

**WESTCHESTER PUBLIC LIBRARY  
BYLAWS OF THE BOARD OF TRUSTEES  
Reviewed and Readopted January 11, 2018**

**Article I.  
Identification**

Section 1. The name of this Board is the “Board of Trustees of the Westchester Public Library”, hereinafter referred to as “the Board.” The Westchester Public Library will be hereinafter referred to as “the Library”.

Section 2. The geographical boundary of the Library and taxed library district is Westchester Township, Porter County, Indiana which includes all or portions of the Towns of Chesterton, Porter, Burns Harbor and Dune Acres.

**Article II.  
Authority and Purpose**

Section 1. The Board shall govern the Library, a municipal corporation and Class 1 library organized under the public library provisions, according to the purposes and authority set forth in IC 36-12, as amended, and such other Indiana and federal laws as affect the operation of the Library.

Section 2. Members of the Board (Trustees) shall serve without compensation, except that the Treasurer may be paid, per IC 36-12-2-21. A Board member may not serve as a paid employee of the public library.

Section 3. The Library shall possess and exercise all of the powers and duties of a Class 1 public library in accordance with IC 36-12-3.

Section 4. Necessary travel and/or meal expenses of any Board member or library employee incurred in the interest and business of the library may be reimbursed out of library funds, per policy or board resolution. Such travel on behalf of the Library shall be approved by the Board.

Section 5. The Board may engage legal counsel as needed for legal advice. The President of the Board or the Library Director may request the legal opinions of legal counsel for any matter which comes within the jurisdiction of the Board, and shall report the opinion to the Board.

**Article III.  
Personnel**

Section 1. The Board shall select a Librarian who holds a certificate under IC 36-12-11 to serve as the Director of the library. The selection shall be made solely upon the basis of the candidate's training and proficiency in the science of library administration. The Board shall fix the compensation of the Director. The Director, as the administrative head of the library,

is responsible to the Board for the operation and management of the library, per IC 36-12-2-24(a)

Section 2. The relationship between the Director and the Board of Trustees should be a symbiotic partnership of mutual understanding and cordial cooperation with clearly defined areas of responsibilities.

Section 3. The Library Board serves as the public's voice in the library, setting the policies that govern the library's operation and growth. The Director, on the other hand, serves the Board as its administrator and professional consultant. The Director should not attempt to set new library policy without Board approval and the Board should not attempt to administer the day-to-day operation of the library.

Section 4. The Director shall have the power to write and enforce administrative regulations or procedures governing the Library which logically stem from adopted and approved Board policies. Such regulations or procedures shall be consistent with the policies of the Board.

Section 5. The Director shall be held responsible for the care of the buildings and equipment, for the employment and direction of the staff, for the efficiency of the library's service to the public, for the administration of the long range plan and short term goals, and for the operation of the library under the financial conditions set forth in the annual budget.

Section 6. The Director shall attend all Library Board meetings, except those at which her/his appointment, salary, or performance is to be discussed or decided.

Section 7. The Library Board's relationship with staff members should be one of cordial and friendly interest, free from personal intervention between staff member and supervisor. The Library Board governs the library through its action as a whole, and not through individual instruction.

#### **Article IV. Conflicts of Interest**

Section 1. Board members, in the capacity of trust imposed upon them, shall observe ethical standards with absolute truth, integrity and honor and conduct themselves in accordance with the Library's Code of Ethics.

Section 2. A public Library Board member has the responsibility to act as a participating member of the Board of Trustees in concert with the other members of the Board. The power to take governing action is vested in the Board as a whole and not in individual members unless otherwise specifically delegated by formal Board action. Although individual members have the right and the responsibility to express minority opinions, an individual member should not misrepresent a personal opinion as being the view of the remainder of the Board.

Section 3. Board members shall avoid situations in which personal interests might be served or financial benefits gained at the expense of library users, colleagues or the institution.

Section 4. Board members will not use the library for personal advantage or the personal advantage of friends or relatives.

Section 5. Library Board members and their dependents are prohibited from having a pecuniary interest in or prohibited from deriving a profit from a contract or purchase connected with the library unless the interest or profit is specifically permitted by law and the Board member makes a public conflict of interest disclosure in accordance with Indiana Code 35-44.1-1-4. If the possibility of a long-term conflict of interest exists, the Board member shall complete the Uniform Conflict of Interest Disclosure Form annually.

Section 6. Board members will declare any conflict of interest between their personal life and their position on the Library Board and avoid voting on issues that appear to be a conflict of interest. It is incumbent upon any Board member to disqualify or recuse himself/herself from voting immediately whenever the appearance of a conflict of interest exists.

#### **Article V. Nepotism**

Section 1. Nepotism is prohibited. Members of the immediate family of Library Board members, the immediate family of the Library Director, and members of the immediate families of appointing authorities will be ineligible for employment with the library. Immediate family members can include, but are not limited to husband, wife, father, son, mother, daughter, and extended family such as grandparents, nieces, nephews, in-laws, step-family and persons living in the household as the same.

Section 2. No immediate family member of a current staff member will be considered for a position wherein one member would have supervisory duties over the other.

#### **Article VI. Amendments**

Section 1. These bylaws may be amended at any regular meeting of the Board by the vote of at least four (4) of the seven authorized (7) Board appointments established by law regardless of any current vacancies on a library's board.

Section 2. Amendments shall be proposed one month in advance of voting, and a copy provided to each Board member at least 15 days before the meeting.

Section 3. Amendments may be proposed by any member of the Board

Section 4. The amendments for each year shall be sent to the Indiana State Library upon submission of the annual report.

**Article VII.  
Membership**

Section 1. Members of the Board shall be appointed pursuant to IC 36-12-2-9 IC 36-12-2-12, and as follows:

Class 1 library ( township library)	Appointing authority
Trustee 1 IC 36-12-2-9(1)	County executive
Trustee 2 IC 36-12-2-9(2)	County fiscal body
Trustee 3 IC 36-12-2-9(3)	School board
Trustee 4 IC 36-12-2-9(3)	School board
Trustee 5 IC 36-12-2-9(3)	School board
Trustee 6 IC 36-12-2-12(1)	Township executive
Trustee 7 IC 36-12-2-12(2)	Township fiscal body

Section 2. The Secretary of the Board shall inform the appropriate appointing authority of vacancies in Board membership and the Board may recommend to the appointing authority one or more candidates for appointment or reappointment to fill the vacancy. In making recommendations, the Board shall consider the present membership of the Board and attempt to recommend individuals who will bring a broad representational voice, maturity, wisdom, and demonstrable interest in the library and its community to the Board. Although there is no mandate that the composition of the Board reflect any political or geographical areas within the district, such boundaries should be considered when making recommendations.

**Article VIII.  
Officers**

Section 1. Officers of the Board shall be a President, Vice President, Secretary, and Treasurer per IC 36-12-2-22 and IC 36-12-2-23; and any other officer or officers the Board deems necessary to conduct the business of the organization such as an Assistant Treasurer and Assistant Secretary who need not be members of the Board.

Section 2. The officers shall be elected by ballot at the March meeting. The term of office for the Officers of the Board shall begin on April 1, and continue for one year until March 31, of the subsequent year. A member shall have no more than two consecutive terms in the same office except for the Assistant Treasurer and Assistant Secretary who shall serve until replaced.

Section 3. Vacancies in office shall be filled by ballot at the next regular meeting of the Board after the vacancy occurs.

Section 4. 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. The duties of the officers shall be such as by custom and law, including IC 36-12-2-22 et seq. and the rules of this Board usually devolve upon such officers in accordance with their titles.

Section 6. The President shall preside at Board meetings, appoint committees deemed necessary and perform such other duties as pertain to the office of the President and are necessary to carry out the wishes of the Board.

Section 7. The Vice-President shall perform the duties of the President in the absence of the latter.

Section 8. The Secretary shall record all proceedings of the Board and shall notify the proper appointing powers of vacancies on the Board. Notice shall be given when possible, two weeks before the vacancy occurs. The Secretary shall certify the rate of taxation as determined by the Library Board to the County Auditor, and see that the levy is properly made and recorded; shall keep a record of attendance at Board meetings, and if any member is absent without reasonable excuse from six consecutive meetings for any cause other than illness, it shall be the duty of the Secretary to inform the appointing authority that the member is not serving the best interests of the Library and should be replaced by someone who will take an active part in the work.

Section 9. The Assistant Secretary shall perform the duties of the Secretary in the absence of the latter or as directed by the latter including serving as Corresponding and Attesting Secretary.

Section 10. In addition to duties outlined in IC 36-12-2-22, the Treasurer shall be responsible for and keep a detailed account of receipts and expenditures and be responsible for monthly reports and an annual report of receipts and expenditures; shall sign all warrants approved by the Board.

Section 11. The Assistant Treasurer shall perform the duties of the Treasurer in the absence of the latter. Although not empowered to sign warrants personally, the Assistant Treasurer is authorized to use a signature stamp of the Treasurer on warrants in the absence of the Treasurer.

## **Article IX. Meetings**

Section 1. The Board shall meet monthly. The Board shall set the meeting days for the year at the first annual meeting. The January meeting shall be the annual meeting, per IC 36-12-2-23.

Section 2. The full Board and its officers constitutes The Board of Finance and shall meet annually in January, after the first Monday and on or before the last day of January, to review finances and depositories, per IC 5-13-7-5 et seq.

Section 3. Regular, special and executive session meetings will be publicized and conducted in accordance with the Open Door Law of Indiana (IC 5-14-1.5). The Board will conduct closed sessions only in accordance with the exceptions specifically permitted by law.

Section 4. Special meetings may be called by the President, or upon written request of two (2) members, for the transaction of business as stated in the call, per IC 36-12-2-23. Notice stating the time and place of any special meeting and the purpose for which called shall be given each member of the Board at least two (2) days in advance of such meeting and to the local media 48 hours in advance, excluding holidays and weekends, per IC 5-14-1.5-5

Section 5. Emergency meetings may be held without the notification time limits only when there is actual or threatened injury to person or property or actual or threatened disruption of public library service. The news media will be given the same notice as Board members in the event that an emergency meeting is scheduled.

Section 6. A quorum for the transaction of business shall consist of a simple majority, which is equal to 4 of the 7 authorized board appointments regardless of any current vacancies on the library's board.

Section 7. A majority concurrence of members present at a meeting is necessary to approve or authorize any action with the exception of removing an officer from office or amendments to these Bylaws. These exceptions require the majority concurrence of four (4) of all seven (7) authorized Board members.

Section 8. The Library Director shall prepare the agenda for all meetings at least 48 hours prior to the time of the meeting. Members may request additional agenda items be included.

Section 9. The normal order of business for regular Library Board meetings shall be as follows:

- Call to Order
- Introduction of Guests
- Reading and Approval of Minutes
- Statistical Reports
- Financial Reports
- Approval of Transfers
- Approval of Expenditures – Claims and Warrants
- Librarian's Report
- Old Business
- New Business
- Staff Changes
- Other Business
- Date of Next Meeting
- Adjournment

Section 10. Any member of the public wishing to address the Board for the purpose of encouraging any Board action is requested to contact either the President or the Director at least 48 hours before the time of the meeting to insure inclusion on the agenda. Statements of a negative nature concerning library employees shall be disallowed during regular public Board meetings and must be submitted in writing to the Library Board for consideration in executive session.

Section 11. Robert's Rules of Order, latest revised edition, shall govern the parliamentary procedure of the Board.

### **Article X. Committees**

Section 1. The Board shall form such committees as it deems necessary to assist the Board to discharge its responsibilities. The President of the Board shall make committee appointments subject to the approval of the Board. All such committees so appointed are declared to be "without power" and must report back to the Board for its deliberation and final action.

Section 2. The Director and at least one Board member shall be members of all committees.

Section 3. Committees may have citizen members, as deemed appropriate for their purpose by the Board.

### **Article XI. Indemnification of Board Members**

Section 1. The Westchester Public Library shall indemnify any and all of its trustees or staff or former trustees or staff or any person who may have served at its request or by its election as a committee member or a director or officer of another organization, against expenses actually and necessarily incurred by them in connection with the defense or settlement of any action, suit or proceeding in which they, or any of them, are made parties, or a party, by reason of being or having been trustees or a trustee or staff member or committee member of the Library or such other organization, except in relation to matters as to which any such trustee or staff member or former trustee or staff member or person shall be adjudged in such action, suit or proceeding to be liable for willful misconduct in performance of duty and to such matters as shall be settled by agreement predicated on existence of such liability. Appropriate insurance may be obtained or other arrangements for such purposes may be obtained by the Board of Trustees.

Section 2. The indemnification provided hereby shall not be deemed exclusive of any other rights to which anyone seeking indemnification may be entitled under any bylaw, agreement, vote of trustees or disinterested trustees or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office. The Westchester Public Library, at its option, may supply the services of the Library attorney, in lieu of indemnification, for legal defenses provided for by this policy.

**Article XII.**  
**Policies, Plans, Rules, and Regulations**

Section 1. In addition to operating in accordance with these Bylaws and the laws of the State of Indiana, the Board shall adopt policies, plans, rules, and regulations to govern its operations, and may affirm policies, plans, rules and regulations proposed by the Library Director for the management and administration of the Library, as required by 590 IAC 6-1-4(d), 590 IAC 6-1-4(e) and 590 IAC 6-1-4(h).

Section 2. All of these policies, plans, rules, and regulations shall be compiled and posted on the Library's web site.

**Article XIII.**  
**Review of Bylaws**

Section 1. The bylaws will be reviewed at the January meeting. The secretary shall affix the date of review to the bylaws for audit as well as indicating the action in the minutes.