

To: IHLS Executive Committee

From: Sarah Hill

Date: August 15, 2025

RE: Board Member Participation

Our board functions well when everyone is aware of their responsibilities to the group. As we begin a new fiscal year, here are some reminders to keep things moving smoothly regarding communication and meeting participation.

Meeting Participation

In accordance with the IHLS Bylaws, board members are required to contact the Executive Director if they will be absent from a meeting. This is important to ensure there is a quorum in advance of meetings to avoid cancellation at the last minute. Everyone's time is valuable, including IHLS board and staff. We respect the willingness of board members to volunteer their time in service to member libraries, and staff members are fulfilling the requirements of their jobs.

Bylaws Article IX, Section 9. Attendance of Board members

Board members are expected to fulfill the duties imposed on them by the nature of their office. It is expected that Board members will attend meetings at a public location for regularly scheduled meetings of the full board. Board members must notify the System Executive Director if they are unable to attend a board meeting. When a Board member is absent from a meeting, the following actions will be taken. The President shall notify in writing any member missing their second meeting. Upon a member's third absence, the topic will be included on the agenda for discussion at the next meeting. The System Board, by a majority vote, may, with a quorum present, declare a Board position vacant if a director fails to attend three (3) meetings during the fiscal year.

A process is in place to ensure compliance with the bylaws and to keep meetings streamlined and efficient. It is imperative that every effort is made to follow this process. If a board member cannot attend a meeting:

- Email <u>attendance@board.illinoisheartland.org</u> and indicate which meeting will be missed (i.e. Finance committee, Personnel committee or Board meeting).
- The email is sent to the executive director, staff liaisons and the executive assistant.
- Absences are reported to the board president at the end of each month.

Communication

IHLS staff communicate frequently with board members via email and use Rained Out for day-of meeting reminders via text message or email. We ask that you check your board email regularly and respond to staff requests promptly. Kindly review meeting materials in advance.

Please follow guidelines for communication during meetings:

- If you attend via Zoom, please keep your mic on/open. All IHLS locations will have mics on/open during the meeting per the Open Meetings Act (OMA).
- Refrain from side conversations during meetings
- When making a motion or second, state your name first ("This is Mike Treece, I move that XYZ")

Outside of meetings, avoid violations of OMA when communicating via email with fellow board members:

- If multiple board members are included in the To or Cc fields, do not Reply All. This constitutes a discussion of board topics outside of a meeting.
- When sending an email to more than one board member at a time, put their addresses in the Bcc field, and your address in the To field.

It may be helpful to consider communication (including email) outside of a meeting with the table below in mind. Communication with a majority of a quorum for any particular committee or board becomes problematic when board business is discussed. A majority of a quorum is more than half of the members needed to form a quorum:

Board/Committee	Total number	Number needed for a	The majority of a
		quorum	quorum
IHLS Board	15	8	5
Committee (Advocacy	5	3	2
& Education, Delivery			
& Facilities, Executive,			
Personnel)			
Committee (Budget &	6	4	3
Finance, Policy &			
Membership)			

Thank you for your consideration. .