

Policy and Procedure Manual	Section A 3
Governance and Organizational Structure Bylaws of the Board of Library Trustees	<p>Issued : January 15, 1990, Revised November 19, 1990, Revised November 20, 2006; Revised May 17, 2010 ; Revised April 17, 2017</p> <p>Approving Authority : Board of Library Trustees</p>

BYLAWS OF THE BOARD OF LIBRARY TRUSTEES

ORLAND PARK PUBLIC LIBRARY

AILEEN S. ANDREW MEMORIAL

The Orland Park Public Library was established by Public Referendum on April 30, 1941 and will be conducted as a public library, in accordance with statutes of the State of Illinois for the use and benefit of the Village of Orland Park. It is financed by a special tax. The library is governed by a Board of Trustees, whose members are elected by the citizens of the Village of Orland Park. The Orland Park Public Library, and its Board of Library Trustees, hereinafter referred to as the Library, exist pursuant to the Illinois Local Library Act, Chapter 75 ILCS Act 5 of the Illinois Compiled Statutes (the "Act") as a local governmental entity of the Village of Orland Park and has powers as are now or may hereafter be granted by said statutes. A specific responsibility of the Board is adoption of the policies and regulations governing the operations of the library.

The Orland Park Public Library Board of Trustees recognizes the implementation of library facilities shall include three basic goals:

1. The provision of materials suited to the needs of the community as they become evident, designed to provide information, entertainment, and personal development;
2. The encouragement within the community of intellectual and cultural pursuits through the direction and active participation in suitable programs for all age groups; and
3. The maintenance and development of adequate facilities and personnel to accomplish the first two goals.

Number, Tenure, and Qualifications

The number of Trustees shall be seven (7), as provided by the Act, elected in accordance with general election laws of the State of Illinois to hold office for six (6) years or until their successors are elected and qualified. Nominations for the office of Trustee shall be by petition filed with the Village Clerk of the Village of Orland Park as prescribed by the Illinois General Election Law. All nominees must be residents of the Village of Orland Park. Current employees may not serve on the Board of Library Trustees.

Vacancy in Office of Trustee

Any vacancy occurring on the Board may be filled by the remaining Trustees until the next regular Library election at which time a Trustee shall be elected for the unexpired term of his/her predecessor in office, unless the vacancy occurs with less than 28 months remaining in the term and occurs less than 88 days before the next regular scheduled election for this office, in which case the person so appointed shall serve the remainder of the unexpired term and no election to fill the vacancy shall be held.

The Board of Trustees may declare a vacancy pursuant to Section 4-4 of the Act.

Indemnification of Trustees, Employees and Volunteers

If any claim or action not covered by insurance is instituted against a Trustee of the Orland Park Public Library allegedly arising 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 Orland Park Public Library; or if any claim or action not covered by insurance is instituted against an employee or volunteer of the Orland Park Public Library allegedly arising out of an act or omission occurring within the scope of his or her duties as employee or volunteer; the Orland Park Public Library shall, at the request of the Trustee, employee, or volunteer:

- a. Appear and defend against the claim; and
- b. Pay or indemnify for a judgment and court costs, based on such claim or action; and
- c. Pay or indemnify 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 a former trustee, employee, and volunteer of the library. This indemnification shall not apply if the Board of Library Trustees finds the claim or action is based on malicious, willful, or criminal misconduct. In such cases, indemnification will be determined after an investigation of the facts.

In each instance in which a question of indemnification arises, entitlement thereto shall be determined by the Board acting by a quorum consisting of persons who are not

parties to said action, suit or proceedings; provided, however, that a person who has been wholly successful, on merits or otherwise, in defense of a civil action or proceeding of the character described in above paragraph shall be entitled to indemnification. If a quorum is not obtainable with due diligence, entitlement to indemnification shall be determined by the Board upon written opinion of legal counsel that indemnification is proper in the circumstances because the applicable standard of conduct has been met by such person.

Compensation, Expenses

Trustees shall serve without compensation and are subject to all fines and charges imposed by the Library on patrons. Trustees shall be reimbursed their actual and necessary expenses incurred in the performance of their Library duties from Library funds subject to the Resolution For Reimbursement of Travel, Meal and Lodging Expenses to Comply with the Local Government Travel Expense Control Act (50 ILCS 150).

All trustees may request membership in the Illinois Library Association and the American Library Association upon request to the Board, and such membership fees shall be paid by the library.

Conflict of Interest

No Trustee shall have an interest in any contract with the Library prohibited by the Public Officer Prohibited Activities Act (50 ILCS 105/3, et seq.) and no Trustee or employee of the Library 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.

Trustees and employees so required shall promptly file a copy of his or her annual Statement of Economic Interests. The copy of the statement filed shall be a true and correct copy of the statement required to be filed annually with the Cook County Clerk pursuant to the Illinois Governmental Ethics Act, as from time to time amended (5 ILCS 420/4A).

Conference Attendance and Travel

Trustees are encouraged to attend community or local library events and will be reimbursed for all reasonable expenses incurred. Attendance requires prior approval by the Board. Attendance by more than two members requires a special vote by the Board. When several members apply, special consideration will be given to years of service, offices held, and chairmanship of particular committees whose attendance could benefit the functioning of the library. All reimbursements for travel, meal, lodging expenses are subject to the Resolution For Reimbursement of Travel, Meal and

Lodging Expenses to Comply with the Local Government Travel Expense Control Act (50 ILCS 150).

Process for reimbursement

Requests for reimbursement must comply with the Resolution For Reimbursement of Travel, Meal and Lodging Expenses to Comply with the Local Government Travel Expense Control Act (50 ILCS 150) and be accompanied with original receipts unless impractical (mileage) or when this policy exempts submission of a receipt (public transportation). When attending a conference or a meeting, a copy of the schedule of events must be submitted with the request for reimbursement. Items submitted for reimbursement not supported by a receipt, when applicable, will not be paid.

Major travel and activity expenses will be reimbursed by check, usually at the regular time of the month when other library bills are paid. Minor reimbursements may be paid from petty cash at the discretion of the Finance Manager.

Where appropriate and with the approval of the Board of Library Trustees, the library will prepay transportation, registration and hotel expenses.

Officers

Trustees will hold a biennial election at the May meeting for the offices of president, vice-president, treasurer, and secretary. If the election of officers shall not be held at said meeting, such election shall be held as soon thereafter as practicable. In the event of a resignation from an office, an election to fill the unexpired term of that office will be conducted at the next regular meeting of the Board. Vacancies may be filled or new offices created and filled at any meeting of the Board as provided by law. Each officer shall hold office for a term of two (2) years or until his/her successor shall have been duly elected.

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Removal

Any officer elected or appointed by the Board may be removed by the Board whenever in its judgment the best interests of the Library would be served thereby.

Duties of Officers and Board Members

President: Shall preside at all meetings of the Board, appoint all standing and special committees and shall be ex-officio member of all committees and perform all other such duties as may be assigned by the Board. The President shall not serve more than two consecutive terms unless by unanimous Board consent.

Vice-President: The vice-president, in the absence of the President, shall assume all duties of the President and shall preside over meetings when the President is absent. The vice-president shall perform all other such duties as may be assigned by the Board.

Treasurer: Responsible for the maintenance of the accounts and financial records for all funds and securities of the Library and file accurate reporting at any time on the financial condition of the Library. Shall sign all checks and/or vouchers from the operating funds. Shall perform all duties of the President/Vice-President in their absence or inability to act in these capacities. In the absence of the Treasurer or when he or she is unable to serve, the President or Vice-President may perform the duties of the Treasurer. The Treasurer shall perform all other such duties as may be assigned by the Board.

Secretary: The secretary shall cause minutes to be kept, keep minutes of all board meetings, record attendance, record a roll call on all votes (except when a ballot vote is taken). The secretary shall perform all other such duties as may be assigned by the Board.

Powers of the Board of Trustees

The Board of Library Trustees (the “Board”) of the Library exists pursuant to the Act and shall manage the affairs of the Library as authorized and empowered by said Act and other applicable statutes. In the provisions of library service to residents of the Village of Orland Park, the Board is empowered with all the powers conferred by the Act, including but not limited to:

1. Enact ordinances and to make and adopt bylaws, rules and regulations for the conduct of the Board.
2. Have exclusive control of the receipts and expenditures of the library.
3. Have exclusive control of the construction of any library building and of the supervision, care and custody of the grounds, rooms of buildings constructed, leased or set apart for that purpose.
4. Purchase or lease real or personal property, and to construct an appropriate building or buildings for the use of a library established here under.
5. Sell or otherwise dispose of the real or personal property or lease to others any real property as stated by law.

6. Appoint and set the compensation of a qualified Library Director to manage the library.
7. Retain counsel for the library.
8. Retain professional consultants as needed.
9. Contract with any public or private corporation or entity for the purpose of providing or receiving library service or performing any and all other acts necessary and proper to provide or receive library service. Join with other boards of libraries for the maintenance of common library services for participants upon such terms as may be agreed upon by and between the boards. Enter into contracts and to take title any property acquired by it for library purposes.
10. Exclude from the use of the library any person who willfully violates the rules as determined by the Board.
11. Extend library privileges to persons living outside the Village of Orland Park as prescribed by law.
12. Provide for suitable civil or criminal penalties for persons committing injury upon the library or property of the library.
13. Invest funds pursuant to law.
14. Exercise the power of eminent domain.
15. Accumulate and set apart as, reserve funds, portions of the unexpended balances of the proceeds received annually from taxes or other sources.

Division of Responsibilities

Board members should not run the library but should see that it is properly run. They should not attempt to manage the library, but must see that it is properly managed. Policy determination and management are different roles. Policy determination is the Board's power and duty; management is the Library Director's responsibility. The Director shall administer the policies adopted by this Board. Among duties and responsibilities of the Director shall be that of hiring personnel, directing, supervising and disciplining of all staff members, monthly and annual reports as required by the Board, recommending such policy and procedure as will promote the efficiency and service of the Library, and other duties as deemed necessary by the Board.

Illinois Public Library Annual Report

Within 60 days after the expiration of each fiscal year of the library, the Board of Library Trustees shall make a report of the condition of their trust. This report will be filed with the Illinois State Library.

Meetings

Board meetings will be held on the third Monday of the month in the meeting room of the library. Notice will be posted in the library, on the library's website, and the local newspaper is notified as prescribed by law. All meetings are open to the public. The agenda and/or information packet for the meetings will be distributed to the Trustees by the Director three (3) days prior to meetings. Any Trustee wishing to have an item placed on the agenda will call the Director in sufficient time preceding the meeting to have the item so placed. Any Trustee who is unable to attend a meeting must call the Director to indicate that he or she will be absent. Due to the fact that a quorum consisting of no less than four (4) members is required for each meeting, this phone call should be placed as far in advance as possible.

Closed sessions may be called by the President of the Board of Library Trustees as prescribed by law. Minutes of closed sessions are to be recorded and kept separately from regular minutes. The Board will review Closed Session minutes as prescribed by law.

Special meetings may be called by the President of the Board of Library Trustees to consider one or more items of business specified in the call of the meeting. Notice of time, place and exact purpose of the meeting must be sent to the Board members and posted in the library as prescribed by law.

A majority of the Trustees holding office shall constitute a quorum for the transaction of business at any meeting of the Board, provided that if less than a quorum is present at any meeting, a majority of those Trustees present may adjourn the meeting without further notice. The act of a majority of the Trustees present at a meeting at which a quorum is present shall be the act of the Board except where otherwise prescribed by law.

Roll call votes will be taken in matters of expending monies, in the passage of ordinances and as otherwise prescribed by law.

Electronic Attendance at Meetings

The fullest participation and attendance in all Board meetings should be achieved whenever possible. The use of telephone conferencing for meeting attendance and voting, at least in some governmental meetings, is permissible so long as the conduct of the meeting is in accordance with the Open Meetings Act. The Board, in all of its

regular and special meetings and committee meetings, complies and intends to comply with the provisions of the Open Meetings Act. When needed, the capabilities of telephone conferencing for its meetings, as more specifically set out in this policy, will enhance and further the public's business as conducted by the Board of Library Trustees as follows:

Section 1. All pertinent provisions of the Open Meetings Act must be complied with, including specifically the proper notice of any regular or special meeting, the proper record-keeping or minutes of each meeting, the appropriate agenda preparation for each meeting which, in addition, shall be posted along with the notice of the meeting; and any use of closed sessions shall be in compliance with the provisions of the Act.

Section 2. The location of the meeting included on the notice shall be equipped with a suitable speaker-phone system in order for the public audience, the Trustees in attendance and any staff or guests will be able to hear any input, vote or discussion of the teleconference and that any other location where the Board conducts regular business shall have similar speaker-phone capabilities for use by Board members to attend at that location, if requested at least 24 hours in advance of the meeting.

Section 3. Sufficient security and identification procedures be employed, either at the outset of any meeting or at any time during the meeting as appropriate, to ensure any and all Trustees attending or voting are in fact authorized Trustees with the right to speak and vote.

Section 4. As soon as it becomes apparent to the Board a meeting will require telephone conference, all subsequent notices of the meeting shall indicate that one (1) or more Trustees will or may be attending by telephone connection and the location or locations where speaker-phones will be available shall be noted thereon. In the event the notice of the meeting has already been disseminated and posted, a follow-up notice indicating the above shall be placed as soon as possible. In the event any news media have filed the annual request for notice of meetings, they shall receive an updated notice in the same manner as given to all members of the Board.

Section 5. All Trustees attending meetings by telephone conference are entitled to vote as if they were personally and physically present at the meeting site so long as the telephone connection exists. All votes shall be taken by roll call to ensure that non-physically present members are casting their own votes if they cannot be seen.

Section 6. This policy shall not be construed to mean that teleconferencing shall be regularly used or used at every meeting of the Board but shall be used only as necessary to allow the participation of Board members who are

unable to attend in person due to circumstances beyond their control. Acceptable circumstances include, but are not limited to, personal illness, disability, business purposes or the business of the public body, or family or other emergency .

Section 7. Teleconferencing shall not be provided for members of the public to use in order to attend or participate in a meeting.

Section 8. Only two (2) Trustees may participate by electronic attendance at a meeting. The presiding officer shall be present at the meeting. In the event that the President is not physically present at the meeting, the Vice-President shall preside.

Section 9. The Board of Library Trustees may conduct a closed meeting, pursuant to one of the exceptions to the Open Meetings Act, by way of a telephone conference call, provided that there is compliance with other requirements of the Act.

Section 10. The meeting minutes shall indicate those trustees who attend by telephone connection, and in the event the entire meeting is not so attended, shall indicate those portions of the meeting which were attended by telephone conference.

The order of business for the board meeting shall be:

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Call to Order
Roll Call
Approval of Minutes
Introduction of Visitors
Public Comment
Treasurer's Report
Librarians' Reports
 Staff Reports
Committee Reports
 Building and Maintenance
 Finance
 Service and Policy
 Personnel
 Law
 Strategic Planning
 Capital Campaign
Unfinished Business
New Business
Announcements
Adjournment

The President may alter the order of business at his/her discretion.

Committees

The President will appoint Trustees to serve on the following committees:

Building and Maintenance – This committee shall see to the maintenance and upkeep of the grounds and facilities, and those portions of the policy governing the use thereof.

Finance – The Finance Committee shall be charged with compiling the annual budget and the levy; require all financial records be properly kept, monies invested properly and advantageously.

Service and Policy – This committee shall deal with all matters relating to library service and policies and those parts of the policy dealing with same.

Personnel – This committee shall assist the Library Director in interpreting those parts of the policy dealing with personnel. Employer-employee difficulties which arrive at an impasse may be heard by this committee. This committee shall also screen resumes when the Board is hiring a Library Director.

Law – This committee will make Board members aware of new and revised legislation concerning library statutes.

Strategic Planning – This is an ad hoc committee charged with developing a strategic plan for library services.

Capital Campaign – This is an ad hoc committee charged with fundraising for extraordinary expenses.

Appointments to the standing committees are to be made by the President. Ad hoc committees may be established at the discretion of the President. The Library Director and/or Assistant Director shall be required to attend all committees, standing and ad hoc.

Board of Library Trustees – Library Director Relationship:

- A. Board of Library Trustees – Duties and Responsibilities:
1. Board serves as basic policy-making body.
 2. Board shall select and appoint the Library Director.
 3. The Board shall be responsible for the library budget and its administration.
 4. The Board is responsible for duties granted to each of the officers.

B. Library Director – Duties and responsibilities:

1. Serves as chief executive of the library, and is responsible for the administration of all policies approved by the Board, and is directly responsible to the Board.
2. The Library Director is responsible for the administration of the budget as set forth by the Board.
3. The Library Director is required to attend all meetings of the Board and all committee meetings of the Board except those of the Personnel Committee directly relating to the Library Director.

Parliamentary Authority

The rules contained in the current edition of Robert’s Rules of Order Newly Revised shall govern the Board in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Board may adopt.

Amendment of Bylaws

These bylaws can be amended, altered or repealed and new by-laws may be adopted at any regular meeting of the Board by a two-thirds vote of the members attending, provided that the amendment has been submitted in writing at the previous regular meeting and notice is given to all trustees and in accordance with the Illinois Open Meetings Act of intention to alter, amend or repeal or to adopt new by-laws at such meeting.

Revise and Adopted: January 15, 1990; Revised November 19, 1990; Revised November 20, 2006; Revised May 17, 2010; Revised April 17, 2017.