

Draft Bylaws of the Board of Trustees of the Oak Park Public Library

Article I. Definitions

- “Library” means the Oak Park Public Library, established and operated under the Local Library Act, 75 ILCS 5/1-1, et seq.
- “Board” means the Board of Trustees of the Oak Park Public Library.
- “Executive Director” means the chief executive officer of the Library appointed by the Board.

Article II. Purpose and Role

The Board is responsible for governance, policy direction, fiduciary oversight, and long-term stewardship of the Library. The administration and day-to-day operations of the Library are delegated to ~~—and remain—the responsibility of~~ the Executive Director.

The Board shall determine Library policy, appoint and evaluate the Executive Director, oversee the Library's financial affairs, and support the provision of library services responsive to the needs of the Oak Park community.

The Board shall carry out its duties in accordance with the Illinois Local Library Act (75 ILCS 5/1-1, et seq.) and all Illinois laws and regulations governing the acts of elected officials, including but not limited to the Illinois Governmental ethics act (5 ILCS 420/4A-101, et seq.), the State Officials and Employees Ethics Act (5 ILCS 430/1-1 et seq.) and the Public Officer Prohibited Activities Act (50 ILCS 105/0.01 et seq.) ~~and the Illinois Governmental Ethics Act (5-ILCS 420/4A).~~

Article III. Trustees

Section 1 Trustees

The Board shall consist of seven trustees elected by the voters of the Village of Oak Park.

Trustees shall serve staggered four-year terms beginning at the Board's Annual Meeting in May or ~~the first meeting within 60 days of following~~ their election or appointment. Trustees shall be elected in odd-numbered years, with terms staggered so that either three or four trustee terms expire at each regular election.

The Board shall, within sixty (60) days after the close of each fiscal year, file with the Village an annual report setting forth the financial condition and operations of the Library for the preceding fiscal year, in accordance with 75 ILCS 5/4-10.

Section 2 Trustee Vacancies

If a trustee resigns or is unable to complete their term in accordance with Section 4-4 of the Local Library Act, 75 ILCS 5/4-4, the Board shall declare a vacancy and the remaining trustees, acting collectively as a Board, shall fill it by majority vote within 90 days, ~~in accordance with the~~

~~Illinois Local Library Act 75 ILCS 5/4-4~~. No individual trustee or officer has independent authority to fill a trustee vacancy. The appointed trustee shall serve until the next regular library election, unless the Act permits the appointment to continue for the remainder of the unexpired term.

Section 3 Compensation and Expenses

Trustees shall serve without compensation but may be reimbursed for authorized expenses in accordance with the Local Government Travel Expense Control Act, 50 ILCS 150/1.

Section 4 Ethics and Disclosure

Trustees shall discharge their duties in the public interest and avoid conflicts between personal interests and official responsibilities.

Trustees shall comply with all required ethics, financial disclosure, and training obligations imposed by law.

Article IV. Officers

Section 1 Officers

The officers of the Board shall be:

- President
- Vice President
- Secretary
- Finance Officer

Section 2 Election and Terms

Regular officer elections shall occur at the first regular meeting following the election of trustees.

Officers shall be elected by the Board from among its trustees. Before each annual meeting in an election year, the Board, acting as a committee of the whole, shall meet in special session to recommend a slate of officers. Officers shall be elected at the annual meeting, and additional nominations may be made from the floor.

Officers shall serve two-year terms. The President may not serve more than two consecutive full terms as President, excluding any partial term served to fill a vacancy, but may be re-elected President after a one-term break in service.

Section 3 Vacancies and Removal of Officers

A vacancy in any office, including a vacancy created by resignation or removal, shall be filled by majority vote of the Board for the remainder of the unexpired term.

Any officer may be removed from office-their position by a majority vote of the Board.

Section 4 Succession of Presiding Officer

In the absence or incapacity of the President, the Vice President shall perform the duties of the President, including presiding over Board meetings.

In the absence or incapacity of both the President and Vice President, the Secretary shall preside over Board meetings.

If the President, Vice President, and Secretary are all absent or incapacitated, the remaining trustees present shall elect a presiding officer pro tempore for that meeting.

Section 5 Duties of Officers

- (A) President** - The President shall preside over and approve the final agendas of meetings of the full Board of Trustees, and act as an ex officio member of all committees.
- (B) Vice President** - The Vice President shall, in the absence of the President, perform all the duties of that office and other duties as delegated by the President.
- (C) Secretary** - The Secretary shall call the roll at meetings, record the minutes in closed meetings, and perform other duties as delegated by the President.
- (D) Finance Officer** - The Finance Officer shall chair the Finance Committee and serve as the board's chief liaison to the Executive Director in developing the budget.

The Village Treasurer of the Village of Oak Park shall be ex officio Treasurer of the Board of Library Trustees and shall post bond as required by statute.

Article V. Full Board Meetings

Section 1 Regular Meetings

The Board shall hold regular meetings at times and places established by the Board on an annual basis. The schedule of regular meetings shall be posted and open to the public as required by the Illinois Open Meetings Act (5 ILCS 120/1 et seq.).

Section 2 Agendas

- Meeting agendas shall be prepared by the President in consultation with the Executive Director. Any agenda items requested in writing by at least two trustees shall be placed on the agenda of a future regular meeting within a reasonable time.

Section 3 Special Meetings

Special meetings may be called by the President or upon the written request of two trustees. Only business identified in the notice and agenda of the special meeting may be conducted at the special meeting.

Section 4 Notice

Notice of meetings shall be provided at least 48 hours in advance of the meeting ~~or~~ as required by ~~law~~ the Open Meetings Act.

Section 5 Quorum

A majority of trustees then serving shall constitute a quorum for the purposes of conducting Library business. Absent a physical quorum of trustees, the Board shall not meet for the purposes of discussing or conducting Library business.

Section 6 Voting

Except as otherwise required by law or these bylaws, official action of the Board shall require the affirmative vote of a simple majority of trustees present and voting at a meeting at which a quorum is present. A roll call vote shall be required on resolutions, ordinances, any matter creating a liability or authorizing the expenditure of Library funds, or at the request of any trustee.

Section 7 Remote Participation

Trustees may participate remotely in accordance with ~~applicable law~~ the Open Meetings Act and ~~the~~ Board Policy.

Section 8 Public Participation

Public participation shall be permitted at all meetings of the Board, and at meetings shall be governed by ~~applicable law~~ the Open Meetings Act and ~~the~~ Board Policy.

Article VI. Committees

Section 1 Standing Committees

The Board shall establish the following standing committees, which shall review matters within their respective areas and make recommendations to the full Board for action at ~~the~~ monthly regular or special Board meeting:

(a) **Governance Committee** — responsible for reviewing and recommending policy matters, Bylaws, and organizing the annual evaluation of the Executive Director.

(b) **Finance Committee** — responsible for reviewing and recommending financial matters.

All recommendations of standing committees shall be subject to approval by a vote of the full Board.

Section 2 Establishment of other Committees

The Board may establish ad hoc committees by resolution as necessary to support its work.

The Board shall define the purpose, authority, membership, and duration of any ad hoc committee.

Section 3 Committee Role and Authority

Committees shall study matters referred to them and make recommendations to the Board.

Committee recommendations shall not constitute action of the Board unless adopted by the Board.

Committees shall not act on behalf of the Board unless ~~expressly authorized by Board action~~ authority to act is expressly delegated by the full Board.

Committees shall not direct Library staff.

Committees, as subsidiary public bodies, shall conduct all meetings in accordance with the Illinois Open Meetings Act, ~~(5 ILCS 120/1 et seq.)~~.

Section 4 Committee Membership

Committee membership shall consist of trustees and any ex officio members authorized by these bylaws or by Board resolution.

Committees must have a chairperson and at least one non-officer member.

The President shall appoint chairs and committee members ~~subject to approval by~~with the consent of the Board.

Article VII. Administration

Section 1 Executive Director

The Board shall appoint, evaluate, and determine the compensation of the Executive Director.

The Executive Director shall be responsible for the administration and operation of the Library, including supervision of Library staff and implementation of Board policy.

The Executive Director shall report to the Board regarding the operations and affairs of the Library as requested by the Board.

Section 2 Relationship Between Board and Administration

Individual Trustees shall not direct library staff except as expressly authorized by Board action.

The Executive Director is considered ~~an executive officer of the Library Board of Trustees~~the chief executive officer of the Library.

Article VIII. Parliamentary Authority

The current edition of Robert's Rules of Order Newly Revised shall govern parliamentary procedure when not inconsistent with law or these bylaws. The Board may vote to suspend Robert's Rules by a majority vote at any meeting.

Article IX. Amendments

Any Trustee may propose an amendment to these bylaws at any regular meeting of the Board.

A proposed amendment shall take effect upon approval by a majority vote of the Board at a subsequent regular meeting. These bylaws shall be reviewed annually by the Board.