



Adopted February 18, 2020
Amended June 15, 2021
and July 18, 2023

ARTICLE I
Identification and Authority

Section 1. Name

The name of the library district to which these Bylaws shall be applicable shall be the Elkhart Public Library (hereinafter referred to as the "Library").

Section 2. Authority

The activities of the Library shall be conducted under the authority granted by Ind. Code § 36-12 (the "Indiana Library Laws") as amended from time to time, and in accordance with other applicable local, state and federal legislation.

Section 3. Mission

The Library shall be a service institution. It seeks to inform, inspire, and empower the diverse communities within the library district. It does this by providing library materials, facilities, programs, services, and professional, courteous assistance that is accessible to all people.

Section 4. Territory

The Library is a Class 1 library organized under the public library provisions set forth in IC 36-12 serving the City of Elkhart and the Townships of Osolo, Cleveland, and Concord in Elkhart County in the State of Indiana (the "Library District").

Section 5. Public Corporation

The Library is a municipal corporation for library purposes, separate and distinct from all other municipal and civil corporations in Elkhart County, Indiana.

ARTICLE II
Governing Body and Powers

Section 1. Governing Body

The official fiscal and administrative body of the Library shall be a seven (7) member Board (hereinafter referred to as the "Board") who shall govern and oversee the affairs of the Library, subject to the limitations of the Indiana Library Laws, as amended, and subject to these Bylaws.

Section 2. Powers

The Library, acting by and through the Board, shall have and enjoy all powers, rights and privileges granted to it and shall perform all duties required of a Library and its Board under the Indiana Library Laws (Ind. Code § 36-12), as amended. Generally, the Board shall govern and set policy for all of the affairs of the Library. It may make rules for the discharge of its responsibilities, and it may manage and insure all real and personal property belonging to the Library.

ARTICLE III
Members of the Library Board

Section 1. Qualifications of Members

All members of the Board shall reside in the Library District at the time of their appointment to the Board and shall have resided in the Library District for at least two (2) years immediately preceding their appointment to the Board.

Section 2. Appointment of Members

The Board shall consist of seven (7) members who are appointed as follows:

- 2.1 Two (2) members shall be appointed by the County Council of Elkhart County.
- 2.2 Two (2) members shall be appointed by the County Commissioners of Elkhart County.
- 2.3 Two (2) members shall be appointed by the Board of Trustees of the Elkhart Community Schools Corporation.
- 2.4 One (1) member shall be appointed by the Board of Trustees of the Concord Community Schools.

Section 3. Vacancies

- 3.1 A vacancy shall occur by death, resignation, expiration of term, or when a member is absent from six (6) consecutive regular Board meetings for any cause other than illness.
- 3.2 Whenever a vacancy in the membership of the Board shall occur, the Executive Director at the instruction of the Board shall notify the authority that appointed the member whose seat on the Board has or will become vacant.
- 3.3 Any vacancy shall be filled by the appointing authority of 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 4. Reappointment

- 4.1 The term of a Board member is four (4) years. Any member of the Board shall be eligible to be appointed for not more than four (4) consecutive terms.
- 4.2 Notwithstanding the foregoing, a Board member whose term has expired, and who has not been re-appointed, shall continue to serve up to 90 days after the expiration date of the term.

Section 5. Removal

The appointing authority for a member of the Board may at any time, after a public hearing, remove a member of the Board for any cause that (i) interferes with the proper discharge of the member's duties as a member of the Board or (ii) jeopardizes public confidence in the member.

Section 6. Compensation

- 6.1 All members of the Board shall serve without compensation, and no Board member shall serve as a paid employee of the Library.
- 6.2 The Treasurer of the Board may be a member of the Board or a paid employee of the Library, per Ind. Code § 36-12-2-22.

Section 7. Certificate of Appointment and Oath of Office

The appointing authority shall issue to each appointee to the Board a signed certificate of appointment. Within ten (10) days after the receipt of the certificate of appointment, the appointee shall qualify for his/her office by taking an oath of office before any person authorized by law to administer the same to the effect that he/she will faithfully discharge his/her duties to the best of his/her ability. The certificate of appointment, with the oath endorsed thereon, shall be filed with the records of the Library and the records of the circuit court clerk within 30 days of the oath having been taken and it shall be preserved as a public record.

Section 8. Indemnification

- 8.1 The Library shall maintain an adequate level of liability insurance coverage for Library Board members, officers, agents, employees and volunteers.
- 8.2 The Library will indemnify, to the extent legally permissible and to the extent not otherwise covered by liability insurance, a Board member officer, agent, employee or volunteer against any and all claims and liabilities to which said person has or shall become subject by reason of serving or having served as a Board member, officer, agent, employee or volunteer, or by reason of any action alleged to have been taken, omitted or neglected by such person as such Board member, officer, agent, employee or volunteer, and the Library shall reimburse each such person for all legal expenses reasonably incurred by such person in connection with any such claim or liability; provided, however, that no person will be indemnified or be reimbursed for any expense incurred in connection with any claim or liability arising out of a person's own willful misconduct or gross negligence.
- 8.3 The right of indemnification provided for above in these Bylaws shall not be exclusive of any rights to which the Board member, officer, agent, employee or volunteer may otherwise be entitled by law.

ARTICLE IV
Officers

Section 1. Officers

The President, Vice-President, and Secretary shall be members of the Library Board. The Treasurer may be a member of the Library Board or a paid employee of the Library, pursuant to Ind. Code § 36-12-2-22. The Library Board may fix the compensation of the non-Board (employee) Treasurer. The Executive Director of the Library is not eligible to be designated as Treasurer.

Section 2. Election of Officers

- 2.1 All Officers of the Board shall be elected annually for a term of one (1) year at the regular June meeting of the Board or at any special meeting of the Board or at any special meeting of the Board called for that purpose.
- 2.2 All elections shall be by nomination. If only one candidate is nominated for an office, election for that office may be by voice vote. If more than one candidate for an individual office is nominated, election for that office shall be by roll call response.
- 2.3 All Officers shall continue in office until their respective successor has been elected and qualified, or until such Officer's earlier death, resignation or removal from office or from the Board.

Section 3. Vacancies

Vacancies in any office created by death, resignation, removal or otherwise shall be filled by election at the next regular meeting of the Board or at any special meeting of the Board called for that purpose.

Section 4. Removal

Any Officer may be removed from his/her office before the expiration of the term of office, with or without cause, by affirmative vote of at least a majority of the members then serving on the Board at any regular meeting of the Board at which the notice of meeting states that removal of such Officer will be considered at the meeting or at any special meeting of the Board called for that purpose.

Section 5. Duties of the President

The President shall preside at all meetings of the Board, discharge all the duties which devolve upon a presiding officer, authorize calls for any special meeting, perform such other duties as may be required by law or these Bylaws, and have all the powers and duties customarily vested in the office of the President.

Section 6. Duties of the Vice-President

The Vice-President shall perform all duties incumbent upon the President during the death, absence or disability of the President, until a President shall be elected or the disability shall be removed. The Vice-President shall also perform such other duties as may be required by law or these Bylaws, and in

general have all the powers and duties customarily vested in the office of the Vice-President.

Section 7. Duties of the Secretary

The Secretary shall cause to be kept a record of the minutes and proceedings of the Board and attend to the giving and serving of all notices required by law and these Bylaws. The Secretary or a designee of the Board shall be responsible for the safekeeping of all records, minutes, and documents of the Board and perform such other duties as may be required by law or these Bylaws, and in general have all the powers and duties customarily vested in the office of the Secretary.

Section 8. Duties of the Treasurer

The Treasurer or a designee of the Board shall serve as custodian of the Library funds and shall cause to be kept correct and complete records of accounts. The Treasurer shall cause all Library money to be deposited in accordance with the applicable laws of Indiana. The Treasurer shall cause the funds of the Library to be disbursed as authorized by the Board upon a warrant signed by all members of the Board present at the meeting. The Treasurer shall cause to be made a true and accurate financial report to the Board each month and at the end of the fiscal year.

ARTICLE V
Committees

Section 1. Committee Appointment

Committees of the Board shall be created and appointed as deemed necessary by the President, who shall consult with the Library Executive Director, as hereinafter defined. A committee shall consist of no more than three (3) members who shall be appointed by the President. The Library Executive Director shall serve as an administrative liaison on committees if, when, and as directed by the President.

Section 2. Quorum at Committee Meetings

Two (2) members shall constitute a quorum for the transaction of business at any committee meeting.

ARTICLE VI
Meetings

Section 1. Regular Meetings

The regular meeting of the Board shall be held on the third Tuesday of each month at such time and place as may be specified from time to time by the Board, or by the President, in the absence of specification by the Board. The Board may, by resolution adopted at any regular or special meeting, change the date and/or hour and/or place of any subsequent regular meeting of the Board.

Section 2. Special Meetings

- 2.1 Special meetings may be called by the President, or upon the written request of two (2) members to the President. Only such business may be transacted at special meetings as shall be stated in the call of such special meeting, (except if permitted by law, that additional items of business may be acted upon if all members of the Board give their consent).
- 2.2 Forty-eight (48) hours' notice of a special meeting shall be given to all Board members. Such notice may be given by telephone call, electronic transmission, or in writing.
- 2.3 Notices of meetings will be given in accordance with applicable law.

Section 3. Executive Sessions

Executive sessions may be called and conducted in accordance with Ind. Code § 5-14-1.5-6.1(b), as hereafter amended.

Section 4. Quorum

Four members of the Board shall constitute a quorum for the transaction of business at any meeting. Unless provided for otherwise by these Bylaws or by law, the act of a majority (i.e., more than half of the votes cast, including abstentions) of the members present at any meeting where a quorum exists shall be an act of the Board.

Section 5. Voting

- 5.1 Members must be present at any regular or special meeting of the Board in order to be considered eligible to participate in any final action taken at the meeting.
- 5.2 Voting on all matters of business may be by verbal ayes and nays, or by show of hands, unless a record of the vote is required by law, Board policy, or these Bylaws, or desired by a member of the Board. When a record is required or desired, the vote shall be by a roll call response.
- 5.3 Unless otherwise required by law or these bylaws, all resolutions eligible for vote in a regular meeting of the Board shall require the "yes" votes of a majority of those Board members present in order to pass.
- 5.4 The order of voting of a recorded vote shall be by roll call in alphabetical order, except for the President who shall vote last. The presiding officer shall announce the result of the vote.
- 5.5 Proxy voting is prohibited.

ARTICLE VII Ethics for Library Board members

Section 1. Standards

Board members, in the capacity of trust imposed upon them, shall observe ethical standards with truth, integrity, and honor. Board members must promote a high level of service while observing ethical standards.

Section 2. Conflict of Interest

- 2.1 Board members must avoid situations in which personal interests might be served or financial benefits gained at the expense of library users, colleagues or the institution.
- 2.2 Board members will not use the library for personal advantage or the personal advantage of friends or relatives.
- 2.3 It is incumbent upon any Board Member to disqualify or recuse himself/herself immediately whenever the appearance of a conflict of interest exists.

Section 3. Nepotism

The Board will adhere to the principles of the Library's Nepotism Policy that employees will be hired based on their experience, skills and merit. A Board member's family member or friend who is interested in a position with the Library shall apply and be considered only through standard channels in accordance with the Library's policy on nepotism.

ARTICLE VIII
Expenditures

Section 1. Authority

Within the annual operating budget as approved by the Board, the Executive Director may incur obligations and the Board may approve expenditures to meet incurred obligations. Where the laws of Indiana require, the Library may incur obligations only after advertising for and receiving competitive bids from potential suppliers of specified goods or service in accordance with Indiana law.

Section 2. Documentation

All bills for Library purchases shall be itemized invoices or Accounts Payable Vouchers, including supportive documentation.

Section 3. Warrants

The Executive Director of the Library and the Treasurer of the Library shall approve the issuance of warrants in payment of expenses lawfully incurred on behalf of the Library in the ordinary course of the Library's affairs for goods and/or services that have been delivered and/or rendered in advance of payment. Payments may otherwise be made in advance as permitted by I.C. 36-12-3-16 or other applicable law and as outlined in a board resolution.

Section 4. Claims Register

The Executive Director and Treasurer shall jointly certify to the Board on or before the next regular meeting of the Board actions so taken by presenting a claims register showing each warrant number, name of claimant and amount allowed.

Section 5. Board Approval

At each such regular meeting of the Board, the Board shall consider, and confirm, all acts lawfully taken by the Executive Director and Treasurer as lawful acts taken for and on behalf of the Library.

Section 6. Additional Authority

The Executive Director and Treasurer are authorized, empowered and directed on behalf of the Library to execute any writings and to take any action necessary to effectuate the intent and purposes of the action as approved by the Board.

ARTICLE IX
Order of Business

Section 1. Parliamentary Guidance

Unless otherwise required by law or these Bylaws, the rules of parliamentary practice as found in the most recent version of *The New Robert's Rules of Order*, as revised and updated in subsequent editions, shall govern the proceedings of the Board.

Section 2. Order of business may be:

Roll and introduction of guests

Consent agenda

Adopt Agenda

Minutes of the last meeting

Business manager's report and finances

Personnel changes report

President's business

Executive Director's report

Unfinished business

New business

Public participation

Adjournment

ARTICLE X
Policies, Plans, Rules and Regulations

In addition to operating in accordance with these Bylaws and the laws of the State of Indiana, the Board may adopt policies, plans, rules, and regulations to govern its operations, and may affirm, modify or rescind policies, plans, rules and regulations proposed by the Library Executive Director for the management and administration of the Library. All of these policies, plans, rules, and regulations shall be compiled and organized in a manual which may be known as "Elkhart Public Library: Policies, Directives, Procedures, Forms, and More ."

ARTICLE XI
Strategic/Long Range Planning

In order to promote the continued development of the Library, the Board may initiate and maintain a process of strategic planning which formally identifies short and long-term library objectives and which develops plans and schedules to gain these objectives.

ARTICLE XII
Library Executive Director

Section 1. Executive Director

- 1.1 The Library Executive Director shall be considered the chief executive officer for implementing policies and actions of the Board and shall have charge of the administration of the Library under the direction and review of the Board.
- 1.2 The Executive Director shall have the power to issue and enforce administrative regulations or procedures governing the Library consistent with adopted and approved Board policies.
- 1.3 The Executive Director is responsible for working with the Board in developing the long range plan and short term goals and for the preparation of the annual budget.
- 1.4 The Executive Director shall attend all library Board meetings except those executive sessions at which her/his appointment, salary, or performance is to be discussed, or if excused by the Board.

Section 2. Staff

Appointments of the staff shall be made by the Executive Director. All appointments shall conform to the Indiana Library Certification Board Rules and existing personnel policies which have been approved by the Board.

Section 3. Attorney

The Board may retain an attorney and the President or the Executive Director may at any time request the legal opinions of the attorney upon any matter coming within the jurisdiction of the Board. Upon the request of any member of the Board, 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 XIII
Amendments

Section 1. Amendments

These Bylaws may be amended at any regular or special meeting of the Board upon the affirmative vote of a majority of the quorum of the Board.

Section 2. Proposed Amendments

Except when (i) an amendment is necessary to comply with legal requirements or (ii) waived by a majority of the Board, any proposed amendments or

changes to these Bylaws must be sent to Board Members at least ten days before the meeting at which they will be considered.

Section 3. Review

These Bylaws may be reviewed bi-annually by a duly authorized committee.

AMENDED by the Elkhart Public Library Board of Trustees: July 18, 2023.

AMENDED by the Elkhart Public Library Board of Trustees: June 15, 2021.

ADOPTED by the Elkhart Public Library Board of Trustees: February 18, 2020.

Previously AMENDED by the Elkhart Public Library Board of Trustees: May 16, 2017.

Previously AMENDED by the Elkhart Public Library Board of Trustees: August 24, 2011.

Previously ADOPTED by the Elkhart Public Library Board of Trustees: December 15, 2010.