

Winnetka-Northfield
PUBLIC LIBRARY DISTRICT

Board of Trustees Bylaws

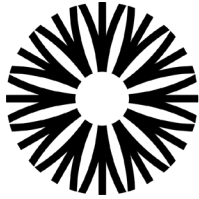
This organization, called the Winnetka-Northfield Public Library District Board of Trustees (“the Board”) of Cook County, Illinois, exists by virtue of the provisions of the laws of the State of Illinois. The Board exercises the powers and authorities delegated by the *Illinois Public Library District Act of 1991* (75 ILCS 16/) to establish these bylaws that govern the Board’s structure, responsibilities, and methods.

1.0 TRUSTEES

- 1.1 The Board will consist of seven (7) Trustees, all of whom must reside in the Library District (“The District”).
- 1.2 At least two (2) of the Trustees shall reside in the Village of Northfield and at least three (3) shall reside in the Village of Winnetka.
- 1.3 Under Illinois law, Trustees will be elected for terms of four (4) years.
- 1.4 In the event a Trustee is unable to complete their term, the Trustee will submit a formal resignation to the Board, which will declare a vacancy and appoint a replacement within 90 days. The Board will consult the list of alternative candidates provided by the Winnetka Caucus, as appropriate. If the Board is unable to fill a vacancy within 90 days of resignation, the Board Secretary or President shall notify the Illinois State Library so it can work with the Board to fill the vacancy.
- 1.5 The Board shall recruit, employ, and retain the Executive Director, who is the sole employee of the Board. The Board shall evaluate the performance of the Executive Director on at least an annual basis and set the Executive Director’s compensation.

2.0 OFFICERS

- 2.1 The Board shall establish and fill the following officer roles from among its members: President, Vice-President, Secretary, and Treasurer.
- 2.2 Officer terms shall run for two (2) years and be limited to four (4) consecutive terms in the same role. In the event an officer resigns or becomes unable to perform the duties of the office, the Board will elect another Trustee to fill the role for the remainder of the elected term. That Trustee will then be eligible to be re-elected for two (2) consecutive terms for the same office.
- 2.3 Elections shall take place immediately following the Oath of Office at the May meeting in every consolidated election year. Trustees may nominate themselves or each other for officer roles and a majority vote will carry.

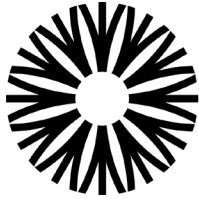


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- 2.4 The President shall preside over all meetings of the Board and work with the Executive Director to set the Board meeting agendas. The President shall act as an approver for all financial transactions and a signer for all official District documents, as needed. The President shall act as the primary media contact for the Board but can delegate that responsibility to other Trustees. When required, the President shall appoint Trustees to Committees in consultation with the Board. The President shall abstain from voting during Board meetings unless there is a tie (in which case, they act as the tie breaker), or unless only a quorum of four (4) Trustees (including the President) is in attendance.
- 2.5 The Vice-President shall serve as President in the President's absence.
- 2.6 The Secretary shall oversee official Board records including open and closed session meeting minutes/recordings and act as the Board's parliamentarian, guiding the Board in the use of Robert's Rules. The Secretary takes minutes for both open and closed meetings including the names of those in attendance, the ordinances enacted, resolutions, rules and regulations adopted, and all other pertinent actions taken by the Board. The Secretary also acts as a signer for all official District documents and is the secondary media contact for the Board. The Secretary assigns Trustees to review the closed session meeting minutes/recordings twice per year and destroys the closed session recordings, when approved to do so by the Board.
- 2.7 The Treasurer shall oversee official finance records for the District including all receipts, disbursements, and investments. The Treasurer shall act as an approver for all financial transactions, as needed, and provide input for the annual audit, performed by an Illinois-certified public accountant retained by the District. The Treasurer shall approve investments on behalf of the Board and report on the District's investments annually at the July Board meeting. The Treasurer shall be covered by a Government Crime insurance policy provided by the District as they faithfully discharge their duties of office.
- 2.8 In addition, two (2) Trustees will be appointed liaisons [one (1) each] to the Village of Winnetka and the Village of Northfield.

3.0 COMMITTEES

- 3.1 Committees may be created by the Board to address specific issues by an affirmative vote of a majority of the quorum. Each Committee shall be disbanded upon completion of its assigned task(s) or by vote of a majority of the quorum.
- 3.2 Any recommendation by a Committee must be presented to the Board for action.
- 3.3 Any proposed expenses incurred by a Committee must be approved in advance by the Board.

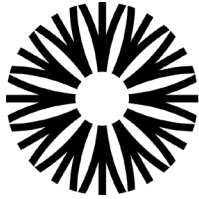


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- 3.4 The Board may appoint non-Board members to Committees by an affirmative vote of a majority of a quorum.
- 3.5 The Board may add, delete, or change the duties of a Committee by an affirmative vote of a majority of the quorum.
- 3.6 Committee meetings are subject to compliance with the Illinois Open Meetings Act (OMA).

4.0 MEETINGS

- 4.1 The regular monthly meetings of the Board shall be held at either the Winnetka or Northfield Library according to an annual meeting ordinance approved by the Board at its May meeting each year. The Board may hold study sessions to discuss specific topics throughout the year, as needed and/or desired. All meetings will be listed on the District's website. The Board may, by majority vote, change the date, time, or place of any Board meeting, as needed and/or desired.
- 4.2 In the event a Special or Emergency meeting is deemed appropriate and/or necessary, the Board will follow OMA guidelines as outlined by the state statute 5 ILCS 120/.
- 4.3 A quorum for the transaction of business shall consist of four (4) Trustees.
- 4.4 If a quorum is physically present, a majority of the quorum may allow another Trustee to attend the meeting using an audio or video link (other means) if that member is prevented from physically attending because of (i) personal illness or disability, (ii) employment purposes or the business of the Library Board, or (iii) a family or another emergency. If a Trustee wishes to attend a meeting by other means, the member must notify the Executive Director and Presiding officer no less than two (2) hours before the meeting is scheduled to begin.
- 4.5 A Trustee who misses more than three regular monthly meetings in a calendar year may be asked by the Board, at its discretion, to resign.
- 4.6 All meetings must comply with OMA. The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Board in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the Board may adopt.
- 4.7 No Trustee shall engage in any business or transaction or have a financial or personal interest, whether directly or indirectly, that is incompatible with the proper discharge of his or her official duties in the public interest, or that may tend to impair his or her independence of judgment or action in the performance of such official duties. Any Trustee who has any interest of a financial or personal nature in a matter before the



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Board shall recuse themselves from discussion and abstain from voting on said matter. All Trustees must file the Disclosure of Economic Interests Statement as required by the Illinois Governmental Ethics Act. [5 ILCS 420/4A-101]

5.0 ORDER OF BUSINESS

5.1 The order of business at a regular meeting of the Board shall be as follows:

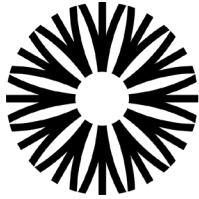
1. Call to Order
2. Roll Call
3. Public Comments
4. Approval of Consent Agenda
5. Director's Report
6. Village Liaison Reports
7. Unfinished Business
8. New Business
9. Communications
10. Public Comments
11. Adjournment

6.0 DISBURSEMENTS

- 6.1 Disbursements of funds equal to or less than \$15,000.000 shall be authorized by any one (1) of the following: Executive Director, Treasurer, President. Disbursement of funds exceeding \$15,000.00 shall be authorized by any two (2) of the persons designated above.
- 6.2 District-related Trustee expenses in excess of \$150 require advance approval by the Executive Director.
- 6.3 Trustee expense reimbursement requests must be submitted within 60 days of incurring the expense(s) to be eligible for reimbursement.

7.0 RULES AND REGULATIONS

- 7.1 The Board of Trustees shall set the policies for use of the District and designate the days and hours of service. This information shall be posted by the District, so members of the public have access. The Board shall equip and maintain the District for the benefit of the greatest number of residents.



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- 7.2 Substantive questions or communication between Trustees and staff shall be funneled through the Executive Director.
- 7.3 All communications between Trustees shall be conducted in accordance with OMA guidelines and are subject to provisions of the Freedom of Information Act (FOIA).

8.0 AMENDMENTS

- 8.1 These Bylaws may be amended by a vote of a majority of a quorum of the Board.