

**KOKOMO-HOWARD COUNTY PUBLIC LIBRARY BOARD OF TRUSTEES  
BY-LAWS**

**The legal name for the library shall be the Kokomo-Howard County Public Library, located at 220 N. Union Street, Kokomo, IN 46901.**

ARTICLE I: NAME

The official name of this board is the Kokomo-Howard County Public Library Board of Trustees.

ARTICLE II: AUTHORITY/GOVERNANCE

The activities of the Kokomo-Howard County Public Library are conducted under the authority granted by the Public Library Law of 1947 (Indiana Code 36-12-1-9) as amended by the Indiana General Assembly.

The Kokomo-Howard County Public Library Board of Trustees adheres to a philosophy of governance whereby the board establishes policies and the implementation of these policies and the day-to-day operations of the library are the responsibility of the director and her/his staff as delegated by her/him.

ARTICLE III: MISSION

The mission of the Trustees of the Kokomo-Howard County Public Library Board is to govern the library responsibly and effectively in order to foster the development of the library as a viable resource for the community. This act of governance includes responsibility for finances, services, policies, long-range goals, selection of the library director, the monitoring and evaluation of the overall effectiveness of the library, and advocacy for the library in the community.

ARTICLE IV: CODE OF ETHICS

As a member of the Kokomo-Howard County Public Library Board of Trustees, the trustee:

- Respects the opinions of other board members.
- Treats other board members with courtesy and respect.
- Complies with all laws, rules, and regulations that apply to them and to the library, including Freedom of Information laws.
- Distinguishes clearly in their actions and statements between their personal philosophies and attitudes and those of the library.
- Supports the majority decisions of the board even if they disagree.
- Recognizes that all authority is vested in the board when it meets in legal session and not with individual board members.
- Attends meetings prepared to participate in the discussion of issues.
- Upholds library patrons' rights to privacy in the use of library resources.
- Immediately disqualifies himself/herself whenever the appearance of or a conflict of interest arises.
- Directs constituent or staff concerns/complaints to the proper level on the chain of command.
- Recognizes that the board member's job is to ensure that the library is well managed, not to manage the library.
- Represents all constituents of the library and not a specific geographic area, special interest group, or personal interests.
- Endeavors to ensure that the library is well maintained, financially secure, growing, and always operating in the best interests of constituents.

As a member of the Kokomo-Howard County Public Library Board of Trustees, the trustee will refrain from:

- Using the library or any part of the library for personal advantage or the personal advantage of friends or relatives.
- Discussing board executive session proceedings or other items of a confidential nature outside of the board meeting.
- Promising prior to a meeting to vote a certain way on any issue in the meeting.
- Interfering with the duties of the director or undermining the director's authority.

## ARTICLE V: COMPENSATION/NEPOTISM

All members of the library board serve without compensation.

The library will always hire employees based on their experience, skills, and merit. No board member or relative of a board member may serve as a paid employee of the library. "Relative" is defined as a: spouse, parent or step-parent; child or stepchild, brother, sister, half-brother, half-sister, stepbrother, stepsister, niece or nephew, aunt or uncle, daughter-in-law or son-in-law, or adopted child of a board member.

## ARTICLE VI: CONFLICT OF INTEREST

No board member may knowingly have a financial interest in, or derive a profit from, a contract or purchase connected with an action by the library. (IC 35-44.1-1-4.)

No member of the library board, spouse, household member or unemancipated child of a member of the library board may solicit, accept or receive, directly or indirectly, any gift, under circumstances in which it can reasonably be inferred that the gift would influence the member of the library board to give special consideration to an action by such member of the library board in his or her official capacity.

A gift is defined as any item, including discounts, services, entertainment, travel, lodging or meals, having a value in excess of Fifty Dollars (\$50). No combination of gifts may be accepted if the total value exceeds One Hundred Dollars (\$100) in a calendar year.

## ARTICLE VII: CREDIT CARD USE AND REIMBURSEMENTS

Library credit cards will only be used by board members and employees for appropriate library business, and all uses will be appropriately documented. Library credit cards will not be used for personal expenditures.

The library shall make reimbursements for board member expenses if the board member must travel on library business.

## ARTICLE VIII: OFFICERS

The officers of the Kokomo-Howard County Public Library Board of Trustees are president, vice president, secretary, and treasurer, each to serve one year.

The officers are elected at the first business meeting of the calendar year. Nominations are received from the floor and the officers are elected by a voice vote. No officer, except the treasurer, shall be eligible to serve more than two consecutive terms in the same office.

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, perform signatory duties, review the board's monthly meeting agenda with the director as needed, and generally perform all duties associated with this office.

The vice-president shall perform all duties of the presiding officer in the absence of the president.

The secretary shall review the board minutes that are prepared by the library's administrative assistant to ensure that they are a true and accurate record of all board proceedings, perform signatory duties and such other duties generally associated with this office.

The treasurer, who is employed as the library's Head of Finance and is not a member of the board of trustees, shall not count as a member for purposes of a quorum and cannot vote. The treasurer shall be responsible for the receipt, deposit and investment of all library monies and the disbursement of funds as authorized by the board. The treasurer shall prepare a monthly financial statement, a monthly appropriations report and a docket of all warrants for the board's review and/or approval at their regular monthly meeting. The treasurer shall be bonded in an amount determined by the board. The treasurer shall perform all signatory duties and other duties generally associated with this office.

When a vacancy occurs in an office, the board president shall appoint a board member to fill the remainder of the term.

## ARTICLE IX: MEETINGS

Regular public meetings of the Kokomo-Howard County Public Library Board of Trustees are generally held the third Monday of each month at 4:30 p.m. in the Combined Room A/B of Kokomo-Howard County Public Library (KHCPL) Main. Once per year, regular board meetings will be held at KHCPL South and KHCPL Russiaville. When ordered by the president or any two board members, called board meetings and/or work sessions will be scheduled in addition to regular meetings.

All meetings of the board shall be held in accordance with the provisions of the Indiana Open Door Law and local media will be notified of the meetings.

Four members must be present to constitute a quorum for the transaction of business. The meeting will be conducted according to established parliamentary rules.

Once a motion has been discussed, the president will call for board members to vote on the motion. Since board members have been appointed to make decisions regarding the library, board members are expected to vote on all motions unless a board member has a conflict of interest. When a board member has a conflict of interest, he/she should state the nature of the conflict of interest. A motion either passes or fails based on the results of the vote of those board members who are present. The act of the majority of the members present shall be an act of the Kokomo-Howard County Public Library Board of Trustees. When four or five members are present, a majority is three; when six or seven members are present, a majority is four.

The library board recognizes its obligation to plan for the future of the library. The board will meet on a regular basis to develop long range plans.

All matters to be considered by the board will be included on the agenda in the board packets sent to the board members at least four calendar days and excluding any national holidays prior to the meeting date. Meeting agendas will be developed by the director and may be approved by the board president.

Library board members may participate in meetings electronically as long as the library uses technology that permits simultaneous communication between board members and that 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.

1. Board members attending electronically may be counted present for quorum purposes and may vote on matters presented before the board (see 2)
  - a. Board members attending electronically must be seen and heard in order to participate in any final action (vote).
  - b. All votes taken during a meeting with electronic attendees must be taken by roll call vote.
  - c. Board members may not attend more than half of the regular meetings in a given year by electronic means unless the reason is due to any of the following: Military service; illness or other medical condition; death of a relative; or an emergency involving actual or threatened injury to persons or property.
  - d. Board members cannot be prohibited from attending consecutive meetings electronically, but can only attend two consecutive meetings by electronic communication and then must attend one meeting in person before attending another meeting electronically unless for any of the reasons listed in 1.c.
2. At least half of the library board must be present in person at each meeting.
3. Electronic participation in meetings is not permitted if the board is attempting to take final action on any of the following: Adopt a budget; make a reduction in personnel; initiate a referendum; establish or increase a fee; establish or increase a penalty; use eminent domain authority; establish, raise, or renew a tax.
4. If any board members experiences technical difficulties after the meeting has been called to order, the meeting can continue and actions taken as long as there is still a quorum of members able to participate.
5. A board member opting to attend a meeting electronically must inform the board

president and the director at least three business days before the meeting is to begin.

6. Minutes from a meeting that uses an electronic mechanism must
  - a. State the name of each board member
  - b. State who was present in person
  - c. State who attended by electronic means
  - d. Identify the electronic communication mechanism used for the meeting

#### Electronic Signatures

1. If a manual signature for attesting or authenticating an obligation issued by the library (bond, note, warrant, or other obligation) is required, an electronic signature will have the same force and effect as a manual signature.

#### Disaster Emergencies Declared by the Governor or Local Government Officials

1. The board may meet completely electronically until the disaster or emergency is terminated.
2. During the disaster emergency, the board may meet using any form of electronic communication as long as the meeting meets the following criteria:
  - a. A quorum must be established either in person or electronically
  - b. The public must be able to simultaneously attend and observe the meeting (excluding an executive session)
  - c. Votes are taken by roll call vote
3. Minutes from an electronic meeting during a disaster emergency must:
  - a. State the name of each board member who attended electronically and who was absent
  - b. Identify the electronic communication mechanism used for the meeting

### ARTICLE X: ATTENDANCE

Members of the Kokomo-Howard County Public Library Board of Trustees are expected to attend at least 75 percent of all regular and called board meetings each year. The library's administrative assistant will keep attendance records for Board of Trustees members. In January of each year, the administrative assistant will give the previous year's attendance

report to the director and board president.

#### ARTICLE XI: COMMITTEES

The president may appoint committees for specific purposes as the business of the board may require. Committees shall act in an advisory capacity unless authorized by the board to take specific action. A committee shall be disbanded upon the completion of the purpose for which it was appointed and after the final report is made to the board.

#### ARTICLE XII: BOARD/DIRECTOR RELATIONSHIP

The board recognizes and maintains the following guidelines in the board's relationship with the executive:

- The board reserves the authority to establish policies, approve plans and programs, and delegate authority to the director. The board grants latitude of judgment and discretion, and expects full accounting of performance, from the director.
- Board members will refrain from individually discussing management and personnel issues with library personnel other than the director, except during the annual review through the process set forth below.
- Authority for management of the library will be through the library board to the director, then to other personnel. The board, in consultation with the director, may confer with key personnel at regular or special board or committee meetings.

The library board will evaluate the director on an annual basis by and through the review committee consisting of the president and vice president of the library board, as follows:

##### December (previous calendar year)

The director shall present goals for the upcoming calendar year.

##### May (current calendar year)

The review committee will meet with the director to review goals and assess progress.

##### June (current year)

The review committee will discuss the director update in an executive session.

September (current calendar year)

The director will share information/results believed to be relevant on goal attainment with board members as part of the director's evaluation by the board.

October (current calendar year)

- The board will complete a numerical evaluation of the director. The evaluation shall be based on the director's job description and the director's goals. The board must reach consensus on each element of the evaluation.
- The director will complete a numerical self-evaluation.
- Leadership staff consisting of the assistant director, head of IT/Facilities, head of finance, head of human resources, and head of marketing shall complete a numerical evaluation of the director. Said leadership staff shall send their respective numerical evaluations directly to the president of the library board.

November (current calendar year)

Prior to the November board meeting, the review committee shall meet with the board in an executive session to discuss the evaluation results and summary. Thereafter, the review committee will present the evaluation results to the director in an executive session. Should the director disagree with part or all of the evaluation, the director shall have the right to respond to the full board in an executive session. Such a response should lead to a dialogue in which the problem area can be resolved in a candid and professional way.

ARTICLE XIII: ATTORNEY

The Kokomo-Howard County Public Library Board of Trustees shall retain legal counsel, who shall attend the regular and called board meetings. The attorney shall give legal advice to board members, director, assistant director, head of finance and head of human resources. The attorney shall work on an annual contractual basis.

The library board will evaluate the attorney each year in an executive session in July. Previous to that meeting, a separate evaluation committee, made up of the board president, director, assistant director, head of finance, and head of human resources, will

evaluate the attorney based on the attorney's job descriptions. The committee must reach consensus on each element of the evaluation. The board president will present the draft evaluation to the board at the executive session for finalization. Between the July board meeting and the August board meeting, the president will meet with the attorney to discuss the evaluation. Should the attorney be in disagreement with part or all of the evaluation, the right to respond to the full board shall be available. Such a response should lead to a dialogue in which the problem area(s) can be resolved in a candid and professional way.

#### ARTICLE XIV: INDEMNIFICATION

Kokomo-Howard County Public Library shall maintain an adequate level of liability insurance coverage for library trustees, officers, employees and volunteers.

Each trustee, officer, employee and volunteer of the library now or hereafter serving as such, shall be indemnified by the library against any and all claims and liabilities to which said person has or shall become subject by reason of serving or having served as such trustee, officer, employee or volunteer, or by reason of any action alleged to have been taken, omitted or neglected by such person as such trustee, officer, employee or volunteer; and the library shall reimburse each such person for all legal expenses reasonably incurred by said person in connection with any such claim or liability, provided, however, that no such person shall be indemnified against or be reimbursed for any expense incurred in connection with or any claim or liability arising out of said person's own willful misconduct or gross negligence.

The right of indemnification herein above provided shall not be exclusive of any rights to which any trustee, officer, employee or volunteer of the library may otherwise be entitled by law.

The library's obligation to indemnify any person shall be conditioned upon that person giving timely written notice to the library of the claim or action for which the indemnification is sought. Failure to give such notice releases the library of all obligation of indemnification.

## ARTICLE XV: AMENDMENTS

Proposed amendments to these guidelines shall be submitted at a regular meeting of the board of trustees and voted upon at the next regularly scheduled meeting. Amendments shall be approved by the library board.

Revised March 2023