

**BY LAWS OF THE
PROSPECT HEIGHTS PUBLIC LIBRARY DISTRICT
BOARD OF TRUSTEES
NOVEMBER 2022**

Article I. Name and Purpose

- Section 1.01 The name of the Library shall be the Prospect Heights Public Library District, Cook Country, Illinois.
- Section 1.02 The name of this organization shall be The Board of Trustees of the Prospect Heights Public Library District, Cook County, Illinois (the Board).
- Section 1.03 The address of the Library shall be 12 N. Elm Street, Prospect Heights, Illinois 60070.
- Section 1.04 The Board is the governing body of the Library. Its responsibilities and duties are defined by the Illinois Public Library District Act of 1991 (75 ILCS 16/ and related statutes. They include:
- (a) Determining Library policies;
 - (b) Employing a qualified Executive Director;
 - (c) Approving library expenditures;
 - (d) Approving vendor contracts in excess of \$10,000
 - (e) Approving annual fiscal budgets;
 - (f) Providing for the efficient maintenance of Library facilities;
 - (g) Promoting community use of the Library;

Article II. Trustees

- Section 2.01 The Board consists of seven popularly elected district residents who meet the qualifications established in 75 ILCS 16/30-20.
- Section 2.02 Trustees serve staggered six year terms.
- Section 2.03 Vacancies
- (a) All vacancies shall be filled by appointment by the remaining trustees in accordance with 75 ILCS 16/30-25.
 - (b) The Board shall work to identify the best qualified candidate for appointment by soliciting applications from and conducting individual interviews with interested persons.
 - (c) The names of persons who apply for appointment but not selected may be kept on file for consideration during subsequent vacancies.

Section 2.04 Trustees serve without compensation but shall be reimbursed from Library funds for their actual and necessary expenses incurred in the performance of their duties and according to the Library's "Travel Expense Reimbursement Policy."

Section 2.05 Orientation
New Trustees shall be oriented by the President and Executive Director and be provided with the following:

- (a) A tour of the Library, including staff introductions;
- (b) A policy book, which includes By-Laws, Library and Its Patrons, Materials Selection, Meeting Room and Personnel Manual;
- (c) Reference publications describing the duties of a Trustee vs. duties of an administrator;
- (d) Current budget material;
- (e) Discussion of pertinent Library history and present goals and objectives;
- (f) Current committee listing;
- (g) Trustee contact information;
- (h) Board packets for the preceding six months; and
- (i) The current Illinois Public Library Annual Report.

Section 2.06 Conflicts of Interest

- (a) No Trustee shall be in any manner financially interested directly in their own name or indirectly in the name of any other person, trust, corporation, or entity in any contract or the performance of any work with the Library with respect to which the Trustee may be called upon to vote.
- (b) Trustees shall disclose any such actual or any perceived conflict of interest to the Board at the earliest opportunity when the conflict is apparent, and such disclosure shall be recorded in the Board minutes.
- (c) The Trustee making disclosure of a conflict shall ask to be recused from the Board, and shall be recused, during any discussion of the business. The Trustee shall not be present during any portion of the meeting at which the contract or the performance of the work is considered or acted upon.
- (d) An abstention from voting is not a sufficient action in responding to a conflict of interest. The minutes shall reflect that any Trustee disclosing a conflict of interest was recused from the Board throughout the meeting from the time of disclosure through final action on the issue.
- (e) In any vote approving minutes of a meeting where a Trustee was recused due to conflict of interest, that Trustee shall note the recusal on that issue, and may otherwise vote on approval of the minutes.
- (f) New Trustees shall be advised of this policy upon assuming the duties of office

Article III. Officers

Section 3.01 The officers of the Board of Trustees shall be President, Vice-President,

Secretary, and Treasurer, each of whom shall serve a term of two years. Officers may be subject to forfeiture of office if they miss more than three consecutive regularly scheduled Board Meetings.

Section 3.02 Officers shall be included on the necessary signature cards to authorize them to sign checks for all Library expenditures.

Section 3.03 The President shall:

- (a) Preside at all meetings of the Board;
- (b) Sign all papers and documents to which a signature may be necessary or appropriate;
- (c) Appoint and serve as a member ex officio on any committees as required to carry out his/her duties;
- (d) Authorize calls for special meetings;
- (e) Along with the Executive Director, prepare meeting agendas and consider for inclusion any subject requested eight days prior to the Board meeting;
- (f) Generally perform the duties of a presiding officer; and
- (g) Serve as the only spokesperson for the Board in all public announcements.

Section 3.04 The Vice President shall:

- (a) Perform the duties of the President in the absence of the President or in the event of the President's incapacity or refusal to act;
- (b) Perform the duties of the Secretary in the absence of the Secretary or in the event of the Secretary's incapacity or refusal to act; and
- (c) Perform the duties of the Treasurer in the absence of the Treasurer or in the event of the Treasurer's incapacity or refusal to act.

Section 3.05 The Secretary shall

- (a) Keep an accurate record of all Board Meetings;
- (b) Serve as clerk of elections;
- (c) Issue notices of all regular and special meetings;
- (d) Administer oaths and affirmations of office; and
- (e) Perform such duties as are generally associated with that office.

The Secretary may delegate duties but shall retain final responsibility. At the end of each fiscal year, two Trustees (other than the Secretary) appointed by the President, shall audit the Secretary's records.

Section 3.06 The Treasurer shall

- (a) Maintain an accounting of all Library funds;
- (b) Arrange for payment of expenses and obligations authorized by the Board;
- (c) Make a financial report at each regular Board meeting;

- (d) Furnish such information as may be requested by the Board;
- (e) Be bonded in the amount as may be required by statute; and
- (f) Perform such duties as are generally associated with that office.

The Board shall annually employ a certified public accountant to perform an audit of the Treasurer's records.

Section 3.07 Officer Term Limits

Officers may be elected to a maximum of three consecutive two-year terms for that office. After this term, they may not serve in that role for at least two years. They may immediately serve in a different officer role.

Article IV. Meetings

Section 4.01 The regular meeting shall be held on the last Wednesday of each month at 7:00 p.m. at the Prospect Heights Public Library, 12 North Elm Street, Prospect Heights, Illinois, unless changed in accordance with the Illinois Open Meetings Act.

Section 4.02 The biennial meeting, which shall be for the purpose of electing officers, shall be held at the time of the regular meeting in May of each election year.

Section 4.03 Upon vacating of an office, notification of all Trustees shall occur one regular Board meeting prior to replacement election. Trustees absent from the notification meeting shall be notified of the impending election within one week of the Board meeting by certified letter.

Section 4.04 Four trustees shall constitute a quorum for the transaction of business.

Section 4.05 The order of business for a regular meeting shall include, but is not limited to, the following items that shall be covered in the sequence shown so far as circumstances will permit:

- I. Call to Order/Roll Call
- II. Consent Agenda
 - A. Approval of Minutes
 - B. Approval of the Combined Statement of Assets
 - C. Ratify paid disbursements
 - D. Approve Bills for Payment
 - E. Approve transfer from savings to checking
- III. Public Comments
- IV. Attorney's Report
- V. Communications
- VI. President's Report
- VII. Executive Director's Report
- VIII. Committees
- IX. Old Business

- X. New Business
- XI. Other
- XII. Adjournment

Section 4.06 Public Comment

- (a) Any person desiring to comment on Library matters shall be required to identify themselves by name on a sign-up sheet available at or prior to the commencement of the meeting. Any speaker shall be limited to a maximum of three minutes and the Board President shall be allowed to terminate the public comment for repetitive, irrelevant, or disruptive commentary.
- (b) The total time allotted for public comment shall not exceed fifteen minutes unless extended by a vote of two-thirds of the Trustees present at the meeting.

Section 4.07 Special meetings may be called by the President, Secretary or four Trustees. Comments during special meetings shall be limited to items listed on the agenda. Notice with the special meeting agenda shall be given to all Trustees and required media at least 48 hours before the time of the meeting and shall be posted in the Library.

Section 4.08 Remote attendance

If a trustee is prevented from physically attending a meeting, the trustee may be allowed to attend the meeting by video or audio conference provided all of the following conditions are satisfied:

- (a) The trustee must be prevented from physically attending because of:
 - (i) Personal illness or disability;
 - (ii) Employment purposes or the business of the public body, or
 - (iii) A family or other emergency; and
- (b) Seventy-two hour advance notice shall be given by the trustee to the Secretary or the President of the Board unless such advance notice is impractical; and
- (c) A quorum of the Board must be physically present at the meeting; and
- (d) A minimum of four trustees must vote affirmatively to permit the attendance by audio or video conference.

Trustees participating electronically are afforded all of the same rights and are held to the same laws and standards of conduct as trustees physically participating.

Section 4.09 All meetings shall be governed by Robert's Rules of Order.

Article V. Executive Director

Section 5.01 The Board shall recruit, appoint and evaluate an Executive Director, who as technical expert, shall:

- a) Carry out the Library's policies established by the Board.
- b) Have full responsibility for services, programs, book selections, and personnel management.
- c) Attend all Board meetings, including all executive sessions unless specifically excluded, as advisor to the Board on professional library matters.
- d) Authorize capital expenditures not to exceed \$10,000 for any one item.
- e) Be included on the necessary signature cards to authorize them to sign checks for all Library expenditures.

Section 5.02 The Assistant Director assumes the Executive Director's duties during routine absences.

Section 5.03 The Library will have a board approved Succession Plan establishing procedures and contingencies due to the absence, or departure of the Executive Director and to facilitate the transition to both interim and long-term leadership.

Article VI. Committees

Section 6.01 The Library shall have three standing committees. The President shall appoint two trustees, including one as chairperson, to serve on each committee. The President shall serve as an ex officio member on each standing committee. The Executive Director shall attend all committee meetings;

(a) Budget & Finance Committee responsibilities:

- (i) Prepare the annual budget with assistance from the Executive Director, the other standing committees, and others that the Committee may require to assist in determining the annual budget.
- (ii) Review investment policies of the Board and make recommendations to the Board for investment of funds in those financial instruments which will yield the highest return with a low degree of risk.
- (iii) Review the short term and long term goals of the Board to determine if adequate funding exists to accomplish those goals. If funding does not exist, then a recommendation will be made regarding special funding or delaying or revising a particular goal.

(b) Building & Grounds Committee responsibilities:

- (i) Review all major expenditures pertaining to the facilities and make the necessary recommendations to the Board.

- (ii) Monitor and measure the goals developed by the Board that affect Library facilities.
- (iii) Monitor the efficient operation of the Library's physical facilities. This includes the building, exterior grounds, interior, communications, electrical system, HVAC, plumbing, energy efficiency, landscaping, parking, security, and other pertinent items contained with the category of physical plant.
- (iv) Monitor the expenses of the Building & Maintenance Fund.
- (c) Personnel & Policy Committee responsibilities.
 - (i) Recommend changes that will improve the goals of the Library through personnel and policy changes.
 - (ii) Meet on a regular basis to review Library policies, manuals and by-laws and revise these documents as needed subject to Board approval.
 - (iii) Coordinate the annual evaluation of the Executive Director.

Section 6.02 The President shall appoint additional committees of one or more Trustees as the business of the Board may require. Committees consisting of two or more trustees shall have a chairperson.

Section 6.03 All committees meet as necessary with public notice given as required by law and shall make a progress report to the Board as needed.

Section 6.04 Committees only have advisory powers concerning Library business unless, by suitable action of the Board, it is granted specific power to act.

Article VII. General

Section 7.01 An affirmative vote of the majority of the Board present at the time shall be necessary to approve any action before the Board. The President may move or second and shall vote upon a proposal before the Board.

Section 7.02 These By-Laws may be amended at any regular or special meeting of the Board by an affirmative vote of a quorum, provided that:

- (a) The proposed amendment is stated at the previous regular meeting; or
- (b) All Trustees are notified of the proposed amendment at least five days prior to the meeting at which the vote is to be taken.

Section 7.03 Any rule or resolution of the Board, whether contained in these By-Laws or otherwise, may be suspended temporarily in connection with the business at hand, but such suspension, to be valid, may be taken only at a meeting at which two-thirds of the Board shall be present and two-thirds of those present shall so approve.

Section 7.04 Sufficient funds to cover Trustees' membership in the Illinois Library Association and to attend appropriate meetings and conferences will be allocated in the annual budget.

Section 7.05 Checks issued on the Library's accounts shall be signed by two authorized signatories.

Article VIII. Founders Fund

Section 8.01 The Founders Fund (Fund) shall be maintained as a separate fund for accounting purposes, and the balance in the Fund shall be reported to the Board at the culmination of each fiscal year. Monies attributable to the Fund may be added to cash from other sources to obtain the highest rate of interest.

Section 8.02 Within sixty days after the close of the fiscal year, any Fund principal exceeding \$3,000 and up to 85% of the interest earned by the Fund in the previous fiscal year may be transferred to the general fund and used for either special purposes and/or programs as determined by the Board during the current fiscal year.

Section 8.03 The Fund shall support at least two intergenerational Library programs each year. The programs shall be selected at the discretion of the librarians who shall report upcoming programs to the Board where possible. Founders Fund programs shall be so noted in all publicity.

By-Laws reviewed/amended:

November 2022
November 2019
July 2017
August 2011
November 2010
August 2008
June 2006 (no changes)
August 2003
April 1996