



Massachusetts Libraries

BOARD OF LIBRARY COMMISSIONERS

THE COMMONWEALTH OF MASSACHUSETTS

BOARD OF LIBRARY COMMISSIONERS

BYLAWS

ARTICLE I.

ORGANIZATION AND FUNCTIONS OF THE BOARD OF LIBRARY COMMISSIONERS

Section 1.1 Composition and Functions

The composition, functions and responsibilities of the Board of Library Commissioners shall be as provided and authorized by the General Laws and the Acts of the General Court of the Commonwealth of Massachusetts.

Notwithstanding any other provision of these Bylaws this association is organized exclusively for such purposes as are allowed under section 501(c)(3) of the Internal Revenue Code.

Upon dissolution, all assets of this association shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Code, or shall be distributed to federal, state, or local government for a public purpose.

Section 1.2 Officers

(I.) The officers of the Board of Library Commissioners shall be a Chairman, a Vice-Chairman and a Secretary. The officers shall be eligible for election to two successive one-year terms in any particular office; and after a period of one year, may be eligible for election to one or more similar two-terms in this same office under the same provisions.

The Chairman, Vice-Chairman and Secretary shall be elected by the Board of Library Commissioners at the Annual Meeting of the Board. They shall hold office until the next Annual Meeting of the Board and until their respective successors are elected.

Said officers shall constitute the Executive Committee of the Board of Library Commissioners (ARTICLE III., Section 3.1).

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(II.) The Director of the agency, with such staff assistance as necessary, shall carry out the duties as provided in Section 1.6.

Section 1.3 Duties of the Chairman.

(I.) To serve as presiding member at all meetings of the Board of Library Commissioners and of the Executive Committee.

(II.) To call special meetings of the Board of Library Commissioners and of the Executive Committee.

(III.) To serve ex officio as a member of all committees of the Board of Library Commissioners, and may preside at all meetings of such committees which the Chairman attends.

Section 1.4 Duties of the Vice-Chairman.

To perform the duties of the Chairman of the Board of Library Commissioners at the Chairman's request or in the case of the Chairman's absence.

Section 1.5 Duties of the Secretary.

To verify and sign Board minutes and any other documents requiring the signature of the Secretary of the Board, and to record the proceedings of the Board in Executive Session.

Section 1.6 Duties of the Director in Relation to Board Meetings.

(I.) To give written notice of all regular and special meetings of the Board of Library Commissioners and of all committees of the Board and to compile and distribute agenda. The Director shall include with the agenda or supply to members of the Board not less than five business days before the meeting such historical and other information in respect to each agenda item requiring a Board vote as may be reasonably necessary for Board members to understand the ramifications of such agenda item. Such information shall include the views of the Director and the staff as well as those of other members of the library community and shall be succinctly summarized. On occasion when time does not permit such information to be prepared in full before a meeting, a summary thereof may be included in the information sent out before the meeting and oral and/or written reports may be presented at the meeting.

(II.) To record the proceedings of the Board of Library Commissioners and of each of its committees.

(III.) To preserve the minutes and all documents determined by the Board of Library Commissioners to be part of its official records.

(IV.) To conduct correspondence as directed by the Board of Library Commissioners to certify official documents and proceedings.

Section 1.7 Authorization of Signing Contracts and Agreements.

Pursuant either to State Law or to authorization by the Board of Library Commissioners, the Executive Director shall execute and deliver contracts and other agreements, otherwise the Chairman or Vice-Chairman of the Board of Library Commissioners are authorized and directed to execute and deliver, all in the name and behalf of the Board of Library Commissioners, contracts and other agreements; and the execution by the Executive Director or the Chairman or the Vice-Chairman of said contracts and other agreements shall be conclusive evidence of their approval by the Board of Library Commissioners and the same, and the execution and delivery thereof, are duly authorized.

ARTICLE II. MEETINGS.

Section 2.1 Annual and Regular Meetings.

The Annual Meeting of the Board of Library Commissioners shall be the first regular meeting after the commencement of the state's fiscal year. Regular meeting shall be held on the first Thursday of each month unless the Board otherwise determines. The time and place of such meetings shall be fixed by the Chairman, in consultation with the Board.

Section 2.2 Special Meetings.

Special meetings of the Board of Library Commissioners may be held at any time and place in the Commonwealth of Massachusetts. Special meetings may be called by the Chairman or by any three members of the Board of Library Commissioners through a written communication to the Director stating the time, place and purpose of the meetings and received by the Director at least five (5) business days prior to the date fixed for the meeting.

Section 2.3 Notice of Meetings.

Written notice of each regular meeting of the Board of Library Commissioners including the agenda thereof shall be mailed at least seven (7) days prior to the date fixed for the meeting and shall state the time and place of the meeting. Notice of Special meetings shall be given to Board Members by telephone and confirmed in writing at least five days prior to the date fixed for the meeting. The notice shall state the purpose for which the special meeting has been called.

Section 2.4 Agenda.

A written agenda of matters to be considered at each regular or special meeting, as compiled by the Director and approved by the Chairman, shall be mailed to each Board member. Items to be included in the agenda for the regular meeting shall be submitted to the Director in writing. Such agenda shall include the following matters:

(I.) Written reports of committees of the Board of Library Commissioners.

(II.) Matters suggested by any Board member and given to the Director seven (7) business days prior to the date of the meeting at which consideration is desired and containing a title and description of the agenda item.

(III.) Any matter suggested by any other person who wishes to present pertinent matters to the Board. Individuals who wish to present a matter for action shall make specific requests in writing at least fifteen (15) days in advance of the next regular Board meeting. Letters shall be addressed to: Board of Library Commissioners, attention of the Director at its office address. Individuals who wish to address the Board for other matters are requested to inform the Director prior to the Board meeting. Agenda time for non-Board members to present their views shall be scheduled, according to the normal order of business. (See Section 2.8.) The Chairman shall establish guidelines for such public comment.

(IV.) Any subject not on the agenda proposed for Board action, and for which there is consensus further study is desired - (other than a motion which has been made and seconded) - shall be held over for consideration at a future meeting, unless emergency action is deemed necessary by a majority of the Board.

Section 2.5 Other Business.

Discussion of topics not reasonably anticipated by the Chairman 48 hours before the meeting.

Section 2.6 Procedure on Policy Changes.

Matters involving new or changed policy or exceptions to policy shall not be voted until having been considered in at least two successive meetings. The applicability of this section to any issue shall be determined by the Chairman.

The Board shall review all Policies at least once every five years and such Policies shall become null and void unless acted upon by vote of the Board every five years.

Section 2.7 Quorum.

A majority of members of the Board of Library Commissioners shall constitute a quorum for the transaction of business. When a quorum is present at any meeting, a majority of the members present may take any action on behalf of the Board, except that the affirmative vote of the majority of the entire Board is required for the appointment or removal of the agency's Director and Deputy Director.

Section 2.8 Order of Business.

Unless otherwise determined by the Board of Library Commissioners the order of business shall be as follows:

- (I.) Roll Call
- (II.) Approval of Minutes of Prior Meeting
- (III.) Director's Report
- (IV.) Reports of Committees
- (V.) Items Submitted by Board Members.
- (VI.) Items Submitted by non-Members of the Board as provided in Section 2.4 (III.).
- (VII.) Old Business
- (VIII.) Other Business
(Discussion of topics not reasonably anticipated by the Chairman 48 hours before the meeting.)
- (IX.) Public Comment
- (X.) Adjournment

Section 2.9 Open Meetings and Regulatory Hearings.

The meetings of the Board of Library Commissioners shall conform to the provisions of the Massachusetts General Laws regarding open meetings, M.G.L. c.30A, §20.

Regulatory Hearings are subject to Massachusetts Law, M. G.L.c.30A.

Section 2.10 Attendance at Board Meetings.

Members are expected to attend regularly scheduled Board meetings. Failure of any Board member to attend four (4) such consecutive meetings without just cause shall be reason for notification of same to the Appointing Authority, the Governor of the Commonwealth, of such absences (with a copy of the notification to be sent to the Board member in question) upon a majority vote of the Board.

ARTICLE III. COMMITTEES.

Section 3.1 Committees of the Board.

The officers of the Board, as provided for in Section 1.2, (I.), shall comprise the Executive Committee of the Board, and they shall meet at such times and for such purposes as may be deemed necessary by the Chairman, or as may be determined by majority vote of the Board. Under Massachusetts Law G.L.c.39, sec.23B, any subcommittee meeting at which a quorum is

required in order to make a decision (with certain exceptions such as simply reviewing a meeting agenda) is construed to be an open meeting, for which minutes must be kept, therefore the Chairman shall include in the Chairman=s Report at the next full meeting of the Board a report on all such Executive Committee meetings. The Executive Committee shall take no action binding upon the Board unless authority to so act has been authorized previously, and for specific purposes by the Board.

The Chairman may, or as may be required by a vote of the Board, appoint committees from the membership of the Board, that the Chairman or the Board deems necessary. Each such committee shall be automatically discharged upon completion of its assignment.

The Chairman shall be a member ex officio of each committee.

Temporary work assignment of a functional or project nature may be made by the Chairman to individual members of the Board. Each such assignment shall terminate upon report to the Board.

Section 3.2 Committees of non-Board Members.

- (I.) The Board may from time to time authorize committees, as it deems necessary, composed in whole or in part of non-Board members.
- (II.) The Director shall make recommendations to the Board as to the composition of such committees. Such recommendations shall include persons of varying perspectives with regard to the subject to be considered by the committee. Other recommendations may be made by the Board members or any other interested persons. All such appointments shall be made by vote of the Board. (III.) Advice submitted to the Board by such committees may be accepted or rejected in whole or in part by the Board. The persuasive power of such advice depends upon the extent to which the report of each such committee reflects the fact that the Board's responsibilities require it to consider such advice from a point of view that takes into account the quality, availability, and cost-effectiveness of library services throughout the Commonwealth.

ARTICLE IV. AMENDMENT.

These bylaws, adopted by the Board of Library Commissioners, may be amended or repealed, and new bylaws may be adopted, by vote at the meeting of the Board for the purpose and the notice of which shall have specified the subject matter of the proposed addition, amendment or repeal.

Robert's Rules of Order, current edition, shall govern in all matters not covered by these bylaws.

Approved by vote of the Board of Library Commissioners on January 17, 1978.

Amended by vote of the Board of Library Commissioners on February 15, 1979.

Amended by vote of the Board of Library Commissioners on October 22, 1981.

Amended by vote of the Board of Library Commissioners on May 13, 1982.

Amended by vote of the Board of Library Commissioners on June 10, 1982.

Amended by vote of the Board of Library Commissioners on June 5, 1986.

Amended by vote of the Board of Library Commissioners on June 5, 1991.

Amended by vote of the Board of Library Commissioners on February 9, 1995.

Amended by vote of the Board of Library Commissioners on February 1, 1996.

Amended by vote of the Board of Library Commissioners on September 10, 1998.

Amended by vote of the Board of Library Commissioners on January 14, 1998.