

**Public Library of Brookline  
Board of Trustees Bylaws**

**September 2024**

**Meetings**

The Board's operational year shall run from the first meeting following the annual Town Election to the last meeting before the following Town election.

The schedule for the yearly meetings shall be set at the first meeting of the Board of Trustees to be held after the Town elections; the time for this meeting shall be set at the last scheduled meeting before the Town elections.

Special meetings of the Board may be called by the Chair, or by any two Trustees. Except in an emergency, public notice of such meetings must be filed with the Town Clerk's office at least forty-eight hours (excluding Saturdays, Sundays, or legal holidays) before the time for said meeting, in accordance with M.G.L. c. 30A, sec. 20. In an emergency, the notice shall be posted as soon as reasonably possible prior to such meeting. M.G.L. c. 30A, sec. 20b.

The quorum for any meeting of the Board shall be seven Trustees.

Unless otherwise determined by the Chair, the ordinary order of business shall be: call to order, discussion and vote on approval of minutes, public comment, Library Director's report, Treasurer's quarterly report, committee reports and other business.

The Director or his/her designee shall keep a true record of all meetings of the Trustees.

All materials necessary for the ordinary order of business at Trustee Board meetings should be emailed to participants at least seven days prior to each meeting date to allow for meaningful review.

**Officers**

The officers of the Board of Trustees shall be: Chair, Vice-chair, Secretary and Treasurer.

The Chair shall preside at all meetings, call special meetings, appoint members of all committees, represent the Trustees and Library before other Town bodies as needed, and perform other, related duties.

In the absence or incapacity of the Chair, the Vice-chair shall perform the duties of the Chair.

The Secretary shall oversee the true record of all meetings of the Trustees.

The Treasurer shall be the Financial Officer of the Board, keep financial records, oversee the receipts and expenditures of library trust funds, report regularly to the Board on the condition of said funds and prepare an annual budget in consultation with the Library Director and the Finance Committee. The Treasurer shall serve as Chair of the Finance Committee and be a member of Investment Advisory Subcommittee.

The officers shall be elected at the meeting of the Trustees that immediately follows the annual Town elections. Any Trustee may be nominated by one or more other Trustees or may nominate him- or herself to be an officer. Until the Chair is elected, the senior Trustee shall chair that meeting. In the event of a vacancy in any of the officer positions during the year, that vacancy shall be filled by a vote of the Trustees at the next regularly scheduled meeting after the vacancy occurs.

### **Liaisons**

The Chair may designate liaisons to the Brookline Library Foundation and the Friends of the Brookline Public Library.

The Foundation Liaison will represent the Trustees to the Brookline Library Foundation.

The Friends Liaison will represent the Trustees to the Friends of the Brookline Public Library.

The Chair may also designate liaisons to the Town of Brookline Commission on Diversity Inclusion and Community Relations, its successor, as the case may be, and to other Brookline boards or commissions, with approval of the Board, and without the need to amend these Bylaws.

### **Committees**

There shall be the following standing committees of the Board of Library Trustees:

The Advocacy Committee works with the Director to support the Library's positions and needs in Town Meeting, before the Advisory Committee, and, as appropriate, to Town Senior Staff. It organizes Board participation in a number of Town-wide activities, such as Brookline Day, and supports the Director and staff, when requested, in outreach activities and partnership with other Town organizations such as the Senior Center, and to the public at large.

The Library Functions Committee is responsible for supporting the internal workings of the Library. As requested by the director, the committee advises and assists on issues concerning the Library's buildings, grounds, and policies.

The Finance Committee shall propose an annual budget (and any supplemental budgets), for expenditure of trust funds and current gifts to be prepared by the Board. The committee shall

also advise the Board regarding finances, capital improvements, the Romanow Fund and related matters. The Investment Advisory Subcommittee, which shall be a subcommittee of the Finance Committee, shall advise the Board regarding investment of the Library's endowment funds, and shall report to the Board quarterly on the state of the endowment funds and other issues relevant thereto.

The Programming Committee shall develop and sponsor programs and activities that are of benefit to the community.

The Trustee Development Committee will make recommendations to the Board, and it will develop and review policies that promote and maintain an effective board, as defined by the MBLC trustee handbook.

The Chair of the Board of Trustees is authorized to appoint non-members of the Board to the Investment Advisory Subcommittee and Programming Committee.

The Executive Committee shall be comprised of the Officers, and it will take up issues at the request of the Board, Chair, or Library Director and will initiate discussion about matters relevant to the Library or the Board as they arise.

Each standing committee, other than the Executive Committee, shall include a maximum of two members of the Executive Committee.

Committee assignments shall extend to the second meeting following the annual Town elections.

The Chair may appoint other ad hoc committees for a period not to extend beyond the second meeting after the next Town election. The Chair of the Board appoints all committee chairs.

### **Duties of the Board of Trustees**

The Trustees shall be responsible for the operations and procedures of the Library in their capacity as representatives of the citizens of the Town. This supervisory responsibility shall not be construed so as to interfere with the responsibility and prerogatives of the Library Director in regard to the day-to-day administration of the Library and the implementation of Trustees policies.

The Trustees shall carry out the duties of public library trustees as provided by state statute, especially as elaborated by Massachusetts General Laws Ch. 78 S11. In particular, the Trustees shall have the custody and management of the Library and all of the property owned by the Town pertaining to the Library. The Trustees shall be responsible for all monies appropriated by the Town for the Library and for all money or property received by the Town by gift or bequest for the Library.

The Trustees shall approve a written employment contract for the Library Director, detailing the basic conditions of employment, as provided by M.G.L. Ch. 78 Sec. 34.

The Trustees shall approve a written policy for the selection of Library materials and the use of Library materials and facilities that is in accordance with the current standards of the American Library Association, as provided for by M.G.L. Ch. 78 Sec. 33.

### **Vacancies**

A vacancy on the Board prior to the end of an individual's term of office shall be filled according to statute.

### **Parliamentary Rules**

Except as provided by these Bylaws, Robert's Rules of Order shall govern.

### **Collective Authority**

All decisions of the Board are made by the Board as a collective body. No individual member may make decisions or act for the Board unless specifically authorized to do so by a vote of the Board. The directions of the Board to the Library Director shall be given by the entire Board or by the Chair when acting for the Board.

### **Fiscal Year**

The fiscal year of the Board shall be coterminous with the Town's fiscal year.

### **Monetary Gifts**

All monetary gifts to the Library in an amount over \$5,000 that have any stipulations attached shall be formally accepted by the Board or Library Director. Monetary gifts under that amount may be accepted by the Chair.

### **Amendments**

The Bylaws may be amended at any regular meeting of the Board by a majority vote of the members present, provided that written notice of the proposed amendment(s) was given to the members of the Board at least thirty days prior to the vote.

Voted by the Board of Library Trustees March 10, 1992. Amended May 9, 1994; November 8, 1994; May 9, 1995; July 14, 2004; July 12, 2005; September 9, 2008; January 10, 2012; May 8,

2012, July 8, 2014; December 13, 2016; July 11, 2017; April 13, 2021; September 14, 2021, May 9, 2023, September 10, 2024.

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