

**BOARD OF TRUSTEES
OF THE BOYDEN LIBRARY
BY-LAWS**

ARTICLE I. NAME AND AUTHORIZATION

The name of this organization is the Board of Trustees of the Boyden Library, the public library of Foxborough, Massachusetts, existing by virtue of the provisions of Chapter 78, Sections 10 – 13 and 21 of the Massachusetts General Laws and the Revised General By-Laws of the Town of Foxborough.

ARTICLE II. MEMBERSHIP

1. The Board shall be composed of six members, two of whom shall be elected each year at the Annual Town Election 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 Trustees and the Board of Selectmen in accordance with MGL Chapter 41 Section 11.
4. Any member who fails to attend three (3) regularly scheduled board meetings over a twelve (12) month period (on a May to April cycle) shall receive a letter from the Chairperson reminding that member that regular attendance, as defined in the bylaws at Article 5, Section 1, is the responsibility of all members and that those unable to attend regularly or unable to provide notice to the Chairperson 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, as expressed by the member to the Chairperson, exceptions to this provision may be made by a 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 Foxborough 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 accord 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 MGL Chapter 78 Section 34.

5. Prior to the negotiating of any union contract, the Board shall discuss, in executive session, proposed revisions to the contract and other employment issues and shall communicate their positions to the Town Administrator and the Personnel Wage Board and any other members of the bargaining unit.

ARTICLE IV. OFFICERS

1. The officers of the Board shall be a Chairperson, a Vice-Chairperson, and a Secretary. The Board shall provide a full job description for each position.

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 Vice-Chairperson, in the absence of the Chairperson, shall perform the duties of Chairperson.

4. The Secretary shall ensure that all meetings are posted as required by law, that a true record of all Board meetings is kept, 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 Election. 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 the second Tuesday of each month at 7:00 pm, except for the months of July and August, or as otherwise dictated by the Board. Regular attendance of the members is expected. A member shall give advance notice to the Chairperson, no later than seventy-two (72) hours prior to a regularly scheduled meeting, if they are unable to attend.

2. Special meetings may be called by the Chairperson, or at the request of a majority of members.

3. A quorum shall be four members.

4. All meetings of the Board shall be subject to the State's Open Meeting Law as contained in 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.

5. 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. Standing Committees may be appointed by the Chairperson. Duties of Standing Committees will be assigned by the Chairperson.

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.

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 regular meeting.

ARTICLE X. INCONSISTENT PROVISIONS

To the extent that any provision of these by-laws is inconsistent with any provisions of the Massachusetts General Laws or the Revised General By-Laws of the Town of Foxborough, the Massachusetts General Laws or the Town By-Laws, as the case may be, shall govern.

Approved at the January 4, 1993 meeting of the Boyden Library Board of Trustees.

Revised and amended at the December 1, 2003 meeting of the Boyden Library Board of Trustees.

Revised and amended at the December 18, 2013 meeting of the Boyden Library Board of Trustees.

Revised and amended at the March 12, 2019 meeting of the Boyden Library Board of Trustees.

Revised and amended at the September 13, 2022 meeting of the Boyden Library Board of Trustees.