

**TRUSTEES BY-LAWS**  
**ADOPTED: MAY 18, 1993**  
**REVISED: OCTOBER 25, 2011**

**ARTICLE I. Name and authorization**

The name of this organization is the Board of Trustees of the Canton Public Library, existing by virtue of the provisions of Chapter 78, Sections 10-13, and 21 of the Mass. General Laws (MGL).

**ARTICLE II. Membership**

1. The Board shall be composed of nine members, three of whom shall be elected each year at the Annual Town Meeting Elections, as provided for in MGL, Chapter 78, Section 10. Trustees serve without compensation for a term of three years.
2. Any member may resign by written notice filed with the Town Clerk, as provided for 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 Canton 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, expenditures 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 and use of library services and facilities that is in accord with the current standards of the American Library Association as provided for by the MGL, Ch. 78, Section 33.

#### **ARTICLE IV. Officers**

1. The officers of the Board shall be a Chairperson, a Vice-Chairperson, and a Secretary. A member shall be qualified to serve as Vice-Chairperson having served on the Board of Trustees for at least one year; and the Chairperson shall have served at least two years.
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. The Chairperson can be elected for a maximum of two consecutive one-year terms. After an absence of one year, that person is eligible to become Chairperson.
3. The Vice-Chairperson, in the absence of the Chairperson, shall perform the duties of the Chairperson.
4. The Secretary shall be responsible for posting all meetings as required by law, keeping a true record of all meetings of the Board.
5. Officers shall be elected from among qualified members of the Board by majority vote of the Board at the May meeting. Members will vote using ballots and must be present to vote. The Library Director will compile the ballots and announce the results. In case of a tie for any position, the ballot will be resubmitted at the next board meeting.
6. 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 will be held at the Library on a schedule to be duly adopted by a majority of the Board. A Trustee is expected to give advance notice to the Director whenever he/she cannot attend a meeting. There will be no regular meetings July and August.
2. Special meetings may be called by the Chairperson, or at the request of a majority of members.
3. A quorum shall be five members.
4. All meetings of the Board shall be subject to the State's Open Meeting 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 posted at least 48 hours in advance of the meeting date and time and all meeting minutes and records will be available for public inspection in a manner consistent with said law.
5. There shall be a prepared agenda which shall include: approval of minutes of previous meetings, review of the monthly warrant, report of the Library Director, and other specified business.

#### **ARTICLE VI. Committees**

1. A Nominating Committee shall be appointed by the Chairperson at the April Meeting.

- a. The Nominating Committee shall consist of the past chair and one other trustee. If the immediate past chair is no longer serving on the board, then another trustee shall be appointed.
  - b. The Nominating Committee will be responsible for contacting each member of the board prior to the May Meeting for interest in serving as Chair, Vice Chair or Clerk, preparing paper ballots listing the positions and candidates for each position, and presenting the ballots at the May meeting. Contacting the board members shall be done outside of the board meeting.
2. Special Committees for the study and investigation of special problems or for the performance of specially assigned tasks may be appointed by the Chairperson. Such committees shall function as ad hoc committees and shall consider only that purpose for which they were appointed. They shall disband when their work has been completed.
3. A liaison from the Board to the Friends of the Library shall be appointed by the Chairperson for a one-year period. The Liaison will report to the Board at each regular meeting.

**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 which change or affect Library policy, or, with the exception of the Chairperson, act or speak for the Board unless specifically designated by the Chairperson.

**ARTICLE VIII. Parliamentary Rules**

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

**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 regular meeting.

**ARTICLE X. Inconsistent Provisions**

To the extent that any provision of these By-Laws is inconsistent with any provision of the Mass. General Laws or the Town By-Laws, the MGL'6r the Town By-Laws, as the case may be, shall govern.