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1. LEGAL BASIS OF BOARD AUTHORITY

The Board of Trustees of The Urbana Free Library is constituted and holds authority as specified in the *Illinois Compiled Statutes*, Chapter 75, Article 5, and other applicable Illinois laws.

2. MEMBERS OF THE BOARD

a. Appointment and Terms

The Board of Trustees is composed of nine members appointed by the Mayor and confirmed by the City Council. Each member is appointed for a term of three years, with three members appointed each year. All members must be residents of the City of Urbana, and no more than one may be a member of the City Council.

b. Orientation

All newly appointed trustees shall be contacted by the Board President for an orientation session, which will include a tour of the library and an overview of library collections, services, policies, and business of the Board as outlined in the addendum "The Urbana Free Library Board of Trustees Orientation Checklist."

c. Election of Officers

The Officers of the Board of Trustees are President, Vice-President, and Secretary/Treasurer. Each April, the President appoints a Nominating Committee, which presents a proposed slate of officers at the May meeting of the Board. Election of officers takes place at the June meeting. Officers of the Board serve one-year terms, from July 1 through June 30, or until their successors are elected and qualified.

If the President vacates the office mid-term, the Vice-President assumes the office of President. For any other vacancies that occur mid-term, the previous Nominating Committee presents a proposed slate at the next Board meeting, with election of the officer(s) at the subsequent Board meeting.

d. Duties of Officers

It is the duty of the President to preside at all meetings of the Board; to appoint all standing committees, ad hoc committees, and liaison officers; to issue calls for special meetings; and to perform all other usual duties of a presiding officer.

In the absence of the President, the Vice-President performs all duties of the President.

It is the duty of the Secretary/Treasurer to insure that an accurate account is kept of the proceedings of the Board; that members of the Board are notified of all regular, special, and committee meetings; that the originals of all minutes are kept on file at the library; and that the Mayor is notified of vacancies on the Board. The Secretary/Treasurer serves as chair of the finance committee and as legal custodian of library funds.

e. Committees

The standing committees of the Board of Trustees are Building and Grounds, Technology, Finance, Policy, Education and Training, and Long-Range Planning. The Technology, Finance, and Policy Committees each consist of a minimum of three members. The Long-Range Planning Committee meets as a committee of the whole. Other committees may have one or more members as specified by the President of the Board. These committees have such duties as are suggested by their names, together with any other duties that the Board may, from time to time, assign to them. The Board directs the appointment of ad hoc committees from time to time, as it deems necessary or desirable.

f. Liaison Officers

The President of the Board appoints a member of the Board to serve as a liaison to the Friends of The Urbana Free Library and to report on Friends activities to the Board on a monthly basis.

The President of the Board serves as an ex officio member on the Board of The Urbana Free Library Foundation and reports to the Library Board about Foundation activities on a monthly basis.

In accordance with the policies of the Lincoln Trail Libraries System, the President of The Urbana Free Library Board of Trustees appoints a member of the Board or staff to serve as an official representative of the library to the Lincoln Trail Libraries System and to report on LTLS activities to the Board of The Urbana Free Library on a monthly basis.

g. Conflict of Interest

In accordance with the Illinois Ethics Statement [5ILCS 430], Board members are expected to refrain from prohibited political activities, inappropriate giving and receiving of gifts, and participation or voting on matters in which they have a direct or indirect conflict of interest.

h. Removal for Cause

If a trustee is in violation of the Illinois Ethics Statement, as referenced in section I-A-2-g; fails to meet attendance requirements, as specified in section I-A-4-f; or exhibits conduct that jeopardizes the library's reputation or ability to function effectively within the community, the President prepares a letter requesting the resignation of that individual from the Board of Trustees.

3. BOARD RESPONSIBILITIES

a. Budget

The Board develops an annual budget for the library and requests the corresponding levy from the Urbana City Council. In accordance with the Finance Policy, the budget is reviewed and amended at the December, March, and June Board meetings.

b. Policy

The Board is charged with setting policy for the library, including policies relating to collection, library services, patron use, personnel, and its own Board bylaws. The Board reviews and revises specific policies at a minimum frequency dictated by the State Library or more frequently as library needs arise. Substantive changes to policy initially are discussed at one Board meeting and officially adopted at the next or a subsequent Board meeting. Minor changes may be discussed and acted upon at the same meeting provided that the action item was properly included on the agenda.

c. Planning Documents

The Board anticipates and directs the development of future library services through multi-year planning documents. Such documents include a Long-Range Plan, a Technology Plan, a Disaster Plan, and a Five-Year Financial Plan. The Board complies with any local, state, or federal requirements specifying the frequency of revision.

d. Bylaws

The Bylaws of the Board of Trustees may be amended in accordance with the policy procedures in section I-A-3-b above. Bylaws are reviews at least every three years.

e. Hiring of Executive Director

The Board hires the Executive Director, negotiates an employment contract, conducts performance evaluations on an annual basis, and may terminate employment in accordance with the contract.

The Executive Director serves as the administrative officer of the library under the direction of the Board. The Executive Director has responsibility and authority in accordance with library policy for the care and use of the library and its collections; for the selection, hiring, promotion, and dismissal of personnel; for the selection of library materials; for the expenditure of library funds as authorized by the Board in its approval of the annual budget; and for other duties as assigned by the Board. The Executive Director attends all Board meetings and Board committee meetings, except those at which his or her appointment or dismissal or salary is to be discussed or decided.

f. Daily Operations

Although the Board sets policy to guide the overall operation of the library, the procedural implementation of policy and the daily operations of the library are managed by the Executive Director and library staff.

4. BOARD MEETINGS

a. Call for Meetings

Regular monthly meetings of the Board of Trustees are held on the second Tuesday of each month at 7:30 p.m. at the library.

Special meetings of the Board are held upon call, either by the President or upon written request of three members of the Board.

Committee meetings are held upon call, either by the committee members or at the direction of the Board.

b. Open Meetings Act

All meetings of The Urbana Free Library Board of Trustees shall conform to the provisions of the Open Meetings Act (5 ILCS 120). Specifically, any regular, special, or committee meeting of the Board shall be open to the public.

i. Applicable meetings

The Open Meetings Act applies whenever a majority of a quorum of the Board or a majority of a quorum of any Board committee discusses public business. The Act applies equally to in-person, phone, or electronic communication; thus, phone and

email discussions also are prohibited whenever the majority of the quorum limit is exceeded and public business is discussed. The act does not apply to gatherings that are social or community functions as long as trustees do not discuss public business.

ii. Public notice

Public notice of any Board meeting or Board committee meeting is posted in the library at least 48 hours prior to the meeting. All news media that have requested notification of Board meetings also are notified. The public notice includes the date, time, and place of the meeting and the agenda. The agenda must include all items on which action will be taken.

iii. Closed meetings

The Board may vote, by a majority of the quorum present, to close the public meeting for exceptions specifically authorized by law. The vote to close must be taken and recorded in an open meeting, with the minutes reflecting the vote of individual trustees and citing the authorized exception. Authorized exceptions include personnel matters related to an identified employee; litigation or evidence relating to litigation; the purchase, lease, or sale of property; and security issues related to the safety of staff, public, or public property. Discussion in the closed session is limited to the matter of the exception, and no action may be taken in closed session.

iv. Minutes

Minutes shall be kept of all Board meetings. Minutes will include the meeting's date, time, and place; the members present and absent; a summary of discussions and decisions; and a record of any votes taken.

Board committees that meet will report the meeting date, members present and absent, and a summary of discussions and decisions at the next monthly Board meeting. Reports of committee meetings will be included and approved within the minutes of the monthly Board meeting.

Minutes of open meetings will be available to the public within seven days of approval. Minutes of closed meetings will be reviewed by the Board in accordance with the Act and made available to the public when the need for confidentiality has passed.

c. Quorum

Five members of the Board of Trustees constitute a quorum of the Board for the transaction of business. However, if the Board has fewer than eight members due to

unfilled vacancies, a majority of the Board members currently serving shall constitute a quorum.

A majority of the appointed committee members of any committee constitutes a quorum of that committee.

d. Order of Business

The order of business at the meetings of the Board of Trustees is as follows:

- Call to order
- Consent Agenda
- Petitions and Communications
- Reports of Committees
- Reports of Liaison Officers
- Reports of Administrative Staff
- Unfinished Business
- New Business
- Adjournment

e. Conduct of Business

Unless specified otherwise in these Bylaws, the Board of Trustees uses the current edition of *Robert's Rules of Order Revised* as a parliamentary guide.

f. Attendance at Meetings

Members of The Urbana Free Library Board of Trustees are expected to attend every meeting. Notification must be given to the library administrative office if a member is unable to attend a meeting.

If a member of the Board misses three meetings within a year without notifying the library in advance, or misses three consecutive meetings even with notice, or attends electronically at three meetings within a year, the President prepares a letter requesting the resignation of that individual from the Board of Trustees.

g. Electronic Attendance and Voting

State of Illinois Public Act 94-1058 amends the Open Meetings Act and provides for electronic participation in lieu of physical presence at a public meeting as defined by the Act, provided that there is a quorum physically present at the meeting.

In accordance with the Act, a Board member may participate and vote electronically at public meetings, including Board meetings and committees meetings, if the member is unable to physically attend due to: (1) personal illness or disability, (2) employment

purposes or business related to The Urbana Free Library, or (3) family or other major emergency.

Electronic participation shall not be valid unless it provides a means for the member to hear and participate in the discussion preceding any action of the Board. Thus, in order for such participation to be valid, the member must provide notice sufficiently in advance of the meeting for the library to be able to provide the technical means necessary to fulfill the request to participate by telephone, video, or internet connection.

The Board may deny a member's electronic attendance request by a 2/3 vote if the request does not meet one of the above criteria.

A member may vote on motions and issues coming before the body, but his or her vote shall not count towards a quorum.

5. APPENDICES

Board of Trustees Orientation Checklist

Adopted: April 11, 1977

Last Amended: October 12, 2010