

## **216 / Board of Trustees**

### ***Code of Conduct***

The Library Board commits itself and its members to ethical, professional, and lawful conduct, including proper use of authority and appropriate decorum when acting as Board members. Accordingly:

- Library Board members must demonstrate loyalty to the interests of the residents of Villa Park, unconflicted by loyalties to staff, other organizations, or any personal interests as patrons.
- Library Board members are accountable for discharging their duties honestly and in good faith. Library Board members shall exercise the degree of care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.
- Library Board members must avoid conflict of interest with respect to their fiduciary responsibility.  
There must be no self-dealing or any conduct of private business or personal services between any Board member and the Library, or persons or firms with whom the Library contracts.
- When the Library Board is to decide upon an issue about which a member has a "common law" conflict of interest, that member shall disclose the conflict to the Library Board and absent herself or himself without comment from not only the vote but also from the deliberation. If the member has a statutory conflict as defined by the Public Officer Prohibited Activities Act, the member must resign from the Board prior to Board consideration of the matter.
- Library Board members must not use their Library Board positions to obtain staff employment for themselves, family members or close associates. Should a Library Board member apply for staff employment, he or she must first resign from the Library Board.
- Library Board members must not attempt to exercise individual authority over the organization. While Library Board members may participate in events or programs they will not interfere with staff members and/or Friends of the Library volunteers in the development and/or execution of programs or events.
- Library Board members' interaction with the Director or with staff must recognize the lack of authority vested in individuals except when explicitly Board authorized, and that the Director is accountable only to the Library Board as a whole, and not to individual Library Board members. The relationship between the Director and individual members of the Library Board, including the President, is therefore collegial, not hierarchical.

- Library Board members' interaction with public, media or other entities must recognize the above limitation and that Board members are not to speak for the Director, or to speak for the Library Board except to repeat explicitly stated Library Board decisions.
- Except for participation in Board deliberation about whether the Director has achieved any reasonable interpretation of Board policies, Library Board members will not publicly express individual judgments of performance of employees or the Director.
- A Library Board member aware of credible information that suggests that a Library Board policy has been violated, by either the Library Board or the Director, has an affirmative obligation to bring the concern to the Library Board's attention for monitoring.
- Library Board members must respect the confidentiality appropriate to issues of a sensitive nature.
- Library Board members will support the authority of the final determination of the Library Board on any matter, irrespective of the member's personal position on the issue.
- Library Board members will attend Library Board meetings regularly, and be properly prepared for Library Board deliberations.

As a member of the Library Board, I will:

- Listen carefully to fellow Board members.
- Respect the opinion of the other Board members.
- Respect the majority decision of the Board and support such decision to the extent I believe compatible with my obligations as a board member.
- Recognize that all authority is vested in the Board when it meets in legal session and not with individual Board members.
- Keep well-informed of developments that are relevant to issues that may come before the Board Participate actively in Board meetings and actions.
- Call to the attention of the Board any issues that I believe will have an adverse effect on the library. Attempt to interpret the needs of the community to the library and interpret the action of the Library to the community.
- Refer complaints about the library to the proper level on the chain of command.
- Recognize that the Board member's job is to ensure that the Library is well-managed, not to manage the Library.
- Vote to hire the best possible person to manage the Library.
- Represent the whole community to the Library and not a particular area or group/
- Do my best to ensure that the Library is well maintained, financially secure,

- growing and always operating in the best interests of the community.
- Always work to learn more about the Library Board member's job and how to do the job better declare any conflict of interests between my personal life and my position on the library Board and avoid voting on issues that appear to be a conflict of interest.

As a member of the Library Board I will not:

- Be critical in or outside of the Board meeting, or of fellow Board members or their opinions.
- Use any part of the Library for my personal advantage or the personal advantage of my friends and relatives.
- Discuss the confidential proceedings of the Board outside the Board meeting.
- Promise prior to a meeting how I will vote on any issue in the meeting.
- Interfere with the duties of the director or undermine the director's authority.

Approved 12/20/2010