

BYLAWS OF THE BOARD OF TRUSTEES OF THE WELLS COUNTY PUBLIC LIBRARY

Article I

Name

This organization shall be called "The Board of Trustees of the Wells County Public Library" existing by virtue of the provisions of the Public Library Law of 1947, as amended, and exercising the powers and authority and assuming the responsibilities delegated to it under the said statutes as a Class 1 library (IC 36-12-1-9).

Article II

Membership

Section 1 Qualifications of Members

All members of the Library Board of Trustees shall be citizens who have resided in the library district for at least two (2) years (IC 36-12-2-7).

Section 2 Appointment of Members

The Library Board of Trustees shall consist of seven (7) members who shall be appointed as follows:

- Two (2) members shall be appointed by the Wells County Board of Commissioners;
- Two (2) members shall be appointed by the Wells County Council;
- Two (2) members shall be appointed by the Bluffton-Harrison MSD Board of Trustees; and
- One (1) member shall be appointed jointly by the Presidents of the Northern Wells Community Schools Board of Trustees and the Southern Wells Community Schools Board of Trustees (IC 36-12-2-9).

Section 3 Limitations of Appointments

All appointments shall be for a term of four (4) years. Members of a library board are eligible for reappointment, but may not serve more than four (4) consecutive terms. Members appointed to fill vacancies shall serve for the unexpired term and may be reappointed to serve three (3) additional consecutive terms (IC 36-12-2-8).

Section 4 Vacancies

A vacancy shall occur by death, resignation, expiration of term, or when a member is absent for six (6) consecutive regular Board Meetings for any cause other than illness (IC 36-12-2-20).

Whenever a vacancy in the membership of the Library Board shall occur, such vacancy shall be filled by the appointing authority that shall have appointed the member whose seat on the Library Board shall have become vacant, such appointing authority's appointment of a successor shall be for the unexpired term only.

Section 5 Removal of Board Members

A member of the Library Board may be removed at any time by the appointing authority, after public hearing, for cause which interferes with the proper discharge of duties as members of such Board or for cause which jeopardizes public confidence in the member. A vacancy shall occur whenever a member is absent from six (6) consecutive regular board meetings for any cause, other than illness, and the appointing authority shall be notified by the Secretary of the Board of the occurrence of such vacancy (IC 36-12-2-20).

Section 6 Compensation and Prohibition of Employment

All members of the Library Board shall serve without compensation and no board member shall serve as a paid employee of the library (IC 36-12-221).

Section 7 Certificate of Appointment and Oath of Office

The appointing authority shall issue to each appointee a signed Certificate of Appointment. Within ten (10) days after the receipt of the Certificate of Appointment, the appointee shall qualify for his office by taking an oath of office before any person authorized by law to administer the same to the effect that he will faithfully discharge his duties to the best of his ability, and shall file the Certificate of Appointment, with the oath endorsed thereon, with the records of the library, which shall be preserved as a public record (IC 36-12-2-19).

Article III
Officers

Section 1 Definition

The officers shall be a president, a vice-president, a secretary, and a treasurer, elected from among the appointed trustees at the annual meeting of the Board.

Section 2 Election of Officers

- The Nominating Committee shall present a slate of officers at the annual meeting of the Board, held in August of each year. Additional nominations may be made from the floor. Officers will be elected at the annual meeting and begin their terms at that meeting.
- The Nominating Committee may use the following procedure to prepare a slate of officers at the annual meeting: the current

vicepresident to be nominated for president, the current secretary to be nominated for vice-president, the current treasurer to be nominated for secretary, and a treasurer to be nominated from the other members of the Board, subject to availability for duties to the nominated office.

Section 3 Terms and Tenure of Officers

Officers shall serve a term of one (1) year from the annual meeting in August at which they are elected until their successors are duly elected.

Section 4 Removal of Officers

Any officer may be removed by the Board at any regular or special meeting by a majority vote of the entire membership of the Board.

Section 5 Vacancies

In case of a vacancy of any officer, the Board shall, at the next regularly scheduled meeting, elect a member to fill the unexpired term of office.

Section 6 Duties of the Officers

The President shall:

- Preside at all meetings;
- Appoint all committees, including chairperson;
- Authorize calls for any special meetings; and
- Generally perform the duties of a presiding officer.

The Vice-President shall:

- Perform the duties of the President in the latter's absence, and
- In case of a vacancy in the Presidency through death, disability, absence from the country, or other cause, serve as acting President until a President shall be elected or the disability shall be removed.

The Secretary shall:

- See that a record of attendance at the board meetings is kept;
- See that a true and accurate account of all proceedings of the board meetings is maintained;
- When a board vacancy occurs, inform the officer or body that appointed said member of such vacancy; and
- See that board members are notified of all meetings and of changes in the hour, and/or state, and/or place of the regular meeting.

The Treasurer shall:

- Receive, have custody of, and see that a true and accurate record is kept of all monies and securities of the library;

- Disburse the funds of the Library as authorized by the Board upon a warrant signed by the Treasurer;
- See that a true and accurate financial report is made each month and presented to the Board; and
- Be bonded in an amount determined by the Board, the cost of said bond to be paid from the Library Operating Fund (IC 36-12-2-22).

Article IV Meetings

Section 1 Regular Meetings

The regular meetings shall be held each month on the second Tuesday at a Wells County Library facility.

Section 2 Order of Business

- Call to order;
- Public Input from individuals or delegations allowing only one member to speak for a delegation and a five (5) minute limitation for each speaker;
- Disposition of minutes of previous regular meeting and any intervening special meetings;
- Librarian's Report;
- Treasurer's Report;
- Disposition and signing of Register of Claims;
- Communications received not requiring action;
- Report of Committees;
- Unfinished business;
- **Personnel Updates;**
- New business;
- Other items for consideration;
- Next meeting date, place, and time; and
- Adjournment.

Section 3 Annual Meeting

The annual meeting shall be held immediately following the regular meeting held in August of each year. The annual meeting shall be held for the purpose of the election of officers, final reports of committees, and reading of the Bylaws of the Board of Trustees.

Section 4 Special Meetings

Special meeting may be called by the secretary at the direction of the president, or upon the written request of two (2) board members, for the transaction of business as stated in the call for the meeting.

Section 5 Quorum

A quorum for the transaction of business at any meeting shall consist of four (4) members of the Board present in person (IC 36-12-2-23).

Section 6 Voting

An affirmative vote of a majority of the members of the board present at the time shall be necessary to approve any action before the Board. The president may vote upon and may move or second a proposal before the Board.

Section 7 Conduct of Meetings

Proceedings of all meeting shall be governed by Robert's Rules of Order, latest revised edition, subject to the Bylaws, Policies, and Procedures, which have been or may be adopted by the Board.

Section 8 Electronic Meetings

In accordance with IC 5-14-1.5-3.5, Library board members may participate in meetings electronically as long as the Library uses technology that permits simultaneous communication between Board members and that also permits the public to simultaneously attend and observe the meeting. The Library is not required to permit the public to attend executive sessions held electronically.

Board members attending electronically may be counted present for quorum purposes and may vote on matters presented before the board. However, the Board member must be able to be both seen and heard in order to participate in any final action (vote). All votes taken at during a meeting with electronic attendees must be taken by roll call vote.

At least four Board must be present in person at each meeting.

Board members may not attend more than half of the library board meetings during any given year electronically unless the reason is due to:

- military service;
- illness or other medical condition;
- death of a relative; or
- an emergency involving actual or threatened injury to persons or property.

Electronic participation in meetings is not permitted if the Board is attempting to take final action to:

- Adopt a budget;
- Make a reduction in personnel;
- Initiate a referendum;

- Establish or increase a fee;

Technology failures during the meeting will not prevent the meeting from continuing and will not invalidate board actions or votes as long as there is a quorum of Board members still able to participate and as long as the voting requirements of the Board by-laws are met.

Meeting memoranda (minutes) for a meeting where a Board member attends electronically must:

- state the name of each Board member
- who was present in person;
- who attended the meeting by electronic means; and
- who was absent, and
- identify the electronic communication mechanism used for the meeting.

In accordance with IC 5-14-1.5-3.7, during Disaster Emergencies declared by the Governor or Local Government Officials, the Board may meet completely electronically until the disaster or emergency is terminated. During such disaster emergencies, the Board may meet using any form of electronic communication as long as the meeting meets the following criteria:

- At least a quorum of the board are participating in the meeting either in person or electronically;
- the public is able to simultaneously attend and observe the meeting (unless it is an executive session); and
- votes are taken by roll call vote.

Meeting memoranda for an electronic meeting during a disaster emergency must: state the name of each board member who attended electronically and who was absent; and identify the electronic communication mechanism used for the meeting.

Section 9 Public Records

The Library and the Board shall provide access to public records in accordance with the Indiana Access to Public Records statute (IC 5-14-3).

Article V **Committees**

The President shall appoint standing committees of three (3) members each at the regular meeting in September. The committee shall serve until the final report is made to the Board at the annual meeting.

Section 1 Standing Committees

The Standing Committees shall be:

- Budget;
- Building;
- Nominating;
- Policy, Bylaws, and Insurance;
- Public Awareness/Outreach.

Section 2 Special Committees

The President shall appoint, with the approval of the Board, special committees of one or more members each for the study of special problems. The committee shall be considered to be discharged upon the completion of the purpose for which it was appointed and after the final report is made to the Board.

Section 3 Committee Reports

- Each committee chairperson shall submit a report at the start of each new committee of the committee's goal and objectives of that committee.
- All committees shall make a progress report to the Library Board at each of its meetings.

Section 4 Committee Powers

No committee shall have other than advisory powers, unless, by suitable action of the Board, it is granted specific power to act.

Article VI
Personnel

Section 1 Library Director and Staff

- The Library Director shall be considered the administrative officer of the Board and shall be solely responsible for the management and operation of the library under the direction and review of the Board.
- The Library Director shall be responsible for the care of the buildings and equipment, for the efficiency of the library's service to the public as provided in the Board policies in force and for the operation of the library under the financial conditions set forth in the annual budget.
- The Library Director shall recommend to the Board the appointment and specify the duties of other employees and shall be held responsible for the proper direction and supervision of staff. In the case of part-time, substitute or temporary employees, the Library Director shall have interim authority to appoint without prior approval of the Board provided that any such appointment shall be reported to the Board at its next regular meeting.
- The Library Director shall be authorized to make spending commitments in amounts totaling not more than the current annual

budgets, provided that the purchases are for the benefit of the library and its patrons. Any single purchase exceeding \$5000 requires prior authorization from the Board of Trustees unless the need and cost of the equipment, software, service, supply or material was itemized and approved as part of the budget process.

- The Library Director shall attend all Board meetings except those at which his/her appointment, salary, or performance is discussed or determined.
- The Library Director shall make recommendations to the Board for the annual budget and such policies as deemed necessary to promote and improve the service of the library.
- The Library Director shall present an annual report to the Board.
- In the unexpected absence of the Library Director for more than four weeks, the Branch Manager will assume the Director's responsibilities for as long as the Board of Trustees deems necessary.

Section 2 Attorney

- The Board may retain an Attorney and establish a retainer rate for the Attorney, but for litigated cases extra compensation shall be allowed to be determined by the reasonable worth of such service.
- The President of the Board or the Library Director may at any time request the legal opinions of the Attorney upon any matter coming within the jurisdiction of the Board. In any cases, the matter as to which such opinion is asked shall be stated in writing, and a copy of such written statement shall be returned by the Attorney with his opinion to the Board.

Article VII Conflict of Interest

Board Members will declare any conflict of interest between their personal life and their position on the Library Board and abstain from voting on issues that appear to be a conflict of interest.

Section 1 Conflict of Interest

A conflict of interest occurs if a board member has a pecuniary interest in a contract or purchase that will result or is intended to result in an ascertainable increase in the income or net worth of the employee or his/her dependent. All board members must make a disclosure under the procedures in IC 35-44-1-3 of any conflict of interest.

A dependent is defined as any of the following:

- A spouse
- A child, stepchild, or adoptee who is not emancipated and less than eighteen (18) years of age

- Any financially supported individual.

Section 2 Appointments

Appointment of an immediate family member of a Library Board member or the Director is prohibited. Immediate family members include spouse, children, parents, parents-in-law, grandparents, grandchildren, or siblings regardless of whether or not they are financially dependent.

Article VIII
General

Section 1 Amendments

The Bylaws may be amended or repealed at any regular or special meeting called for that purpose by a majority vote of the members present, providing the Amendment was read at the last regular meeting.

Section 2 Suspension of Rules

Any rule or resolution of the Board, whether contained in these Bylaws or otherwise, may be suspended temporarily in connection with business at hand; but such suspension, to be valid, may be taken only at the meeting at which two-thirds of the members of the Board shall be present and two-thirds of those present shall also approve.

Amended July 13, 2010
Amended January 14, 2014
Reviewed August 10, 2021