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1. The Board of Library Trustees

1.1 The By-Laws of the Board of Library Trustees of the Village of Downers Grove Public Library

Article I. Membership and Terms of Office

Section 1. Legal Requirement

The duties and responsibilities of the Board of Library Trustees are defined in the *Illinois Compiled Statutes*, Chapter 75, Article 5. "Illinois Local Library Act."

Section 2. Appointment of Trustees

Pursuant to the requirements for villages under the commission form of government of the *Illinois Compiled Statutes*, Chapter 75, Article 5 Section 5/4-2, the Library Board of Trustees of the Village of Downers Grove shall consist of six members appointed by the Village Council of said village.

Section 3. Term of Office

A full term on the Board of Trustees is six years. The terms are staggered so that one term expires each year. A trustee is appointed when a vacancy occurs and serves until the end of the term in which the vacancy occurred. 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. Reappointments are made by the Village Council.

Section 4. Participation Requirements

Pursuant to the *Illinois Compiled Statutes*, Chapter 75, Section 5/4-4, 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."

Section 5. 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.

Section 6. Orientation of New Board Members

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

Section 7. 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.

Article II. Purpose and Responsibilities

Section 1. The Role of the Library Board

The responsibility of the Library Board of Trustees is to determine the mission of the library in the community and to develop appropriate goals for service; 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.

Section 2. The Role of the Library Administrator.

The library administrator is not a member of the Board, but is employed to act as the professional advisor to the Board and as the manager of library operations. In this capacity, the librarian is responsible for planning, budgeting, recommending and implementing policies, employing and managing the library staff, and enacting the adopted plan of service. The administrator reports directly to the Library Board and participates actively at all board meetings, but without a vote.

Section 3. Ethics and Conflicts of Interest

Trustees are expected to conduct themselves in accordance with the library policy on the Ethics and Conflicts of Interest.

Article III. Officers

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.

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 appointments to the board have 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.

Section 3. Special Elections of Officers

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.

Section 4. The 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.

Section 5. The Secretary

The Secretary has the responsibility to see that adequate minutes of meetings of the board are taken and maintained as a public record. The Secretary signs minutes of meetings after their approval by the library board. The Secretary also 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.

Section 6. The Treasurer

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

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Article IV. Meetings

Section 1. Meetings

All regular meetings, special meetings, and committee meetings of the Board of Trustees are open to the public as provided in the "Illinois Open Meetings Act." Closed sessions will only be held for purposes allowed under the "Illinois Open Meetings Act."

Section 2. Regular Meetings

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

Section 3. Special Meetings

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

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. A trustee attending electronically shall be a full participant in the meeting; however, such attendance shall not be used to establish a quorum.

Section 5. Quorum

A quorum at Library Board meetings is achieved when the majority of those members appointed to the board are physically present.

Section 6. Public Notice

The Library Administration shall issue notice of all meetings to members of the Board, the press and the public in accordance with current legal requirements. Notice shall include the agenda of business items to be discussed at the meeting.

Section 7. Rules Governing Procedures

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

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Section 8. Meeting Minutes

Minutes of board meetings shall be retained in accordance with current legal requirements. Recordings of closed board meetings shall be retained in accordance with current legal requirements. Recordings of open board meetings shall be retained for 18 months.

Article V. Committees

The Library Board of 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.

Article VI. Amendments to the By-Laws

These by-laws may be altered, amended or repealed and new by-laws 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;
2. Discussion and suggested revisions are sought at a second regular meeting; and
3. The final text of amendments is sent to each board member with the agenda for a third regular meeting.

A vote on the amended by-laws may occur at the third regular meeting.

1.2 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 users, colleagues, or the institution. It is incumbent upon any trustee to disqualify himself or herself immediately, whenever the appearance of a conflict of interest exists. Trustees must be aware of and comply with the Illinois Governmental Ethics 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 his or her official duties in the public interest or that may tend to impair his or her independence of judgment 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 library board responsibilities are expected to perform all of the functions of library trustees as described in Chapter 75 *Illinois Compiled Statutes* 5/4-7.

New trustees will be given a copy of the Ethics and Conflicts of Interest Policy 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.

1.3 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.

1.4 Indemnification of Officers and Employees

If any claim or action not covered by insurance is instituted against an officer or employee of the Downers Grove Public Library allegedly arising out of an act or omission occurring within the scope of his or her duties as such officer or employee, the Downers Grove Public Library shall at the request of the officer or employee:

1. Appear and defend against the claim or action;
2. Pay or indemnify the officer or employee for a judgment and court costs based on such claim or action, provided there shall be no indemnification for any portion of a judgment representing an award of punitive or exemplary damages; and
3. Pay or indemnify the officer or employee for a compromise or settlement of such claim or action providing the settlement is approved by the Board of Trustees of this Library.

For the purpose of this section, the term officer shall include both elected and appointed officers. The terms officer and employee shall include former officers and employees. This indemnification resolution shall not apply if the Board of 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 Trustees will be determined after an investigation of the facts.

1.5 Safe Deposit Box

The library will rent a safe deposit box at a local bank to provide secure, off-site storage for deeds and other legal documents. The safe deposit box account will be set up in a manner that requires two signatures to gain access to the box. The required signatures will be any two of the following: the Library Board President, Library Board Secretary, or the Library Director.

1.6 Communications To and From the Library Board of Trustees

Communications to the Library Board

The Library Board of Trustees generally meets twice a month in the Library Meeting Room and visitors are welcome to attend those meetings. Meeting times and agendas for all library board meetings are posted in the library and on the library's web site. All meetings are open to the public, with the exception of occasional closed meetings or closed parts of meetings for purposes allowed by the Open Meetings Act. All open meetings include an opportunity for public comments on subjects related to the library.

Comments can also be mailed to the Library Board in care of the Library or be emailed to the Library Board email address. Mail and email sent to the Library Board will be distributed to all of the Library Trustees.

Individual trustees do not speak for the Library Board. If questions or comments about the library are submitted to an individual trustee, those questions will be referred to the Board as whole for consideration, or to the Library Administration for a response, as appropriate.

Communication from the Library Board

Library trustees are expected to promote the mission, vision, and programs 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 Library Board of 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 Administration.

Communications by email

Email sent to the Library Board email address will be distributed to all trustees. If a response is required, the Library Board President will determine the most appropriate way to respond. Depending on the subject matter of the email, the President will respond to the email, bring it to a Library Board meeting for discussion by the full Board, or refer the matter to the Library Administration.

To ensure that a record is maintained of any official communication of library policy or the Board's position on an issue, any email response from the Board President or other authorized trustee should be sent from the Library Board email account, not from the trustee's personal email.

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