

## **Board of Trustees Bylaws**

### **Article I: Name & Appointments**

1. This organization shall be called the Adams Public Library System (APLS) Board of Trustees, existing by virtue of the provisions of IC 36-12. The Adams Public Library System shall be hereinafter referred to as “the Library.”
2. The APLS Board of Trustees shall consist of seven members: two by County Council, two by County Commissioners, two by North Adams School Board, and one from South Adams School Board.
3. It is the intent of the library board to maintain representation from each geographic area served by APLS. County Council and Commissioners appointments should be allocated geographically to maintain this representation.

### **Article II: Officers**

1. The officers shall be the president, vice president, secretary, treasurer and assistant treasurer, elected from among the appointed trustees at the regular January meeting.
2. Officers shall serve a one year term beginning with the January meeting of the Board. An officer may serve more than one term.
3. The president shall preside at meetings of the Board, authorize calls for any special meetings, appoint committees, execute documents authorized by the Board, and generally perform duties associated with that office.
4. The vice president, in the absence of the president or in the event of a vacancy in that office, shall assume and perform the duties and functions of the president.
5. The secretary shall assure that an accurate record of the meetings of the Board is maintained and shall perform such other duties as are generally associated with that office.
6. The treasurer shall be the disbursing officer of the Board, be authorized to sign all checks, and perform such duties as are generally associated with that office. The treasurer shall be bonded.
7. The assistant treasurer, in the absence of the treasurer or in the event of a vacancy in that office, shall assume and perform the duties and functions of the Treasurer. The assistant treasurer shall be bonded.
8. In the event of a vacancy in an office other than president or treasurer, the president may appoint a member of the Board to fill the unexpired term.

### **Article III: Meetings**

1. The regular meetings of the Board shall be held on the last Monday of each calendar month at 7:00 p.m. at the Library or such other time and place as the Board may determine.
2. Special meetings may be called by the President or any two Board members.
3. All meetings of the Board and its committees except necessary executive sessions, shall be open to the public in keeping with the provisions of the Indiana Open Door Law.
4. Notice of regular and special meetings will be filed with the local media who submit an annual request. All requirements of Indiana Open Door Law as regards notification shall be observed.
5. A majority of the Board shall constitute a quorum for the transaction of business. An affirmation of the majority of all members present at the time shall be necessary to approve any action before the Board. The President may vote and may move or second a proposal before the Board.
6. Roberts’ Rules of Order shall govern in the parliamentary procedure of the Board.
7. Executive sessions may be called in accordance with Indiana Law.
8. Copies of the agenda shall be in the hands of the Board members at least 48 hours before meeting time.
9. A board member who misses six consecutive regular or special board sessions will be replaced according to Indiana law.

#### Article IV: Conflicts of Interest

1. Board members, in the capacity of trust imposed upon them, shall observe ethical standards with absolute truth, integrity and honor. [See Board Ethics]
2. Board members shall declare any conflict of interest between their personal lives and their positions on the Library Board and avoid voting on issues that appear to be a conflict of interest. The Conflict of Interest Policy shall be signed annually by all board members.

#### Article V: Nepotism

1. The Library shall always hire employees based on their experience, skills and merit. If a family member of a Board member or current staff member is interested in a position with the Library, that person must apply through standard channels.
2. No immediate family member of a current staff member shall be considered for a position wherein one member would have supervisory duties over the other.

#### Article VI: Committees

1. The president shall appoint committees of two or more members each for such specific purposes as the business of the Board may require from time to time. The committee shall be considered to be discharged upon completion of the purpose for which it was appointed and after the final report is made to the Board.
2. All committees shall make a progress report to the Board as needed.
3. No committee will have other than advisory powers unless, by suitable action of the Board, it is granted specific power to act.

#### Article VII: Library Director

1. The Library Director shall be solely responsible for the administration and management of the Library, with the direction and review of the Board. The Library Director shall administer the policies adopted by the Board, with responsibility for directing and supervising personnel, and recommending such policies and procedures as will promote and improve the service of the Library. The Library Director shall attend all Board meetings except those at which the director's appointment, salary, or performance is discussed or determined.
2. The Library Director shall be certified by the Indiana State Library in accordance with state law and at or above the level required for our service population.

#### Article VIII: Adoption and Approval of Policies

1. The Board of Trustees is responsible for the adoption and approval of policies for the operation of the Adams Public Library System.
2. Approved Board policies shall be reviewed at periodic intervals.

#### Article IX: Amendments

1. These Bylaws may be amended at a meeting with a quorum present and must be by unanimous vote.
2. Any of the foregoing Bylaws may be temporarily suspended by a unanimous vote of all Board members present.

Approved April 25, 2011  
Reviewed by the Board each December