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## **BY-LAWS OF THE SAMUEL S. POLLARD MEMORIAL LIBRARY BOARD OF TRUSTEES**

### **ARTICLE I     Name and Authorization**

This organization shall be called “The Board of Trustees of the Pollard Memorial Library” (“the Board”), existing under the authority specified under Statute Reference: MGL C.231 Acts 1888 Code 17-166; City Charter (1921) Sec. 28; MGL Ch. 78, s.7-13 of the Lowell City Code, and responsibilities delegated to it under the said ordinance.

### **ARTICLE II     Trustees**

#### **Section 1   Number and Qualifications**

The governing body of the Library is composed of eleven (11) members, which shall include eight (8) members and two (2) associate members to be appointed by the City Manager of the City of Lowell and the eleventh member to be the City Manager, or his/her designee who shall be ex officio President of the Board.

#### **Section 2   Term of Office**

The term of office for a Member will be 3 years on a staggered basis so that the tenure of two trustees expires annually in the month of December or until his/her successor shall be appointed. They shall enter upon their duties on the first Wednesday of January.

The term of office for an Associate Member will be 3 years on a staggered basis so that the tenure of one associate will expire annually in December. They shall enter upon their duties on the first Wednesday of January.

#### **Section 3   Resignations and Vacancies**

Any member of the Board of Trustees may resign by written notice filed with the City Manager of the City of Lowell, with copy to the Director and Chair of the Board of Trustees.

In the event of a resignation(s) or vacancy(ies) on the Board, the trustees will forward open position(s) to the City Manager’s office for posting.

- The Nominating Committee may make recommendations to the Board.
- The Board may make recommendations of acceptable replacements to the City Manager, who in turn may appoint, subject to ratification by the City Council.
- Whenever a vacancy shall occur on the board the new trustee shall hold office for the remainder of the unexpired term.
- Members of the Board may apply for another term of office
- Associate members of the Board may apply for vacant position.
- No member of the Board shall receive any pecuniary compensation for his/her services.

#### Section 4 Considerations

The Nominating Committee and the Board shall take into account the following considerations when developing its list of acceptable replacements:

- All proposed trustees shall be residents of the City of Lowell.
- All proposed trustees shall have a determinable interest in the Pollard Memorial Library.
- The Board shall seek members representative of the population of the City of Lowell.

#### Section 5 Function

The Library Board of Trustees have responsibility through the City of the general care, administration, and policy making for the library. The Board engages in an ongoing planning process, which assesses the needs of the library and the role of the library in the community and ensure that the library develops to meet those needs.

#### Section 6 Report to the City Council

Members of the Board shall make a presentation to the City Council annually in May to update and highlight current practices that guarantee knowledge and technology are available to all Pollard Memorial Library patrons, as well as, advocate for most pertinent concerns to ensure the library continues to meet the needs of the community.

#### Section 7 Library Director's Report

The Director will provide, at a minimum, a monthly written report 5 days prior to a meeting. The Board may request additional reports as deemed necessary. The Board shall review the Director's monthly written report(s) to include: receipts and expenditures on account of the Library, the number of volumes purchased during the year, the total number of volumes in the Library, the number of volumes used during the year, the number of borrowers registered during the year, the number of persons entitled to draw books for home use, programs and services offered and any other information they may deem important to communicate.

### **ARTICLE III Board of Trustees**

#### Section 1 Offices

The officers of the Pollard Memorial Library Board of Trustees shall be a Chair, Vice-Chair and Secretary. The City Manager, or his/her designee, shall serve as President ex-officio.

The Board at its Annual Meeting shall elect the Chair, Vice Chair and Secretary, for the term of one year. They shall hold office until the next Annual Meeting of the Board and until their respective successors are elected.

#### Section 2 Duties of the Chair

- Serve as presiding member at all meetings of the Board
- Call special meetings of the Board
- Serve ex-officio as a member of all committees of the Board

#### Section 3 Duties of the Vice-Chair

- Perform the duties of the Chair at the request of the Chair or in the Chair's absence

#### Section 4 Duties of the Secretary

- Keep a true and accurate record of all meetings of the Board
- Perform such other duties as are generally associated with that office

## **ARTICLE IV    Library Director**

The Library Director or designee shall attend all duly constituted Board meetings. It is his/her responsibility to issue and post due notice of all regular and special meetings.

## **ARTICLE V    Committees**

### **Section 1   Standing Committees:**

Standing Committees of one or more members shall be established. Each member of the Board of Trustees shall be required to serve on at least one standing committee. The Standing Committees shall be as follows:

#### **Nominating/Personnel (Duties)**

- Nominate officers for election at the annual meeting
- Support the Director in personnel decisions
- Participate in selection process of Director and Assistant Director

#### **Art (Duties)**

- Keep updated lists of objects of art
- Review artwork in need of repair/restoration
- Recommend pieces for repairs/restoration

#### **Governance/Policy (Duties)**

- Review and revise Strategic Plan as needed
- Review and revise By-Laws as needed
- Review and revise current policies as needed
- Advise on new policies presented by the Director
- Advocate for needed items/programs/services

#### **Security/Building and Grounds (Duties)**

- Review security needs
- Review condition of buildings and grounds
- Recommend/advocate for necessary repairs/security measures

#### **Outreach (Duties)**

- At least one member will serve as Liaison on PML Foundation Board
- At least one member will serve as Liaison on Friends of PML Board
- Create/maintain relationship(s) with community stakeholders
- Maintain relationship with library staff through an annual meeting

### **Section 2   Ad Hoc Committees**

The Chair shall appoint committees of one or more members each for such specific purposes as the business of the Board may require from time to time. The committee shall be discharged upon the completion of the purpose for which it was appointed and after the final report is made to the Board.

### **Section 3   Reports**

All committees shall make a progress report to the Board as needed or as requested by the Board.

### **Section 4   Authority**

No committee will have other than advisory powers unless, by suitable action of the Board, it is granted specific power to act.

## **ARTICLE VI Meetings**

### **Section 1 Schedule**

The Library Board shall meet on the date and at the time designated at the preceding meeting. There shall be at least nine (9) meetings a year. The first meeting of the New Year will be the Annual Meeting. A quorum shall be satisfied when a majority of those holding filled positions appear for a meeting. If a quorum is not met at a meeting, items requiring a vote must be postponed and notes (not minutes) will be taken.

### **Section 2 Open Meeting Law**

All regular, committee, and special meetings of the Board shall be subject to the Commonwealth's Open Meeting Law, as elaborated in Massachusetts General Laws Ch. 39 s 23A-23C. In particular, all meetings are open to the public unless held in executive session. A notice of all meetings, except in case of emergency, will be filed with the city clerk at least 48 hours beforehand and a copy of the notice will be posted in the clerk's office. Further, all records or minutes of meetings will be available for public inspection.

### **Section 3 Special Meetings**

Special meetings of the Board may be called by the chair, or upon written request of two (2) members, for the transaction of business as stated in the meeting request. Except in an emergency, notice stating the time and place of any special meeting and the purpose for which called shall be posted as required by the Commonwealth's Open Meeting Law and given to each member of the Board at least three (3) days in advance of the meeting.

### **Section 4 Voting**

A quorum for transaction of business shall consist of a simple majority. Associate members shall be non-voting members. In the event a board member(s) is absent, and a quorum is not met, the most senior associate member(s) may take their place and vote.

### **Section 5 Order of business at regular meetings shall be:**

- Call to order
- Attendance
- Adoption of /Amendment to agenda
- Acceptance of meeting minutes
- Agenda items requested by Director and/or Trustee(s)
- Committee Reports (as needed)
- Financial Reports (as needed)
- Chairperson's Report
- Liaison Reports
- Director's Report
- Old Business
- New Business
- Adjournment

## **ARTICLE VII Duties of the Board of Trustees**

- Engage in an ongoing planning process, to assess the needs of the Library and the role of the Library in the community. Ensure that the Library develops to meet those needs.

- Establish written policies for the selection and use of library materials and use of facilities which are in accord with the current standards of the American Library Association, as provided for by Massachusetts General Laws Ch 78 s 33.
- Advise in the preparation of the budget and work diligently to secure adequate funds to finance the approved budget.
- Advise in the preparation of and approve the Strategic Plan and Action Plan.
- Through the Library Director, monitor the buildings and grounds, as well as regularly review various physical and building needs to ensure requirements of the total library program are met.
- Speak and act as an advocate for libraries in the community and maintain vital public relations.
- Study and support legislation, which will bring about the greatest good to libraries.
- Be involved in the selection process in the event of a vacancy of the Library Director or Assistant Director.
- Attend meetings. Notification of absence must be made to the Director and Chair at least 48 hours in advance of the meeting, unless in the case of an emergency. No member may be excused from attendance more than three (3) times in one calendar year. Absence from three (3) or more meetings shall be deemed a resignation from the Board of Trustees. The application of this provision to a particular Trustee may be waived by a 2/3 vote of the Board for good cause.

## **ARTICLE VIII Collective Authority of the Board**

The Board as a collective body makes all decisions of the Board. No individual member may make decisions or act for the Board unless specifically authorized to do so by a vote of the membership of the Board.

## **ARTICLE IX Parliamentary rules**

Except as provided for by these by-laws, the current edition of Robert's Rules of Order shall govern.

## **ARTICLE X Amendments**

The board has the power to establish and amend by-laws, rules and regulations as may be necessary for the government of the Library, provided they meet compliance with the City's Charter and the Plan E form of government. 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, provided the amendment was stated at the preceding meeting or was sent to the members at least 30 days prior to the meeting.