

Winchester Public Library
Bylaws of the Board of Trustees

ARTICLE 1 Name and Authorization

This Board shall be known as the Board of Trustees of the Winchester Public Library, Winchester, Massachusetts. It is the governing body of the Winchester Public Library and has been established under Massachusetts General Laws Ch. 78, Sec. 10-13, and 21. The Board exercises powers and authority and assumes the responsibility delegated to it under this statute and the Winchester Home Rule Charter Section 3-6.

ARTICLE 2 Trustees

Section 1. Number

The Board consists of five members elected for three-year terms, so arranged that as nearly an equal number of terms as possible shall expire each year. A quorum shall consist of three members.

Section 2. Conflict of Interest

Trustees are to follow standards of conduct set forth in the Conflict of Interest Law, Mass. General Laws Ch. 268A. Questions regarding conflict of interest will follow protocols set forth in the law.

Section 3. Resignation/Vacancy

A trustee may resign by written notice filed with the Board's Chairperson and the Town Clerk.

If a vacancy occurs in an unexpired term of office, the interim vacancy will be advertised and applications solicited for the remainder of the Trustee's term. The Board invites interested persons to submit resumes and present themselves for consideration before the Board. The Chairperson will inform the Town's Select Board with the intention to make the existence of a vacancy public and the Board's wish to hold a joint meeting with the Select Board. The Board may suggest a single or multiple names. The individual then selected by the majority from a roll call vote by members of both the Board and the Select Board will serve until the next town election. (Mass Gen. Laws. Ch. 41, Sec. 11) In the event less than six months remain in the term, the position may continue vacant until the next election.

Section 4. Attendance

Any member who fails to attend four consecutive regularly scheduled board meetings will receive a letter from the Chair 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.

Electronic attendance at Board meetings is authorized by the Open Meeting Law. Attendance may be via video or audio conferencing provided such attendance is in compliance with the rules and laws set forth under Open Meeting Law. A quorum of the Board must physically be present at the meeting location.

ARTICLE 3 Board of Trustees

Section 1. Collective Authority of the Board

All the Board's decisions are made as a collective body. No individual member may make decisions or act for the Board unless specifically authorized to do so by majority vote of the Board.

Section 2. Responsibilities

The Board of Trustees shall have the custody and management of the library and of all property of the Town related thereto. All money raised or appropriated by the Town for its support and maintenance shall be expended by the Board, and all money or property that the Town may receive by gift or bequest intended for the Library shall be administered by the Board in accordance with the provisions of such gift or bequest.

The Board of Trustees shall have all of the powers and duties given to boards of library trustees under the constitution and general laws of the Commonwealth, and such additional powers and duties as may be authorized by the charter, by by-law or by other town meeting vote.

(Winchester Home Rule Charter Section 3-6)

Section 3. Performance

The Board establishes the right to reprimand any trustee, who is determined by majority vote of the Board to have been unfaithful in the performance of his or her duties as a trustee.

Section 4. Duties

1. To establish policies for the Winchester Public Library and act upon proposed policies.
2. To lobby for and secure adequate funding for salaries and other operational and capital expenses.
3. To identify and hire a competent Library Director and conduct an annual performance evaluation consistent with procedures established and approved by the Town's Personnel Board.
4. To prepare the Library Director's written employment contract in which the basic conditions of employment are described. (Mass. General Laws Ch. 78, Sec. 34)
5. To support the Library Director and staff in their execution of policy.
6. To act as Appointing Authority for all new hires.
7. To assess the Library's needs and its role in the Town as part of an ongoing planning process, and direct the Library's development effort to meet those needs.
8. To support the principles of the American Library Association: "Freedom to Read," "Freedom to View," and the Library Bill of Rights.
9. To support the principles of the Winchester Public Library's Materials Selection Policy (Mass General Laws Ch.78, Sec. 33) which reflects current standards of the American Library Association.
10. To be involved in the political process and promote the Library's services and needs to members of the Winchester community.
11. To interpret community interests to the Library Director.
12. To be conscious of the difference between policy and operational responsibilities.
13. To uphold the Library's organizational chart and be mindful of the proper chain of communication.
14. To maintain open and candid communications with the Library Director.

ARTICLE 4 Officers

Section 1. Officers

The Board's officers will be a Chair, and a Vice-Chair, and a Principal Payroll Signee.

The Board delegates to the Board of Trust Fund Commissioners, appointed officers of the Town of Winchester, the authority to act in place of the Board in making Endowment and Trust Fund decisions deciding what investments of funds or property will be made or retained.

Officers will be elected at the April meeting which follows the Town's March election. This is the annual Organizational Meeting in which the Chair, Vice-Chair, and Principal Payroll Signee are elected. At this meeting the Library Director presides and calls the meeting to order:

"The organizational meeting of the Winchester Public Library will come to order."

"We will now go to the election of officers."

“Nominations are now in order for the office of Chair.”

“Mr/Ms A is nominated. Are there any further nominations?”

“If not, nominations are closed.”

“Those in favor of Mr/Ms A for Chair, say ‘aye’.”

“Those opposed say ‘no’.”

“The ayes have it and Mr/Ms A is elected Chair.”

“Next we go to the office of Vice Chair.” (The same script is followed.)

“Next we go to the office of Principal Payroll Signee. (The same script is followed.)

“At this point, I would like to turn the meeting over to the new Chair.”

Section 2. Duties of Chair

1. Preside at all Board meetings which he or she attends.
2. Call special Board meetings when necessary.
3. Appoint members to and designate the duties of any special committees of the Board.
4. Represent the Board to the Select Board, Annual Town Meeting, the media or any other forum.
5. Sign any necessary authorization papers.

Section 3. Duties of Vice-Chair

1. Perform the duties of Chair in the absence or at the request of the Chair.

Section 4. Duties of Principal Payroll Signee

1. Sign all necessary payroll forms on a weekly basis.

ARTICLE 5 Committees

Section 1. Appointment

The Chair may appoint special committees as needed to accomplish the Board’s business. Committees will be dissolved when the Board votes that the task for which it was established has been completed.

Section 2. Reports

Progress reports will be made by committees to the Board at each meeting.

Section 3. Powers

Committees shall only have advisory powers.

ARTICLE 6 Library Director and Staff

The Board will hire, to act on its behalf and under its direction, a qualified Library Director to be the executive and administrative officer of the Library. The Library Director will be responsible for: selection and supervision of staff; care and maintenance of Library property; collection development and maintenance; management of library services to the public; and financial operations within the scope of the existing Town budget and other sources of funding.

The Library Director will, unless otherwise instructed by the Chair, attend all Board meetings to advise and inform the Board on all Library matters and make recommendations on policy and budget items. The Library Director will be responsible for implementation of those policies approved by the Board.

ARTICLE 7 Meetings

Section 1. Regular Meetings

The Board will hold regular monthly meetings on the third Tuesday of each calendar month with the exception of the month of August. Meeting dates may be rescheduled. Meetings will be posted in accordance with Open Meeting Law. All meetings take place in the Trustees Conference Room, Winchester Public Library.

Section 2. Special Meetings

Special or emergency Board meetings may be called at the discretion of the Chair or at the request of a quorum of members. Special meetings will be posted in accordance with Open Meeting Law.

Section 3. Order of Business

Agendas for Board meetings will follow the general format below:

- Call to order
- Citizens speak
- Approval of minutes
- Director's report
- Payroll/invoice report
- Action items
- Committee reports
- Executive Session (if needed)
- Old Business
- New Business
- Acceptance of date for next meeting
- Adjournment

The Board reserves the right to amend the order of business.

Section 4. Open Meeting Law

All Board meetings are subject to the state's Open Meeting Law, and are, therefore, open to the public. Any person shall be permitted to attend any meeting except as otherwise provided by the Open Meeting Law.

See mass.gov/ago/openmeeting.

Section 5. Minutes of Meetings

The Board shall comply with the Massachusetts Open Meeting Law, Mass General Laws Chapter 30A, Sections 18-25 in the conduct of its meetings, including the preparation of minutes.

ARTICLE 8 Parliamentary Rules

The current edition of Robert's Rules of Order shall govern Board meetings when procedural questions arise to the extent such Rules are not inconsistent with the Massachusetts Open Meeting Law, the Charter or Bylaws of the Town of Winchester, and these bylaws.

ARTICLE 9 Amendment to Bylaws

These bylaws may be amended by majority vote of the Board. Proposed amendments must be presented and seconded at a meeting of the Board, and then approved by majority vote at a subsequent Board meeting. Proposed amendments must be acted upon within three months. If the Board holds a vote and rejects the Amendment, the Amendment must be presented and seconded again before another vote can be held.