

**BANCROFT MEMORIAL LIBRARY**  
**BY-LAWS FOR THE BOARD OF TRUSTEES**

**ARTICLE I: Name and Authorization**

The name of this organization is the Board of Trustees of the Bancroft Memorial Library, existing by virtue of the provisions of Chapter 78, Section 10-13, and 21 of the Massachusetts General Laws (MGL), and the By-Laws of the Town of Hopedale.

**ARTICLE II: Membership**

1. The board shall be composed of three members, one of whom shall be elected each year at the Annual Town Elections, as provided in MGL, Chapter 78, Section 10<sup>1</sup>. Trustees shall be eligible to receive compensation in accordance with Town Meeting approval of stipends for other town boards or committees.
2. Any member may resign by written notice filed with the Town Clerk, as provided in MGL, Chapter 41, Section 109. Upon receipt of the notice, the Town Clerk will notify the remaining members of the Board.
3. A vacancy on the Board shall be filled by joint majority vote of the Board of Library Trustees and the Board of Selectmen in accordance with the MGL, Chapter 41, Section 11.
4. Any member who fails to attend four consecutive regularly scheduled board meetings will receive a letter from the Chairperson reminding the member that regular attendance is a responsibility of all trustees and that those unable to attend regularly should consider resigning from the Board. Copies of these letters shall be included in the Board's minutes. In the event of illness or other extenuating circumstances, exceptions to this provision may be made by formal vote of the Board.

**ARTICLE III: Responsibilities**

1. The Board shall have those responsibilities as provided by MGL, Chapter 78, Section 11 and the By-Laws of the Town of Hopedale as regards the custody and management of the Library and of all property owned by the Town pertaining to the Library. The Board shall be responsible for all monies appropriated by the Town for the Library and all money or property received by the Town by gift or bequest for the library.
2. The Board shall appoint a qualified Library Director who shall be the executive and administrative officer of the library on behalf of the Board and under its review and direction. Responsibilities delegated by the Board to the Library Director shall include implementation of policies approved by the Board, selection and supervision of personnel, selection of books and other materials, maintenance of library collections, expenditure of funds within the approved budget, direction of library operations and provision of services to the public. The Library Director shall attend all Board meetings.
3. The Board shall establish written policies governing library activities and services, including a policy for the selection of library materials and the use of library materials

and facilities which is in accordance with the current standards of the American Library Association as provided for by the MGL, Chapter 78, Section 33.

4. The Board shall execute a written employment contract with the Library Director outlining the basic conditions of employment as provided for by the MGL, Chapter 78, Section 34.

#### **ARTICLE IV: Officers**

1. The officers of the Board shall be a Chairperson, and a Secretary.<sup>2</sup>
2. The Chairperson shall conduct all meetings, appoint all committees, serve as the official representative of the Board, and fulfill all legal functions on behalf of the Board.
3. The Secretary, in the absence of the Chairperson, shall perform the duties of the Chairperson.
4. The Secretary shall post all meetings as required by law, keep a true record of all meetings of the Board, and be responsible for correspondence as directed by the Board.
5. Officers shall be elected from the Board at that regular meeting of the Board which immediately follows the Annual Town Elections. The term of office shall be one year. In the event of a vacancy in any of the officers' positions during the year, that vacancy shall be filled by a vote of the Board.

#### **ARTICLE V: Meetings**

1. Regular meetings shall be held at the library on designated dates at a time to be agreed upon by the Board.
2. Regular attendance is expected. A Trustee is expected to give advance notice to the Chairperson whenever they cannot attend a meeting.
3. Special meetings may be called by the Chairperson, or at the request of a majority of members.
4. A quorum shall be two members.<sup>3</sup>
5. All meetings of the Board shall be subject to the State's Open Law as contained in the MGL, Chapter 39, Section 23A-23C. In particular, all meetings are open to the public unless held in executive session under terms of the law. A notice of all meetings will be filed with the Town Clerk at least 48 hours in advance of the meeting date and time, and a copy of the notice will be posted in the Town Hall. All records of minutes of meetings will be available for public inspection.
6. There shall be a prepared agenda which shall include: Call to Order; approval of minutes of previous meetings; report of the Library Director, reports of other library staff, reports of committees, action items, and other business.

#### **ARTICLE VI: Committees**

1. The following Standing Committees are appointed by the Chairperson.<sup>4</sup> (List each one.)
2. Duties of Standing Committees are as follows: (Name each committee and specify its duties.)
3. Special Committees for the study and investigation of special problems or for the performance of specifically assigned tasks may be appointed by the Chairperson. Such

committees shall function as ad hoc committees and shall consider only what purpose for which they were appointed. They shall disband when their work has successfully been completed.

### **ARTICLE VII: Collective Authority of the Board**

All decisions of the Board are made by the Board as a collective body. No individual member may make decisions or, with the exception of the Chairperson, act or speak for the Board unless specifically authorized to do so by a vote of the membership of the Board.

### **ARTICLE VIII: Parliamentary Rules**

Except as provided for by these By-Laws, the current edition of *Robert's Rules of Order* shall govern.

### **ARTICLE IX: Amendments**

These By-Laws may be amended at any regular meeting of the Board with a quorum present, by a majority vote of the members present, providing that a motion presenting the amendment was duly made and seconded at the previous meeting.

### **ARTICLE X: Inconsistent Provisions**

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

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<sup>1</sup> Section 10 allows towns to have “any number” of trustees which is “divisible by three.” One third of the membership is elected each year.

<sup>2</sup> MGL, Chapter 78, Section 10, authorizes the town to vote to establish an office of Board Treasurer. The legislation specifies that “Until the town otherwise directs, the town treasurer shall act as treasurer of the board of trustees.”

<sup>3</sup> The quorum is usually a majority of the board membership

<sup>4</sup> Standing committees are usually not necessary. Boards which do have standing committees should consider whether committee functions dealing with internal operation (budget preparation, building operation, collection development, personnel administration, etc.) are more appropriate for the library director to perform, or whether functions concerning policy issues can be more effectively performed by the full board.

*Motion Presenting Amendments: February 2023*

*Motion Approving Amendments: March 2023*

*Approved by Vote of Library Board of Trustees: 9 March 2023*