

**Bylaws  
of  
Board of Library Trustees  
Peabody Institute Library**

**Article 1  
Name**

The name of this organization shall be the Trustees of the Peabody Institute Library, Danvers, Massachusetts.

**Article II  
Object**

The primary role of the board of trustees shall be to:

1. Act as legal representatives of the library and as civic advocates of its service program.
2. Oversee the development of the library administrative and program policies and oversee the objectives of service, relating to the long range tools and objectives plan.
3. Manage the library trust fund and authorize expenditures from same.
4. Select and hire the Director as well as review and vote on evaluation.
5. Determine, with the director, service priorities for preparation of annual budgets.
6. And to otherwise discharge the duties of library trustees as set forth in Massachusetts General Laws and these bylaws.

**Article III  
The Board of Trustees**

Section 1. The Board of Trustees shall consist of nine citizens of the Town of Danvers, one third of whom shall be elected annually for a term of three years.

Section 2. Powers and Duties: The Board of Trustees' powers and duties are covered under the General Laws of Massachusetts.

Section 3. Filling Vacancies: Any vacancy caused by death, resignation, disqualification or otherwise, shall be promptly filled by a vote of the remaining members of the board, until the next regular town election.

## Article IV Officers

Section 1. At the annual organizational meeting, which is scheduled after the annual Town of Danvers election, the Director shall conduct the meeting to elect a Chairperson. The newly elected Chairperson will then conduct the meeting to elect a Vice-chairman, Treasurer, Recording Secretary/Clerk. Duties of the Officers shall be read prior to the vote. All officers must be elected by majority vote, provided a quorum of trustees are present. All officers shall serve one year. All officers shall not hold office for more than two consecutive years, unless there is no one interested in running for that office. All officers will be bonded by a company approved by the Insurance Commissioner of the Commonwealth of Massachusetts.

### Section 2: Duties of Officers:

#### a. Chairperson

- Works closely and cooperatively with the library director
- Is the chief spokesperson representing the board both orally and in correspondence.
- Plans and presides over board meetings.
- Appoints chairpersons of all committees, unless these by-laws provide otherwise, all with the advice and consent of the board of Trustees
- Shall serve as ex-officio member of all committees.

#### b. Vice-Chairperson

- Presides in the absence of the chairperson or whenever the chairperson temporarily vacates the position.
- The Vice-chairperson is not an ex-officio member of any committee.
- The Vice-chairperson automatically becomes the chairperson in the event of death or resignation of the chairperson, and remains in that position until the next annual meeting of the board.
- Shall assume the duties of the Treasurer when the Treasurer is not present.

#### c. Treasurer

- The Treasurer shall oversee and report on the trustee fund.
- The Treasurer will submit all forms, documents and information to the Accountant and tax preparer and will ensure all deadlines are met.

- Serves as chairperson of the ad hoc finance committee, which is responsible for working with the financial company to choose stocks and securities. These recommendations will be approved by the Board.
- Works with the library director to insure that the appropriate financial reports are made available to the board.

d. Recording Secretary/Clerk

- The Recording Secretary shall take the minutes of each trustee meeting. Copies of the minutes shall be sent to all Trustees before the next regular meeting.

## Article V Special Committees

Special Committees: May be formed based on the needs of the Board.

When necessary, each committee shall have a Trustee Chairperson who shall be designated by the Chairperson, with the advise and consent of the Board of Trustees. The term of office shall be for one year. A committee may be comprised of: Library Trustees, Library Staff or community members. Each committee Chairperson may appoint as many committee members as deemed necessary to perform the duties of the committee, subject always to the control and supervision of the Board of Trustees.

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## Article VI Meetings

Section 1. Regular: Regular meetings of the board shall be held once a month, and shall be held on a date and time approved by the board. The agenda, time of year, or special circumstances may dictate cancellation of a regular meeting. Meeting will not be held in July or August unless they fall under the definition of a special meeting. All meetings of the Trustees are noticed and conducted in accordance with the open meeting law.

Section 2. Annual: The board shall hold an annual organizational meeting at their first regularly scheduled meeting following the Town of Danvers elections. The board shall elect a chairperson, vice chairperson, treasurer and recording secretary/clerk.

Section 3. Special: Special meetings may be called by the Chairperson or upon the demand of five or more members of the board. The call of the special meeting shall set forth the time, place and purpose for the meeting. Except in cases of emergency, the meeting must be posted at least 48 hours prior to the scheduled meeting. Said 48 hours may include Saturdays, but will not include Sundays and legal holidays. No business shall be transacted during the special meeting except that which is specified in the call of the meeting.

Section 4. Executive Session: No executive session may be held until the board has first convened in an open session for which notice has been given and a majority of the members present have voted to enter into executive session. The presiding officer will cite the purpose for the executive session and if the board will reconvene after the session. The board may enter into executive session for the following purposes:

1. To discuss matters of collective bargaining.
2. To discuss reputation and character, physical condition or mental health rather than professional competence of an individual. The board shall hold an open meeting if the individual requests the meeting to be open.
3. To consider information regarding appointment, employment or dismissal of an employee. The board shall hold an open meeting if the individual requests the meeting to be open.
4. To discuss the deployment of security personnel or devices.
5. To take any other action where statutes provide for an executive session.

Section 5. Quorum: A quorum shall consist of a majority of the trustees.

Section 6. All meetings will comply with the Open Meeting Law.

Section 7. Meeting Agendas Preparation of the agenda is the responsibility of the director, in consultation with the chair of the trustees. The order of business at regular meetings shall be as follows, unless the board shall vote, by a majority of its membership, to alter it.

Call to Order  
Pledge of Allegiance  
Public Comment Period  
Approval of Minutes  
Chairperson's Report  
Treasurer's Report  
Director's Report

Old Business

New Business

Date of Next Meeting

Adjournment

## **Article VII**

### **Change of Library Policies or Regulations**

Library policies or regulations may be changed at a regular meeting of the Trustees, by a two thirds vote of those present, provided that such change of policy or regulation has been discussed at a previous regular meeting of the board.

## **Article VIII**

### **Amendment**

These bylaws may be amended at any regular meeting by a two thirds vote of those present and voting, provided that previous written notice has been given. A vote to amend, in order to be adopted, must be taken at two consecutive regular meetings.

## **Article IX**

### **Parliamentary Authority**

The rules contained in the current edition of "Robert's Rules of Order Newly Revised" shall govern in all cases in which they are applicable and in which are not inconsistent with these bylaws.

#### **Collective Authority:**

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

Adopted: May 21, 2008

Amended: April 13, 2022

These issues are addressed in **The Massachusetts Public Library Trustees Handbook 2012, revised April, 2014**, created by the Massachusetts Board of Library Commissioners Public Library Advisory Unit. Copies are available from the MBLC or on-line at (<http://mblc.state.ma.us>) Click on “Advisory Services for Libraries” and then click on “Trustees & Friends.”