

**JOHNSON COUNTY PUBLIC LIBRARY  
BOARD OF TRUSTEES BYLAWS**

**ARTICLE I  
Identification and Authority**

**Section 1.      Name**

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

**Section 2.      Authority**

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

**Section 3.      Purpose**

The Library shall be a service institution. It seeks to inform, educate, entertain, and culturally enrich the lives of the entire library district by providing library materials, facilities, resources, and programs. Professional and courteous staff provide efficient library services, accessible for use by everyone within the geographical boundaries of the Library district.

**Section 4.      Territory**

The territory included in this library district shall consist of Johnson County in the State of Indiana (the "library district") excluding the library districts of the Greenwood Public Library and the Edinburgh Wright – Hageman Public Library.

**Section 5.      Public Corporation**

The Library is a public corporation and Class 1 library organized under public library provisions, according to the purposes and authority set forth in Ind. Code § 36-12, as amended, and such other Indiana and federal laws as affect the operation of the Library. It is separate and distinct from all other municipal and civil corporations in Johnson County, Indiana.

**ARTICLE II  
Governing Body and Powers**

**Section 1.      Governing Body**

The official governing body of the Library shall be a seven (7) member Board (hereinafter referred to as the "Board") who shall manage and control the affairs of the library district, subject to the limitations of the Indiana library laws, as amended, and subject to these Bylaws. Individuals serving on the governing body shall be known as Library Board Members.

**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 district and its library 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 with the advice and recommendation of the Library Director, pursuant to 590 IAC 6-1-5 (minimum standards for public libraries). 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 Johnson County.
- 2.2 Two (2) members shall be appointed by the County Commissioners of Johnson County.
- 2.3 Two (2) members shall be appointed by the Board of Trustees of the Franklin Community School Corporation.
- 2.4 One (1) member shall be appointed by the Presidents of all other county school boards.

#### 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 Director at the instruction of the Board shall notify the appointing authority that appointed the member whose seat on the Board shall have become vacant.

3.3 Any vacancy shall be filled by the appointing authority that shall have appointed 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 until a successor is appointed.

#### 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

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

Section 7.        Representation on the Library Foundation

The President shall ensure that one Library Board member serves as a representative to the Johnson County Public Library Foundation Board.

Section 8.        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 and it shall be preserved as a public record.

Section 9.        Indemnification

The Library shall maintain an adequate level of liability insurance coverage for Library Board members, officers, agents, employees, and volunteers.

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 volunteers, 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.

The right of indemnification provided for above in these Bylaws shall not be exclusive of any rights to which the Board member or officer may otherwise be entitled by law.

ARTICLE IV  
Officers

Section 1.        Officers

The Officers of the Board shall be President, Vice-President, Secretary, Assistant Secretary, Treasurer, and Assistant Treasurer. The Board may elect an employee, excluding the Library Director, for the position of Treasurer. The Treasurer, when an employee of JCPL, is not a member of the Board of Trustees, does not count as a member for purposes of a quorum, nor may vote.

Section 2. Election of Officers

2.1 All elections shall be by nomination during the regular March meeting of the board, or at any meeting of the Board called for that purpose. 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.

2.2 Terms of office for Board members will be one (1) year, with a maximum of two (2) consecutive terms. When a JCPL employee serves as Treasurer, they are elected annually and have no term limits. Normally, the term shall be from April 1 through March 31.

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.

Section 4. Removal

4.1 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 of the Board (four votes) at any regular or special meeting of the Board or at any special meeting of the Board called for that purpose.

4.2 Notwithstanding the foregoing, the Treasurer may be removed from office by the Board, with or without cause, by affirmative vote of at least a majority of the members of the Board (four votes) at any regular or special meeting of the Board.

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. The President shall appoint members of all committees, including the Chairperson and serve as ex-officio member of all committees.

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 see that a record of the minutes and proceedings of the Board are kept, 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 Assistant Secretary

The Assistant Secretary shall serve in the absence of the Secretary.

Section 9.      Duties of the Treasurer

The Treasurer 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 determine that all money be deposited in accordance with the applicable laws of Indiana. The Treasurer shall disburse the funds of the Library 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.

Section 10.     Duties of the Assistant Treasurer

The Assistant Treasurer position exists when an employee is serving as Treasurer. The Assistant Treasurer reviews all Library payments after the Library Director and Treasurer have prepared the claims for payment.

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 Director, as hereinafter defined. At least two (2) Library Board members will be appointed to a committee. The Library Director shall serve as an administrative liaison on committees as directed by the President.

Section 2.      Quorum at Committee Meetings

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

ARTICLE VI  
Meetings

Section 1.      Regular Meetings

The regular meeting of the Board shall be held each month on a day and time determined by the majority vote of 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 that additional items of business may be acted upon if all members of the Board give their consent.

2.2 Forty-eight (48) hours advance notice of a special meeting shall be given to all Board members and others as described by Ind. Code § 5-14-1.5-5.

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 (4) members 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 is present shall be an act of the Board.

Section 5. Voting

5.1 Members may be physically or electronically (see "Section 6") 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 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. If any members attend electronically, a roll call vote must be taken.

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 "aye" 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 shall be prohibited.

Section 6. Electronic Meetings

6.1 In accordance with Ind. Code § 5-14-1.5-3.5, Library board members may participate in meetings electronically as long as the Library uses technology that permits simultaneous communication between Board members and that also 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.

6.2 Board members attending electronically may be counted present for quorum purposes. Board members attending electronically may vote on matters presented before the board; however, the Board member must be able to be both seen and heard in order to participate in any final action (vote). All votes taken at during a meeting with electronic attendees must be taken by roll call vote.

6.3 At least four Board members must be present in person at each meeting.

6.4 Board members may not attend more than half of the library board meetings during any given year electronically unless the reason is due to:

- a. military service;
- b. illness or other medical condition;
- c. death of a relative; or
- d. an emergency involving actual or threatened injury to persons or property.

6.5 Electronic participation in meetings is not permitted if the Board is attempting to take final action to:

- a. Adopt a budget;
- b. Make a reduction in personnel;
- c. Initiate a referendum;
- d. Establish or increase a fee or penalty

6.6 Technology failures during the meeting will not prevent the meeting from continuing and will not invalidate board actions or votes as long as there is a quorum of Board members still able to participate as described in Sections 6.1 and 6.2 and as long as the voting requirements of the Board by-laws are met.

6.7 Meeting memoranda (minutes) for a meeting where a Board member attends electronically must:

- a. state the name of each Board member
- b. who was present in person;
- c. who attended the meeting by electronic means; and who was absent, and identify the electronic communication mechanism used by any members attending electronically and for the public's attendance at the meeting.

6.8 In accordance with IC 5-14-1.5-3.7, during Disaster Emergencies declared by the Governor or Local Government Officials, the Board may meet completely electronically until the disaster or emergency is terminated. During such disaster emergencies, the Board may meet using any form of electronic communication as long as the meeting meets the following criteria:

- a. At least a quorum of the board is participating in the meeting either in person or electronically;
- b. the public is able to simultaneously attend and observe the meeting (unless it is an executive session), and votes are taken by roll call vote.

6.9 Meeting memoranda for 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 by the board members and for members of the public.

## ARTICLE VII Personnel

### Section 1. Director

The Board shall select a professionally-qualified librarian who shall be designated as the Director and shall be the administrative head of the Library (the "Director"). The Board delegates

to the Director the responsibility for the care of the buildings and the equipment, for the employment, discharge and direction of the staff, for the efficiency of the library's service to the public, and for the operation of the Library under the financial conditions set forth in the annual budget. The Director shall be solely responsible to the Board for the operation and management of the Library.

Section 2.      Staff

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

Section 3.      Nepotism

No close relative of any member of the Board or the Director shall be employed at the Library. A close relative includes the following: a spouse, a parent or stepparent, a grandparent; a child or stepchild, including adopted children; a grandchild or step-grandchild; a brother, sister, stepbrother, or stepsister, including half-brothers or half-sisters; a niece or a nephew; an aunt or an uncle; or any similar relationship established by marriage or cohabitation.

Section 4.      Attorney

The Board may retain an attorney and the President or the 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 VIII  
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

Library Board members must avoid situations in which personal interests are served or financial benefits gained at the expense of library users, colleagues, or the institution.

Library Board members will not use the Library or their position with the Library for personal advantage or the personal advantage of friends and relatives.

It is incumbent upon any Library Board member to disqualify himself or herself immediately whenever the appearance of a conflict of interest exists.

Library Board members shall conduct themselves in accordance with the conflicts of interest principles set forth in these by-laws and with the established Code of Ethics for JCPL Board Members and Staff, as may be amended from time to time.



ARTICLE IX  
Expenditures

Section 1.      Authority

Within the annual operating budget as approved by the Board, the Director may incur obligations and the Board may approve expenditures to meet incurred obligations. Where the laws of Indiana require, the Board 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 Director and 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 Ind. Code § 36-12-3-16 or other applicable law and as outlined in a Board resolution.

Section 4.      Claims Register

The 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 Director and Treasurer as lawful acts taken for and on behalf of the Library.

Section 6.      Additional Authority

As to any action so jointly approved, the 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 so approved.

ARTICLE X  
Order of Business

Section 1.      Parliamentary Guidance

Unless otherwise required by law or these Bylaws, the rules of parliamentary practice as found in *The New Robert's Rules of Order, Revised and Updated*, shall govern the proceedings of the Board.

ARTICLE XI  
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 entire Board, and not otherwise.

Section 2. Proposed Amendments

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 shall be reviewed every three (3) years at a regular meeting. The date of review shall be added to the document history table and indicated in the minutes.

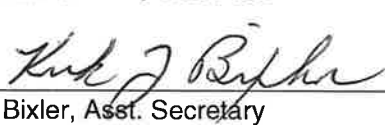
ARTICLE XII  
Adoption

These Bylaws are hereby adopted by an affirmative vote of the undersigned members of the Board at a meeting held on the 23rd day of July, 2024.


  
Kathleen Anderson Ratcliff, President

  
Lee Ann Uecker, Vice-President

  
Gretchen Beaman, Secretary

  
Kirk Bixler, Asst. Secretary

  
Becky Courtney-Knight, Asst. Treasurer

  
David Boggess, Member

(Absent)  
Dr. Timothy Edsell, Member

Document History and Version Control Table		
Actions Taken since 2017	Approval Authority	Action Date
Adopted revisions	JCPL Board	01-17-2017
Reviewed Bylaws	JCPL Board	02-19-2019
Reviewed and adopted amendments, including electronic meetings	JCPL Board	05-18-2021
Reviewed and adopted revisions and amendments, including changes to the office of Treasurer	JCPL Board	07-23-2024