ☐ Sometimes ☐ No ☐ Uncertain

I meet my attendance obligation for board and committee meetings.

☐ Yes ☐ Sometimes ☐ No ☐ Uncertain

I ask relevant questions and contribute to discussion about library business during board and committee meetings.

☐ Yes ☐ Sometimes ☐ No ☐ Uncertain

After speaking, I allow all other trustees to speak before speaking again.

☐ Yes ☐ Sometimes ☐ No ☐ Uncertain

STEWARDSHIP

I am able to answer questions about the expenses and revenue of the budget.

☐ Yes ☐ Sometimes ☐ No ☐ Uncertain

I am aware of our reserve funds, rough amounts, and purpose behind. ☐ Yes

☐ Sometimes ☐ No ☐ Uncertain

I review at least quarterly the budget to actuals and spending to know the financial standing of the library and where funds are being spent.

☐ Yes ☐ Sometimes ☐ No ☐ Uncertain

I can summarize the key findings including the financial picture and recommendations of the library.

☐ Yes ☐ Sometimes ☐ No ☐ Uncertain

MANAGEMENT

I seek out and recommend potential trustees.

☐ Yes ☐ Sometimes ☐ No ☐ Uncertain

I participate in orienting new trustees.

☐ Yes ☐ Sometimes ☐ No ☐ Uncertain

I follow through on my board commitments.

☐ Yes ☐ Sometimes ☐ No ☐ Uncertain

I support other trustees by ... (Fill in the blank)

☐ Yes ☐ Sometimes ☐ No ☐ Uncertain
