

BOARD OF TRUSTEES

BYLAWS

Issue Date: 11/2/81

Article I Name

This organization shall be called “The Board of Trustees of the Warsaw Community Public Library” existing by virtue of the provisions of Chapter 321 of the Acts of 1947, of the State of Indiana and specifically Burns 41-914b, IC 1971, 20-13-1 (revised 1977).

Article II Membership

The Library Board of Trustees shall consist of seven members chosen for their fitness for public library trusteeship. Terms of office shall begin July 1, unless otherwise adjusted by the appointing authority. (See current list of Board of Trustees in Appendix.)

Members are appointed by the following authorities:

- Two are appointed by the County Commissioners.
- Two are appointed by the County Council.
- Three are appointed by the Warsaw Community Schools Board of Directors.

Article III Officers

Section 1. The officers shall be a President, Vice-President, Secretary and Treasurer, elected from among the appointed Trustees at the annual meeting of the Board. An Assistant Secretary and an Assistant Treasurer shall also be elected at this same time.

Section 2. A nominating committee shall be appointed by the President two months prior to the annual meeting who will present a slate of officers at the annual meeting. Additional nominations may be made from the floor.

Section 3. Officers shall serve a term of one year from the annual meeting at which they were elected and until their successors are duly elected. Vacancies in office shall be filled by election at the next regular meeting of the Board after the vacancy occurs.

Section 4. The President shall preside at all meetings of the Board, authorize calls for any special meetings, appoint all committees, execute all documents authorized by the Board, serve as an ex-officio voting member of all committees and generally perform all duties associated with that office. The President may vote on all matters coming before both regular and special meetings of the Board.

Section 5. The Vice-President, in the event of the absence or disability of the President or of a vacancy in that office, shall assume and perform the duties and functions of the President.

Section 6. The Secretary shall keep a true and accurate record of all meetings of the Board, shall issue notice of all regular meetings and shall perform such other duties as are generally associated with that office.

Section 7. The Treasurer of the Board shall be the custodian of all funds and securities as provided for in the Public Library Law as amended. He shall be bonded in an amount as may be required by a resolution of the Board.

Article IV Meetings

Section 1. The Library Board shall meet on the second Monday of each month at 4:00 p.m. at the Library. The January meeting shall be the annual meeting.

Section 2. Special meetings may be called by the President, or upon written request of two members, for the transaction of business stated in the call. Notices stating the time and place of any special meeting and the purpose for which it is called shall be given each member of the Board at least two days in advance of such meeting.

Section 3. A quorum for transaction of business shall consist of four members of the Board.

Section 4. The order of business shall be:

- Call to Order
- Ascertain a Quorum
- Reading and Approval of Minutes
- Treasurer's Report and Finances
 - Previous Month's Financial Reports
 - Claims-to-be-Paid
 - Investments
- Director's Report
- Committee Reports
- Old Business
- New Business
- Adjournment

Section 5. Conduct of meeting: Proceedings of all meetings shall be governed by "Robert's Rules of Order", the last revised edition.

Article V Committees

Special committees for the study and investigation of special problems may be appointed by the president, such committees are to serve until the completion of the assignment for which they were appointed. (See Appendix.)

Article VI Library Director

The Director of the Library shall be considered the executive officer of the Board and shall have sole charge of the administration, operation and management of the Library under the direction and review of the Board. The Director shall be held responsible for the care of the buildings and equipment; for the employment, termination and management of the staff; for the efficiency of the Library's service to the public as provided in Board policies in force; and for the operation of the Library under the financial conditions set forth in the annual budget. The Director shall attend all Board meetings except those at which his or her appointment or salary is to be discussed.

Article VII General

Section 1. An affirmative vote of four members of the Board present at the time shall be necessary to approve any action before the Board.

Section 2. These by-laws may be amended at any regular meeting of the Board with a quorum present, by majority vote of members present, provided the amendment was stated in the call for the meeting.

Amendments to the Bylaws**Amendment 1.**

The Board adopted on January 11, 1988, this indemnification statement, which follows:

It should be considered mandatory that the Warsaw Community Public Library have an adequate level of insurance coverage. If any claim or action not covered by insurance or State Statute is instituted against a trustee, officer, employee, or volunteer of the Library System arising out of an act or omission by a trustee, officer, employee, or volunteer acting in good faith for a purpose considered to be in the best interest of the System; or if any claim or action not covered by insurance or State Statute is instituted against a trustee, officer, employee, or volunteer allegedly arising out of an act or omission occurring within the scope of his/her duties as such a trustee, officer, employee, or volunteer; the Library should, at the request of the trustee, officer, employee, or volunteer:

- Appear and defend against the claim or action; and
- Pay or indemnify the trustee, officer, employee, or volunteer for a judgment and court costs, based on such claim or action; and
- Pay or indemnify the trustee, officer, employee, or volunteer for a compromise or settlement of such claim or action, providing the settlement is approved by the Board of Trustees.

Decision as to whether the Library shall retain its own attorney or reimburse the trustee, officer, employee, or volunteer expenses for their own legal counsel shall rest with the Board of Trustees and shall be determined by the nature of the claim or action.

The term trustee, officer, employee, or volunteer shall include any former trustee, officer, employee, or volunteer of the Warsaw Community Public Library.

DUTIES

(Taken from *In the Public Trust*)

The Library Board is responsible for the Library and all that happens in it; the Board never gives up ultimate bottom-line responsibility for the success or failure of the library. To manage that responsibility the Board has five major tasks:

- Set policies.
- Hire the Director.
- Plan for the future of the library. (See Appendix - Five-Year Plan of Service.)
- Monitor and evaluate the overall effectiveness of the library.
- Advocate for the Library in the community and advocate for the community as a member of the Library Board.

MEETINGS NOTIFICATION

Each January, the Times-Union, The Paper, and WRSW are notified of the upcoming Board meetings for the calendar year, including date, time and place. All such meetings will be posted in the Library at least 48 hours prior, and notice will again be sent to the newspapers and WRSW. (See Appendix.)

On behalf of the Board Secretary, the Wednesday before the Board meeting, the Administrative Assistant will mail to each Board member information pertaining to the next meeting. The Administrative Assistant will take minutes during each Board meeting, type, and make copies to be distributed to the Board members. The originals will be placed in the Minute Book.

COMMITTEES

Committees are appointed in January by the Board President. (See Appendix for the current Board committee appointments.) The committees and functions are as follows:

Staff Relations

- Provide a liaison between Board and employees;
- Meet formally or informally with staff members in March and October to communicate with and to listen to staff;
- No formal reports.

Construction Project (Function, Planning and Design)

- Advise Board of construction needs;
- Negotiate for, on behalf of the Board, the purchase of real estate, goods and services that relate to the building project;
- Synthesize the aesthetic sense of Warsaw/Wayne Township with necessary function of a new or remodeled Library with planners, designers and architects;
- Make recommendations to the Board for action and approval at all public meetings.

Nomination

- Provide a slate of officers for the year;
- Recommend a slate of officers for formal Board action.

Insurance and Benefits

- Develop specifications, solicit proposals, quotations or bids and recommend vendor(s) for each area of insurance for the Library such as health, liability, officers and directors and other necessary coverage;
- Recommend vendor to Board;
- Recommend changes in coverage and/or basis of paying;
- Report to Finance and Budget Committee.

Finance and Budget

- Develop the budget for the following year, advise Board on financial matters, and fulfill statutory requirements that pertain to day-to-day operations and matters such as construction bonds;
- Present and recommend a budget for the following year;
- Issue financial reports to the Board as needed.

Evaluation

- Evaluate the progress and performance of the Director;
- Conduct an informal private evaluation with the Director before May 1 of each year;
- Conduct a year-end evaluation to be reported in an Executive Session with the full Board at the November meeting.

Community Relations

- Develop a yearly public relations program;
- Explore private fundraising;
- Serve as a sounding board between the community and the Board;
- Interview and recommend, if necessary, a professional public relations firm, printer, fund-raiser or other outside assistance;
- Report and make recommendations to the Board as needed.

Business and Computerization

- Advise the Board of general directions, specific projects, personnel needs, and other matters that relate to the business operations of the Library;
- Provide oversight of the day-to-day business operations of the Library;
- Issue reports to the Board as needed;
- Recommend Board action as needed.

The President of the Library Board of Trustees is a de facto member of every committee and chairs committees composed of the entire Board.