



# **Rules of Order, Policies and Operational Procedures for the Fox Valley Park District Board of Trustees**

## **I. FORMATION OF THE FOX VALLEY PARK DISTRICT**

### **A. Creation of the District**

On Election Day, April 1, 1947, voters approved the proposal for the formation of a park system and the Fox River Valley Pleasure Driveway and Park District was established. The goal was stated in the words of the first official Board of Trustees President W.L. McCullough: “Aurora is interested in developing this area for better play and recreation and to restore and preserve the natural beauty of the river for use and enjoyment now and for the future.”

### **B. Governing Body**

The Fox Valley Park District is governed by a seven-member Board of Trustees per Section 2-18 of the Illinois Park District Code (70 ILCS 1205/2-18. et. seq. hereafter the “Park District Code”). The Board of Trustees are appointed by the Chairpersons of the County Boards and are proportionate to the District population among the Counties that the District covers according to decennial census reports. Currently, the Kane County Board Chairperson appoints six members, and the DuPage County Board Chairperson appoints one member. In the event a vacancy in the membership of the Board occurs, a successor will be appointed from the respective county from which the Board member was originally appointed. The Board of Trustees appoints the Executive Director, the Attorney of the Park District and the auditors. The Board establishes all policies.

Separate related boards govern specific aspects of the District’s involvement in other entities. The District participates with six other park districts in the Fox Valley Special Recreation Association. A board represented by the participating districts governs the Fox Valley Special Recreation Association. The Fox Valley Park Foundation is an IRS 501(c) (3) organization developed to aid the Park District in land acquisition, conservation, preservation and development of land and open space and to provide funds for youth enrichment recreation programs. A Foundation Board of Directors is made up of representatives from the Park District Board and the community. The two outdoor aquatic centers are jointly owned with the City of Aurora and are governed by an administrative board with representatives from City Council, Park District Board of Trustees and community members.

## II. FUNCTIONS OF THE BOARD OF TRUSTEES

- A. It is the policy of the Board of Trustees to recognize and maintain the distinction between those activities that are appropriate to the Board of Trustees as the legislative, governing body of the park system, and those administrative activities that are to be performed by the Executive Director and his/her staff in the exercise of a delegated administrative authority. The functions of the Board of Trustees can be described as: 1) policy-making, 2) planning, and 3) evaluation.
- B. The Board of Trustees is a team with seven (7) members, each equally responsible for seeing that the parks are properly managed in terms of planning, policy, and decisions on which the Board has reached agreement in a regular or special meeting.
- C. The members of the Board of Trustees are district residents appointed to sit as members of the Board of Trustees and act on behalf of the welfare and to the benefit of the people in the District.
- D. Members of the Board of Trustees should be free from commitment or pressure from any special interest group.
- E. The Board of Trustees oversees an ongoing system of parks whose operation and management require technical experience and skill.
- F. The Board of Trustees can transact business, which is legally binding on the District, only when it is in regular or special session with a quorum present and its proceedings recorded in the minutes of the meeting.
- G. The direct administration of the park system is delegated to the Executive Director who is appointed by the Board of Trustees as chief executive officer.
- H. It is the function of the Executive Director to serve the Board of Trustees as technical adviser in planning and policy-making, as an executive in seeing that legislation enacted is put into operation, and as a consultant in the process of evaluating the results of such legislation.
- I. The Board of Trustees should avoid taking a direct hand in the administration of the parks, thereby keeping the role and function of its executive officer clear to members of the community and the professional staff. This procedure is consistent with the practice of boards of directors of successful business enterprises.
- J. The Board of Trustees retains full legislative and judicial authority over the parks in accordance with park laws and the expressed will of the citizens, but delegates all executive, supervisory authority and operation to its professional staff under the direction of its Executive Director.
- K. Although the individual board member exercises the authority and responsibility of his/her position only when the Board is in session, the public considers him/her as a member of the Board twenty-four (24) hours a day, so his/her own interest and desire to serve his/her community through his/her membership on the Board of Trustees continues when the Board is not in session. An individual board member has no authority and cannot speak for the Board, but the public has a right to expect him/her to be able to discuss park matters with understanding,

and he/she has a right to expect to have access to the information that makes it possible for him/her to be informed about park affairs.

Much of a Board member's information about the Park District may come from casual conversations with residents, neighbors, program participants, employees, or other members of the general public. More of this information will come from bulletins and publications from the offices of the Executive Director and members of his/her staff. When a board member is seeking information about a specific problem or issue, he/she should ask the Executive Director to prepare a report on the matter with the help of his/her staff.

At times a person or group of persons may confront a single board member with a problem or complaint that should be handled by the Executive Director or a member of the staff. Each board member must decide how much time he/she can spend in this situation and what the demands of courtesy may be in each case, but the policy of the Board in such cases should be clear to all. No member, or the Board itself, will officially consider such problems or complaints until they have been submitted to the proper authority, the Executive Director, and a report has been made by the Executive Director to the Board in session. If satisfactory adjustment cannot be accomplished by this procedure, the Board may, if it deems it advisable, grant a hearing to the person interested. Such hearing will be held during a regular or special session of the Board.

When a member is confronted with a situation which, in his/her judgment, justifies a departure from this procedure, it is suggested that the Board member withhold commitment and/or opinion until the matter has been presented to the whole Board during a regular or special session. It is often wise for a board member to postpone the formulation of his/her own opinion until he/she has had the benefit of hearing the issue discussed by the Board where all aspects of the problem are aired.

- L. The meetings of the Board of Trustees, both regular and special are critically important to the District. It is here that parks and recreational oriented people proficient in thinking and judging, give consideration to the recommendations and reports of its executive officer.
- M. An effective meeting of the Board of Trustees should have a well-planned agenda. The agenda should be planned by:
  - 1. The Executive Director, whose direct responsibility for the operation of the agency gives him/her direct knowledge of the policy, appraisal and legislative needs of the District, and
  - 2. The President of the Board, who must chair the meeting, as the Board of Trustees gives consideration to recommendations and reports.

### **III. DUTIES AND ELECTION OF OFFICERS**

After his or her term of office has expired, a board officer shall continue to serve until his or her successor is elected. To provide for a smooth transition, officers shall begin their terms at the next regularly scheduled meeting after their election.

#### **A. President**

The President shall preside at all meetings of the Board of Trustees, issue the call for special meetings of the Board, and help plan the meeting agendas. The President appoints committees,

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subcommittees, advisory committees, or task forces of the Board of Trustees as may be needed and desired. The President with the approval of the Board shall make appointments from its members and from staff of the District to serve on the following external, but related Boards:

Aquatics Administrative Board (City of Aurora and Fox Valley Park District)

Fox Valley Park Foundation Board

Fox Valley Special Recreation Association Board

The First Tee of Aurora & Fox River Valley Board

Communities in Schools of Aurora, Inc.

These appointments shall typically take place at the Board meeting following the Election of Officers or as soon as practicable thereafter. Appointments shall also be made as vacancies occur, and the number of representatives to be appointed and the terms of such representatives may vary from organization to organization and from time to time according to each organization's governing rules.

The President is elected for a term of one year as prescribed by the Park District Code.

**B. Vice President**

The Vice President shall, in the absence of the President, perform all duties as prescribed by law for that office. The Vice President is elected for a term of one year as prescribed by the Park District Code.

**C. Secretary and/or Assistant Secretary**

The Secretary and/or Assistant Secretary shall keep an accurate record of the proceedings of the Board and present a copy of the proceedings to each Board member at least four (4) days prior to the next regular meeting. The Secretary and/or Assistant Secretary shall issue calls to meet as directed by the President or three members of the Board. The Secretary shall have the power to administer oaths and appointments. The Secretary and/or Assistant Secretary may or may not be a Board member. The Secretary must be elected by the Board and the Assistant Secretary is appointed by the Board. The Secretary is elected for a term of one year. The Assistant Secretary is appointed for a term of one year.

**D. Treasurer**

The Treasurer and/or Assistant Treasurer shall have custody of the park funds, present a statement of revenues and expenditures by fund type at least monthly, and reconcile such statements with the finance department of the District. The Treasurer and/or Assistant Treasurer shall have prepared and submitted to each Board member a detailed tabulated list of outstanding Park District bills at least four (4) days prior to the regular meeting of the Board to ensure action by the Board thereon at the meeting. All unpaid vouchers shall be available for inspection by the Board at each meeting. The Treasurer is elected by the Board. An Assistant Treasurer is appointed by the Board. The Treasurer is elected for a term of one year. The Assistant Treasurer is appointed for a term of one year.

**E. Vacancies**

A vacancy may occur due to death, resignation, removal, disqualification, or other valid cause. If a vacancy in the membership of the Board occurs, a successor will be appointed by the respective county from which the Board member was originally appointed. Vacancies in an

officer position shall be filled expediently as specified in the following manner for the unexpired portions of the affected term.

1. In the event of a vacancy in the office of President, the Vice President ascends to the position of President immediately.
2. In the event of a vacancy in the office of Vice President, the President shall appoint a Board member to serve as Vice President for the remainder of the term. This appointment must be approved by a majority vote of the Board at the next regularly scheduled meeting.
3. If either the Secretary or Treasurer offices should become vacant, the same process used to replace the Vice President shall be followed.
4. In the unlikely event that both the President and Vice President are unable to complete their terms, the Executive Director shall ask two (2) other Board members to fill the unexpired portions of their terms, subject to a majority vote of approval at an emergency meeting of the Board. If a vacancy in the Assistant Secretary or Assistant Treasurer occurs, the President shall appoint replacements.

#### IV. MEETINGS OF THE BOARD

- A. Open Meetings of the Board of Trustees are normally held on the second Monday of each month and are referred to herein at all times as the “regular monthly meetings”; ~~additionally, a Committee of the Whole meeting shall be conducted as an Open Meeting under the applicable Illinois Statutes governing same, except for matters appropriately discussed in a properly closed session portion of such meetings, as referenced in Article IV, Paragraph D below.~~
- B. Special meetings may be held at any time upon the call of the President or any three (3) members of the Board by giving notice thereof in writing, stating the time, place and purpose of the meeting. Such notice may be served by mail forty-eight (48) hours before such meeting or by personal service twenty-four (24) hours before such meeting.
- C. The Board of Trustees shall have an agenda submitted by the Executive Director for its consideration at least four (4) days before an Open Meeting, except in the case of exigent circumstances for which a statutory exception applies. The agenda shall set forth the order of business for that meeting, and shall contain supporting data for the suggested items of business with recommendations of the Executive Director, or people designated by him/her, where he/she deems it advisable.
- D. All meetings of public bodies shall be open to the public unless “excepted” and closed in accordance with Section 120/2(c) of the Open Meetings Act (5 ILCS 120/2(c)). Closed Sessions are typically held to discuss land acquisition, litigation, and personnel matters, however, there are many other Closed Meetings “exceptions” as listed under Sec. 120/2 Open Meetings Act. All matters discussed in Closed Session of the Board of Trustees shall be kept confidential by all Trustees. No final action can be taken in Closed Session. The Open Meetings Act of the State of Illinois requires that Closed Sessions must be tape recorded and kept on record for a minimum of 18 months. The Open Meetings Act also requires that there be a policy governing the required bi-annual review of disposal of recordings of Closed Session and disposal-approval of Closed Session minutes ~~bi-annually~~. As part of such review process, evidence of determination shall be made and reported in an open session that 1) the need for confidentiality still exists as to all or part of Closed Session minutes and 2) that, at the discretion of the Board and as advised by legal

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counsel, the minutes or portions thereof no longer require confidential treatment and are available for public inspection and 3) the audio recordings for those Closed Sessions for which minutes have been approved for full availability ~~are to~~ may be destroyed after 18 months of the Closed Session meeting – as provided by the Open Meetings Act. This provision serves as ~~our~~ the official policy of the District as we will follow all requirements of the Open Meetings Act (OMA) applicable to Closed Session and Open Session Meetings.

#### **E. Quorum**

1. Four members shall constitute a quorum.
2. Four affirmative or “Aye” votes shall be required to elect any officer of the Board of Trustees, to adopt any motion involving the expenditure of money, or the letting of any contract, or any motion upon which the “Ayes” and “Nays” are demanded by any member of the Board of Trustees. A majority shall decide all other questions.
3. A Board Member may participate in an Open Meeting by teleconference if that member cannot physically attend because of personal illness or disability, employment purposes or the business of a public body, or a family or other emergency. A Quorum of members must be physically present and a majority of those present must expressly consent to allow the member to attend via video or audio conference. The President of the Board shall arrange for such necessary equipment to be available to facilitate teleconference attendance. Those participating in the meeting by teleconference shall be considered present for voting purposes and their votes shall be recorded in the usual manner. Teleconference attendance during Closed Sessions will be limited due to the issue of confidentiality.

#### **F. Absence from a Meeting**

Board members are expected to notify the administration office if unable to attend a meeting. If advance notice is provided to the administration office of a Board member’s inability to attend a meeting, such Board member shall be listed as an “excused absence” on the records of the District for such meeting.

#### **G. Order of Business**

The order of business at Open Meetings of the Board shall include:

- 1.0 Call Meeting to Order
- 2.0 Pledge of Allegiance and Moment of Silence
- 3.0 Roll Call
- 4.0 Addenda to Agenda
- 5.0 Consent Agenda (Approval of minutes, financial reports, department reports, bid documents, etc.)
- 6.0 Presentations and Special Recognition
- 7.0 Public Comment (limited to one 3-minute comment per person, maximum 15 minutes).
- 8.0 Attorney Business
- 9.0 Executive Director Business
- 10.0 Continued Business
- 11.0 New Business
- 12.0 Correspondence and Announcements

13.0 Closed Session

14.0 Return to Open Session

14.1 Approve new Closed Session Minutes as redacted, including statutory statement as to any portion remaining redacted, as applicable

14.2 President's Comments

15.0 Adjournment

## **H. Rules of Order**

Parliamentary procedures not provided for in these rules or by statute shall be determined by *Robert's Rules of Order, Newly Revised*, and the most current edition.

## **I. Corporate Powers of the Board of Trustees**

The Board of Trustees derives its legal status from the Constitution of the State of Illinois and the statutes enacted by the General Assembly. The Board of Trustees acts as an agent of the State in putting a park and recreation system into operation and monitoring it in accordance with the laws of the State.

## **J. Voting**

All votes on motions in connection with contracts, ordinances, expenditure of funds, employment of personnel, and all resolutions shall be "Ayes" (Yes) and "Nays" (No) and "Abstain." The vote shall be recorded.

It is advisable that votes taken on matters creating liabilities or expenditures be taken by roll call. Any member of the board can request that the vote be taken by a roll call.

A Motion to Reconsider or abstain provides a means of correcting hasty, mistaken or ill-advised action, or a way of taking into account new information. This motion can be made *only* by a member who voted on the prevailing side. If a member abstains, he or she *may not* then move to reconsider. This motion needs a second and a majority vote to pass.

## **K. Amendment or Suspension of Policies**

1. Any policies of the Board may be suspended or revoked by a majority vote of the Board.
2. Rules of Order/policies of the Board shall be reviewed and approved annually.
3. The Executive Director may, in cases of emergency, suspend any part of these rules and regulations as they pertain to the administration of the District provided, however, that the Executive Director reports the facts and reasons for such suspension at the next meeting of the Board, and provided further that the suspension shall expire at the time of said report unless continued in effect by the Board.

## **L. Interest in Contracts**

No member of the Board or Staff shall have any financial interest in any contract nor shall be in any manner connected with the furnishing of supplies, equipment or services.

## **M. Authority of Members**

1. Board members have authority only when acting as a body regularly in session.

2. The Board shall not be bound in any way by any statement or action on the part of any individual board member or employee of the District except when such statement or action is in pursuance of special instructions by the Board.

#### **N. Committee of the Whole and Special Committees**

The Board may meet as a Committee of the Whole in advance of a regular monthly meeting and such Committee of the Whole shall review the proposed agenda as submitted by the Executive Director for use at the next succeeding regular monthly meeting. The order of business shall generally follow the format for the regular monthly meeting agenda as provided in this Article IV Paragraph G above, but may include review and discussion of other matters, such as director reports or other matters requested to be considered by the Executive Director or the designee of the Executive Director. The Committee of the Whole shall function in an advisory capacity to the Board, generally, but shall require a quorum in order to act on matters presented to it for final approval prior to and in lieu of waiting for the regular monthly Board meeting. All meetings of the Committee of the Whole shall be open meetings to be called in accordance with applicable statutes.

In addition, the President may appoint special temporary committees or task forces of the Board for any purpose approved by the Board. The functions of such committees shall ordinarily be fact-finding, deliberative and advisory, and their reports shall be made to the Board of Trustees for discussion and action. The function of such committees or task forces may be legislative or administrative when so authorized by special action of the Board. The President of the Board and the Executive Director shall be ex-officio members of all committees. Special committees shall be discharged upon completion of their assignment.

#### **O. Place and Time of Meeting**

All Open Meetings and Special Meetings of the Board shall commence at 6:00 p.m. on the second Monday of each month at the Prisco Community Center, 150 W. Illinois Avenue in Aurora, except where the Board has, by formal action, agreed to a change of date or place for a particular meeting ~~and except for meetings of the Committee of the Whole, which shall meet at a time and location as designated by the Board and properly posted in advance of the meeting.~~ It is a goal of the Board to periodically conduct meetings throughout the community at the District's community centers to ensure community engagement and inclusion. In the event a Board member participates in a public meeting by teleconference, such person shall be deemed to be present at the place of the meeting and the minutes of the meeting shall denote such presence by teleconference. Residents of the District are encouraged to visit regular and special meetings of the Board of Trustees.

#### **P. Minutes of the Board**

Records of Board action shall be set forth in full in the official minutes of the Board. The minutes shall be kept on file as the permanent official records of the District. The Secretary shall act as custodian of the minutes and shall make them available to any citizen desiring to examine them during office hours of the District. Duplicated copies of the minutes shall be prepared promptly after each meeting and shall be distributed to members of the Board at least four (4) days prior to the next regular meeting.

### **V. ADMINISTRATION AND FINANCE**

**A. Fiscal Year**

The fiscal year of the Fox Valley Park District shall be from ~~May~~ January 1 to the next ~~April~~ December 31 of each year, beginning on January 1, 2017.

**B. Budget/Appropriation Levy**

The Board of Trustees shall adopt an annual Budget and Appropriation Ordinance on or before June 30 of each fiscal year and a Levy Ordinance on or before the December Board meeting of each year.

**C. Annual Audit**

There shall be an annual independent audit of all funds and accounts of the District by Certified Public Accountants licensed to practice public accounting in the State of Illinois.

**D. Evaluation of Executive Director**

The Board of Trustees shall conduct an evaluation of the Executive Director as specified in the employment agreement.

**E. District Attorney**

The Attorney shall serve in an advisory capacity to the Board of Trustees and the Executive Director.

**F. Adherence to Law**

This Board expressly adopts as its policy a determination to adhere strictly to and conform with all applicable laws of the Federal Government and of the State of Illinois as they may from time to time become enacted, pertaining to this and all other aspects of Board functions. All Board members and employees are expected to know and shall be responsible for observing all provisions of the law and all rules and regulations of the Board pertinent to their activities as Board members and employees of the District.

**G. Participation in Professional Meetings**

Out-of-pocket expenses will be reimbursed by the District for all park-oriented meetings a Board member may attend. An approved budget for national and state meetings will be approved in advance of such meetings. Board members are encouraged to attend such meetings that will further the broad aims of park and recreation services for the community.

**H. Open Meetings Act Training (OMA)**

Board of Trustees shall be required to receive training on compliance with the Open Meetings Act (OMA) by successfully completing the electronic training curriculum developed and administered by the Attorney General’s Public Access Counselor within ninety days of taking office and assuming the responsibilities of a member of the Board of Trustees. Board members may also attend an OMA training class/seminar sponsored by local officials. Upon successful completion of the training curriculum, Board members shall file a copy of the certificate of completion with the public body or Board Secretary, sec. 120/1/05 Training of the Open Meetings Act (5 ILCS 120/1/02, et seq). It is also required that one or more staff members be designated by the Board to receive annual OMA training.

**I. Freedom of Information Act (FOIA)**

The Board of Trustees shall appoint one or more of its members or one or more staff members to act as the Freedom of Information Officers of the District. Such FOIA Officer(s) shall receive the appropriate training to act in such capacity within thirty (30) days of being appointed to the position and shall be responsible to act in accordance with the provisions of FOIA, as amended from time to time, including annual supplemental training.

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