



# Woodridge Public Library

## Bylaws of the Board of Library Trustees

---

### **Article I. Legal Establishment**

The Board serves the organization known as “Woodridge Public Library, DuPage County, Illinois, which is established in accordance with provisions of the Illinois Local Library Act (*Illinois Compiled Statutes*, Chapter 75, Act 5.) The Library and Board shall exercise the powers and authority and assume the responsibilities delegated to it under that statute.

### **Article II. The Board**

#### **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 Director.

#### **Section 2. Term of Office – Board Members**

Board members are elected to 6 year terms except in the case of a Trustee elected to fill the unexpired term of a Trustee who has left. In the case of a Trustee appointed to fill an unexpired term, the appointment shall be until the next regularly scheduled election in accordance with the statutes.

#### **Section 3. Vacancies—Board**

The Board may declare a vacancy when the elected or appointed trustee declines or is unable to serve or is absent without cause from all regular Board meetings for a period of one year. A vacancy is also declared when a trustee is convicted of a misdemeanor by failing, neglecting, or refusing to discharge any duty imposed upon him by this Act, becomes a nonresident of the village, or fails to pay the library tax levied by the corporate authorities. A vacancy may be filled by the Board at any regular or special meeting.

#### **Section 3. Officers**

- a. The officers of the Board shall be President, Vice President, Secretary, and Treasurer. These officers are elected from among the Board members.
- b. A nominating committee composed of Board members shall be appointed by the President. The Committee shall present a slate of officers at the first meeting after the swearing-in of newly elected trustees. Additional nominations may be made from the floor.
- c. Officers will be elected to serve terms of two years.

#### **Section 7. President**

The President of the Board shall preside at all meetings of the Board. In the President’s absence, the Vice-President or in the Vice-President’s absence, the Secretary, and in the Secretary’s absence, the Treasurer, shall preside.

- a. The President shall sign the ordinances, resolutions, and contracts of the Board.
- b. The President is responsible for seeing that the bylaws and other policies of the Board are reviewed at regular intervals.
- c. The President is an ex-officio member of all committees.

- d. The President shall, together with the Library Director, participate in the orientation of new trustees.

### **Section 8. Vice-President**

The Vice-President shall preside over meetings in the temporary absence of the President.

- a. In the event of the President's temporary refusal or inability to act in that office, the Vice-President shall assume and perform the duties and functions of the President.
- b. In the event of a vacancy in the office of President, the Vice President shall perform the duties of that office until the next regular Board meeting at which time a new President shall be elected.

### **Section 9. Secretary**

The Secretary shall be the custodian of the files of the Board and the records of the Library during the term of office. This shall include the record of the meetings, the names of those in attendance, the resolutions enacted, the rules and regulations adopted, and all other pertinent written matter that affects the operation of the Library.

- a. The Secretary shall have the power to administer oaths and affirmations.
- b. The Secretary will attest to the President's signature as required on official documents.

### **Section 10. Treasurer**

The Treasurer shall keep and maintain financial accounts and records of the library, including a record of receipts, disbursements and balance in any funds.

- a. The Treasurer shall be chairman of the Finance Committee and shall examine all library bills presented by the library.
- b. The Treasurer shall oversee the application of the Library's Investment Policy.

### **Section 11. Additional Duties of Officers**

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

### **Section 12. Conflict of Interest**

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. Family members of the Board of Trustees may not be hired by the Library as long as the Trustee serves on the Board. Each Trustee shall file a statement of economic interest with the County Clerk by April 30 of each year.

### **Section 13. Compensation**

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

### **Section 14. Signatories**

All checks, drafts or other orders for the payment of money and all notes or other evidences of indebtedness shall be signed by such officer or officers or the Library Director as shall be determined by the Board of Library Trustees.

### **Section 15. Professional Memberships and Conference Attendance**

Trustees will have their membership fees paid for the Illinois Library Association and the American Library Association. Participation is encouraged at workshops and conferences. Up to two trustees may attend the Illinois Library Association Conference and the Public Library Association Conference. Reimbursement for

expenses related to workshop and conference activities will be made as defined for staff in the Library's personnel manual.

### **Section 16. Fiscal Year**

As of January 1, 2015, the fiscal year of the Library will run January 1 – December 31 of the calendar year.

### **Section 17. Communication Guidelines**

Communication to the Library Board

- a. All regular, open meetings of the Board include an opportunity for public comments on subjects related to the Library.
- b. Feedback or comments from the public may be addressed and sent to the Library Board of Trustees as a group or to a particular member at the Library's mailing address. These will be shared with the entire Library Board.
- c. The Library Board has a general email account whose address is listed in prominent places on the Library website. This email account is maintained by the Library Director. If emails come to that address, the Library Director makes a general, noncommittal response to the email indicating the content of the message will be relayed to the full board at the next public meeting. If a major incident takes place at the Library and is followed up with an email, then the Board should be notified immediately.
- d. Individual trustees do not speak for the Library Board. If questions or comments about the Library are submitted to an individual trustee in any format other than through email, those questions will be referred to the Board as a whole for consideration or to the Library Director for a response as appropriate.

Communication from the Library Board

- a. Library Trustees are expected to promote the mission, vision, and programs of the Library, and they should be very careful to refrain from comments on matters of policy, controversy, or dispute whether in an interview with the press or in written communication. All communications on specific issues will be made by the Library Director, the Public Relations Coordinator, 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 Director.
- b. If a detailed response to an email comment 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 or refer the matter to the Library Director. It will also be brought to a Library Board Meeting as information or for discussion by the full Board.
- c. To ensure that a record is maintained of any official communication of Library policy or the Board's position on an issue, any response to an email will be made from a Woodridge Public Library account and will be kept for a minimum of one year per the Library's Record Retention Policy requirements.

## **Article III. Committees**

### **Section 1. Standing Committees**

- a. The Board has three standing committees: *Finance; Policy and Personnel; and Facilities* which will be formed in May after the Consolidated General Election and will remain in effect for a period of two years.
- b. The President shall appoint chairmen when the committees are formed or in the event of a vacancy.
- c. These committees will meet as needed.
- d. No quorum is needed for committee meetings.
- e. Committee meetings shall abide by the regulations of the Open Meetings Act.

### **Section 2. Ad Hoc Committees**

Ad Hoc committees may be appointed from time to time for specific purposes.

## **Article IV. Meetings**

### **Section 1. Regular Meetings**

Regular meetings of the Board of Trustees shall be held at the Library on the third Wednesdays of each month at 7:30 PM. Every year the Board will approve the calendar for the next year. The time and place of meetings shall be published at the beginning of each calendar year and posted in the Library and on the website.

### **Section 2. Special Meetings**

Special meetings shall be called by the President or the Vice President or any two members of the Board. No special meeting shall be called unless written notice of the time and place thereof shall be given to all Trustees at least 48 hours in advance of the said special meeting.

### **Section 3. Open Meetings Act**

The Board shall comply with the Open Meetings Act. (5 ILCS 120). The Open Meetings Act Officers are the Library Director and the Board Recording Secretary.

### **Section 4. Quorum**

A quorum shall consist of a simple majority of the Board. A simple majority of those present shall determine the vote taken on any question, unless a larger majority is specified by law.

### **Section 5. Voting**

All votes on any question shall be by Ayes and Nays. The number of Aye and Nay votes and the number of absences and abstentions shall be recorded by the Secretary. A "present" vote shall not be counted. Roll call votes shall be required for certain votes. The Recording Secretary shall call the roll. The President may vote upon and may move or second a proposal.

### **Section 6. 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 permit:

- a. Call to Order
- b. Roll Call
- c. Approval of Minutes
- d. Recognition of Public
  - a. Public Comment
  - b. Questions Not Related to Agenda Items
  - c. Questions Related to Agenda Items
- e. Consent Agenda Items
  - a. Library Payroll
  - b. Personnel Report
  - c. Bank Register Reports
  - d. Invoice Expense Allocation Report
- f. Discussion Items with no Action
  - a. Library Director's Report
  - b. Income Statement
- g. President's Report
- h. New Business
- i. Unfinished Business
- j. Adjournment

The conduct of meetings shall be guided by the latest edition of Robert's Rules of Order.

### **Section 7. Executive Session**

Executive session may be used when deemed necessary by the Board in accordance with the Open Meetings Act.

## **Article V. Library Director**

### **Section 1. The Role of the Library Director**

The Library Director 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 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 Director will submit monthly reports to the Board regarding financial matters and service activities, including collection statistics, as well as other matters of interest to the Library and Board. The Library Director reports directly to the Library Board and participates actively at all Board meetings, but without a vote. The Library Director represents the Library in the community and in its organizations.

### **Article VI. Amendments to the Bylaws**

These bylaws may be amended at any regular meeting of the Board of Trustees by a majority vote provided that the amendment has been submitted in writing at the previous regular meeting.

### **Article VIII. Indemnification of Trustees, Employees and Volunteers**

If any claim or action not covered by insurance is instituted against a trustee of the Woodridge 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 Woodridge Public Library; or if any claim or action not covered by insurance is instituted against an employee or volunteer of the Woodridge Public Library allegedly arising out of an act or omission occurring within the scope of his or her duties as employee or volunteer; the Woodridge Public Library may, in the absolute and sole discretion of the Board of Trustees, the at the request of the trustee, employee, or volunteer:

- a. appear and defend against the claim; and
- b. pay or indemnify the trustee, employee or volunteer for a judgment and court costs, based on such claim or action; and
- c. pay or indemnify the trustee, employee or volunteer for a compromise or settlement of such claim or action, providing the settlement is approved by the Board of Trustees.

For the purpose of this Section, the terms *trustee*, *employee* and *volunteer* shall include former trustees, employees, and volunteers of the Library. Article VIII shall not apply if the Board of Trustees finds that 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 proceedings 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.

### **Article IX. Ethics**

The Woodridge Public Library adheres to the State Officials and Employees Ethics Act. (**5 ILCS 430**) The Trustees also adhere to the *Code of Ethics of the American Library Association*.

### **Section 1. Code of Ethics of the American Library Association**

As members of the American Library Association, we recognize the importance of codifying and making known to the profession and to the general public the ethical principles that guide the work of librarians, other professionals providing information services, library trustees and library staffs.

Ethical dilemmas occur when values are in conflict. The American Library Association Code of Ethics states the values to which we are committed, and embodies the ethical responsibilities of the profession in this changing information environment.

We significantly influence or control the selection, organization, preservation, and dissemination of information. In a political system grounded in an informed citizenry, we are members of a profession explicitly committed to intellectual freedom and the freedom of access to information. We have a special obligation to ensure the free flow of information and ideas to present and future generations.

The principles of this Code are expressed in broad statements to guide ethical decision making. These statements provide a framework; they cannot and do not dictate conduct to cover particular situations.

- a. We provide the highest level of service to all library users through appropriate and usefully organized resources; equitable service policies; equitable access; and accurate unbiased, and courteous responses to all requests.
- b. We uphold the principles of intellectual freedom and resist all efforts to censor library resources.
- c. We protect each library user's right to privacy and confidentiality with respect to information sought or received and resources consulted, borrowed, acquired or transmitted.
- d. We respect intellectual property rights and advocate balance between the interests of information users and rights holders.
- e. We treat co-workers and other colleagues with respect, fairness, and good faith, and advocate conditions of employment that safeguard the rights and welfare of all employees of our institutions.
- f. We do not advance private interests at the expense of library users, colleagues, or our employing institutions.
- g. We distinguish between our personal convictions and professional duties and do not allow our personal beliefs to interfere with fair representation of the aims of our institutions or the provision of access to their information resources.
- h. We strive for excellence in the profession by maintaining and enhancing our own knowledge and skills, by encouraging the professional development of co-workers, and by fostering the aspirations of potential members of the profession.

Bylaws adopted by Board of Trustees January, 1979; most recent amendment 12/20/2017