



**PrairieCat Administrative Council  
Agenda  
June 7th, 2024**

The Council will meet on Friday, June 7th, 2024, 10:30 am –1 pm  
In person at the DeKalb Public Library, 309 Oak Street, DeKalb, IL  
The meeting will also be available online via Zoom:

<https://prairiecat-org.zoom.us/meeting/register/tZUqf-mtrDstHNeWUPipGNhGb58b55U0MI8i#/registration>

- I. Call to order, Welcome and Introductions
- II. Introduction of Visitors and Public Comments
- III. Review Agenda for Additions/Changes
- IV. Consent Agenda (pp. 2-15)
  - a. Approve minutes for May 3rd, 2024 PrairieCat Administrative Council meetings
  - b. Approve financial report for April 2024
  - c. Approve check registers
  - d. Statistical reports
- V. Membership Update
  - a. Update on new and upgrading members
  - b. Update on current training and engagement projects
- VI. Administrative Issues
  - a. Review election results (pp. 16-17)
  - b. Recognize departing Council members
  - c. ACTION: Elect FY25 officers
  - d. ACTION: Approve check signers, FY25
  - e. ACTION: Review closed session meeting recordings for release or deletion for recordings over 18 months old
  - f. ACTION: Appoint Committee chairs, Finance and Resource Sharing Committees and voting representative to the RAILS Consortia Committee
  - g. Discussion, Mobile App RFI/RFP
  - h. Discussion and review, proposed bylaws changes and corrections (pp. 18-39)
- VII. Vote to Adjourn to closed session pursuant to 5 ILCS 120/2: the appointment, employment, compensation, discipline, performance, or dismissal of specific employees of the public body
- VIII. Reconvene
  - a. ACTION: Approve outcome of closed session discussion, including compensation decisions.
- IX. Ad Hoc Committee Updates
  - a. Resource Sharing Committee – No report
  - b. Finance Committee – no report
- X. Review of Meeting – what worked and what didn't
- XI. Public Comments
- XII. Adjournment  
Next Meeting – Friday, July 12, 2024, Princeton Public Library

220 W. 23rd Avenue  
Coal Valley, IL 61240  
(877) 542-7257  
<http://support.prairiecat.info>



## VI. Membership Update

- a. Update on new and upgrading members.  
Smith (PrairieCat) stated that Mills and Petrie's upgrade from Union List to Basic Online membership was approved by the Delegates Assembly in April. PrairieCat can now move forward with the upgrading process. We will set up calls with the library to ensure the project stays on track. Manhattan Elwood is moving forward with their new branch in Elwood. This will be a smaller project for the PrairieCat staff.
- b. Update on current training and engagement projects  
Smith (PrairieCat) reminded the Council that the Member Updates are May 7, 8, and 10. The in-person locations are Pearl City, Sherrard, Fossil Ridge and Woodstock. Friday the 10<sup>th</sup> will be online via Zoom. PUG Day programs will soon be finalized with registration opening in June. We do have a pretty full slate already.

Smith continued saying PrairieCat does have an open position that is posted on our website and on the RAILS job board for a User Experience Specialist. This position will report to Smith and help support our end user products, such as, discover kids' catalog, LX starter and the mobile app.

Smith explained that PrairieCat surveyed their Union List members to get a better understanding of their configuration and how they are set up. This came about the last time we did our semi-annual compliance review. The typical noncompliance members are Union List and Schools, so we wanted to make sure that PrairieCat is meeting their needs and/or what makes the most sense for these members moving forward. Most respondents, particularly from public and school sectors, indicated no immediate need for an upgrade, citing budget concerns or current system fulfillment. However, some expressed interest in exploring this option further, particularly when automated, to enhance reach, especially for students without public library access. She also presented data on borrowing patterns, indicating that some members pay for the service but do not borrow frequently, raising the question of cost-effectiveness.

## VII. Administrative Issues

- a. Review final election slate  
Coulter (PrairieCat) shared the nominees for the upcoming FY25 election. She noted that we did not receive any nominations for the Tier 3 Technical Services Committee seats. We recommend changing these seats to At Large to pull in more volunteers. However, after considering various perspectives, it was decided that PrairieCat will work together to come up with a long-term change to the bylaws and bring it back to the Council next month for approval.
- b. Review of the Custom Consortia Executive Director Compensation & Benefits Survey  
Coulter (PrairieCat) explained HR Source put together a proposal for us to evaluate the salary and benefits of the Director position. The Custom Consortia Executive Director Compensation & Benefits Survey came in at \$2,000. The Council agreed to move forward with the survey.
- c. Review progress on strategic plan

Coulter (PrairieCat) highlighted the need to update the strategic plan and activity plan, suggesting that they could do it internally instead of hiring a consultant. She proposed using the existing framework as a basis for us to update the strategic plan and activity plan.

- d. ACTION: Approve revisions to General Policy Manual, eligibility requirements for school libraries  
Coulter (PrairieCat) shared the proposed changes to the General Policy Manual. These changes are to clean up the manual due to being out of date.

**MOTION #2**

**Faulkner (DK) moved and Bryant (PT) seconded to approve the revisions to the General Policy Manual, eligibility requirements for school libraries. There was no discussion on the motion.**

**\*Motion carried by vocal affirmation**

**Ayes: 7**

**Nays: 0**

**Abstentions: 0**

- e. ACTION: Approve changes to the "years of service" policy  
Coulter (PrairieCat) explained that when we introduced the Years of Service policy, we had adopted the wording from RAILS. When the accountants saw they policy, which is RAILS policy as well, they explained to us that the wording in the policy will pay out every year after five years. This was not the intention of PrairieCat's policy. We have adjusted the wording so that it is clear the Years of Service policy pays out only every five years.

**MOTION #3**

**Faulkner (DK) moved and Wayland (PR) seconded to approve the changes to the Years of Service policy as presented. There was no discussion on the motion.**

**\*Motion carried by vocal affirmation**

**Ayes: 7**

**Nays: 0**

**Abstentions: 0**

- f. ACTION: Discussion and approval, changes to bills notices process per recommendation from the Circulation committee  
Coulter (PrairieCat) stated Currently, replacement bills are mailed to patrons at 21 or 28 days after the due date (for fine-free libraries) or 44 days after the due date (for non-fine-free libraries). Once the replacement bill has been generated, no further bills are produced. This new option will allow us to send additional bills to patrons after the replacement bill has been sent. For example, we could choose to send 2 additional bills 30 days apart. Libraries can choose to have these additional bills sent or not; however, the number of bills and the timeframe for sending them is a consortium-wide setting and cannot be customized for individual libraries. The Committed voted and approved 2 additional bills, each 30 days apart. They ask that the Administrative Council approve their decision, as this impacts all PrairieCat members.

**MOTION #4**

**Bryant (PT) moved and McCully (BD) seconded to approve the changes to bills notices process per recommendation from the Circulation Committee. There was no discussion on the motion.**

**\*Motion carried by vocal affirmation**

**Ayes: 7**

**Nays: 0**

**Abstentions: 0**

VIII. Ad Hoc Committee Updates

- a. Resource Sharing Committee – Review of 4/24/24 meeting  
Coulter (PrairieCat) stated that the Resource Sharing Committee met after the Delegates Assembly on April 24<sup>th</sup>. They reviewed the feedback from the Resource Sharing Summit and suggestions for future meetings. The other discussion was about patrons from non-PrairieCat libraries placing holds on PrairieCat collections. She mentioned that Johnsbury and Woodstock were interested in having reciprocal borrowing with nearby non-PrairieCat libraries, but there were systemic problems with this approach. A solution was proposed to provide two cards or barcodes, one for reciprocal borrowing and one for local holds. However, we would need to understand who would want to use this system and how it would be communicated in the library catalog. She also pointed out potential complications, such as patrons from one library using their card to access another, even if they didn't contribute to that library's tax base. The Committee decided to survey the membership about providing holds to non-PrairieCat reciprocal borrowers and review it at the next meeting.

- b. Finance Committee – No report

IX. Review of Meeting – what worked and what didn't.  
The meeting went well.

X. Public Comments  
There were no public comments.

XI. Adjournment  
The meeting adjourned at 11:32 am.

Next Meeting – Friday, June 7<sup>th</sup>, DeKalb Public Library

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FY2024 PrairieCat Administrative Council MOTIONS July 2023 - June 2024			M – Motion made by      Y - Yes      Abstain - Abs      A - Absent 2nd – Motion seconded by      N - No      NA - No Answer      NP - Not present												
Meeting Date:05/03/2024	Vote Summary			Votes											
MOTION	Aye	Nay	Abstention	Victoria Blackmer (CV)	Kim Brozovich (RP)	Penny Bryant (PT)	Emily Faulkner (DK)	Megan Gove (TF)	Ashley Huffines (FP)	Michelle Krooswyk (NL)	Kelly McCully (BD)	Beth Ryan (JO)	Julie Wayland (PR)	Laura Watson (HC)	
to approve the consent agenda as presented.								A		A		A		Z	
to approve revisions to the Generaly Policy Manual, eligibility requirements for school libraries as presented.								A		A		A		Z	
to approve the changes to the Years of Service Policy as presented.								A		A		A		Z	
to approve the recommended changes to bills notices process.								A		A		A		Z	



**Date:** 6/7/2024  
**To:** PrairieCat Administrative Council  
**From:** Elena Mendoza, RAILS Staff Accountant  
**Subject:** PrairieCat Financial Report – April 2024

Please find attached the PrairieCat Financial Reports for the month of April 2024. The attached statements include the Cash Report, Balance Sheet, Statement of Revenues and Expenses, and Check Register for the period of April 18 through May 15.

As of April 30, of the total cash balance of \$1,675,814, \$986,508 was undesignated working cash, \$684,020 was designated for capital reserves, and \$5,286 was eCommerce receipts payable to the membership. Cash increased \$288,422 during the month of April primarily due to payments from member libraries (\$280,178) as well as the receipt of the RAILS quarterly support grant payment (\$129,194). These payments from members and other receipts were partially offset by payroll-related expenses (\$69,352), quarterly member eCommerce pay-outs (\$17,205), the monthly LIMRiCC health insurance expense (\$16,909), the February/March credit card payment (\$8,598), as well as several other vendor expenses.

The balance of working cash was sufficient to fund 5.9 months of budgeted FY2024 operating expenses, and the capital reserves amount could fund an additional 4.1 months of budgeted operating expenses. In addition, the \$452,200 principal of PrairieCat's CDs would be sufficient to fund an additional 2.7 months of budgeted operating expenses.

Total revenues through April of \$1,675,450 were \$1,787 below budget primarily due to the budgeted amount of the RAILS support grant which included the in-kind services that RAILS provides PrairieCat. These services are deducted from the total grant support allocation, the net of which is recorded as support grant revenue. This below budget amount is partially offset by the above budget addition of the Winnebago Public Library migration and data scoping fees (\$14,000); their one-time capital reserve contribution (\$5,000); and their third and fourth quarter member fees (\$3,474 per quarter). The migration and data scoping revenues do not add to PrairieCat's net asset balance since they are completely offset by the corresponding vendor expense recorded in information service costs. Other above budget revenues included investment income through April, as well as reimbursements for PrairieCat's User Group Day (PUG Day) catering costs which are partially offset by the corresponding vendor expenses recorded in conferences and continuing education meetings.

Total year-to-date interest as of the end of April was \$35,008, which was \$20,008 above the year-to-date budgeted amount of \$15,000 and \$11,684 above the year-to-date interest earned as of one year ago (April 2023). During the Federal Reserve's May meeting, they chose for the sixth consecutive time to

hold the interest rate steady, and expressed not reducing rates until inflation is more securely under control. Their projections for calendar year 2024 and 2025 rates are 4.6% and 3.6%, respectively, and their next meeting will occur on June 12. The average April interest rates were 5.422% and 5.201% for the IL Funds and iPrime money market (ISC) accounts, respectively, which slightly increased for IL Funds but slightly decreased for iPrime from the March average interest rates of 5.403% and 5.206%.

Total expenses through April of \$1,590,053 were \$53,689 below budget primarily due to under budget Professional Services (\$32,591), Contractual Services expenses (\$32,461), Personnel Costs (\$28,852), Travel and Continuing Education costs (\$3,938), and Vehicle expenses (\$3,779). Professional Services costs were below budget primarily due to the budgeted RAILS accounting service costs. These in-kind services are deducted from the overall total support grant allocation and are not invoiced to PrairieCat. This below budget amount is also due to a lower than budgeted need for legal services through April, partially offset by above budget consulting costs for programming support for PrairieCat's new website as well as HR Source benchmarking project expenses.

Contractual Services expenses were under budget primarily due to the way that the Innovative Interfaces Sierra, Vega Discover, and hosting subscriptions are required to be recorded under the Governmental Accounting Standards Board's Statement No. 96, which provides guidance on the accounting and financial reporting for Subscription-Based Information Technology Arrangements (SBITAs) for government end-users. Under this statement, PrairieCat records monthly amortization expense of the total amount of each contractual agreement as well as interest expense over the subscription terms, at the present value of subscription payments. The goal of this statement is to recognize that the signing of these agreements constitutes a right to use the asset (subscription) in question. These assets are treated as though they are being purchased under a financing arrangement with an interest expense component, capitalized similarly to other assets, and depreciated (amortized) over the term of the agreement. Formerly, the Sierra, Vega Discover, and hosting subscriptions were expensed to information service costs and other contractual services.

Personnel expenses were under budget mostly due to the current open position and favorable to budget staff health insurance elections. Travel and Continuing Education costs were overall below budget through April but are expected to rise slightly as conferences and in-person member and governance meetings continue to occur. These below budget costs were partially offset by above budget conferences and continuing education meetings expense primarily due to PrairieCat's Users Group Day (PUG Day). Other below budget expenses were due to a lower than budgeted cost of and need for vehicle repairs and maintenance, fuel, vehicle insurance, vehicle leasing and rent, and other vehicle expenses through April. These below budget costs were partially offset by above budget interest expense related to the SBITAs discussed above.



**PRAIRIECAT  
CASH REPORT  
FOR THE PERIOD ENDING April 30, 2024**

Beginning Cash Balance	\$ 1,387,391.79
Cash Received	
Payments from Member Libraries, etc.	410,200.08
Interest - BankORION	317.53
Interest - Illinois Funds	1,069.50
Interest - PMA	212.34
eCommerce Receipts Payable	6,292.66
Total Cash Received	<u>418,092.11</u>
Expenses Paid	
Checks and Vendor ACH Payments	51,270.81
Payroll and Retirement Contributions	69,351.66
ACH Credit Card Payments	8,598.30
Miscellaneous (Lockbox & Misc. Bank Fees, eCommerce Fees, etc.)	449.04
Total Disbursements	<u>129,669.81</u>
Ending Cash Balance	<u><u>\$ 1,675,814.09</u></u>

**CASH DETAILS:**

Member Library Deposit Accounts/Prepayments	\$ -
eCommerce Cash Receipts Payable	5,286.09
Capital Reserve Designation	684,020.50
Working Cash	986,507.50

**TOTAL CASH** \$ 1,675,814.09

**PAYPAL FUNDS DETAILS:**

April PayPal Receipts in Transit to Bank	\$399.72
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**CD INVESTMENT DETAILS:**

Cornerstone Bank: 24-month CD Principal @ 5.112% Interest 8/30/2023 - 8/27/2025	\$ 226,050.00
Financial Federal Bank: 24-month CD Principal @ 5.250% Interest 8/30/2023 - 8/27/2025	\$ 226,150.00
Accrued Investment Income as of April 2024	\$ 15,901.53

**TOTAL CURRENT CD INVESTMENT VALUE** \$ 468,101.53

Invested in Capital Assets Balance as of April 2024	\$0.00
Invested Subscription IT Arrangement Capital Assets Balance as of April 2024	\$1,438,024.45
Unrestricted Fund Balance as of April 2024	\$571,263.63

FY24 operating expenses excluding planned capital reserve designation:	\$ 1,992,687.41
Working Cash % of operating expenses:	49.51%

**PrairieCat**  
Balance Sheet  
As of 4/30/2024

	Balance End of Month
<b>Assets</b>	
Cash & cash equivalents	
Cash - Bank Orion	1,384,837.43
Cash - Illinois Funds	241,090.38
Cash - PMA	49,886.28
PayPal Funds	<u>399.72</u>
Total Cash & cash equivalents	1,676,213.81
Investments	452,200.00
Accounts receivables	54,778.84
Accrued investment income	15,901.53
Prepaid expenses	183,127.97
Capital Assets, net	
Computers	287,558.00
Vehicles	12,450.50
Subscription Based IT Arrangements	2,076,142.00
Accumulated Depreciation	(300,008.50)
Accumulated Amortization - Subscription Based IT Arrangement	<u>(638,117.55)</u>
Total Capital Assets, net	1,438,024.45
Other Assets	
Deferred Outflows - Pension	<u>507,441.62</u>
Total Other Assets	<u>507,441.62</u>
Total Assets	<u>4,327,688.22</u>
<b>Liabilities</b>	
Accrued liabilities	0.22
eCommerce Receipts Payable	5,685.81
Payroll	
Pension Payable	<u>9,412.60</u>
Total Payroll	9,412.60
Deferred revenue	334,466.80
Compensated absences	36,203.28
Net Pension Liability	481,796.00
Other long-term obligations	
Deferred Inflows - Pension	1,647.00
Deferred Inflows - OPEB	2,819.00
Subscription Based IT Arrangements Payable	<u>1,446,369.43</u>
Total Other long-term obligations	<u>1,450,835.43</u>
Total Liabilities	<u>2,318,400.14</u>
<b>Net Assets</b>	
Beginning Net Assets	1,923,891.64
Current YTD Net Income	<u>85,396.44</u>
Total Net Assets	<u>2,009,288.08</u>
Total Liabilities and Net Assets	<u><u>4,327,688.22</u></u>

**PrairieCat**

Statement of Revenues and Expenses - FY24 is 83.33% Completed  
From 4/1/2024 Through 4/30/2024

	<u>Current Month</u>	<u>YTD Actual</u>	<u>YTD Budget - Original</u>	<u>Percent of YTD Budget</u>	<u>Total Budget - Original</u>	<u>Percent of Annual Budget</u>
<b>REVENUES</b>						
Fees for Services and Materials						
Union List Member Revenue	2,499.58	24,995.80	24,995.00	100.00%	29,995.00	83.33%
Fully Participating and Basic Online Member Revenue	102,921.58	1,022,844.30	1,018,597.00	100.41%	1,222,316.14	83.68%
ILL Barcode Revenue	300.00	2,800.00	2,500.00	112.00%	3,000.00	93.33%
Fully Participating & Basic Online - CR Contribution	5,085.59	55,541.40	50,331.00	110.35%	60,398.00	91.95%
Union List - CR Contribution	457.92	4,579.20	4,580.00	99.98%	5,495.00	83.33%
<b>Total Fees for Services and Materials</b>	<b>111,264.67</b>	<b>1,110,760.70</b>	<b>1,101,003.00</b>	<b>100.89%</b>	<b>1,321,204.14</b>	<b>84.07%</b>
Reimbursements						
Reimbursements	1,540.60	29,406.00	16,960.50	173.37%	20,353.28	144.47%
Reimbursements - Hosting Fee	4,241.01	42,148.07	41,973.00	100.41%	50,368.00	83.68%
Reimbursements - PUG Day/DA Fees	0.00	3,234.00	0.00	0.00%	0.00	0.00%
Reimbursements - Capira Mobile App	2,474.17	24,242.66	28,750.00	84.32%	34,500.00	70.26%
<b>Total Reimbursements</b>	<b>8,255.78</b>	<b>99,030.73</b>	<b>87,683.50</b>	<b>112.94%</b>	<b>105,221.28</b>	<b>94.12%</b>
Investment Income	3,584.28	35,008.35	15,000.00	233.38%	18,000.00	194.49%
Other						
Other Grants	0.00	0.00	1,666.00	0.00%	2,000.00	0.00%
Other Grants - RAILS Grants for Members	43,064.70	430,647.00	471,051.00	91.42%	565,262.00	76.18%
Other Revenue	0.00	3.03	833.00	0.36%	1,000.00	0.30%
<b>Total Other</b>	<b>43,064.70</b>	<b>430,650.03</b>	<b>473,550.00</b>	<b>90.94%</b>	<b>568,262.00</b>	<b>75.78%</b>
<b>Total REVENUES</b>	<b>166,169.43</b>	<b>1,675,449.81</b>	<b>1,677,236.50</b>	<b>99.89%</b>	<b>2,012,687.42</b>	<b>83.24%</b>
<b>EXPENSES</b>						
Personnel						
Other Professionals	46,272.11	529,952.13	543,069.00	97.58%	672,370.57	78.81%
Support Services	11,657.03	118,553.79	114,001.00	103.99%	141,146.97	83.99%
Social Security Taxes	4,110.99	46,159.41	50,265.00	91.83%	62,234.09	74.17%
Unemployment Insurance	0.00	0.00	2,917.00	0.00%	3,500.00	0.00%
Worker's Compensation	168.33	1,056.30	1,433.00	73.71%	1,720.00	61.41%
Retirement Benefits	6,798.40	80,281.20	84,893.00	94.56%	105,106.47	76.38%
Health, Dental And Life Insurance	12,311.17	135,294.45	142,385.00	95.02%	170,861.58	79.18%
Other Fringe Benefits	180.00	637.00	833.00	76.47%	1,000.00	63.70%
Tuition Reimbursements	0.00	0.00	416.00	0.00%	500.00	0.00%
Staff Professional Memberships	0.00	258.32	833.00	31.01%	1,000.00	25.83%
<b>Total Personnel</b>	<b>81,498.03</b>	<b>912,192.60</b>	<b>941,045.00</b>	<b>96.93%</b>	<b>1,159,439.68</b>	<b>78.68%</b>
Buildings and Grounds						
Property Insurance	232.12	2,320.84	2,083.00	111.41%	2,500.00	92.83%
<b>Total Buildings and Grounds</b>	<b>232.12</b>	<b>2,320.84</b>	<b>2,083.00</b>	<b>111.42%</b>	<b>2,500.00</b>	<b>92.83%</b>
Vehicle Expenses						

**PrairieCat**

Statement of Revenues and Expenses - FY24 is 83.33% Completed

From 4/1/2024 Through 4/30/2024

	<u>Current Month</u>	<u>YTD Actual</u>	<u>YTD Budget - Original</u>	<u>Percent of YTD Budget</u>	<u>Total Budget - Original</u>	<u>Percent of Annual Budget</u>
Fuel	1.19	707.48	1,666.00	42.46%	2,000.00	35.37%
Repairs And Maintenance	1.75	241.69	1,666.00	14.50%	2,000.00	12.08%
Vehicle Insurance	121.87	1,063.34	1,666.00	63.82%	2,000.00	53.16%
Vehicles Leasing And Rent	0.00	134.38	416.00	32.30%	500.00	26.87%
Other Vehicle Expenses	0.00	112.80	625.00	18.04%	750.00	15.04%
<b>Total Vehicle Expenses</b>	<b>124.81</b>	<b>2,259.69</b>	<b>6,039.00</b>	<b>37.42%</b>	<b>7,250.00</b>	<b>31.17%</b>
<b>Travel and Continuing Education</b>						
In-State Travel	1,220.69	4,904.04	4,166.00	117.71%	5,000.00	98.08%
Out-Of-State Travel	0.00	1,881.49	5,833.00	32.25%	7,000.00	26.87%
Registrations And Meeting, Other Fees	133.80	3,609.93	8,333.00	43.32%	10,000.00	36.09%
Conferences And Continuing Education Meetings	722.45	15,250.15	12,500.00	122.00%	15,000.00	101.66%
Public Relations	0.00	1,664.24	416.00	400.05%	500.00	332.84%
<b>Total Travel and Continuing Education</b>	<b>2,076.94</b>	<b>27,309.85</b>	<b>31,248.00</b>	<b>87.40%</b>	<b>37,500.00</b>	<b>72.83%</b>
<b>Commercial Insurance</b>	<b>604.87</b>	<b>6,048.34</b>	<b>9,500.00</b>	<b>63.66%</b>	<b>11,400.00</b>	<b>53.05%</b>
<b>Supplies, Postage and Printing</b>						
Computers, Software And Supplies	3,103.71	23,566.83	25,405.00	92.76%	30,486.00	77.30%
General Office Supplies And Equipment	17.99	432.14	2,083.00	20.74%	2,500.00	17.28%
Postage	0.00	94.44	0.00	0.00%	0.00	0.00%
<b>Total Supplies, Postage and Printing</b>	<b>3,121.70</b>	<b>24,093.41</b>	<b>27,488.00</b>	<b>87.65%</b>	<b>32,986.00</b>	<b>73.04%</b>
<b>Telephone and Telecommunications</b>	<b>515.93</b>	<b>2,260.20</b>	<b>4,583.00</b>	<b>49.31%</b>	<b>5,500.00</b>	<b>41.09%</b>
<b>Equipment Repair and Maintenance</b>						
Equipment Repair And Maintenance Agreements	49.09	892.95	2,500.00	35.71%	3,000.00	29.76%
<b>Total Equipment Repair and Maintenance</b>	<b>49.09</b>	<b>892.95</b>	<b>2,500.00</b>	<b>35.72%</b>	<b>3,000.00</b>	<b>29.77%</b>
<b>Professional Services</b>						
Legal	470.00	1,330.50	5,833.00	22.80%	7,000.00	19.00%
Accounting	0.00	4,800.00	46,333.00	10.35%	55,600.00	8.63%
Consulting	2,340.00	15,534.50	2,083.00	745.77%	2,500.00	621.38%
Payroll Service Fees	590.24	6,660.48	6,667.00	99.90%	8,000.00	83.25%
<b>Total Professional Services</b>	<b>3,400.24</b>	<b>28,325.48</b>	<b>60,916.00</b>	<b>46.50%</b>	<b>73,100.00</b>	<b>38.75%</b>
<b>Contractual Services</b>						
Information Service Costs	17,628.57	206,810.74	478,676.50	43.20%	574,411.73	36.00%
Outside Printing Services	0.00	0.00	1,666.00	0.00%	2,000.00	0.00%
Other Contractual Services	261.67	2,596.69	71,333.00	3.64%	85,600.00	3.03%
Amortization - Subscription Based IT Arrangements	34,602.34	309,807.55	0.00	0.00%	0.00	0.00%
<b>Total Contractual Services</b>	<b>52,492.58</b>	<b>519,214.98</b>	<b>551,675.50</b>	<b>94.12%</b>	<b>662,011.73</b>	<b>78.43%</b>
<b>Professional Association Membership Dues</b>	<b>99.58</b>	<b>1,482.68</b>	<b>1,666.00</b>	<b>88.99%</b>	<b>2,000.00</b>	<b>74.13%</b>

**PrairieCat**

Statement of Revenues and Expenses - FY24 is 83.33% Completed  
From 4/1/2024 Through 4/30/2024

	<u>Current Month</u>	<u>YTD Actual</u>	<u>YTD Budget - Original</u>	<u>Percent of YTD Budget</u>	<u>Total Budget - Original</u>	<u>Percent of Annual Budget</u>
SBITA Interest	5,884.75	58,847.50	0.00	0.00%	0.00	0.00%
Miscellaneous	101.50	891.32	416.00	214.25%	500.00	178.26%
Miscellaneous - eCommerce Fees	347.54	3,913.53	4,583.00	85.39%	5,500.00	71.15%
Total EXPENSES	<u>150,549.68</u>	<u>1,590,053.37</u>	<u>1,643,742.50</u>	<u>96.73%</u>	<u>2,002,687.41</u>	<u>79.40%</u>
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENSES	<u>15,619.75</u>	<u>85,396.44</u>	<u>33,494.00</u>	<u>254.96%</u>	<u>10,000.01</u>	<u>853.96%</u>

**PrairieCat**  
Check/Voucher Register  
1000 - Cash - Bank Orion  
From 4/18/2024 Through 5/15/2024

Vendor Name	Effective Date	Check Amount
ALTA LANGUAGE SERVICES, INC	4/23/2024	125.00
CAROLYN COULTER	4/23/2024	50.00
CHELSEY KNIPPEL	4/23/2024	305.92
CHELSEY KNIPPEL	4/23/2024	49.92
EDWARD ZANELLI	4/23/2024	142.04
EDWARD ZANELLI	4/23/2024	33.97
ELIZABETH SMITH	4/23/2024	55.48
ELIZABETH SMITH	4/23/2024	56.60
JASON JENSEN	4/23/2024	20.10
JASON JENSEN	4/23/2024	47.92
MAGDA BONNY	4/23/2024	275.50
MATTHEW MATURO	4/23/2024	79.73
MATTHEW MATURO	4/23/2024	50.08
MELISSA LANDIS	4/23/2024	122.21
MELISSA LANDIS	4/23/2024	43.29
Pecatonica CUSD #321	4/23/2024	828.24
ROY AREY	4/23/2024	191.62
ROY AREY	4/23/2024	65.13
SANDRA TEDDER	4/23/2024	41.65
Selective Insurance	4/23/2024	5,398.00
Paycom Payroll LLC	4/25/2024	295.12
Paycom Payroll LLC	4/25/2024	18,422.62
Paycom Payroll LLC	4/25/2024	7,466.09
WEX Bank	4/25/2024	1.19
ICMA Retirement Corporation	4/26/2024	1,399.03
Mel Foster Co. Insurance	4/26/2024	6,363.00
Bank Orion	4/30/2024	71.50
SPRINGSHARE LLC	5/1/2024	3,932.00
First Bankcard	5/2/2024	2,703.83
MerchantE	5/2/2024	250.74
MerchantE	5/2/2024	44.95
Klein, Thorpe and Jenkins, Ltd.	5/7/2024	517.00
LIMRICC	5/7/2024	16,908.93
Paycom Payroll LLC	5/9/2024	295.12
Paycom Payroll LLC	5/9/2024	18,483.93
Paycom Payroll LLC	5/9/2024	7,496.75
Bank Orion	5/9/2024	20.00
ICMA Retirement Corporation	5/10/2024	1,408.91
Illinois Municipal Retirement Fund	5/15/2024	9,412.19
Mel Foster Co. Insurance	5/15/2024	93.00
Report Total		103,568.30

	July 2023	July 2022	Aug 2023	Aug 2022	Sept 2023	Sept 2022	Oct 2023	Oct 2022	Nov 2023	Nov 2022	Dec 2023	Dec 2022	Jan 2024	Jan 2023	Feb 2024	Feb 2023	Mar 2024	Mar 2023	Apr 2024	Apr 2023
<b>General</b>																				
Bibliographic records	1,218,077	1,211,017	1,217,302	1,209,331	1,216,208	1,206,499	1,216,495	1,226,849	1,216,364	1,225,612	1,216,365	1,224,624	1,222,886	1,223,124	1,222,565	1,221,543	1,221,501	1,221,663	1,219,816	1,222,047
Item records	5,130,722	5,142,475	5,129,098	5,141,450	5,123,012	5,118,515	5,125,136	5,170,302	5,124,224	5,164,903	5,127,210	5,160,306	5,155,545	5,155,078	5,149,712	5,142,598	5,144,970	5,142,184	5,135,471	5,148,380
Patron records	335,278	349,095	341,166	354,815	342,997	358,694	347,210	371,248	349,926	372,189	352,763	372,299	358,333	374,606	361,629	377,525	366,184	380,479	365,986	366,283
Total circulation	444,070	442,427	416,179	431,013	386,250	392,512	397,018	386,612	380,267	379,399	333,404	329,603	393,151	404,704	386,659	378,131	405,374	432,486	399,412	373,796
ILL transactions on LLSAP	52,525	52,033	56,782	57,066	57,359	54,709	56,523	52,583	55,202	52,224	48,482	45,731	58,226	62,328	58,046	55,892	56,412	63,062	56,066	51,601
Reciprocal borrowing	49,484	49,276	47,347	48,160	44,004	43,301	44,064	43,631	42,949	42,487	37,062	36,391	45,596	45,815	44,333	44,489	48,419	50,995	46,229	43,442
<b>Training, Outreach and Engagement</b>																				
Training events	6	7	10	2	6	7	7	4	6	7	7	8	5	6	6	6	10	3	7	3
Training participants	80	23	74	12	20	17	23	202	23	16	22	64	25	17	25	14	53	14	44	6
Training contact hours	132	33	92	18	38	25	45	301	48	21	31	73	62	25	45	20	107	22	93	6
TalentLMS Course Completions	228	292	265	420	283	302	237	302	247	184	141	126	313	228	265	192	221	207	231	192
Site visits	2	1	1	4	1	-	1	5	2	2	3	2	3	1	1	2	2	1	1	4
Member Meetings/Events	5	10	13	9	9	10	10	10	7	6	7	9	11	7	7	9	9	7	7	9
Meeting/Event participants	150	183	172	129	348	406	210	201	55	80	60	154	188	165	146	140	99	46	227	219
Meeting/Event contact hours	393	257	230	184	1,740	85	343	322	53	251	75	197	310	276	187	214	261	55	371	459
<b>Troubleshooting</b>																				
HelpDesk Calls Opened	186	242	307	388	242	236	301	291	276	384	268	285	281	247	401	320	330	327	367	263
HelpDesk Calls Closed	227	225	298	385	231	193	285	281	256	364	336	251	313	248	341	512	345	339	333	256
<b>Database Enrichment</b>																				
Bibload records loaded - PC staff	1,701	1,980	1,537	1,620	1,793	1,751	1,817	1,520	1,914	1,801	1,753	1,562	1,322	1,857	1,412	1,532	1,387	1,774	1,534	1,372
Bibload records loaded - MARC catalogers	2,093	1,968	2,955	2,173	2,708	2,481	2,491	2,273	2,100	2,266	1,525	1,688	1,928	1,750	2,548	1,909	2,790	2,722	2,414	2,250
Cleanup/overlays/merges - PC staff	1,189	704	748	2,712	988	1,417	840	3,051	847	2,537	724	1,226	1,686	1,656	2,909	1,499	1,136	1,717	979	931
Cleanup/overlays/merges - MARC catalogers	864	825	852	1,142	1,291	1,320	1,087	913	902	1,178	586	896	789	906	908	767	1,073	1,026	865	1,068
Enhancements/corrections - PC staff	8	22	12	43	37	48	39	49	56	9	93	26	26	50	35	8	41	8	38	14
Enhancements/corrections - MARC catalogers	105	116	182	188	190	159	134	75	120	113	105	67	102	114	109	97	156	169	138	79
Original catalogings - PC staff	11	26	11	29	53	34	77	53	65	24	62	34	58	40	62	2	102	21	67	4
Original catalogings - MARC catalogers	45	36	29	-	18	-	43	31	32	36	14	19	35	-	38	-	32	-	30	-
Special projects (Call number conversion, ICode1 conversion, Reclamation, etc)	57,887	68,998	11,635	29,015	45,667	64,216	46,694	126,732	12,309	48,009	31,555	46,693	25,804	89,781	72,374	93,886	58,879	53,236	53,314	42,387
To see the full statistical spreadsheet, visit: <a href="https://support.prairiecat.info/gov">https://support.prairiecat.info/gov</a>																				

## FY25 Election Results

Row Labels	Count of Administrative Council   Tier 1
Huffines   Ashley Huffines, Library Director, Freeport Public Library	5
Weber   Nick Weber, Library Director, Woodstock Public Library (blank)	3
<b>Grand Total</b>	<b>8</b>

Row Labels	Count of Administrative Council   Tier 2
Ryan   Beth Ryan, Library Director, Johnsburg Public Library (blank)	14
<b>Grand Total</b>	<b>14</b>

Row Labels	Count of Administrative Council   Tier 3
Diedrich   Jenna Diedrich, Library Director, Galena Public Library	1
Diedrich   Jenna Diedrich, Library Director, Galena Public Library;Posinger   Barbara Posinger, Library Director, Sandwich Public Library District	10
Posinger   Barbara Posinger, Library Director, Sandwich Public Library District (blank)	2
<b>Grand Total</b>	<b>13</b>

Row Labels	Count of Circulation Committee   Tier 3
Wiegert   Katy Wiegert, Circulation & Marketing Manager, Freeport Public Library (blank)	13
<b>Grand Total</b>	<b>13</b>



Row Labels	Count of Circulation Committee   At Large
Erickson   Sue Erickson, Head of Circulation & Outreach, Fossil Ridge Public Library (blank)	40
<b>Grand Total</b>	<b>40</b>

Row Labels	Count of Technical Services Committee   Tier 1
Brozovich   Kim Brozovich, Director of Technical Services, Rock Island Public Library (blank)	8
<b>Grand Total</b>	<b>8</b>

Row Labels	Count of Technical Services Committee   Academic/Special/School
Nissen   Stephanie Nissen, Student Success Librarian, Rockford University (blank)	5
<b>Grand Total</b>	<b>5</b>



Date: 6/7/2024

To: PrairieCat Administrative Council

From: Carolyn Coulter, Director

Re: Further updates to PrairieCat bylaws

**Summary:**

In our ongoing effort to clarify and update our governance documents, the following changes to the PrairieCat bylaws are suggested. These bylaw changes will need to be approved at the next Delegates Assembly after review by the Administrative Council. Most deal with how PrairieCat handles our standing groups.

As previously updated in the General Policy Manual, the Technology standing committee/"Computer Keepers" has been discontinued. Other changes are suggested to the representation of the Circulation and Technical Services committees. Given the ongoing issues we have had filling these "tiered" seats, it is felt that moving more seats to at large, and expanding the number of terms an individual can serve may help with this issue.

Please see the suggested changes highlighted in the document below.

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**B Y L A W S  
O F  
P R A I R I E C A T**

**ARTICLE I - AUTHORITY**

PRAIRIECAT is established pursuant to the intergovernmental cooperation clause as set forth in Article VII, Section 10 of the Constitution of the State of Illinois, the Intergovernmental Cooperation Act, 5 ILCS 220/1 *et seq.* PRAIRIECAT shall not have or exercise any power which is not granted to a public library pursuant to Illinois law.

**ARTICLE II – DEFINITIONS**

Administrative Council – consists of eleven (11) elected representatives from the Delegates Assembly.

Delegates Assembly – consists of a representative from each Fully Participating and Basic Online Member as well as four Union Listing representatives Executive Committee – consists of the Chair, Vice Chair/Chair Elect, Secretary and Treasurer of the Administrative Council/Delegates Assembly.

Fully Participating Member – a library that has use of all existing application programs as described in Exhibit B to the Second Amended Intergovernmental Agreement, Functionality by Membership Level and whose users have full access to the benefits of the ILS. Fully Participating members are voting members and may hold any office.

Basic Online Member – a library that has limited use of existing application programs as described in Exhibit B to the Second Amended Intergovernmental Agreement, Functionality by Membership Level and whose users have limited access to the benefits of the ILS. Basic Online members are voting members and may hold any office.

Union Listing Member – a library that contributes its holdings to the database for resource sharing activities only and has limited use of existing application programs, as described in Exhibit B to the Second Amended Intergovernmental Agreement, Functionality by Membership Level. Patrons of the library are not included as part of the patron database of the integrated library system. Union Listing members are welcome to serve on Standing Groups.

Union Listing Representatives: The Union Listing members will select four Representatives to be the group’s Delegates at Delegates Assembly meetings. Each of the four Union Listing Representatives will have voting privileges at Delegates Assembly meetings. No alternates may be designated. Union Listing Representatives may hold the office of an At Large member of the Administrative Council.

Standing Groups – ~~consists of four groups: Circulation, Technical Services, Technology, and the Training & Enhancements Committee.~~ Administrative Council may establish Standing Groups as needed.

Administrative Council Committees – permanent or ad hoc committees created by the Administrative Council to address specific charges.

**ARTICLE III - ADMINISTRATIVE COUNCIL**

**SECTION 1. GENERAL POWERS AND DUTIES.** To the extent not otherwise expressly provided in these Bylaws, the affairs of PRAIRIECAT shall be managed by its

Administrative Council. In addition, the Council shall have the following specific duties:

- To set policy and direction at an operational level;
- To receive and approve recommendations from standing groups;
- To oversee fiscal operations of the consortium;
- To make recommendations to the Delegates Assembly regarding major purchases outside the approved budget;
- To create the strategic plan for PRAIRIECAT;
- To assist in the evaluation of vendors and contractors;
- To appoint Open Meetings Act and Freedom of Information Act officers;
- To review agreements and bylaws at least every 3 years; and
- To complete other tasks as assigned by the Executive Committee or Delegates Assembly.

**SECTION 2. MEMBERS OF ADMINISTRATIVE COUNCIL.** The number of members of the PRAIRIECAT Administrative Council shall be eleven (11) elected representatives from the Delegates Assembly. Their members will include:

- Two (2) delegates representing Tier 1 public library constituencies
- Two (2) delegates representing Tier 2 public library constituencies
- Two (2) delegates representing Tier 3 public library constituencies
- One (1) delegate representing academic, school and special member libraries
- Four (4) delegates serving on an At Large basis from any library type

The public library tiers are further delineated in the PRAIRIECAT General Policy Manual.

No more than one representative from the same member library can serve as a voting member on the Administrative Council at the same time.

**SECTION 3. TERMS OF OFFICE.** Each Council member shall serve a term of three years. Council members may serve only two (2) consecutive elected terms, regardless of the length of the term. Council appointments for less than six months to cover members departing before the end of their term do not count against the consecutive term limitation. The six-year term limit applies to an individual Council member, and does not limit a library from having different individuals serve as representatives on the Administrative Council for more than two consecutive terms.

**SECTION 4. ELECTIONS.** The Administrative Council Nominating Committee, composed of at least three (3) members of the Delegates Assembly, shall be charged with developing a slate of candidates for election. The Committee shall actively recruit candidates over the course of each election year cycle. In addition to candidates recruited by the Committee, members of the Delegates Assembly may nominate themselves or other candidates. Candidates shall select the category in which they are running. Union Listing Representatives are eligible to run for At Large seats only.

Each Fully Participating and Basic Online Member will vote for its own category and for the At Large seats in each election. Union Listing Representatives are eligible to vote for At Large seats only. Elections shall be held by electronic ballot. The time of beginning and closing of the ballot and the reporting of the results shall be fixed by the Administrative Council.

**SECTION 5. MEETINGS.** The Administrative Council shall establish a schedule of regular meetings as it deems appropriate, except that the Administrative Council shall meet no less frequently than once each quarter of each fiscal year. Meetings of the Administrative Council will be held customarily at PRAIRIECAT Headquarters or a Member Library, but under special circumstances they may be held at another location convenient to the public with prior approval of the Administrative Council. Robert's Rules of Order, Newly Revised Edition, shall be applicable to the conduct and business of such meetings on all matters not covered by these Bylaws. Meetings shall be noticed, held and otherwise conducted in conformance with the Illinois Open Meetings Act. The PRAIRIECAT Chair or Director shall ensure that the packet of materials for each meeting of the Administrative Council is transmitted to each member of the Administrative Council.

**SECTION 6. SPECIAL MEETINGS.** Special meetings of the Administrative Council may be called by or at the request of the Chair, the Vice Chair, or any three (3) members of the Administrative Council. Special meetings will be held at PRAIRIECAT headquarters or a Member Library, but under special circumstances they may be held at another location convenient to the public and with the prior approval of the Administrative Council.

**SECTION 7. NOTICE.** Subject to the provisions of Section 6 above, no further notice of annual or regularly scheduled meetings of the Administrative Council need be given to the individual members of the Administrative Council.

Except as hereinafter provided, notice of any special meeting of the Administrative Council shall be given at least forty-eight (48) hours prior thereto in accordance with the Open Meetings Act.

In the event that the Chair, Vice Chair, or any three (3) members of the Administrative Council shall determine that there is a financial or other emergency to PRAIRIECAT, an emergency special meeting of the Administrative Council may be held if reasonable notice thereof is given by telephone or electronic telecommunications prior to such meeting.

Notice of any meeting of the Administrative Council may be waived by electronic telecommunications or in writing signed by the person or persons entitled to the notice either before or after the time of the meeting. The attendance of a member of the Administrative Council at any meeting shall constitute a waiver of notice of such meeting, except where a member of the Administrative Council attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. The purpose of any special meeting of the Administrative Council and the business to be transacted thereat shall be specified in the notice or waiver of notice of such meeting.

**SECTION 8. QUORUM.** A majority of all members of the Administrative Council must be physically present, pursuant to Illinois law, and shall constitute a quorum of the Administrative Council for the transaction of business at any meeting of the Administrative Council, provided that if less than a quorum of the members of the Administrative Council is present at said meeting, a majority of the members of the

Administrative Council present may adjourn the meeting to another time without further notice. Regular in-person attendance by Council members is expected to ensure quorum.

**SECTION 9. VOTING.** Except as provided elsewhere in these Bylaws, a simple majority of a quorum shall be sufficient to pass on all matters. All votes will be taken at a PRAIRIECAT Administrative Council meeting. Council Members participating electronically may also vote. No substitutes or proxies shall be allowed to vote in the place of a Council Member.

Voting procedures will be reviewed annually by the PRAIRIECAT Administrative Council. Amended procedures shall become effective upon approval by Delegates Assembly following the procedures in effect prior to amendment.

**SECTION 10. COMPENSATION.** Members of the Administrative Council shall not receive any compensation for their services.

**SECTION 11. VACANCY AND REMOVAL OF COUNCIL MEMBERS.** The Council may declare a vacancy in the office of Council member when an elected or appointed Council Member has three (3) consecutive unexcused absences, if a majority votes to remove that Council Member. The Council may also declare a vacancy if a Council Member declines, fails, or is unable to serve.

If a Council Member vacates office and there are six months or more left on the term, a special election will be held from the same representative group or type. If there are fewer than six months remaining in the member's term, the Chair, or in the absence of the Chair, the Vice Chair, shall appoint a replacement from the same representative group or type to complete the term.

#### **ARTICLE IV – EXECUTIVE COMMITTEE**

**SECTION 1. EXECUTIVE COMMITTEE.** The Executive Committee of PRAIRIECAT shall be composed of the Chair, the Vice Chair (who shall be the Chair-Elect), the Secretary, and the Treasurer. The Executive Committee shall contribute agenda topics; receive and prepare information for Administrative Council review and action; act on behalf of the Administrative Council in urgent matters; schedule special meetings of the Administrative Council; and take such other action as may be directed by the Administrative Council.

The Executive Committee shall adopt rules for its own government not inconsistent with the Intergovernmental Agreement, these Bylaws or with directives established by the Administrative Council, which rules shall be in writing and shall be submitted to the Administrative Council for approval before being put into effect.

A quorum of the Executive Committee shall consist of a majority of the entire membership of the said Committee, and the affirmative vote of a simple majority of the members of the Executive Committee present at a meeting at which a quorum is present shall be the act of the Committee.



The officers shall be elected by the Administrative Council at the last general meeting before the end of PRAIRIECAT's fiscal year. They shall assume their office at the beginning of the new fiscal year in accordance with the provisions of Section 2 below. Only those persons who are members of the Administrative Council are eligible for election to the office of Chair, Vice Chair, Secretary and Treasurer.

Officers whose authority and duties are not prescribed in these Bylaws shall have the authority and perform the duties prescribed, from time to time by the Administrative Council.

**SECTION 2. ELECTION AND TERM OF OFFICE.** The term of office for each officer shall be for one (1) fiscal year of PRAIRIECAT.

The person elected as Vice Chair shall, after serving his/her term as Vice Chair, serve as Chair of PRAIRIECAT for the succeeding fiscal year.

Each officer shall hold office until his/her successor shall have been duly elected or until he/she shall resign, vacate office or shall have been removed in the same manner set forth herein. Election of an officer shall not of itself create contract rights.

**SECTION 3. VACANCIES.** In the event that the office of Chair becomes vacant, the Vice-Chair shall assume the duties of the Chair, and the Council shall elect one of its members to the office of Vice-Chair for the remainder of the term. In the event one of the other offices becomes vacant, the Council shall elect one of its other members to fill the remainder of the term at the next Council meeting.

**SECTION 4. REMOVAL.** Any officer elected or appointed by the Administrative Council may be removed by a two-thirds (2/3) vote of a quorum of Council Members whenever in its judgment the best interests of PRAIRIECAT would be served thereby.

**SECTION 5. CHAIR.** The Chair shall be the executive officer of the Council and shall have general supervision of the group. The Chair shall create agendas and preside at all meetings of the Council and Delegates Assembly. The Chair shall appoint all committees and liaisons to other groups. The Chair, with the concurrence of the Administrative Council, shall establish Standing and Ad Hoc Committees as deemed necessary to support the normal functions, special activities and purposes of PRAIRIECAT. Except in those instances which the authority to execute is expressly delegated to another officer or agent of PRAIRIECAT or a different mode of execution is expressly prescribed by the Administrative Council or these Bylaws, he/she may execute for PRAIRIECAT any contracts, deeds, mortgages, or other instruments which the Administrative Council has authorized to be executed, and he/she may accomplish such execution either individually or with the Secretary or any other officer or agent thereunto authorized by the Administrative Council, according to the requirements of the form of the instrument.

**SECTION 6. VICE CHAIR/CHAIR-ELECT.** The Vice Chair is the Chair-Elect. In the absence of the Chair or in the event of the Chair's inability or refusal to act as mandated by the Administrative Council, the Vice Chair shall perform the duties of the Chair, and when so acting shall have all the powers of and be subject to all the

restrictions upon the Chair. Except in those instances in which the authority to execute is expressly delegated to another officer or agent of PRAIRIECAT or a different mode of execution is expressly prescribed by the Administrative Council or these Bylaws, the Vice Chair may execute for PRAIRIECAT any contracts, deeds, mortgages or other instruments which the Administrative Council has authorized to be executed, and he/she may accomplish such execution either individually or with the Secretary or any other officer or agent thereunto authorized by the Administrative Council, according to the requirements of the form of the instrument.

**SECTION 7. TREASURER.** The Treasurer shall be the principal accounting and financial officer of PRAIRIECAT. In performing these duties, the Treasurer shall oversee the work of the agent, consultant or independent contractor hired to perform financial services for PRAIRIECAT. He/she shall:

- a. have charge of and be responsible for the maintenance of adequate books of account for PRAIRIECAT;
- b. have charge and custody of all funds and securities of PRAIRIECAT, and be responsible therefore, and for the receipt and disbursement thereof and, subject to the provisions of Section 4 of Article VI below, shall deposit such funds and securities in such banks as the Administrative Council shall approve from time to time;
- c. perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him/her by the Chair or by the Administrative Council; and
- d. the Treasurer shall serve as a member of the Finance Committee of the Administrative Council or of any other such committee created by the Administrative Council for consideration of annual budgetary matters.

**SECTION 8. SECRETARY.** The Secretary shall record the minutes of the meetings of the Administrative Council, Executive Committee and Delegates Assembly meetings. The Secretary shall also see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; be custodian of the official records of PRAIRIECAT; keep a register of the post office address of each member of the Administrative Council, which addresses shall be furnished to the Secretary by such member of the Administrative Council; and perform all duties incident to the office of Secretary; and such other duties as from time to time may be assigned to him/her by the Chair or by the Administrative Council. In the absence of the Secretary, the Chair shall designate another Administrative Council member as Secretary Pro Tem to keep the minutes.

## **ARTICLE V - DELEGATES ASSEMBLY**

**SECTION 1. POWERS AND DUTIES.** The Delegates Assembly shall have the following specific duties:

- To provide input to help shape Administrative Council decisions
- To receive the proposed budget at its October meeting;
- To approve the budget at its April meeting;
- To vote for open seats on the Administrative Council;
- To receive and review reports regarding PRAIRIECAT's business during the prior fiscal year;
- To approve the strategic plan; and
- To approve any purchases over \$20,000 not in the approved budget.

**SECTION 2. MEMBERS.** Each Fully Participating or Basic Online Member Library shall appoint its Chief Administrator or another staff member to act as the Fully Participating or Basic Online Member Library's representative ("Delegate") on the Delegates Assembly. The Delegate may also designate, in writing, an alternate to vote in their absence. The list of delegates and their alternates shall be provided to all Members.

Four representatives as chosen by the Union Listing members to have voting privileges at Delegates Assembly meetings. No alternates may be designated.

Each Delegate shall vote in accordance with the authority conferred by the Governing Body of the Member Library making the appointment.

For purposes of these Bylaws, the term "Governing Body" shall refer, as appropriate, to that group of persons vested with the ultimate legal and fiscal authority for the management of the affairs of the Member Library, irrespective of the name by which such group is designated by the Member Library.

**SECTION 3. MEETINGS.** Attendance at Delegates Assembly is required of all Fully Participating and Basic Online PRAIRIECAT members and the four Union Listing representatives, per the PRAIRIECAT Intergovernmental Agreement. The Delegates Assembly shall meet at least quarterly, in January, April, July and October. Annually, the Delegates Assembly shall establish dates and locations of its meetings and shall notify all Delegates of the dates and locations by July 30. Robert's Rules of Order, Newly Revised Edition, shall be applicable to the conduct and business of such meetings on all matters not covered by these Bylaws. Meetings shall be noticed, held and otherwise conducted in conformance with the Illinois Open Meetings Act. The PRAIRIECAT Chair or Director shall transmit to each member of the Delegates Assembly the packet of materials for each meeting of the Delegates Assembly.

Non-Attendance Fines:

- If a member library or Union List Delegate is not represented by their Delegate or Alternate at two of the four scheduled Delegates Assembly meetings, a fine in the amount of \$150 will be assessed to that member library.
- If a member library is not represented at the Delegates Assembly by their Delegate or Alternate **in person** at least once a year, a fine in the amount of \$150 will be assessed to that member library. This requirement is waived for Union List Delegates.

The maximum annual fine for non-attendance for each member library will be \$150.

**SECTION 4. SPECIAL MEETINGS.** Special meetings of the Delegates Assembly may be called if at least one quarter (1/4) of the Delegates request a special meeting or if the Administrative Council calls such a meeting. If the Administrative Council calls a special meeting of the Delegates Assembly, the Council will set the agenda for the meeting. Special meetings will be held at a location convenient to the public and with the prior approval of the Administrative Council.

**SECTION 5. NOTICE.** Notice of any special meeting of the Delegates Assembly shall be given at least five (5) business days prior thereto by telephone, by electronic telecommunications or by written notice to each Delegate at his/her address as shown by the records of PRAIRIECAT. If given by electronic telecommunication, such notice shall be deemed to be delivered when the electronic telecommunication is sent, provided, however, that the electronic communication must be filed with the minutes of proceedings of the Delegates Assembly. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. The purpose of any special meeting of the Delegates Assembly and the business to be transacted at the meeting shall be specified in the notice.

**SECTION 6. QUORUM.** A majority of all Delegates must be physically present, pursuant to Illinois law, and shall constitute a quorum of the Delegates Assembly for the transaction of business at any meeting of the Delegates Assembly, provided that if less than a quorum of the members of the Delegates Assembly is present at said meeting, a majority of the members of the Delegates Assembly present may adjourn the meeting to another time without further notice.

**SECTION 7. VOTING.** Except as provided elsewhere in these Bylaws, a majority vote of Delegates participating in the meeting shall be sufficient to pass on all matters. All votes will be taken at a Delegates Assembly meeting. Delegates participating electronically (via audio or video teleconference) may also vote. No substitutes or proxies shall be allowed to vote in the place of a Delegate or their designated Alternate.

A minimum of ten (10) days notice by telephone, by electronic telecommunications or by written notice shall be provided to each Delegate at his/her address as shown by the records of PRAIRIECAT to Members before the Delegates Assembly meeting at which the following items are to be voted on:

- For all matters of business brought before the Delegates Assembly not specified below in this Section 7.

A minimum of ten (10) days notice by telephone, by electronic telecommunications or by written notice shall be provided to each Delegate at his/her address as shown by the records of PRAIRIECAT to Members before the Delegates Assembly meeting at which the following items are to be voted on and these items must receive a two-thirds (2/3) vote of all Fully Participating and Basic Online libraries:

For approval of the budget, approval of bylaws changes, all contracts and any matter of capital improvements of hardware or software purchased which have an impact in excess of \$5,000.00 on any Member

A minimum of forty-five (45) days notice by telephone, by electronic telecommunications or by written notice shall be provided to each Delegate at his/her address as shown by the records of PRAIRIECAT to Members before the Delegates Assembly meeting at which the following item is to be voted on and this item must receive a two-thirds (2/3) vote of all Fully Participating and Basic Online libraries:

- For the dissolution of PRAIRIECAT.

## **ARTICLE VI - FINANCIAL MATTERS**

**SECTION 1. BUDGET.** In January of each year, the Council shall prepare and submit a proposed budget for the forthcoming fiscal year to the Delegates Assembly. In October, a draft of the working budget and fees will be posted to the PrairieCat support site to provide members with an idea of their fees for the coming year. PRAIRIECAT's fiscal year shall commence on July 1 and conclude on June 30 of the next succeeding calendar year. The fiscal year of PRAIRECAT may be changed from time to time by written resolution of the Administrative Council.

The proposed budget shall be approved by a vote of two-thirds (2/3) of all the representatives of the Delegates Assembly at its April meeting. Line item transfers during the fiscal year may be made by the Administrative Council in accordance with the Fiscal Accountability policy. In case of an emergency when the Delegates cannot meet or attain quorum for some reason, the Administrative Council can tentatively approve moving forward with the draft budget and fee schedule, pending formal approval at the next Delegates Assembly.

Should the Administrative Council during the course of any fiscal year determine that the approved budget of PRAIRIECAT requires amendment, the Administrative Council shall prepare, tentatively approve, and submit to the Delegates Assembly for approval an amended budget in the same manner as hereinbefore required. The Delegates Assembly shall have the same period of time to pass upon any proposed amendment and shall act upon same in the same manner as hereinbefore provided.

For the purposes of these Bylaws, the term "budgeted items" shall mean:

- a. any items which are specifically described in an approved budget of PRAIRIECAT when the expenditures for any such items do not exceed the dollar appropriation therefore set forth in the approved budget.
- b. any items which are generally described in an approved budget of PRAIRIECAT when the expenditures for any such items do not exceed the dollar appropriation therefore set forth in the approved budget.

**SECTION 2. CONTRACTS AND EXPENDITURES.** The Administrative Council may authorize any officer or officers, agent or agents of PRAIRIECAT, in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of PRAIRIECAT and such authority may be general or confined to specific instances. PRAIRIECAT may contract with agents, employees, vendors, independent contractors or other entities for administrative services, accounting/fiscal services, or any services necessary to carry out and accomplish the purposes of PRAIRIECAT.

Any purchase by PRAIRIECAT for services, materials, equipment or supplies, other than professional services, with a value greater than \$5,000 but less than \$20,000 shall be made, whenever feasible, on the basis of three or more competitive quotations.

**SECTION 3. CHECKS, DRAFTS, ETC.** All checks, drafts, or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of PRAIRIECAT, shall be signed by such officer or officers, agent or agents of PRAIRIECAT in accordance with the Fiscal Accountability Policy.

**SECTION 4. DEPOSITS.** All funds of PRAIRIECAT shall be deposited from time to time to the credit of PRAIRIECAT in such banks, trust companies, or other depositories as the members of the Administrative Council may approve; provided, however, that all such deposits and investments shall be in financial institutions in which monies of public libraries may be deposited or invested in, in compliance with the requirements of 30 ILCS 225/1 *et seq.* and 30 ILS 235/1 *et seq.*

**SECTION 5. GIFTS.** The Administrative Council may accept or reject on behalf of PRAIRIECAT any contribution, gift, bequest or devise for the general purposes or for any special purpose of PRAIRIECAT.

**SECTION 6. AUDITS.** An audit shall be conducted each fiscal year by an independent certified public accountant authorized to practice public accounting in Illinois, which accountant shall be designated by the Administrative Council. Such audit shall include a report to the Administrative Council and the professional opinion of the accountant as to the financial status of PRAIRIECAT and as to the accuracy of the audit.

**SECTION 7. PAYMENTS.** Each Fully Participating or Basic Online Library shall pay in full its share of the financial obligations incurred by PRAIRIECAT, such payment to be made within forty-five (45) days of the date of the invoice and received by PRAIRIECAT within sixty (60) days of the date of the invoice. If payment is not received within 60 days, a late charge of the greater of \$10.00 or 1.5% of the bill due will be assessed. Regular billing statements will be transmitted to all Member Libraries, together with PRAIRIECAT's regular financial and budgetary reports, on a quarterly basis.

Each Union Listing Library shall pay in full its share of the financial obligations incurred by PRAIRIECAT, such payment to be made by December 1 and received by

PRAIRIECAT by December 10. If payment is not received by December 10, a late charge of the greater of \$10.00 or 1.5% of the bill due will be assessed. Billing statements will be transmitted to Union Listing Libraries on an annual basis by October 1.

**SECTION 8. INTEREST.** All interest earned by PRAIRIECAT funds will be credited to shared PRAIRIECAT funds.

**SECTION 9. CAPITAL RESERVES.** Capital reserve funds are designated and intended for emergencies, planned replacements of ILS equipment and software, enhancements to the integrated library system, and other expenses as approved by PRAIRIECAT members. All expenditures from Capital Reserves require prior approval by the Delegates Assembly.

## **ARTICLE VII – STANDING GROUPS**

~~The following Standing Groups are established: Circulation Committee (CircC), Technical Services Committee (TechC), Technology Group (known as “Computer Keepers”), User Experience Committee, and the Training & Enhancements Committee. Membership on CircC and TechC is comprised of elected members; membership on the Technology Group, the User Experience Committee, and the Training & Enhancements Committee is open to any interested member.~~ Other Standing Groups may be established by the Administrative Council. The Standing Groups and their subgroups are primarily attended by employees of the Members and PRAIRIECAT staff, rather than by Delegates, their ~~alternates~~alternates, or members of the Administrative Council.

**SECTION 1. MEMBERS OF CircC and TechC.** The number of members of the PRAIRIECAT Circulation ~~Committee~~Committee (CircC) and the PRAIRIECAT Technical Services Committee (TechC) shall be eleven (11) elected representatives chosen through an election process by the Delegates Assembly. Their members will include:

~~Two~~One (~~12~~) members representing Tier 1 public library constituencies

~~Two~~One (~~12~~) members representing Tier 2 public library constituencies

~~Two~~One (~~12~~) members representing Tier 3 public library constituencies

One (1) member representing academic, special, or school member libraries

~~Four~~Seven (~~74~~) members serving on an at large basis from any library type

Union List members are welcome to run for At Large seats. The public library tiers are further delineated in the PRAIRIECAT General Policy Manual.

~~No more than one representative from the same member library can serve on CircC at the same time or TechC at the same time.~~ In cases where we have no nominees to fill a seat, the size of the committee can be adjusted until the next election cycle

section 2 Terms of Office. Members shall serve a

term of three years. CircC and TechC Each CircC and TechC may serve ~~only two~~three (32)

consecutive elected terms, ~~regardless of the length of the term.~~ Interim

appointments may be made to fill vacant seats until the next regularly scheduled

election. CircC and TechC appointments ~~for less than six months~~ to cover members

departing before the end of their term do not count against the consecutive term

limitation. ~~The six-year term limit applies to an individual CircC or TechC member,~~

~~and does not limit a library from having different individuals serve as representatives on the CircC or TechC standing groups for more than two consecutive terms.~~

~~**SECTION 3. TECHNOLOGY GROUP, User Experience Committee AND TRAINING & ENHANCEMENTS GROUP.** Membership in the Technology, User Experience Committee, and Training & Enhancements groups is open to any interested members.~~

**SECTION 43. VOTING.** Except as provided elsewhere in these Bylaws, a majority vote of members participating in the meeting shall be sufficient to pass on all matters. All votes will be taken at a standing group meeting. Members participating electronically (via audio or video teleconference) may also vote.

**SECTION 54. MEETINGS.** Agendas for all Standing Group meetings ~~will be sent electronically to all Members and~~ will be posted on PRAIRIECAT's website. For any Standing Group or subgroup meeting where a majority of a quorum of the Delegates Assembly or Administrative Council will participate in the meeting, that meeting will be held in compliance with the Illinois Open Meetings Act and a quorum of the Standing Group or subgroup must be physically present to hold a meeting.

Each Group shall elect a Chair from amongst its members to serve annually, or opt to have a PrairieCat staff member serve in that capacity.

Details on Standing Groups and Administrative Council Committees are delineated in the General Policy Manual.

## **Article VIII – MEMBER UPDATES AND PARTICIPATION**

### **SECTION 1. PRAIRIECAT MEMBER UPDATES.**

The purpose of PrairieCat Member Updates is to summarize the work of the standing groups, to better disseminate PrairieCat information, and to provide networking opportunities for the membership. ~~There are seven geographic-based zones within the service area. Member library staff may attend updates in any zone.~~

~~Member updates will be scheduled twice a year in each zone, and the same agenda will be used at all meetings to ensure a consistent message and information.~~

### **SECTION 2. MEMBER PARTICIPATION TRACKED AS PART OF COMPLIANCE WITH PRAIRIECAT POLICIES.**

The PrairieCat Administrative Council reviews member compliance with PrairieCat policies and procedures semi-annually. PrairieCat staff will track participation in PrairieCat governing bodies and standing groups, PrairieCat Member Updates, and PUG Day as part of the Council's overall review of member engagement in PrairieCat. Regular participation and engagement is expected of all PrairieCat members.

## **ARTICLE IX – COMMITTEES AND DIRECTOR**

**SECTION 1.** The PRAIRIECAT Administrative Council shall establish committees on a permanent or ad hoc basis. The Council shall issue a charge for each



committee and shall select a committee chair and committee members based on factors such as geographical distribution, library type, library size, and other such factors. Committee members cannot delegate their duties to any other individual. All such committee meetings will be conducted in conformance with the Illinois Open Meetings Act. Administrative Council Committee membership rosters will be posted on the PRAIRIECAT website.

The Administrative Council shall review the committee structure for PRAIRIECAT annually and make any needed changes or new appointments. Details on Standing Groups and Administrative Council Committees are delineated in the General Policy Manual.

**SECTION 2. DIRECTOR** The PRAIRIECAT Director shall be the Chief Operating Officer of PRAIRIECAT and shall be responsible for administering the policies adopted by the Administrative Council, supervise the total operation of PRAIRIECAT, and serve as advisor to the Administrative Council and the Delegates Assembly. The PRAIRIECAT Director shall develop the program, implement the long-range plan, make recommendations to the Administrative Council for hiring and evaluating the personnel and independent contractors, purchase materials, and undertake such other activities as may be necessary for the operation of PRAIRIECAT, subject to the policies established by the Administrative Council.

The PRAIRIECAT Director shall attend all Administrative Council and Delegates Assembly meetings. At each regular meeting of the Administrative Council the PRAIRIECAT Director shall prepare and present a listing of all bills to be paid subject to the approval of the Administrative Council. The PRAIRIECAT Director shall report directly to the Administrative Council.

## **ARTICLE X – BOOKS AND RECORDS**

PRAIRIECAT shall keep correct and complete books and records of account and shall also keep minutes of the meetings of the membership of PRAIRIECAT, and of proceedings of the Administrative Council and committees having any of the authority of the Administrative Council. PRAIRIECAT shall keep at its principal office a record giving the names and addresses of the members of the Administrative Council. All books and records of PRAIRIECAT may be inspected by any Member Library or member of the Administrative Council, or the agent or attorney thereof, for any proper purpose at any reasonable time.

## **ARTICLE XI – SERVICES TO MEMBERS**

Subject to the terms and conditions set forth in the Intergovernmental Agreement and in conformity with the provisions of these Bylaws, PRAIRIECAT shall, on a uniform and nondiscriminatory basis, provide each Member Library on active membership status in PRAIRIECAT with cooperative library application computer services and automation services, including but not limited to software designed to meet the specific needs of the Member Libraries. The Administrative Council of PRAIRIECAT shall take all necessary and appropriate actions so as to enable PRAIRIECAT to provide such computer and automation services, including causing PRAIRIECAT to enter into one or more contracts with third parties for such services.

## **ARTICLE XII - MEMBERS AND MEMBERSHIP**

**SECTION 1. MEMBERS.** Any library that agrees to the terms and conditions of an agreement with PRAIRIECAT may be admitted to membership in PRAIRIECAT, but only upon compliance with the following conditions:

- a. The new Member Library must be a member of a regional library system and a member/subscriber of PRAIRIECAT's chosen bibliographic records provider.
- b. The addition of the new Member Library requires approval by the affirmative vote of two-thirds (2/3) of all Representatives of the Delegates Assembly.
- c. The new Member Library shall sign a copy of the Intergovernmental Agreement for the purpose of acknowledging its commitment to assume the rights and fulfill the responsibilities of membership in PRAIRIECAT, and shall transmit to the Secretary of PRAIRIECAT a certified copy of the document approved by such new Member Library providing for the execution of the Intergovernmental Agreement and the signed Intergovernmental Agreement.
- d. The active membership of such new Member Library shall become effective on the date on which its bibliographic or patron records are first loaded into the PRAIRIECAT database.
- e. If the financial impact of the new Member Library will cause a disproportionate increase in costs on existing Members, admission may be conditioned on the applicant Library bearing such increase in costs.

For purposes of these Bylaws, the members of PRAIRIECAT are referred to as "Member Libraries." The terms "Member Libraries" and "Member Library" include each new Member Library as of the effective date of its active membership in PRAIRIECAT.

**SECTION 2. LEVELS OF MEMBERSHIP.** There are the following levels of membership in PRAIRIECAT:

- A. Fully Participating Members
- B. Basic Online Members
- C. Union Listing Members

Membership levels, fee structure and eligibility shall be determined, on an annual basis, by the Administrative Council and set forth in the General Policy Manual. The Administrative Council will annually review the criteria and make recommendations to the Delegates Assembly as part of the budget approval process.

**SECTION 3. TRANSFER OF MEMBERSHIP.** Membership in PRAIRIECAT is not transferable or assignable.

**SECTION 4. RESPONSIBILITIES OF MEMBER LIBRARIES.** Each Member Library shall comply with such other reasonable rules and regulations as may be established by PRAIRIECAT for the administration of the ILS as well as all policies of PRAIRIECAT that have been established by the Delegates Assembly and/or Administrative Council. In the event that any Member Library shall fail to conform to such standards, the PRAIRIECAT Executive Committee shall investigate and shall report its findings and recommendations to the PRAIRIECAT Administrative Council for such action as the Administrative Council may determine to be appropriate pursuant to Article XIII below.

Each Member Library shall comply with the confidentiality requirements contained in any Sales Agreement and Maintenance Agreement or any other agreement entered into by PRAIRIECAT with any vendor. The compliance required of each Member Library shall include signing any confidentiality documents and observing any other requirements designated by PRAIRIECAT in writing. In addition, each Member Library shall be individually responsible for any breach or violation of the confidentiality requirements by such Member Library, whether occurring during the term of the Member Library's membership in PRAIRIECAT or thereafter.

**SECTION 5. CHANGE OF MEMBERSHIP TIER.** A Member Library may choose to participate in a different membership tier than that in which it is currently enrolled, if it is eligible to do so in accordance with the PRAIRIECAT General Policy Manual. A Member Library that seeks to change its membership tier in PRAIRIECAT must provide written notice to PRAIRIECAT at least 180 days in advance of the next fiscal year in accordance with the Intergovernmental Agreement. Additionally, the Member Library must execute a new Intergovernmental Agreement indicating its new membership tier at least 180 days in advance of the next fiscal year in accordance with the Intergovernmental Agreement. The Intergovernmental Agreement and change of membership tier must also be approved by the Delegates Assembly in accordance with Article XI and in accordance with the PRAIRIECAT General Policy Manual. Each Member Library is required to pay all outstanding financial obligations in accordance with Appendix A and Appendix B of the PRAIRIECAT General Policy Manual.

**SECTION 6. TERMINATION OF MEMBERSHIP.** A Member Library that seeks to terminate its membership in PRAIRIECAT must provide written notice to PRAIRIECAT at least 180 days in advance of the next fiscal year in accordance with the Intergovernmental Agreement. Each Member Library is required to continue to pay all outstanding financial obligations even after the termination date.

**SECTION 7. REINSTATEMENT.** A library whose status as a Member Library has terminated may be reinstated by applying for admission as a new Member Library, as set forth in Section 1 of this Article. Such reinstated Member Library shall pay its share of the costs of new equipment and services purchased by PRAIRIECAT subsequent to the termination of such Library's membership status, said share to be determined according to the policies of PRAIRIECAT as in effect at the time of such reinstatement.

## **ARTICLE XIII - TERMINATION OF MEMBERSHIP**

**SECTION 1. OBLIGATIONS UPON TERMINATION OF MEMBERSHIP.** A Member Library terminating its membership in PRAIRIECAT, as provided in Section 5 of Article XI above and in the Intergovernmental Agreement, shall continue to be fully obligated for all payments and other duties owed by such Member Library to PRAIRIECAT.

Each terminating Member Library must comply with the then-current PRAIRIECAT protocols with respect to the terminating Member Library's data conversion and related tasks.

**SECTION 2. RIGHTS UPON TERMINATION OF MEMBERSHIP.** A Fully Participating or Basic Online Library may request, at its expense, that PRAIRIECAT copy and remove the terminating Library's patron file, circulation records, and copy and remove the Library's entries in the bibliographic database. These charges will be limited to: vendor or consultant charges, if any, and/or charges for PRAIRIECAT or its agents work. Because the bibliographic database is primarily OCLC derived, negotiations between the Library, PRAIRIECAT and its agents, and OCLC will be conducted to determine if a per record copy fee needed to be assessed.

Title to system hardware and software, except for equipment owned solely by the Library shall be held by PRAIRIECAT as long as the Intergovernmental Agreement is in effect. The individual bibliographic and patron records of the Library shall remain the property of the Library. The use of the database in the system will be subject to guidelines established by the Delegates Assembly.

#### **ARTICLE XIV - ENFORCEMENT PROCEDURES**

**SECTION 1. COMPLIANCE WITH POLICIES AND PROCEDURES.** If a Library appears to be in noncompliance with PRAIRIECAT policies or procedures, a hearing shall be arranged within thirty (30) days from the time of written notice of noncompliance. At the hearing the Library shall discuss the issue with members of the Administrative Council. Hearing results shall be reported in writing to the Delegates Assembly within thirty (30) days.

The Administrative Council shall make the final determination of noncompliance and shall specify a time frame within which a non-complying Library must complete corrective action. If noncompliance has resulted in expense, the Administrative Council shall assess the non-complying Library for the amount of this expense. If the Library does not accept the Administrative Council ruling, it must request within ten (10) days after the ruling that this issue be dealt with as a "dispute" as set forth in Section 2 below.

When an Administrative Council ruling on noncompliance is undisputed or after a dispute concerning such a ruling has been resolved in favor of the Administrative Council, the ruling on noncompliance shall be binding for the non-complying Library. Failure of the Library to reach compliance within the time frame specified by the Administrative Council shall result in immediate suspension of participation in the automation project, including denial of access of the Library's logons to the database.

The failure of the Library to reach compliance within ninety (90) days after the date of suspension shall be considered voluntary withdrawal from this agreement. As specified in Article XII, contractual payments shall be required from the Library until the end of the contract year.

**SECTION 2. DISPUTES.** Disputes may arise concerning violations of PRAIRIECAT policies and procedures or concerning the terms of the Intergovernmental Agreement or these Bylaws. In the case of any dispute between the Library and PRAIRIECAT regarding payments hereunder, the Library shall pay the billing according to the terms above. These and all other disputes shall be resolved as set forth in this article. The Library's account shall be appropriately adjusted, and credited with interest, if a financial dispute is resolved in favor of the Library.

Disputes relating to violations of policies and procedures shall be subject to mediation. All procedures concerning such violations outlined in Section 1 above must be followed before such a question will be dealt with as a dispute. Disputes concerning the terms of this agreement shall be heard by the Administrative Council. After the Administrative Council has ruled on issue, the Library that does not accept the ruling may request within (10) days that the issue be presented to the Delegates Assembly.

When disputes cannot be resolved by the methods outlined above, a mediator acceptable to both parties to the dispute will be chosen. The cost of mediation, should such cost be incurred, shall be borne equally by the disputing parties. If both parties are not satisfied by the results of mediation, arbitration shall be pursued.

When mediation is not successful in resolving a dispute, the dispute shall be submitted for binding arbitration to the American Arbitration Association according to its current rules and regulations. The cost of arbitration, should such costs be incurred, shall be borne equally by the disputing parties.

Disputes concerning the terms of these Bylaws shall be heard by the Administrative Council. Rulings of the Administrative Council may be appealed to the Delegates Assembly. Decisions made by the Delegates Assembly are final.

## **ARTICLE XV – AMENDMENT OF BYLAWS**

Amendments may be proposed in writing by the Administrative Council, the Delegates Assembly, or by a group representing at least one-third of the member libraries. Any proposed amendment must be discussed at an Administrative Council meeting (and must have appeared on the agenda for the meeting) before being distributed to all Members for their consideration.

The Bylaws may be amended, altered, added to or repealed upon the affirmative vote of two-thirds (2/3) of the Delegates Assembly, at any regular or special meeting of the Delegates Assembly, provided that notice of the proposed amendment, alteration, addition or repeal is given in writing to the Member Libraries ten (10) days prior to such meeting.

## **ARTICLE XVI – NOTICES**

All notices of claims or any other notice required to be given pursuant to these Bylaws, shall be in writing, shall be sent by certified mail and shall be addressed to or to such address or such other parties as the Parties may from time to time designate by notice as provided herein:

PRAIRIECAT  
c/o RAILS  
220 W 23<sup>rd</sup> Ave  
Coal Valley, IL 61240  
Attention: PRAIRIECAT Chair

and to:  
Member Library  
[Address of the main library building]  
Attention: Chief Administrator

**ARTICLE XVII – LIABILITY OF PRAIRIECAT, ITS EMPLOYEES AND  
PRAIRIECAT ADMINISTRATIVE COUNCIL MEMBERS**

A. The members of the PRAIRIECAT Administrative Council and employees of PRAIRIECAT shall use ordinary care and reasonable diligence in the exercise of their powers and in the performance of their duties hereunder. They shall not be liable for any mistake of judgment or other action made, taken or omitted by them in good faith; nor for any action taken or omitted by any agent, employee or independent contractor; nor for any loss incurred through investment of PRAIRIECAT funds or failure to invest. They may participate in indemnification and self insurance programs and will also purchase liability insurance for PRAIRIECAT and for its officers and directors. No Administrative Council member or employee shall be liable for any action taken or omitted by any other Administrative Council member or employee. No member of the PRAIRIECAT Administrative Council shall be required to give a bond or other security to guarantee the faithful performance of the Administrative Council member's duties hereunder, except as required by this Agreement or by law.

B. The liability of PRAIRIECAT, its employees and PRAIRIECAT Administrative Council members is limited solely to the proceeds of payments of Members and to the proceeds of any insurance purchased by PRAIRIECAT.

C. If any claim or action not covered by insurance is instituted against a PRAIRIECAT Administrative Council member or employee of PRAIRIECAT arising out of an act or omission occurring within the scope of his or her duties or authority, PRAIRIECAT shall at the request of them:

1. appear and defend against the claim or action; and
2. pay or indemnify the PRAIRIECAT Administrative Council member or employee for a judgment and court costs based on such claim or action, provided there shall be no indemnification for any portion of a judgment representing an award of punitive or exemplary damages; and
3. pay or indemnify the PRAIRIECAT Administrative Council member or employee for a compromise or settlement of such claim or action providing the settlement is approved by the PRAIRIECAT

Administrative Council.

D. The term "PRAIRIECAT Administrative Council member or employee" shall include former PRAIRIECAT Administrative Council members and employees. This indemnification resolution shall not apply if the PRAIRIECAT Administrative Council finds that the claim or action is based on malicious, willful or criminal claim or action is based on malicious, willful or criminal misconduct. In such case the action to be taken by the PRAIRIECAT Administrative Council will be determined after an investigation of the facts.

Adopted: 10/6/10

Revised: 12/1/10

Revised 1/1/2012

Revised 1/23/2013

Revised 4/17/2013

Revised 1/27/2016

Revised 4/27/2016

Revised 10/26/2016

Revised 4/26/2017

Revised 4/25/2018

Revised 7/29/2020

Revised 1/25/2023

Revised 10/18/2023