

January 2012

**By-Laws of the Trustees of the David and Joyce Milne Public Library
Williamstown, Massachusetts**

ARTICLE I

Name

The name of this organization is the Trustees of the David and Joyce Milne Public Library (hereinafter referred to as “the Library”), established in the Town of Williamstown, Massachusetts according to G.L. c.78 § 10.

ARTICLE II

Purpose and Objective

The purpose of the Board of Trustees (hereinafter referred to as “the Board”) is to govern the Library with the object of ensuring that every individual in the Williamstown community has access to library resources in accordance with the American Library Association’s Library Bill of Rights. The Board supports strong, effective library service and focuses on overall funding, planning, and goals.

ARTICLE III

Constituency Served

The Library primarily serves the residents of the Town of Williamstown, Massachusetts. The Library shall be an active participant in the Massachusetts Library System and the Massachusetts Board of Library Commissioners and shall cooperate with state and national interlibrary lending networks.

ARTICLE IV

Members

i. Number of members

There shall be seven members of the Board, elected according to 2010 Session Laws, Acts, c. 13 “An Act Increasing The Membership On The Williamstown Board of Library Trustees” approved by the Governor, January 21, 2010. Members shall be elected pursuant to the provisions of G.L. c.78 §10 for a term of three (3) years.

ii. Terms of service

There shall be no limitations on terms of service.

iii. Vacancies / resignations / dismissals

If a member for any reason should resign or leave office before his/her term of office has expired, the vacancy is filled pursuant to the requirements of G.L. c.41 §11. The person so elected serves until the next general election at which time s/he will, if elected, serve for the remainder of the original term and then may run for his/her own full term at the following election. If the selectmen/trustee vote in the last year of the term of office, the person may run for his/her own full term at the next election.

If a Board member moves out of town, s/he is deemed to have vacated the office pursuant to G.L. c.41 §109 and the vacancy may be filled pursuant to the above paragraph.

iv. Officers

- a. The Board shall elect a Chair, Vice-Chair, Secretary and Treasurer at the first meeting of the Board after the annual town meeting. Officers are to be elected annually for a term of one year.
- b. The Chair shall preside at all meetings of the Board, establish the agenda and post all notices in accordance with Massachusetts Open Meeting Law, G.L. c. 30A §§18-25. The Chair shall authorize calls for any special meetings, appoint all committees, execute all documents authorized by the Board, and serve as ex-officio voting member of all committees.
- c. The Vice-Chair, in the event of the absence or disability of the Chair, or of a vacancy of that office, shall assume and perform the duties and functions of the Chair.

- d. The Secretary shall keep a true and accurate record of all meetings of the Board and shall perform other duties associated with that office, including filing the minutes of the meetings of the Board with the appropriate Town Office in accordance with the Massachusetts Open Meeting Law. The Secretary shall also distribute the minutes in a timely manner to the other members of the Board prior to the next scheduled meeting.
- e. The Treasurer shall be the disbursing officer of the Board, working with the Town of Williamstown, which manages the Board's accounts. In the absence or inability of the Treasurer, these duties shall be performed by the Director or by other members as designated by the Chair.

v. Committees

Standing or ad hoc committees shall be created at the discretion of the Chair.

vi. Attendance

If a member is unable to attend a Board meeting, the Chair shall be notified before the scheduled meeting, if possible.

vii. Quorum

Four (4) members of the Board shall constitute a quorum.

viii. Board members act as a unit

All actions of the Board shall be of the Board as a unit. No Board member shall act on behalf of the Board, on any matter, without prior authorization of the Board. No Board member, by virtue of his/her office, shall exercise any administrative responsibility with respect to the Library nor, as an individual, command the services of any library employee.

ARTICLE V

Meetings

i. Schedule

The Board shall hold monthly meetings at the Library at a date and time agreed to by members of the Board. All meetings shall be open to the public under the

provisions of Massachusetts Open Meeting Law. The meeting schedule must be posted at the Town Office.

ii. Annual Meeting

The Annual Meeting for the purposes of electing officers shall be held in June following the Williamstown Annual Town Meeting.

iii. Special meetings

Special meetings shall be called for any reason deemed necessary by the Chair. Notice of special meetings shall be posted in accordance with Massachusetts Open Meeting Law.

iv. Order of Business at the regular monthly meetings:

- a. The Report of the Secretary of the Board shall be submitted and approved.
- b. The Report of the Treasurer shall be submitted and approved.
- c. The Library Director shall report on library services for the previous month and the Library's current financial status.
- d. Committee Reports shall be submitted and approved.
- e. Old and new business shall be introduced and considered.

v. Motions dealing with policy or regulation

Motions dealing with policy or regulation will be continued over to a subsequent meeting for a final decision.

vi. Parliamentary Authority

The rules contained in the current edition of *Robert's Rules of Order* shall govern the Board in all cases to which they are applicable and consistent with these By-Laws.

vii. Executive sessions

Executive session meetings of the Board shall be called at the discretion of the Chair and held in accordance with Massachusetts Open Meeting Law.

ARTICLE VI

Responsibilities and Relationship of Director

The Board shall appoint a Director who shall be the executive officer of the policies of the Board and shall have charge of the administration of the Library under the direction and review of the Board. The Director shall be responsible for the care of the buildings and equipment; the employment and direction of the staff; the efficiency of the Library's service to the public, including selection of books and other materials; and the maintenance of Library collections. The Director shall be responsible for filing required reports to the Commonwealth of Massachusetts in a timely manner. The Director works with the Town Manager and the Town Finance Committee to coordinate the operation of the Library under the financial conditions contained in the annual budget of the Town and the Library.

The Director shall render and submit to the Board at each regular monthly meeting reports and recommendations of such policies and procedures, which, in the opinion of the Director, will improve efficiency and quality of library service.

ARTICLE VII

Responsibilities of the Board of Trustees

The Board shall have those responsibilities as provided by G.L. c.78 §11, the By-Laws of the Town of Williamstown, and the Town Charter of Williamstown as regards the custody and management of the Library and of all property owned by the Town pertaining to the Library.

i. Director

The Board shall have the custody and the management of the Library, including conducting an annual review or evaluation of the Director. The Board shall also be responsible for conducting a search and hiring a new Director, if necessary.

The Board shall execute a written employment contract with the Library Director outlining the basic conditions of employment as provided for by the G.L. c.78 § 34.

ii. Finances

All money raised and/or appropriated by the town for the support and maintenance of the library shall be expended by the Board in accordance with G.L c.78 § 11. All money or property received by bequest for the Library shall be administered by the Board in accordance with the provisions of such gift or bequest.

The Board shall also advocate for the financial support of the Library, including at Town Meeting when appropriate and oversee the annual fund drive.

iii. Policies

The Board shall adopt written policies governing the Library's activities and services, including a policy for the selection of library materials and the use of library materials and facilities which is in accord with the current standards of the American Library Association.

ARTICLE XI

Amendments

These By-Laws may be amended or altered by a majority of the Board at any regular or special meeting, provided the meeting notice includes proposals for amendments. A simple majority of the Board shall be sufficient for adoption of an amendment.

Article XII

To the extent that any provision of these By-Laws is inconsistent with any provision of the Massachusetts General Laws, Town By-Laws, or the Town Charter, the Massachusetts General Laws, Town By-Laws, or the Town Charter, as the case may be, shall govern.