

CHAPTER 2
BOARD OF TRUSTEES

(Ord. 2013-18)

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2.01 **GOVERNMENT OF VILLAGE.** The Corporate Authorities, consisting of the President and six Trustees who are elected at large, shall govern the Village.

2.02 **ELECTIONS AND TERMS OF VILLAGE BOARD**

(a) The term of office of the Trustees shall be four years or until their successors are elected and have qualified.

(b) The term of office of the President shall be four years.

(c) Vacancies in the office of Trustee or President shall be filled as prescribed by the Illinois Municipal Code.

(d) The terms of elected officials shall begin on the first regular or special meeting following receipt of the official election results from the County Clerk.

2.03 **SALARIES.** The Corporate Authorities shall receive such salary as shall be fixed by ordinance, subject to the provisions of the Illinois Municipal Code.

2.04 **REGULAR MEETINGS.** The regular meetings of the Corporate Authorities shall be held at the Village Hall, 5600 Hunter Drive, on the first and third Thursdays of each month at 7:00 p.m. Whenever a regular meeting falls on a legal holiday, such meeting shall not be held on such day but shall be held on the next succeeding Thursday, or on such other day as the Corporate Authorities may set. Public notice of such regular meetings shall be given as required by law. All new business shall be submitted to the Village Clerk or designee no later than one week preceding the meeting in order to be included on the agenda.

2.05 SPECIAL MEETINGS. Special meetings of the Corporate Authorities may be called by the President or three Trustees, provided that a written notice of such meeting, stating the purpose thereof and time therefor, shall be given to each member of the Board of Trustees and President at least 48 hours before the time set for the meeting. In the event all the members of the Board of Trustees and the President are present when any special meeting is called the requirement of notice shall be deemed waived. Public notice of such meetings shall also be given as required by law.

2.06 PRESIDING OFFICER. The President shall be the presiding officer of the Board of Trustees at all regular or special meetings and when the Board of Trustees meets as a committee of the whole. If the President is temporarily absent from the Village or incapable of performing official duties, but the absence or incapacity does not create a vacancy in the office, the Trustees shall elect one of their members to act as president pro tem. During this absence or disability, the president pro tem shall perform the duties and possess all the rights and powers of the President but shall not be entitled to vote both as President pro tem and as Trustee. In the event that the President fails to attend a meeting but is in the Village and capable of performing the duties of the office, the Board of Trustees may select one of its members to serve as temporary chair who shall have only the power of a presiding officer and a right to vote in its capacity of Trustee.

2.07 ORDER OF BUSINESS. The order of business at regular meetings of the Corporate Authorities shall be as follows:

1. Approval of minutes
2. Announcements/Requests
3. Unfinished Business
4. Public Comment
5. New Business
6. Committee and Department Reports
7. President's Comments
8. Trustees' Comments

2.08 RESCINDING ACTION. No vote or action of the Corporate Authorities shall be rescinded at any special or regular meeting unless there is present as many members of the Corporate Authorities, other than the President, as were present at the meeting when such vote or action was taken as provided by law.

2.09 ADDRESSING MEETINGS. No person other than the President or a Trustee shall address the Board of Trustees at any special or regular meeting except upon consent of a majority of the members present or upon the consent of the President.

2.10 SUSPENSION OF RULES. The rules of order of the Corporate Authorities, other than those prescribed by law, may be suspended at any time by the consent of a majority of the quorum.

2.11 RULES OF ORDER. Robert's Rules of Order shall govern the deliberations of the Corporate Authorities and committee meetings, except as otherwise provided by law or ordinance.

2.12 QUORUM. A majority of the Corporate Authorities shall constitute a quorum to do business.

2.13 COMMITTEES

(a) Standing Committees. The President shall appoint the members of the standing committees, with advice and consent of the Board of Trustees, and shall designate the chairman of each committee. Appointments shall be for two years, coinciding with consolidated election. Members of the standing committees shall receive such salary as shall be fixed by ordinance, subject to the provisions of the Illinois Municipal Code. The standing committees shall be as follows:

1. Finance: The Finance Committee shall consist of three Trustees meeting on the Tuesday preceding the first Thursday of each month. The Finance Committee shall review all invoices of Village departments, monthly financial reports, annual budget, appropriation and tax levy; recommend employment of an auditing firm; study and review staff recommendations and reports on matters of internal management and control which include investment policy, fee and fine structure, borrowing and leasing, insurance and tort liability; study and review staff recommendations regarding matters of federal and state legislation, matters pertinent to the application for and administration of federal and state grants, revolving loan applications and proposed intergovernmental agreements; study and review recommendations and reports regarding records management and the use of related technologies and licensing for the same; study and review personnel policies and procedures, and staff recommendations and reports regarding salary structures and related employment matters such as evaluation, termination, job description, contractual employee performances and training. The committee shall recommend to the Corporate Authorities policies and procedures regarding these matters.
2. Community Development: The Community Development Committee shall consist of three Trustees meeting on the Tuesday preceding the third Thursday of each month. The Community Development Committee shall have the following duties and shall recommend to the Corporate Authorities policies and procedures regarding these duties.
 - (i) Responsibility over design review, code enforcement and signage.
 - (ii) Study and review staff reports and recommendations regarding standards for historic, residential and commercial design standards, including landscape;
 - (iii) Review all applications for new commercial construction, all construction and/or remodeling in the historic overlay district and new residential subdivisions for compliance with the current Village standards regarding landscape and design;

- (iv) Study and review staff reports and recommendations regarding policy and procedure for enforcing building codes and regulations, construction standards and property maintenance regulations and make recommendations to the Corporate Authorities regarding amendments and enforcement;
- (v) Review all sign applications for aesthetic and design compliance and make recommendations regarding issuance of permits.
- (vi) Work on economic development for the Village with the purpose of achieving the best economic health while maintaining the quality of life in the Village by providing leadership to promote the retention, expansion and attraction of business and industry in Richmond.
 - A. From time to time, reports and recommendations shall be made to the Corporate Authorities concerning economic development matters.
 - B. Assist the Corporate Authorities in seeking out and applying for revolving loan funds and any other grants which may be made available.

The Corporate Authorities reserve the right to assign other duties and policy responsibilities to these committees as needed.

3. Any standing committee has the authority to create an advisory committee and appoint such members thereto as it may deem desirable to aid the committee in its functions and duties. Advisory committee members shall serve on a voluntary basis and will not be compensated.

(b) Special Committees. In addition, to the extent permitted under State law, the President shall also appoint such special committees as the Corporate Authorities may deem necessary. Such special committees, appointed from time to time for the transaction of special business as may be committed to the special committees, shall have such power and authority, and only such power and authority, as shall be given to the special committee at the time of appointment or thereafter by appropriate action of the Corporate Authorities.

(c) All standing and special committee meetings shall be held pursuant to the Open Meetings Act. The Chairman shall direct the Clerk on what items should be placed on the agenda and minutes of each meeting shall be prepared by either the Clerk, the Chair of the Committee or designee of the Chair as the case may be and presented at the next committee meeting for approval.

2.14 CLOSED SESSIONS

(a) Recording Closed Sessions. The Village shall keep a verbatim record of all closed or executive session meetings of the Corporate Authorities of the Village or any

subsidiary “public body” as defined by the Illinois Open Meetings Act, 5 ILCS 120/1. The verbatim record shall be in the form of an audio or video recording as determined by the Corporate Authorities.

(b) Responsibility for Recording Closed Session and Maintaining Recordings. The Clerk or designee shall be responsible for arranging for the recording of such closed or executive sessions. In the absence of the Clerk or designee, the meeting Chair will arrange for the audio or video recording of the closed session. Each subsidiary public body of the Village shall designate an individual who will be responsible for the recording of any and all closed or executive sessions of the subsidiary body and for providing the Clerk with a copy of such recording. The Clerk or designee shall securely maintain the verbatim recordings of all closed sessions of the Corporate Authorities and all subsidiary public bodies of the Village.

(c) Closed Session Minutes. In addition to the recordings of the closed and executive session as addressed in this Section, the Village will keep minutes of all closed meetings in accordance with the requirements of the Open Meetings Act, 5 ILCS 120/1.

(d) Procedure for Recording. At the beginning of each closed session, those present shall identify themselves by voice for the audio recording. If the meeting is videotaped, those present shall individually appear on camera and identify themselves by voice at the beginning of the closed session. The meeting Chair shall announce the times the closed session commences and ends at the appropriate points on the recording.

(e) Back-Up Equipment/Procedure for Equipment Malfunction. The Village will maintain sufficient tapes, batteries and equipment for the Village to comply with this Section. The Clerk or designee will periodically check the equipment to confirm that it is functioning. In the event that anyone present at a closed session determines that the equipment is not functioning properly, the closed session will terminate until such time as the closed session may proceed with a functioning recording device.

(f) Procedure for Review of Closed Session Minutes and Recordings. At least every six months the agenda shall include the item “review of the minutes and recordings of all closed sessions that have not yet been released for public review, and determination of which minutes, if any, may be released.” Minutes shall be revised in closed session and shall not be released unless the Corporate Authorities find that it is no longer necessary to protect the public interest or the privacy of an individual by keeping them confidential. As to any minutes not released, the Corporate Authorities shall find that the “need for confidentiality still exists” for those minutes. Minutes of closed sessions shall be kept indefinitely. Recordings shall be reviewed in a manner appropriate to the purpose for which they were intended.

(g) Maintenance and Public Release of Recordings and Access to Tapes. The audio or video tape recordings of closed sessions shall be maintained for 18 months after the closed session and shall not be released to the public unless such release is required by a court order or specifically authorized for release by a vote of the Corporate Authorities. Members of the Corporate Authorities may listen to the closed session recordings in the presence of the Clerk or designee. Copies of such tapes will not be made or provided to anyone unless specifically authorized by vote of the Corporate Authorities.

(h) Procedure for Destruction of Recordings. The Clerk or designee is authorized to destroy the audio and video recordings of those closed sessions for which:

1. The Corporate Authorities have approved the minutes of the closed sessions as to accurate content, regardless of whether the minutes have been released for public review;
2. More than 18 months have elapsed since the date of the closed session;
3. There is no court order requiring the preservation of such recording; and
4. The Corporate Authorities have approved the destruction of the particular recording.

2.15 MEETING ATTENDANCE BY AUDIO OR VIDEO CONFERENCING

In addition to holding meetings pursuant to the Open Meetings Act, 5 ILCS 120/1, *et seq.*, meetings held by the Corporate Authorities shall be subject to the following rules:

1. A quorum shall be physically present at the location of an open or closed meeting.
2. Provided a quorum is present, a member may be allowed to attend the meeting by audio or video conferencing. Inability to make the necessary technical arrangements will result in denial of a request for remote attendance. Participation shall be limited to three times in any 12 consecutive months per person.
3. Any member who wishes to be considered present at a meeting by audio or video conference may make such a request to the Corporate Authorities by notifying the Clerk eight hours prior to the meeting, unless advance notice is impractical, that the member cannot physically attend the meeting for one of the following reasons:
 - (i) Personal illness or disability;
 - (ii) Employment purposes or Village business; or
 - (iii) A family or other emergency.
4. An affirmative vote by a majority of the Corporate Authorities may allow the member to attend a meeting as provided in this Section.
5. The Clerk shall record in the minutes of every meeting of the Corporate Authorities and note which members are the members physically present, absent and present by audio or video conference.
6. Members attending electronically shall be paid at the normal rate established for meeting attendance.