

## **By-laws of the Board of Trustees of the Thomas Crane Public Library**

### **Article I: Name**

*Section 1.* This organization shall be called the “Board of Trustees of the Thomas Crane Public Library” existing by Virtue of Chapter 202 of the Acts of 1880 and Chapter 347 of the Acts of 1888 of the Massachusetts General Laws and exercising the powers and authority and assuming the responsibilities delegated to it under said laws.

*Section 2.* The Trustees are six in number and are appointed annually by the Mayor.

### **Article II: Officers**

*Section 1.* The officers shall be a Chairperson, a Vice-Chairperson, a Secretary, and a Treasurer, elected from the appointed Trustees at the annual meeting of the Board.

*Section 2.* Officers shall serve a term of one year from the annual meeting at which they are elected and until their successors are duly elected, limited to four consecutive terms. In the event that there is a mid-year officer vacancy, the Board shall report such vacancy to the Mayor to appoint a replacement as soon as possible.

*Section 3.* The Chair shall:

- a. Preside over all meetings of the Board.
- b. Authorize calls for special meetings.
- c. Schedule and determine the agenda for all meetings in consultation with the Board and the Executive Director.
- d. Appoint all committees and serve as an ex-officio voting member.
- e. Collaborate with the Executive Director.

*Section 4.* The Vice-Chair shall:

- a. Assume the duties and powers of the Chair when the Chair is absent or otherwise unable to perform their duties.

*Section 5.* The Secretary shall:

- a. Keep full records of all meetings of the Board including names of all Trustees and Library Administration present, absentees, and a list of distributed documents.
- b. Keep a ledger of those who choose to speak at the Open Forum and the topic about which they spoke.
- c. Send a rough draft of the final agenda to the Board and the Executive Director for input prior to posting.
- d. Present a financial report to the Board of monthly expenses and donations at each scheduled meeting.

- e. Have no authority to invest or reinvest any money or securities held for the Library except by special vote of the Board.
- f. Be bonded in any amount the Board may require, the cost of the bond being paid from the funds of the Trustees.
- g. Serve as the Chair of the Finance Committee and present an annual summary of the investments.
- h. Work with the Finance Committee and the Executive Director to plan the Trustees annual budget for the following year, to be presented at the May meeting.
- i. See that funds exceeding the budget be pre-approved by the Board.

### **Article III: Meetings**

*Section 1.* Regular meetings shall be held each month, except July and August, the date and time to be set at the discretion of the Board.

*Section 2.* The annual meeting, which shall be for the purpose of election of officers, shall be held at the time of the regular meeting in February of each year or at the first regular meeting following the appointment of the Trustees.

*Section 3.* Special meetings shall be called by the Secretary whenever the Chair so directs, or at the request of two Trustees.

*Section 4.* A quorum shall consist of four Trustees unless the Trustees drop to five in number indefinitely, in which case a quorum shall consist of three Trustees.

*Section 5.* All meetings of the Board shall be subject to Massachusetts Open Meeting Law as set forth in Massachusetts General Laws Chapter 30A, Sections 18-25. In particular, all meetings are open to the public, unless there is an executive session under the terms of the law. A notice of all meetings, except in the case of an emergency, will be filed with the City Clerk at least two business days beforehand and a copy of the notice will be posted in City Hall. Further, all records of meetings will be available for public inspection. Open Forum speakers are limited to five minutes and may not yield their time to other speakers.

*Section 6.* The meetings will follow the procedure recommended in Robert's Rules of Order for Informal Procedures in Small Boards (RONR (12th ed.) 49:21), with the following amendments

- a. A proposal may not be voted on without a formal motion.
- b. All motions must be seconded.

### **Article IV: Committees**

*Section 1.* The Chair shall appoint committees for such specific purposes as the business of the Board may require. The committee shall be considered to be discharged upon completion of the purpose for which it was appointed.

*Section 2.* There shall be the following standing committees:

- a. Finance Committee

*Section 3.* *The Finance Committee shall consist of the Treasurer and two members appointed by the Chair and shall:*

- a. Monitor trust fund investments and recommend changes in investment policy.
- b. Review fiscal year-end reports for all trust funds and report findings to the Board.
- c. Be authorized signatories of the Trustees accounts.

## **Article V: Library Executive Director and Staff**

*Section 1.* The Board shall select and recommend to the Mayor for appointment an Executive Director who meets the qualifications established by the Massachusetts Board of Library Commissioners and the Board of Library Trustees.

*Section 2.* The Executive Director shall have the general charge, management and control of the Library and its branches and all persons employed therein.

*Section 3.* The Executive Director shall make a presentation to of the Library's yearly highlights accompanied by a collaborative feedback discussion at the last Board meeting of the year.

*Section 4.* All appointments and dismissals shall be processed as regulated by the personnel policies and ordinances of the City of Quincy.

*Section 5.* Staff shall submit receipts for professional development (coursework, continuing education, conferences, travel, etc) that require funding from the Trustees by the month following the completion of the activity, and report outcomes, innovations, and concerns at monthly Trustee meetings.

## **Article VI: By-Laws**

*Section 1.* These by-laws may be amended and voted on by a two-thirds majority of the Trustees at any regular meeting, providing that notice of the proposed amendment shall have been given and discussed at the previous meeting.

## **Article VII: Vacancies**

*Section 1.* If a Board member misses three consecutive meetings without reasonable cause, or in the event of a vacancy before the end of an individual Trustee's term of office, the Board will inform the Mayor for a replacement.

## **Article VIII: Collective Authority**

*Section 1.* All decisions of the Board are made by the Board as a collective body. No individual member may make decisions or act on behalf of the Board unless specifically authorized to do so by a vote of the Board.

**Adopted:** April 4, 1923

**Amended:** June 1, 1938; June 17, 1991; October 18, 2004; October 28, 2013; November 7, 2016; June 11, 2025