BYLAWS
PALATINE PUBLIC LIBRARY DISTRICT

ARTICLE I—ESTABLISHMENT

The Palatine Public Library District (the Library) is established and conducted as a library district in accordance with the Illinois Public Library District Act of 1991, Illinois Compiled Statutes, Chapter 75, Act 16 (the Act). The District was established pursuant to conversion of the Palatine Village Library by referendum dated September 10, 1974, for the use and benefit of eligible residents of the District.

The Library is financed primarily by property taxes levied by the Library and collected by Cook County on taxable property within the District, pursuant to said statutes, 75 ILCS 16/35-5 and 16/35-25, et seq. Unless indicated to the contrary, where reference is made to state statutes, these bylaws merely repeat the requirements of the statute for reference and it is the intent of this Board that any future amendments to state statutes are incorporated herein by present reference to such statutes. All statutory references are to 75 ILCS Act 16 unless indicated otherwise.

ARTICLE II—BOARD OF LIBRARY TRUSTEES

Section II-1: Definition

The Board of Library Trustees shall consist of seven members elected to staggered terms in accordance with the Act.

Section II-2: Qualifications

A trustee must be a resident of the Library District for at least one year and a registered voter. Complete requirements are specified in 75 ILCS 16/30. Persons who are elected or appointed to the Board of Trustees must file an annual Statement of Economic Interest. Candidates for election to the Board of Trustees also must file a Statement of Economic Interest.

Section II-3: Elections

All elections for Trustees shall be conducted in accordance with the provisions of the Election Code of the State of Illinois and the Act.

Section II-4: Organization of the Board

Within 74 days after their election, and following certification thereof by the Cook County Clerk, the incumbent and new Trustees shall meet in public session to administer oaths of office to newly elected Trustees and organize the Board. The first order of business shall be to elect a President pro tem and Secretary pro

tem. The Secretary shall certify the membership of the Board and administer the oath of office to newly elected Trustees. The Trustees shall elect from their membership a President, Vice President, Treasurer, and Secretary. These officers shall serve terms 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.

Section II-5: Terms of Office

The full term of office for a Library Trustee shall be four years, from the third Monday of the month following the election.

Section II-6: Vacancies

Vacancies shall be declared in the office of Trustee in conformance with Section 30-25 of the Act. Vacancies shall be filled by appointment by the remaining Trustees until the next regular library election, at which time a Trustee shall be elected to fill the remainder of the unexpired term. If, however, the vacancy occurs with less than 28 months remaining in the term, and if the vacancy occurs less than 88 days before the next regularly scheduled election for this office, then the person appointed shall serve the remainder of the unexpired term and no election to fill the vacancy shall be held.

Section II-7: Compensation and Expenses

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

Section II-8: Powers

The Board shall have such powers as are set forth in Section 30-55 of the Act and other relevant statutes. The Board shall have authority only when acting as a Board in legal session. The Board shall not be bound in any way by any statement or action on the part of an individual member except when acting on specific instructions from the Board.

Section II-9: Conflicts of Interest

Members of the Board shall not participate in any discussion or vote on any matter in which they or a member of their immediate family has potential conflict of interest due to having material economic or other material conflicting involvement regarding the matter being discussed. When such a situation presents itself, the Trustee shall announce their potential conflict, recuse themself from discussion of the matter, and disqualify themself from voting on the matter involved. The President is expected to make inquiry if such conflict

appears to exist and the Board member has not made it known. The Vice President is expected to make inquiry if a conflict of interest appears to exist for the President. Any Trustee may bring up the appearance of a conflict of interest.

ARTICLE III—OFFICERS AND DUTIES

Section III-1: Officers

The officers of the Board shall be a President, Vice President**,** Treasurer, and Secretary. The officers are elected by members of the Board from its own membership at the organizational meeting following the biannual election. Officers shall serve terms 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.

Section III-2: The President

The President shall preside at all meetings. The President shall execute all documents authorized by the Board; shall appoint all necessary committees and serve ex officio as a member of all committees; shall have authority to sign all checks for expenditures; and shall perform such duties as are imposed upon the office by law or by regulations, ordinances, or other appropriate action of the Library Board. The President shall not have nor exercise veto power. [75 ILCS 16/30-45(b)]. The President shall be the official voice of the Board to the news media and for responding to written comments from Library members. The President may delegate responsibility for responding to written comments from Library members to the Executive Director.

Section III-3: The Vice President

In the absence of the President, the Vice President shall preside at all meetings and perform such duties as are imposed upon the office of the President by law or by action of the Board. The Vice President shall assist the President with the duties as requested by the President and may be the representative for the Board at public events or in associate bodies.

Section III-4: The Treasurer

The Treasurer shall maintain all financial accounts and records of the Library, indicating therein a record of all receipts, disbursements, and balances in any funds. The records shall be subject to audit each fiscal year by a professional accountant licensed to practice in the State of Illinois. The audit shall certify the following:

- cash on hand as of July 1
- total cash receipts from all sources

- total disbursements
- discrepancies
- any other information deemed pertinent by the Board

Such audit shall be accompanied by a professional opinion by the auditor regarding the financial status of the Library and the accuracy of the audit, or, if an opinion cannot be expressed, a declaration that such accountant is unable to express such an opinion and an explanation of the reasons.

The Treasurer shall give bond to the Library to faithfully discharge the duties of the office and to account to the Library for all Library funds coming into the Treasurer's hands. The bond shall be in such amount and with such sureties as approved by the Board. The minimum bond shall be 50 percent of the total funds received by the Library in the last fiscal year. The cost of the bond shall be borne by the Library. As an alternative to a personal bond on the Treasurer, the Treasurer may secure for the Library an insurance policy or other insurance instrument that provides the Library with coverage for negligent or intentional acts by Library officials and employees that could result in the loss of Library funds. The coverage shall be in an amount at least equal to 50% of the average amount of the Library's operating fund from the prior three fiscal years. The coverage shall be placed with an insurer approved by the Board. The cost of any such coverage shall be borne by the Library. The system shall provide the Illinois State Library a copy of the district's certificate of insurance at the time the Library annual report is filed. (75 ILCS 16/30-45)

Section III-5: The Secretary

The Secretary shall keep and maintain appropriate records for the term in office, including a record of the minutes of all meetings; the names of those in attendance; the ordinances enacted; resolutions, rules, and regulations adopted; and all other pertinent written matter as affect the operation of the Library. The records shall be subject to an audit by two other Trustees appointed by the President and shall be conducted each fiscal year. The report shall be filed and submitted as part of the Illinois Public Library Annual Report not later than the 90th day following the completion of the fiscal year. Such report shall certify as to the accuracy of the records of the Secretary, their completeness, and list the discrepancies, if any. The Secretary shall have the power to administer oaths and affirmations for the purposes of the Act.

Section III-6: Absences of Officers

In the absence of the President from a legally called meeting, the Vice President shall preside and perform the duties of the office. Should the Secretary be temporarily unable to perform the duties of the office, a Secretary pro tem shall be appointed from the Board by the presiding officer. Should the Treasurer be

temporarily unable to perform the duties of office, the presiding officer shall appoint a Treasurer pro tem who shall perform the duties of the Treasurer.

ARTICLE IV—MEETINGS

Section IV-1: Open Meetings

All meetings of the Board shall be public meetings except those specifically excepted in the Open Meetings Act (5 ILCS 120). Executive sessions or closed meetings shall be held only upon a roll call vote of the Board and only as authorized by statute.

Section IV-2: Regular Meetings

Prior to the beginning of each calendar or fiscal year, the Board shall give public notice of the schedule of its regular meetings, which notice must state the regular dates, times, and places of these meetings for the coming year, as provided by statute. The date, time, or place of a regular meeting may be temporarily rescheduled by a roll call or voice vote at the regular meeting prior to the meeting affected. If a change is made in regular meeting dates, at least 10 days' notice of such change shall be given by publication in a newspaper of general circulation in the District. (5 ILCS 120/2.03)

Section IV-3: Special Meetings

Special meetings of the Board may be called by the President or Secretary or by any four Trustees. All meetings shall comply with the provisions of the Open Meetings Act.

Section IV-4: Quorum

As provided by statute, a quorum shall consist of four Trustees, and a majority of those present shall determine the vote taken on the question unless a larger majority is specified in the Act.

Section IV-5: Electronic Attendance at Meetings

The Board may permit meeting attendance via video or audio conference at Board or Board Committee meetings to conduct Library business under the following circumstances:

- A quorum of the Board or committee must be physically present throughout the meeting.

- A member requesting to attend by video or audio conference shall give two hours' notice to the Executive Director or designee stating the reason for the inability to physically attend, unless advance notice is impractical.

- A majority of the Board or committee members physically present must vote at that meeting to allow a member to attend the same meeting by video or audio conference.

- The requesting member may attend remotely due to personal illness or disability, employment purposes or other business of the Library, or a family or other emergency. The requesting member must publicly state for the Board their reason for attending by video or audio conference.

All meetings must comply with the provisions of the Illinois Open Meetings Act, including 5 ILCS 120/7. Any Board member attending a meeting in-person or by electronic participation is entitled to vote on all issues before the Board or committee.

The Secretary will record in meeting minutes the names of those members who are physically present and those attending electronically.

Section IV-6: Voting

As provided by statute, all votes on any question shall be publicly voiced by ayes and nays and recorded by the Secretary. Absentees and abstentions from voting shall be noted.

Section IV-7: Order of Business

The order of business for regular meetings shall include, but not be limited to, the following items that shall be covered in the sequence shown so far as circumstances permit:

1. Call to order
2. Roll call/Trustee requests to attend meeting via electronic means
3. Approval of agenda
4. Introduction of visitors
5. Public comment
6. Liaison reports
7. Unfinished business
8. New business
9. President's report
10. Director's report
11. Committee reports
12. Consent agenda

a. Approval of minutes of previous meetings
b. Financial report and authorization of expenditures
c. Other routine matters

13. Correspondence
14. Adjournment

Section IV-8: Public Participation

All regular, annual, and special meetings shall be open to members of the public. Members of the public present**,** individually or as organized groups, who wish to publicly comment or speak to the Board may do so in accordance with the Library's policy, Appendix 0: Rules of Procedure for Public Meetings and Hearings.

Because the Board recognizes its responsibilities to conduct the business of the Library in an orderly and efficient manner, requests by members of the public to place a topic on a Board meeting agenda must be made four business days (Monday–Friday, 9 a.m. to 5 p.m.) before the regular or special meeting so that it may be considered for inclusion in the Board agenda for that meeting. Requests should state fully the reason for the request and should give the name of the designated spokesperson, if any. Requests to add a topic to the meeting agenda may be made in person or by phone to the Executive Director or designee during business hours or via email to the President of the Board. In extraordinary circumstances, and at the discretion of the President, any matter may be raised even though not included in the agenda for that meeting.

The Board reserves the right to confine the discussion to a definite period of time and to refer the matter to a future Board or Board committee meeting for further deliberation.

Section IV-9: Conduct of Meetings

Proceedings of all meetings shall be governed by Roberts Rules of Order, most recent edition, and applicable laws of the State of Illinois.

Section IV-10: Suspension of Rules

Any rule or resolution of the Board, whether contained in these bylaws or otherwise, may be suspended temporarily in connection with business at hand, but such suspension, to be valid, may be taken only at a meeting at which two-thirds of the members of the Board (five or more) shall be present and two-thirds of those present (four or more) shall so approve. Statutory requirements may not be suspended.

ARTICLE V—COMMITTEES

Section V-1: Standing Committees

The Board shall have three standing committees: a Policy Committee, a Finance Committee, and a Director Evaluation Committee. The term of service of members of standing committees shall be until the end of the fiscal year in which they were appointed or until their successors are appointed.

Section V-2: Special Committees

Special committees of the Board may be created for specific purposes as the Board may require from time to time. A special committee shall be considered discharged upon the completion of the purpose for which it was created and after a final report is made to the Board. The chair and members of special committees shall be appointed by the President. No committee shall have other than advisory powers unless the Board grants it specific power to act which grant of authority may not include the power to legally bind the Board or would constitute a delegation of the Board's statutory authority.

Section V-3: Nominating Committee

At a regular meeting of the Board of Library Trustees prior to the organizational meeting at which the officers of the Board shall be elected, the outgoing President shall appoint a nominating committee. This committee shall be composed of two continuing members of the Board. This committee's charge is to nominate a slate consisting of one candidate for each office and to present such slate at the organizational meeting of the Board.

Section V-4: Committee of the Whole

The Board members may meet from time to time as a Committee of the Whole. All Committee of the Whole meetings are subject to the provisions of the Open Meetings Act.

Section V-5: Policy Committee

The Policy Committee shall consist of two or more members appointed by the President at the first regular meeting of the fiscal year. The Policy Committee shall be charged with reviewing Library policies on an ongoing basis according to a schedule.

Section V-6: Finance Committee

The Finance Committee shall consist of two or more members appointed by the President at the first regular meeting of the fiscal year. The Treasurer shall serve as chair. The Finance Committee has supervision of all financial matters relating to the Library. Specifically, this committee must perform the following tasks:

- prepare the annual Library tax levy and review with the Board for submission to Cook County in December
- prepare and present the annual budget for adoption by the Board
- monitor the Library's investments and make investment decisions within the financial management policy and applicable state statutes

Section V-7: Director Evaluation Committee

The Director Evaluation Committee shall consist of two or more members appointed by the President at the first regular meeting of the fiscal year. The Director Evaluation Committee shall be charged with leading the Board in the following tasks:

- completing the annual review of the Executive Director
- managing any performance issues with the Executive Director

ARTICLE VI—AMENDMENTS

Section VI-1: Procedure

Amendments to these bylaws shall be in writing and may be proposed at any regular meeting of the Board. Such amendments shall be voted on at the next regular meeting and adopted by four or more of all members of the Board. Statutory provisions shall not be amended.

(Adopted December 9, 1992; Last Revised February 15, 2022, Effective March 1, 2022)