

OAK LAWN PUBLIC LIBRARY
BOARD POLICY
Bylaws of the Board of Trustees

All members of the Board shall be known as and have the title of "Trustee."

REGULAR MEETINGS

The regular meetings of the Oak Lawn Public Library Board of Trustees will be held monthly on a regular day and at a regular time established by the Board at the annual May meeting. Date, time, and place of meetings shall be publicly advertised. All meetings of the Board of Trustees are open to the public as provided in the Open Meetings Act, 5 ILCS 120/2, with exceptions allowed in subsection (c) of the same statute.

SPECIAL MEETINGS

Special meetings may be held at any time at the call of the President, Vice-President, or any two members of the Board, provided that notice and purpose of the special meeting be publicly advertised at least 48 hours prior to the meeting.

QUORUM

A quorum at any meeting shall consist of a majority of the members of the Board.

OFFICERS

The officers of the Board shall be President, Vice-President, Financial Secretary and Secretary. Officers shall be elected by the Board at the May meeting and shall serve in that capacity for one year.

DUTIES OF OFFICERS

The President shall preside at all meetings of the Board and perform such other duties as are normally associated with the office or may be assigned by the Board. In the absence of the President, the Vice-President shall preside. The Secretary shall keep the minutes of the Board Meetings, call the roll, and record the votes. All members of the Board of Trustees, except the President, Vice-President, and Financial Secretary are hereby appointed Assistant Secretaries and are hereby authorized to act as the Secretary and as keeper of the records in the absence of the Secretary. The Library Director, with the approval of the President, shall issue notice of all meetings, to include copies of the minutes of the prior meeting, the agenda for the proposed meeting, and any essential reports.

DUTIES OF APPOINTED TREASURER

The Board may appoint a Treasurer who may be bonded. The duties of the Treasurer are to make certain that complete financial records are kept and maintained included therein, a record of all receipts, disbursements and balances in any funds. Financial Records of the Library shall be audited yearly. The position of appointed Treasurer shall perform as specified in 75 ILCS 5/4-9 or such other articles and chapters that may pertain to Treasurer's responsibilities and obligations. The Treasurer shall perform such other duties as the Board may prescribe by its bylaws or resolutions.

FACT FINDING ASSIGNMENTS

Trustees may, from time to time, observe the work of staff working groups in a fact finding capacity. No more than two Trustees may serve in such a capacity on a given assignment.

RULES

The latest edition of *Robert's Rules of Order* shall govern the parliamentary procedure of the Board, except as specified herein, and all resolutions, motions, or actions of the Board shall require approval by a majority of the quorum.

LAW

The Library is governed by Illinois library law and an *Illinois Library Laws & Rules* book will be given to each Trustee.

ORIENTATION

The Director shall provide each new Trustee with a Library orientation as outlined in the New Trustee Orientation Policy.

DIRECTOR

The Director shall administer the policies adopted by this Board. Among the duties and responsibilities allocated to the Library Director shall be hiring and supervising all staff members; preparing reports as required by the Board; and recommending policies and procedures as to promote efficiency and service.

EVALUATION

The Board of Trustees will conduct an annual evaluation of the Director.

CHECKS

All members of the Board may be authorized to sign Library checks and each check

shall have the signatures of two Board members.

INDEMNIFICATION

The Library shall indemnify Trustees, under the conditions imposed herein:

- A. Appoint counsel to appear and defend, or reimburse the fees of an attorney of the person's choice, reasonably incurred, or at fees agreed upon by the Library, who appears and defends; and
- B. Pay all judgments, verdicts, claims, expenses and costs resulting from any claim or lawsuit on behalf of any Trustee. This Bylaw shall apply to all claims whether it is a threatened, pending or contemplated action, suit or proceeding, or whether civil, criminal, administrative or investigative.

The appointment of counsel, reimbursement for costs of counsel, and payment of all judgments, verdicts, claims, expenses and costs, shall be a matter of right, but shall cover only those duties or actions committed by the Trustee, within the course of employment within the scope of his or her duties, or at the direction of any member of the Board of Trustees or any officer, or by the nature of the office or employment held if all conditions herein are met. The appointment of counsel to defend or the reimbursement of other counsel shall be at the option of the Board of Trustees.

Any person desiring to avail themselves of the provisions of this Bylaw must, within 5 days after receiving a notice of claim, or summons, whichever occurs first, notify the President, Director, and Attorney in writing of the possible claim. This indemnification section includes claims by Library Trustees.

No person shall be entitled to any of the benefits of this section if any action or inaction on their part was done with malice or willful misconduct:

- 1) where there is a finding of guilty against the individual in a criminal or quasi-criminal action, or
- 2) where there is a finding of malice or willful misconduct in any civil action or civil rights action, except that if the individual acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to the best interests of the Library, and, also with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful.

The termination of any action, suit or proceeding by judgment order, settlement,

conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the individual did not act in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Library, and, also with respect to any criminal action or proceeding, had reasonable cause to believe that his or her conduct was unlawful.

The provisions of this section do not apply where there is insurance coverage or where an insurance carrier appears and defends an action provided such appearance and defense is not made with a reservation of rights.

No reimbursement for any attorney's fee or costs shall be paid until the Board of Trustees is satisfied that the action being defended falls within the provisions of this Bylaw. Should attorney's fees be reimbursed and the subsequent decision of a court result in the trustee, officer, or employee not being eligible under the conditions of this Bylaw, then such monies shall be paid back to the Library within 30 days of a demand by the Library. Any rate or fees paid to an attorney shall have prior approval of the Library and reimbursement shall only be made at such rate of fees as is approved by the Library.

No person who makes any settlement, compromise, or statement without the knowledge of the Library, and its approval in writing shall be eligible for any of the benefits of this section.

The provisions of this Bylaw shall apply to any lawsuit instituted after the date of passage, or any claim or investigation instituted after the date of its passage.

VACANCIES IN OFFICE OF TRUSTEE

When a Trustee, whether elected or appointed,

- 1) dies,
- 2) resigns,
- 3) becomes a person declared legally incompetent,
- 4) ceases to become a resident of the Village,
- 5) is convicted of an infamous crime, or any offense involving a violation of official oath,
- 6) is removed from office,
- 7) refuses or neglects to take the oath of office, renew the official bond (if required) or to deposit or file such oath or bond within the time prescribed by law,

- 8) has had the election declared void by a competent tribunal,
- 9) is convicted of a misdemeanor for failing, neglecting or refusing to discharge any duty imposed upon a trustee by the Illinois Local Library Act, or
- 10) fails to pay the library taxes levied by the corporate authorities, a vacancy shall be declared by the Board.

Except for reasons (1) and (2) above, a declaration of vacancy by the Board shall only be made after a hearing, notice of which shall have been delivered by mail or in person to the Trustee concerned. Vacancies may be filled by appointment by a majority of the remaining members of the Board. Any persons so appointed shall hold their office until the next election at which a member is to be elected, providing there is sufficient time to meet the requirements for nomination as provided in the Election Code; otherwise the person shall hold their office until the expiration of the term for which the appointment was made.

CONFLICTS OF INTEREST

Relatives of Library Board of Trustees or Village officials shall not be considered for any type of regular employment under any circumstances.

AMENDMENTS

Amendments to these bylaws may be proposed at any regular meeting of the Board and become effective as adopted by a majority vote of the Board at the next regular meeting.

Adopted: 01/14/86

Amended: 02/18/14, 02/17/15