

# **1 Bylaws of the Board of Library Trustees of the Village of Downers Grove**

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# **1 Bylaws of the Board of Library Trustees of the Village of Downers Grove**

## **1.1 Article I. Compliance with the Law**

The following Bylaws are directed specifically toward governing the operation of the Board of Library Trustees of the Village of Downers Grove. These rules are supplementary to the provisions of the statutes of the State of Illinois as they relate to the governance of Boards of Library Trustees. For questions not addressed within these Bylaws, the current Illinois statutes including the Illinois Local Library Act (75 ILCS 5/1 – 5/5-9) shall apply. The Board of Library Trustees of the Village of Downers Grove shall comply with all provisions of the Illinois statutes pertaining to libraries and Trustees.

## **1.2 Article 2. Name**

This organization shall be called the Board of Library Trustees of the Village of Downers Grove existing by virtue of the provisions of Chapter 75 of the Illinois Compiled Statutes of the State of Illinois (Illinois Local Library Act, 75 ILCS 5/1 – 5/5-9) and exercising the powers and authority and assuming the responsibilities delegated to it under said statute.

## **1.3 Article 3. Membership and Terms of Office**

### **1.3.1 Section 1. Appointment of Trustees**

Pursuant to the requirements for villages under the commission form of government in the Illinois Compiled Statutes (75 ILCS 5/4-2), the Board of Library Trustees of the Village of Downers Grove (hereafter called the Board) shall consist of six members appointed by the Village Council of the Village of Downers Grove. Newly appointed Trustees take the oath of office at the first regular board meeting after September 1 or following appointment, whichever comes first.

### **1.3.2 Section 2. Terms of Office**

A full term on the Board of Library Trustees is six years. By statute, terms are staggered so that two terms expire every other year. Terms generally expire on August 31. A Trustee whose term has expired is encouraged to continue to serve until a successor is appointed, as long as the Trustee continues to be otherwise eligible to serve.

### **1.3.3 Section 3. Vacancies**

A vacancy occurs when “the appointed Trustee declines to serve, or is unable to serve, or is absent without cause from all regular meetings for a period of one year, or is convicted of a misdemeanor for failing, neglecting, or refusing to discharge any duty imposed upon a Trustee by this Act, or becomes non-resident of the city, village,... or who fails to pay the library taxes levied by the corporate authorities.” (75 ILCS 5/4-4) Vacancies are filled by appointment by the Village Council of the Village of Downers Grove.

#### **1.3.4 Section 4. Resignations**

If a Trustee wishes to resign from service on the Board, it is requested that a minimum of three months' notice be given to the Library Board to allow the Village Council time to make a new appointment.

#### **1.3.5 Section 5. Orientation of New Trustees**

The President of the Board of Library Trustees and the Library Director shall meet with any new Trustee(s) of the Board within one month of appointment in order to review with the Trustee(s) key operational and policy information.

#### **1.3.6 Section 6. Compensation**

Trustees serve without compensation. Reimbursement for actual and necessary expenditures incurred in the performance of their duties shall be made, subject to Board approval.

#### **1.3.7 Section 7. Removal of Trustees**

Pursuant to Downers Grove Municipal Code § 2.53.1(d) (amended June 5, 2007), the Village Council of the Village of Downers Grove may remove any member of the Board of Library Trustees.

### **1.4 Article 4. Purpose and Responsibilities**

#### **1.4.1 Section 1. The Role of the Board**

The Board of Library Trustees serves the residents of the Village of Downers Grove with the responsibility to determine the purpose of the library in the community and to develop appropriate goals for services; to seek adequate funding to achieve the goals of the library; to adopt written policies to govern the operation of the library; to authorize plans of expenditure to allow implementation of the library's service program; to be aware of issues in library service and legislation affecting libraries; to communicate actively with local government and the general public; and to employ a competent and qualified library administrator.

#### **1.4.2 Section 2. The Role of the Library Director**

The Library Director is the library administrator and employed to act as the professional advisor to the Board and as the manager of library operations. In this capacity, the Library Director is responsible for planning, budgeting, recommending and implementing policies, employing and managing the library staff, and enacting the adopted plan of service. The Library Director reports directly to the Board of Library Trustees and participates actively at all Board meetings but is not a member of the Board and has no vote.

### **1.4.3 Section 3. Ethics and Conflicts of Interest**

Library Trustees hold positions of public trust. Trustees are expected to conduct themselves according to the highest ethical standards and to avoid conflicts of interest.

- Trustees are expected to observe ethical standards with absolute truth, integrity, and honor.
- Trustees must avoid situations in which personal interests might be served or financial benefit gained at the expense of library patrons, colleagues, or the institution. It is incumbent upon any Trustee to disqualify themselves immediately, whenever the appearance of a conflict of interest exists.
- Trustees must be aware of and comply with the Illinois Governmental Ethics Act and State Gift Ban Act.
- No Trustee shall engage in any business or transaction, or have a financial or personal interest, whether directly or indirectly, that is incompatible with the proper discharge of their official duties in the public interest or that may tend to impair their independence of judgement or action in the performance of such official duties. Library Trustees may not be employed by the library.
- Trustees must distinguish clearly in their actions and statements between their personal philosophies and attitudes, and those of the institution, acknowledging the formal position of the Board even if they personally disagree.
- Trustees must respect the confidential nature of library business while being aware of and in compliance with applicable laws governing freedom of information.
- Trustees must be prepared to support to the fullest, the efforts of librarians in resisting censorship of library materials by groups or individuals.
- Trustees who accept Board responsibilities are expected to perform all of the functions of Library Trustees as described in the Illinois Compiled Statutes (75 ILCS 5/4-7.5).
- Trustees should respect the opinions and contributions of other Trustees and work toward acceptable compromise on contentious issues.
- Trustees should refer complaints and/or requests for information from the public to the Library Director.
- Trustees should refer staff grievances or problems to the Library Director, who has full responsibility for managing staff.
- Trustees must conform to the Open Meetings Act in posting and conducting meetings with advance notice to the press and public.
- New Trustees will be given a copy of the Ethics and Conflicts of Interest section of the Bylaws when they take office and will be required to sign a receipt affirming that they understand the policy and will abide by it. Whenever the policy is revised, current Trustees will be required to sign a receipt affirming that they understand the new policy and will abide by it.

#### **1.4.4 Section 4. Duties of the Board**

The Board of Library Trustees of the Village of Downers Grove is charged with the responsibility of the governance of the library.

- The Board appoints a skilled Library Director who will be responsible for the day-to-day operations of the library, annually evaluates the Library Director's performance, and takes action necessary to address unsatisfactory performance as needed, up to and including termination.
- The Board will generally meet once per month. These meetings will be open to the public and noticed in advance.
- Each Trustee shall file a Statement of Economic Interest in their primary county of residence by April 30 of each year.
- The agenda and/or information packet for the meetings will be distributed to the Board by the Library Director prior to meetings. Any Trustee wishing to have an item placed on the agenda will contact the President and Library Director in sufficient time preceding the meeting to have the item placed.
- Any Trustee who is unable to attend a meeting will contact the library to indicate that they will be absent. Due to the fact that a quorum is required for each meeting, this contact should be made as far in advance as possible.
- To be effective, Trustees must attend most meetings, read materials presented for review, and attend an occasional Library System (or other library related) workshop, seminar, or meeting. Attendance at meetings via telephone conferencing or electronic means shall not constitute an absence.
- Individual Trustees do not speak for the Board. If questions or comments about the library are submitted to an individual Trustee, those questions will be referred to the Board as a whole for consideration, or to the Library Director for a response, as appropriate.
- Trustees are expected to promote the purpose, values, and services of the library; however, they should be very careful to refrain from comments on matters of policy, controversy, or dispute. All communications on specific issues will be made by the Library Director or the President of the Board of Library Trustees, unless another Trustee has been designated as the spokesperson for a particular project or issue. Most questions about day to day library operations will be referred to the Library Director.

#### **1.4.5 Section 5. Professional Meetings, Workshops, Training, and Memberships**

Library Trustees are encouraged to participate in professional organizations and to attend workshops, conferences, and other activities related to their responsibilities. Reimbursement will be made for reasonable expenses related to these activities. Reimbursement for automobile mileage will be based on the current rate allowed by the Internal Revenue Service. Membership dues for the American Library Association and the Illinois Library Association will be paid for all Trustees.

## **1.5 Article 5. Officers**

### **1.5.1 Section 1. Board Officers**

The elected officers of the Board shall be a president and a secretary. Officers shall serve a term of two years.

### **1.5.2 Section 2. Election of Officers**

Officers shall be elected by the Board from its members at a regular or special meeting in even-numbered years after that year's appointment to the Board has been made. Election of an officer requires an affirmative vote by a majority of the appointed Trustees. Any Trustee may nominate members of the Board for office. In the case that more than one nomination is made for an office, a blind ballot shall be used. If the vote results in an irresolvable tie, the decision will be made by drawing lots. Newly elected officers will assume their responsibilities after the close of the meeting at which the election was held.

### **1.5.3 Section 3. Board Officers – Vacancy**

A special election will be held to fill any vacancy created by officers who leave the Board before completing their term of office. The length of the term will be limited to the remaining months of service in the term vacated by the officer.

### **1.5.4 Section 4. President**

The President shall preside at all meetings of the Board, appoint all committees, and perform other duties normally associated with the office or assigned to the office by the Board. In the absence of the President, the Secretary shall preside over the meeting.

### **1.5.5 Section 5. Secretary**

The Secretary has the responsibility to see that adequate minutes of meetings of the Board are taken and maintained as public record. The Secretary certifies documents on behalf of the Board, including levy requests, grant applications, and annual reports. In the absence of the President, the Secretary will preside over the Board meeting. In the absence of the Secretary, a secretary pro tem will be appointed.

### **1.5.6 Section 6. Treasurer**

The Board does not elect a treasurer from among its members. The Treasurer of the Village of Downers Grove serves as the official bonded treasurer for the Board of Library Trustees and coordinates the financial services on behalf of the Board. The Treasurer of the Village of Downers Grove has no voting privileges on the Board of Library Trustees.

### **1.5.7 Section 7. Additional Duties of Officers**

In addition to the duties previously specified, each officer shall perform such other duties as may be required by law or by the ordinances or resolutions of the Board.

### **1.5.8 Section 8. Removal of Officers**

Officers may be removed from office prior to the expiration of the term of office by majority action at a duly posted meeting of the Board of Library Trustees.

## **1.6 Article 6. Meetings**

### **1.6.1 Section 1. Open Meetings Act and Public Notice**

All regular meetings, special meetings, and committee meetings of the Board of Library Trustees are open to the public as provided in the Illinois Open Meetings Act (5 ILCS 120/1 – 120/7.5). The Library Director is responsible for issuing notice of all meetings to Trustees, the press, and the public in accordance with the Illinois Open Meetings Act and other current legal requirements. Notice shall include the agenda of business items to be discussed at the meeting.

### **1.6.2 Section 2. Regular Meetings**

Regular meetings of the Board of Library Trustees are held on the fourth Wednesdays of each month at 7:30 p.m. at the library. Meetings in November and December are generally held on the second Wednesday of the month at 7:30 p.m. at the library to accommodate holidays. Regular meetings may be canceled if there is no business that requires the attention of the Board or rescheduled to accommodate holidays or other events.

### **1.6.3 Section 3. Special Meetings**

Special meetings may be held at any time at the call of the President, the Secretary, or any two Trustees. Except in the case of a bona fide emergency, notice and the agenda of the special meeting must be delivered to all Trustees at least 48 hours prior to the meeting time.

### **1.6.4 Section 4. Attendance**

A maximum of two Trustees may attend regular or special meetings electronically when they are not able to physically attend a meeting for reasons allowed by the Open Meetings Act (5 ILCS 120/1 – 120/7.5). A Trustee attending electronically shall be a full participant in the meeting; however, such attendance shall not be used to establish a quorum.

### **1.6.5 Section 5. Quorum**

A quorum consists of the majority of those Trustees appointed to the Board that are physically present at a meeting. Quorum is four Trustees when a full Board of six are appointed.

### **1.6.6 Section 6. Rules Governing Procedure**

The latest edition of *Roberts Rules of Order* shall govern the parliamentary procedures of the Board to the extent practicable.

### **1.6.7 Section 7. Voting**

Each Trustee, including the President of the Board of Library Trustees, shall be entitled to one vote upon each matter submitted to vote at a meeting of the Board of Library Trustees. All votes in any question shall be ayes, nays, and abstains and the spread of record recorded in the minutes of the meeting. Roll call votes shall be required for all ordinances, resolutions, and expenditures from all funds. A majority of those physically present shall determine the vote taken on any question, unless a larger majority is specified by law.

### **1.6.8 Section 8. Order of Business**

The order of business for regular meetings shall include, but not be limited to, the following items, which shall be covered in the sequence shown so far as circumstances will permit:

1. Call to Order
2. Roll Call
3. Welcome to Visitors
4. Approval of Minutes
5. Financial Matters
  - a. Approval of Invoices
6. Public Comment on Agenda Items
7. Public Comment on Other Library Business
8. New Business
9. Unfinished Business
10. Library Director's Report
11. Executive Session (if applicable)
12. Action for Items Discussed in Executive Session (if applicable)
13. Trustee Comments and Requests for Information
14. Adjournment

### **1.6.9 Section 9. Public Comment**

In order to give the public an opportunity to present their comments to the Board of Library Trustees, the agenda of all open meetings of the Board or Board committees will include an opportunity for public comment.

The public will be given an opportunity to make comments relating to specific items of business on the current meeting agenda. The public will also be given an opportunity to make comments on other areas relating to the business of the Board of Library Trustees. The Board of Library Trustees is not obligated to respond to public comments.



Any person present at the meeting may comment. Each individual making a comment will be required to identify themselves by name. Each member of the public shall have a maximum of five minutes to address the Board. A maximum of thirty minutes per regular Board meeting will be allotted to Public Comment.

#### **1.6.10 Section 10. Executive Session**

Executive session may be used when deemed necessary by the Board and in accordance with the Open Meetings Act (5 ILCS 120/1 – 12/7.5). A roll call vote shall be required to convene an Executive Session.

#### **1.6.11 Section 11. Meeting Minutes**

Meeting minutes shall reflect attendance and actions taken for all meetings of the Board of Library Trustees. Minutes shall be retained in accordance with current legal requirements. Recordings of Executive Session meetings shall be retained in accordance with current legal requirements. Recordings of open Board meetings shall be retained for 18 months.

### **1.7 Article 7. Committees**

The Board of Library Trustees shall function as a committee of the whole, with special assignments being undertaken by individuals or ad-hoc committees as deemed appropriate. No committee shall have other than advisory powers unless, by formal action of the Board, it is granted specific power to act. The President shall be an ex-officio member of all committees with full rights.

### **1.8 Article 8. Amendments to the Bylaws**

These Bylaws may be altered, amended, or repealed and new Bylaws adopted by an affirmative vote of two-thirds of the appointed Board at a regular meeting, provided the following conditions have been met:

1. An initial draft of proposed changes are presented to the Board at a regular meeting with discussion and suggested revisions sought; and
2. The final text of amendments is sent to each Trustee with the agenda for a second regular meeting.

A vote on the amended Bylaws may occur at the second regular meeting.

### **1.9 Article 9. Indemnification of Trustees, Employees, and Volunteers**

If any claim or action not covered by insurance is instituted against a Trustee of the Downers Grove Public Library out of an act or omission by a Trustee acting in good faith for a purpose believed to be in the best interest of the Downers Grove Public Library; or if any claim or action not covered by insurance is instituted against an employee or volunteer of the Downers Grove Public Library allegedly arising out of an act or omission occurring within the scope of their duties as employee or volunteer; the

Downers Grove Public Library shall, at the request of the Trustee, employee, or volunteer:

1. Appear and defend against the claim of action;
2. Pay or indemnify the Trustee for a judgement and court costs, based on such claim or action; and
3. Pay or indemnify the Trustee for a compromise or settlement of such claim or action, providing the settlement is approved by the Board of Library Trustees.

For the purpose of this section, the term "Trustee, employee, and volunteer" shall include any former Trustee, employee, and volunteer of the library. This indemnification resolution shall not apply if the Board of Library Trustees finds that the claim or action is based on malicious, willful, or criminal misconduct. In such case, the action to be taken by the Board of Library Trustees will be determined after an investigation of the facts.

#### **1.10 Article 10. Review of Bylaws**

These Bylaws shall be reviewed at least biennially.