



# **BYLAWS OF THE GALENA PUBLIC LIBRARY DISTRICT**

## **ARTICLE I**

### **BOARD OF TRUSTEES**

The Board of Library Trustees of the Galena Public Library District, Galena, Illinois (hereinafter, the “Board”) is charged with the responsibility of the governance of the Galena Public Library District (hereinafter, the “District”). The Board exists by virtue of the provisions of the Illinois Public Library District Act of 1991, 75 ILCS 16/1-1 *et seq.* (hereinafter, the “Act”).

The Board shall comply with all provisions of Illinois law pertaining to library districts and trustees.

## **ARTICLE II**

### **ORGANIZATION AND DUTIES OF BOARD**

#### **Section 1 - Board of Library Trustees**

The Board is charged with the responsibility of the governance of the library.

The Board shall consist of seven members elected by the voters of the District. Newly elected trustees take office on the second Monday on the month following the biennial election and take the oath at the first regular Board meeting following that date.

Trustees shall serve a term of four years.

The Board shall hire a qualified Library Director who will be responsible for the day-to-day operations of the library and will administer the policies adopted by the Board and library procedures implemented by the Library Director or as amended by the Board.

The Board shall retain legal counsel and other professional consultants as needed.

#### **Section 2 – Vacancies – Board**

Vacancies in the office of trustee shall be declared by the Board when the elected or appointed trustee (i) resigns, declines or is unable to serve, (ii) becomes a nonresident of the District, (iii) is

convicted of a misdemeanor by failing, neglecting, or refusing to discharge any duty imposed upon him or her by the Act, or (iv) has failed to pay the library taxes levied by the District.

To be effective, board members must attend most meetings, read materials presented for review and attend an occasional Library System (or other library related) workshop, seminar, or meeting. A trustee may be asked to resign for failure to attend regular board meetings. Attendance at meetings via telephone conferencing shall not constitute an absence.

Vacancies shall be filled by an appointee of the remaining trustees until the next regular election of trustees, at which time a trustee shall be elected to fill the vacancy for the unexpired term; however, if such vacancy occurs with fewer than 28 months remaining in the term, and if the vacancy occurs fewer than 88 days before the next regularly scheduled election for this office, then the person appointed by the remaining trustees shall serve the remainder of the unexpired term and no election to fill the vacancy shall be held.

The resignation of any trustee must be submitted in writing to the president of the Board. The president will accept the resignation at the next Board meeting, unless the resignation is withdrawn prior to that meeting.

### **Section 3 – Compensation**

Trustees shall serve without compensation but shall be reimbursed from District funds for their actual and necessary expenses incurred in the performance of their duties.

## **ARTICLE III**

### **BOARD OF TRUSTEES MEETINGS**

#### **Section 1 – Regular Meetings**

The regular meeting of the Board shall be on the second Monday of each month usually at 6:30 pm. The meeting shall be held at the Galena Public Library building, 601 S. Bench Street, Galena, Illinois.

An agenda for each regular meeting shall be posted at the library at least 48 hours in advance of the holding of the meeting and shall also be posted on the library website (said agenda shall remain posted on the website until the regular meeting is concluded). The requirement of a regular meeting agenda shall not preclude the consideration of items not specifically set forth in the agenda.

The citizen comments portion of the agenda will have a time limit of three minutes per person and 15 minutes total. Citizens who choose to attend and/or speak are required to maintain proper decorum at all time.

#### **Section 2 – Special Meetings**

Special meetings shall be held at any time when called by the president or secretary or by any three trustees of the Board, provided that the notice and the agenda of the special meeting is posted at the library and on the library's website at least 48 hours in advance of such special meeting, except in the case of a bona fide emergency. No business except as stated in the notice and agenda for the special meeting shall be transacted at said meeting.

### **Section 3 – Quorum and Voting**

A quorum shall consist of four trustees, and a simple majority of those present shall determine the vote taken on any question, unless a larger majority is specified by law or these by-laws.

Each trustee shall be entitled to one vote upon each matter submitted to a vote. All votes in any questions shall be ayes, nays and abstains and shall be recorded by the secretary.

Any board member who is unable to attend a meeting shall contact the library director or board president to be excused.

### **Section 4 – Order of Business**

The order of business for regular meetings shall include the following items, which shall be covered in the sequence shown. The Library Director, Board President and all Committee chairs shall submit topics for discussion or discussion and possible action in a timely fashion in order to be included on the agenda. Trustees and the Director shall submit topics for discussion or discussion and possible action for the New or Unfinished Business agenda items in a timely fashion in order to be included on the agenda. Discussion will be limited to the merit of the items listed on the agenda.

1. Call to order, roll call
2. Citizen comments
3. Consent agenda
  - a. Approval of minutes of prior meeting;
  - b. Approval of bills paid / payable
4. Financial report
5. Treasurer's report
6. Library director's report (change in sequence)
7. Board president's report (added as suggested)
8. Committee reports
9. Strategic plan
10. Friends report
11. Unfinished business
12. New business
13. Motions, resolutions, ordinances
14. Executive (Closed) session (if applicable)

15. Items for the next agenda
16. Announcements (announcement of date, time, and place of next meeting)
17. Adjournment

### **Section 5 – Executive (Closed) Session**

Executive session may be used when deemed necessary by the Board and in accordance with the Open Meetings Act (735 ILCS 5/ 120-1 *et seq.*).

### **Section 6 – Telephone, video or audio conferencing**

The use of telephone, video or audio conferencing for meeting attendance and voting is permissible under the following conditions:

- A. All notice of any regular or special meeting, recordkeeping or minutes of each meeting, agenda preparation and posting for each meeting and any use of closed sessions shall be in compliance with the Open Meetings Act.
- B. The location of the meeting included on the notice shall be equipped with a suitable speaker system in order that the public audience, the Board members in attendance and any staff or guests will be able to hear any input, vote or discussion of the telephone, video or audio conference.
- C. If a quorum of the board is physically present, a majority of the board may allow a Board member to attend the meeting by other means (telephone, video or audio conference). The Board member must be prevented from physically attending because of (1) personal illness or disability, (2) employment purposes or the business of the library or (3) a family or other emergency.
- D. That 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 that any and all Board members attending for quorum or voting purposes are, in fact, authorized Board members with the right to speak and vote.
- E. Board members shall give at least 1 hour advance notice of their meeting attendance by telephone, video or audio conferencing. Notices of the meeting shall indicate that one or more Board members will or may be attending by telephone, video or audio connection. If the notice of the meeting has been disseminated and posted, a follow-up notice indicating the above shall be placed as soon as possible. Any news media having filed the annual request for notice of meetings shall receive an updated notice in the same manner as the original notice was given.
- F. All Board members attending meetings by telephone, video or audio conference are entitled to vote as if they were personally and physically present at the meeting site, so long as the

telephone, video or audio connection exists and there is a physical quorum of the Board in physical attendance at the meeting.

G. This policy shall not be construed to mean that telephone; video or audio conferencing 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.

H. The meeting minutes shall indicate those Board members who attend by telephone, video or audio connection, and in the event the entire meeting is not so attended, shall indicate those portions of the meeting that were attended by telephone, video or audio conference.

### **Section 7 – Parliamentary Procedure**

The Board shall abide by the most recent revision of Robert’s Rules of Order unless otherwise specified in these by-laws.

## **ARTICLE IV**

### **OFFICERS**

#### **Section 1 – Officers**

The officers of the Board shall be a president, a vice president, a secretary, and a treasurer, elected from among the trustees.

#### **Section 2 – Nominations and Elections of Officers**

The election of officers will occur as the first action at the first regular Board meeting following the biennial election of trustees. All nominations shall be made from the floor. Officers shall serve a term of two years, ending on the third Monday of the month following each regular election or until their successors are duly elected by the Board. A vacancy in any office, as determined by a majority vote of the remaining members of the Board consistent with Article II, Section 2 of these bylaws, shall be filled by the Board for the unexpired term.

#### **Section 3 – Duties of Officers**

##### **A. President**

The president of the Board shall preside at all meetings of the Board. The president and secretary shall sign the ordinances, resolutions and contracts of the Board. If the president or secretary is unable within the required time to sign a given document, the treasurer shall sign the document. The president is an ex-officio, non-voting member of all committees.

The Board President is the point of communication between the Board of Trustees and the Library Director. The Library Director reports ultimately to the Board of Trustees, with the Board President facilitating communication.

## **B. Vice President**

The vice president, in the absence of the president, shall assume all duties of the president.

## **C. Secretary**

The secretary shall be the custodian of the files of the Board and the records of the District during the term of office and shall include therein a record of the minutes of all the meetings, the names of those in attendance, the ordinances enacted, resolutions and regulations adopted, and all other pertinent written matter affecting the operation of the District.

The records shall be audited each fiscal year by two other trustees appointed by the president. The secretary may administer oaths and affirmations. The secretary serves as local election official for elections of the Board.

In the absence of the president and vice president, the secretary shall call the meeting to order and preside until the immediate election of a president pro tem.

## **D. Treasurer**

The treasurer shall keep and maintain accounts and records of the District during the term in office, indicating therein a record of all receipts and disbursements and balances in any funds, which shall be reported monthly to the Board. The treasurer shall work with the Director to prepare the Annual Operating Budget to recommend to the full Finance Committee for approval no later than the 15<sup>th</sup> of May of each year. The treasurer shall present the budgets as approved by the Finance Committee to the full board for approval no later than the June meeting of the board. The treasurer shall distribute funds only on authority and with specific approval of the Board. Any withdrawals of funds from regular checking and savings accounts or special funds shall require the signature of the Treasurer and the Director. In the absence of the treasurer or when he or she is unable to serve, the president may appoint another Board member to perform the duties of the treasurer until the Treasurer returns.

In lieu of the bond requirements of 75 ILCS 16/30-45(e), the treasurer may secure for the District an insurance policy or other insurance instrument that provides coverage for negligent or intentional acts by District officials and employees that could result in the loss of District funds. The cost of any such coverage shall be borne by the District.

The treasurer shall chair the Finance Committee.

**ARTICLE V**  
**COMMITTEES**

**Section 1 – General Committee Guidelines**

All committees shall make reports and recommendations to the Board, and said reports and recommendations are subject to Board approval.

Each trustee is expected to serve on committees of the Board. Committee chairs and recorders shall be appointed by committee members as necessary. The chair of each committee is responsible for calling the meetings as specified and the recorder prepares reports to the Board for transcription into the monthly minutes of the Board. The chair and library director make agendas for the meetings giving at least 48 hours' notice.

All committee meetings shall abide by the regulations of the Open Meetings Act.

**Section 2 – Standing Committees**

The Board shall appoint committees as may be necessary to carry out the purpose of the Board. The Board president will coordinate representation on committees on a voluntary basis.

The standing committees shall be appointed biennially in the month of May and shall consist of three or more trustees with the Library Director as an ex officio, non-voting member of the committees. The Library Director may direct another staff member to attend any standing committee meeting they are unable to attend. Standing committees shall appoint a chair and recorder. Standing committees are essential to the harmonious operation of the organization. Standing committees investigate, research, and report back to the Board according to their respective function. Standing committees serve in an advisory role to the Board and to accomplish tasks as directed by the Board.

The standing committees are as follows:

**A. Building and Grounds Committee**

The Building and Grounds Committee's responsibilities include, but are not limited to, conducting an annual inspection of the library's physical facility to identify areas which are in need of repair, and making recommendations to the Board regarding any and all repairs which are deemed necessary, make recommendations of building projects, improvements and budgetary items to the Board in a timely manner.

Meeting: as needed

Members: minimum of three trustees with the Library Director serving as an ex officio, non-voting member of the committee.

## **B. Finance Committee**

The responsibilities of the Finance Committee include, but are not limited to, drafting a tentative Budget and Appropriation Ordinance for Board approval and monitoring library investments, and implementing the library's investment policy.

Meeting: as needed

Members: Treasurer, Board President, and Secretary with the Library Director serving as an ex officio, non-voting member of the committee.

## **C. Policy Committee**

The Policy Committee's responsibilities include, but are not limited to, developing, reviewing and revising library policies and bylaws. All library policies and bylaws must be approved by the Board and made available to the public.

Meeting: as needed

Members: minimum of three trustees with the Library Director serving as an ex officio, non-voting member of the committee.

## **Human Resources Committee**

The Human Resources Committee's responsibilities include, but are not limited to, reviewing current job descriptions, personnel policies, and practices; and making recommendations to the Board about compensation and benefits for the library staff; reviewing personnel issues; and assisting the director with personnel-related issues. The Library Director is responsible for the annual review of all library employees.

Meeting: as needed

Members: minimum of three trustees with the Library Director serving as an ex officio, non-voting member of the committee.

## **Section 3 – Ad Hoc Committees**

Ad hoc committees may be appointed by the Board as deemed necessary to deal with short-term or one-time tasks. Each ad hoc committee shall be considered to be discharged upon the completion of the purpose for which it was appointed and after the final report is made to the Board.

## **ARTICLE VI**

### **LIBRARY DIRECTOR**

The Board shall appoint a qualified Library Director who shall be the executive and administrative officer of the library on behalf of the Board and under its review and direction. The Library Director shall have full professional responsibility for administration of library policy, personnel selection and management, monthly and annual reports as required by the Board and recommending such policy and procedure as will promote the efficiency and service of the library. The Library Director shall attend all Board meetings. The Library Director shall be an ex officio, non-voting member of all committees serving the Board.

## **ARTICLE VII**

### **AMENDMENTS**

These by-laws may be amended by a two-thirds vote at any regular meeting of the Board.

Written notice of the text of proposed changes must be distributed to all Board members a minimum of 10 days prior to such meeting.

All non-substantive changes such as the correction of misspelled words, punctuation and formatting shall be excluded from the 10-day notice provision.

## **ARTICLE VIII**

### **POLICY FOR HANDLING INCIDENT REPORTS REPORTED BY LIBRARY DIRECTOR**

All incident reports submitted to the board president by the library director, per employee handbook policy, will remain confidential.

Library director and board president will meet with the individual who is the subject of the incident report to work toward a solution to the issue brought forth in the incident report. Any meeting with the individual subject of the incident report shall require two representatives of the library. If either the library director or board president are not available to meet with the individual subject of the incident report, then an agreed upon and appropriate representative of either the library staff or the board of trustees will be chosen as the second person to represent the library in the meeting. If necessary, in order to seek resolution of the incident, the incident report may be submitted to the board of trustees.

**ARTICLE IX**  
**INDEMNIFICATION OF TRUSTEES, EMPLOYEES AND  
VOLUNTEERS**

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

- A. Appear and defend against the claim of action; and
- B. Pay or indemnify the trustee for a judgment and court costs, based on such claim or action; and
- C. Pay or indemnify the trustee for a compromise or settlement of such claim or action, providing the settlement is approved by the Board.

For the purpose of this Section, the terms trustee, employee and volunteer shall include a former trustee, employee and volunteer of the District.

**Article IX** shall not apply if the Board 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.

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