

# Bylaws of the Berkeley Public Library Board of Trustees

## ARTICLE I – GENERAL PROVISIONS

### 1.01 Name of Organization

The name of this organization shall be the Berkeley Public Library Board of Trustees (hereinafter referred to as the ‘Board’).

### 1.02 Purpose

The Berkeley Public Library (hereinafter referred to as the ‘Library’) provides materials and services to help community residents obtain information meeting their personal, educational, and professional needs.

These rules, adopted in accordance with the Illinois Local Library Act, 75 ILCS 5/1-.01 *et seq.*, and other statutes, prescribe: 1) the responsibilities and organizational structure of the Board; 2) the accountability of the Library’s Director to the Board; and 3) specific provisions and procedures necessary in carrying out the governance and administration of the Library.

### 1.03 Changes to Bylaws

Changes to these Bylaws may be proposed at any regular meeting of the Board. Proposed changes cannot be voted on for approval and ratification until at least the subsequent regular meeting of the Board. A majority vote is required to approve changes to these Bylaws. A copy of the proposed amendment or revision must accompany the call of the meeting.

### 1.04 Majority Vote Defined

When a majority vote is prescribed in these Bylaws for approval of motions, a quorum must exist and direct approval (i.e., votes of ‘aye’ or ‘yes’) must be registered by more than half of the members present and voting on the motion.

### 1.05 Roll-Call Votes Required

The Board will use the roll-call voting practice for items regarding the passage of all ordinances and resolutions, the passage of all motions that create a liability against the Library (i.e. a contract), pertain to the appropriation or disbursement of funds, represent a revision to or addition of a policy, or seek adjournment to enter into a closed meeting. All other motions shall be decided by voice vote unless a roll call vote is requested by one or more Trustees. Action to approve policy revisions or additions as well as the Library’s annual budget will take place twice in subsequent meetings.

**1.06 Temporary Suspension of Bylaws**

Any of these Bylaws may be suspended temporarily when necessary in order to conduct Board business in extenuating circumstance, but such suspension, to be valid, may be taken only at a meeting at which the majority of those present approve such temporary suspension.

**ARTICLE II – BOARD OF TRUSTEES**

**2.01 Board of Trustees**

The Board is comprised of seven (7) qualified individuals who are elected by the residents of the Village of Berkeley in accordance with Illinois Compiled Statutes governing such elections. Each Trustee shall be a legal resident and registered voter of the Village of Berkeley. All actions of the Board are governed by the Laws of the State of Illinois. Trustees shall be elected to a term of six (6) years. In the event of a Trustee leaving the Board prior to the end of their term, a replacement Trustee will be appointed to serve until the next qualifying election.

**2.02 Oath of Office**

Each Trustee shall take the oath of office as prescribed by law and administered by the Village Clerk (or their designee) at the first Village Board meeting following his/her election or appointment, prior to participation in Library Board meetings.

**2.03 Statements of Economic Interest**

All Trustees are required to file the *Statement of Economic Interest* as required by 5 ILCS 420/4A-101.

**2.04 Responsibilities of the Board**

To be effective, Trustees must attend most meetings and read the materials presented for review. Legal and financial responsibility for the operation of the Library is vested in the Board. The Board shall have all of the powers of a public library board of trustees granted under 75 ILCS 5/4-1, *et seq.*, which shall include but is not limited to: 1) determining library policy and the rules and regulations governing library services; 2) authorizing new and substantially changed positions recommended by the Library Director; 3) exercise exclusive control of the Library's funds and any grant, gift, or endowment of funds provided for Library purposes; 4) determining the property tax levy required to support the Library within the law; 5) hiring, evaluating, and, if necessary, dismissing the Library Director. Recognizing the importance of trustee education, it is the goal of the Board to have their members attend (in person or virtually) at least one library-suggested workshop, seminar, or meeting each calendar year. Trustees receive no compensation, as directed by statute, but are eligible for reimbursement for approved and related expenses as Trustees.

## **2.05 Notice of Absence**

Trustees recognize that regular attendance at all meetings is a best practice. Those Trustees that find it necessary to be absent from any regular, special, or committee meeting will notify the President or responsible committee chairperson as soon as possible, who will in turn notify the Library Director. Any Trustee who misses three consecutive regular meetings will be contacted by the President to discuss their continued tenure on the Board.

## **2.06 Vacancies**

The Board will declare a vacancy on the Board when a Trustee resigns or is unable to serve; fails, neglects, or refuses to discharge any duty imposed upon the Trustee by Local Library Act (75 ILCS 5); becomes a non-resident of the Village of Berkeley; or fails to pay library taxes levied by the Village of Berkeley. Any Trustee may resign at any time by giving written notice to the President or Secretary. Such resignation shall be effective when the notice is delivered unless the notice specifies a future date; and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. Upon receipt of such resignation, the President will notify the Secretary and Library Director of the vacancy.

An announcement of vacancy to the Office of Trustee will be posted publicly within the Library building within seven days of the receipt of a notice of resignation. Announcements shall include the following language in addition to the current President's contact information (or Vice President, in the case of a resignation of the President):

*"The Berkeley Public Library Board of Trustees currently has a vacancy. Residents of the Village of Berkeley, Illinois who are interested in serving in the position should submit a brief letter of interest with qualifications to the Library Director for distribution to the Board. For more information about the position, please contact the (Vice) President."*

Interviews with any candidates will be placed on the agenda for the next regularly scheduled monthly meeting or the (Vice) President may choose to schedule a Called Meeting for the purpose of interviewing. Such a meeting should be scheduled no more than 30 days after receipt of multiple letters of interest.

## **ARTICLE III – OFFICERS**

### **3.01 Officer Titles**

The Board shall elect four Trustees to serve as Officers. The Officers shall be President, Vice-President, Secretary, and Treasurer. Under normal circumstances, no trustee shall hold more than one office at any one time.

### **3.02 Election of Officers**

The Officers are elected in May and will begin serving their terms at the following regular Board meeting (i.e. June). As described elsewhere in these Bylaws, a Nominating Committee will be

appointed in March to recommend a slate of Officers to the Board. After the Nominating Committee's recommendations are communicated to the Board, alternative nominations (including self-nominations) may be made ad hoc by any Trustee. If any ad hoc nominations are made, the presiding officer will ask for separate motions and votes for each position, one at a time. If no ad hoc nominations are made, the presiding officer will ask for a single motion to accept the slate of candidates recommended by the Nominating Committee. A majority vote will determine the Officers for the next term.

### **3.03 Officer Terms**

Officers will serve one (1) year terms.

### **3.04 Officer Resignation, Removal, and Vacancies**

Any Officer may resign from that office at any time by giving written notice to the President or Secretary. Such resignation shall be effective when the notice is delivered unless the notice specifies a future date.

Any Officer duly elected or appointed may be removed by a majority of a quorum of the eligible voting members whenever it is in the best interest of the Library.

Vacancies in office shall be handled as follows:

- a) In the event of a resignation or incapacity of the President, the Vice-President shall become the President for the unexpired portion of the term.
- b) Vacancies in officers other than the President shall be filled for the unexpired term by special appointment by the President and the approval of the Board.

### **3.05 Duties of the President**

The President shall preside over Board meetings, call such special meetings as necessary, appoint all committees and special representatives, be an ex-officio member of all committees, including being counted in quorum and voting rights, except the Nominating Committee, and assist the Library Director in establishing the agenda of each Board meeting. Agenda items may be requested, in writing to the President, by any Board member for potential inclusion. The President shall preserve order and decorum and decide questions on order. In the President's absence, the Vice President shall preside. If the Vice President is also absent, the Secretary shall preside. In the absence of all three, the Treasurer shall preside.

### **3.06 Duties of the Vice President**

The Vice President shall act as President in the event of the President's absence or due to a vacancy in the office of President, and shall perform other duties as may properly belong to the office or be designated by action of the Board.

### **3.07 Duties of the Secretary**

The Secretary or designee shall keep an accurate and true account of Board meetings through the production of minutes and other necessary legal records, shall call roll, shall issue or cause to be issued noticed of all regular or special meetings, and shall perform other duties as may properly belong to the office or be designated by action of the Board. The Secretary shall serve as the Board's Open Meetings Act officer, and shall complete training for such annually. In the absence of the Secretary, the President shall appoint a secretary pro-tempore.

### **3.08 Duties of the Treasurer**

The Treasurer shall have charge of the Library funds and review the financial procedures and records of the Library for accuracy and correctness. The Treasurer shall report the state of the funds of the Library at each Board meeting or other intervals designated by the Board by presenting a detailed account of receipts and expenditures, including a balance on hand and a budget summary. The Treasurer shall cause an annual audit of the Library financial records. The Treasurer shall be bonded at a level consistent with law. In the absence of the Treasurer or when they are unable to serve, the President or Vice President may perform the duties of the Treasurer. The Treasurer shall serve as the Chair of the Finance Committee and shall perform any other duties as may be designated by action of the Board.

## **ARTICLE IV – COMMITTEES**

### **4.01 Executive Committee**

The four officers shall form the Executive Committee of the Board.

### **4.02 Standing Committees**

Standing Committees of at least two members shall be appointed annually after the election of officers at the regular meeting of the Board. Each committee shall be appointed by the President. Trustees are encouraged but not expected to accept appointments. Standing Committees shall include, but not be limited to: 1) Finance Committee; 2) Policy Committee; 3) Personnel Committee; 4) Technology Committee; 5) Building and Grounds Committee. The Library Director shall be a member of all standing committees.

### **4.03 Special Committee Structure and Purpose**

Special committees shall be appointed as needed by the President to research, investigate, study, and recommend action to the Board pertaining to a specific charge. These committees shall serve until the completion of the work for which they are appointed. Once a special committee is formed, the chair may call all meetings of the committee as needed. Examples of special committees may include:

1. Nominating Committee: At the March Board meeting, the outgoing President shall appoint a Nominating Committee of two or more members who have served a term of no less than six

months, and the President shall designate one member as chairperson. The Nominating Committee shall coordinate and recommend a slate of Officers to the Board at the next regular Board meeting (i.e., in April).

2. Executive Search Committee: In the event of a dismissal, retirement, or resignation of the Library Director, the President shall appoint an Executive Search Committee of two or more members who have served a term of no less than six months, and the President shall designate one member as chairperson. The Executive Search Committee shall coordinate the process of hiring a suitable replacement Library Director.

## **ARTICLE V – MEETINGS OF THE FULL BOARD**

### **5.01 Regular Board Meetings**

The regular meetings of the Board of Trustees shall be open to the public and held monthly at the Berkeley Public Library. Should special circumstances or conflicts arise, meeting dates and locations may be changed by the President and Secretary. A schedule of regular board meetings for the following fiscal year shall be accepted annually at the April meeting.

### **5.02 Annual Meetings**

An annual meeting of the Board of Trustees shall take place in May immediately preceding that month's regular meeting for the purpose of reviewing the annual reports of the Library Director, President, and committees. At the Annual Meeting, the Nominating Committee shall put for candidates for officers for the following year which will then be elected by the Board as a whole.

### **5.03 Special/Called Meetings**

Special meetings of the full board may be called by the President or any two members of the Board for the transaction of business stated in the notice of such meetings. Requests for special meetings shall be addressed to the President. Public notice of special/called meetings shall be given in accordance with Section 2.02 of the Open Meetings Act.

### **5.04 Closed Meetings**

Attendance at closed meetings of the Board shall be limited to the Board of Trustees, the Library Director (except those portions of meeting at which his/her appointment or salary is to be discussed or decided) and others specifically invited by the President with the concurrence of the Board to attend for specific reasons. Upon majority vote of a quorum present at any regular or special meeting, the Board may adjourn to a closed meeting to consider matters as are permitted by the Open Meetings Act. The vote of each member on the question of holding a meeting closed to the public and a citation to the specific exception contained in Section 2 of the Open Meetings Act shall be publicly disclosed at the time of the vote and shall be recorded and entered into the minutes of the meeting. Only topics specified in the vote to close may be considered in the closed session, and no final action may be taken at a closed session. Closed sessions shall be recorded and such recordings shall be preserved for no less than eighteen (18)

months and shall only be destroyed after the Board has approved the minutes of the closed session.

Under the Open Meetings Act, the minutes of all closed sessions will be reviewed by the Board semi-annually as to whether or not the minutes should remain sealed or can be publicly disclosed (5 ILCS 120/2.06).

#### **5.05 Remote Participation at Meetings**

Under special circumstances, Board Trustees unable to be physically present at a public meeting may participate in the meeting via communication devices that include, but are not limited to, audio and/or video equipment that allows all Trustees and other meeting participants to interact on all motions, discussions, and votes.

Only Trustees attending in person shall be counted toward establishing a quorum. A majority of the quorum must vote in favor of a Trustee attending via a communication device. Remote participation for Closed Sessions is not permitted.

*Note: 5 ILCS 120/7e allows for remote participation by Trustees under certain emergency circumstances.*

#### **5.06 Quorum**

For the transaction of business at any meeting, four (4) Board members constitute a quorum. If a quorum is not present a meeting can continue, but no action can take place. If a quorum is not present at said meeting, a majority of Trustees present may adjourn the meeting without further notice.

#### **5.07 Statutory Compliance**

Meetings of the full Board and its committees are subject to the requirements of the Illinois Open Meetings Act, the Local Library Act, and all other applicable statutes and public notice of such meetings shall be given in accordance with Section 2.02 of the Open Meetings Act.

#### **5.08 Parliamentary Rules**

When not specifically directed in its actions by the contents of these Bylaws or by state statute, the Board shall be guided in the parliamentary procedures prescribed in the latest edition of *Robert's Rules of Order*.

#### **5.09 Order of Business**

The order of business at all regular meetings shall be substantially in accordance with the outline given below Any business may be considered out of order, or the Order of Business revised at any meeting if such revisions are approved by a majority vote.

1. Convene and Call to Order
2. Roll Call of Trustees

3. Approval of the Agenda
4. Secretary's Report and Approval of Minutes
5. President's Report
6. Treasurer's Report
7. Acknowledgement of the Audience and Public Participation
8. Library Director's Report
9. Committee Reports
10. Unfinished Business
11. New Business
12. Closed Session (if required)
13. Return to Open Session (if required)
14. Adjournment

#### **5.10 Public Participation**

The Berkeley Public Library Board of Trustees welcomes public participation and will hear from interested individuals pursuant to the guidelines outlined below.

At each meeting, up to 30 minutes Public Participation period will be established for public comments. Before speaking at a Board meeting, members of the public are urged to seek solutions to any concerns by addressing them to the Library's administration. The following rules shall apply to the Public Participation period:

- Members of the public wishing to speak are asked to sign in at the beginning of the meeting and to provide their full name on the sign-in sheet. Individuals also may indicate on the sign-in sheet the subject they intend to address and, if they are representing an organization or other entity, the name of that organization or entity.
- Members of the public who are not able to attend Board meetings in person are welcome to submit comments to the Library by other means, including mail or e-mail.
- Speakers must identify themselves before speaking.
- Speakers may provide written copies of their comments and other materials to the Board.
- The time allowed for each individual to speak will be five (5) minutes. Speakers are asked to strictly adhere to the allocated time.
- Groups are asked to designate a single spokesperson.

### **ARTICLE VI – ADMINISTRATION**

#### **6.01 Library Director**

The Board shall hire a Library Director who shall serve at the will of the Board. The Library Director shall have the sole charge of the administration of the Library, in accordance with the strategic goals and direction determined by the Board. No member of the Board may individually instruct the Library Director or any other employee. The Library Director shall make such reports at the Board Meetings as shall be requested by the President of the Board. The Library Director shall be an ex-officio non-voting member of any committee dealing with areas for which the Library Director is responsible.



The Board shall conduct an annual review of the performance and salary of the Library Director. The performance review period shall be from May 1<sup>st</sup> through April 30<sup>th</sup> of the following year. At the regular March meeting, the President shall advise the Board that a review of the Library Director must be performed and instruct the Personnel Committee to conduct such a review. This performance review shall be completed no later than the May regular meeting. Any salary increase granted to the Library Director shall take effect May 1<sup>st</sup>.

**6.02 Trustee Orientation**

The Library Director will conduct a formal orientation with all new Trustees within sixty (60) days of any election or appointment.

**6.03 Accounts Payable**

The schedule of accounts payable shall be presented to the Board each month after review by the Treasurer.

**6.04 Expenditures and Bids**

The Library Director shall have the sole discretion to approve all expenditures up to and including a cost of \$2,000. Expenditures for individual items and one-time services or projects which cost over \$2,000 shall require approval by a majority vote of the Board. The Library Director and Board will comply with all State statutes pertaining to competitive bidding, including the Illinois Local Library Act.

All purchases, except books and library materials, exceeding a cost of \$20,000 shall be subject to the bidding procedures in the Illinois Municipal Code, 65 ILCS 5/1-1-1 or the Illinois Library Act 75 ILCS 5/5-5.

The following approvals would be needed in a building-related emergency, depending on the emergency costs to be incurred:

- 1) \$0 to \$2,000 – approval by the Library Director
- 2) \$2,001 to \$25,000 – approval by a majority of the Board, or if the Board is not available then by initial approval by the Executive Committee with later ratification by the Board.
- 3) \$25,001 and up – approval by at least three quarters (3/4) of the Board to waive competitive bidding pursuant to an emergency pursuant to 75 ILCS 5/5-5.

*Approved by the Berkeley Public Library Board of Trustees February 23, 2022. Ayes: 6, Nays: 0.  
Revised and reapproved by the Board May 25, 2023. Ayes: 7, Nays: 0.*