

**Bylaws of the Board of Trustees
of
The Jones Library, Inc. and of the Amherst Town Library**

ARTICLE I. Name

The name of this organization is the “Board of Trustees of the Jones Library, Incorporated, and of the Amherst Town Library.” The library establishment conducted by the Board of Trustees shall be known as “The Jones Library.”

ARTICLE II. Trustees

Section 1. The inhabitants of the town of Amherst are hereby authorized to elect six members of the Board of Trustees for three year terms arranged so that two are elected each year.

Section 2. Trustees shall serve without compensation.

Section 3. Vacancies occurring in the membership of the Board of Trustees by death, resignation, or otherwise, shall be filled until the next annual town election by majority voted, taken by ballot, of the remaining Trustees and the members of the Select Board of the Town of Amherst in joint session [Massachusetts General Laws (MGL) Chapter 41, Section 11]. The Trustees shall inform the Select Board and the Town Clerk in writing within one month of said vacancy.

Section 4. The Director of the Jones Library shall be an ex-officio, non-voting member of the Board.

ARTICLE III. Officers

Section 1. The Board of Trustees shall at each Annual Meeting of the Jones Library, Incorporated, and the Town Library elect from their number a President, a Vice President, a Treasurer, an Assistant Treasurer, and a Clerk, each of whom shall hold office until the close of the next Annual Meeting or until another is elected and qualified in his or her stead. The same person may be Vice President and Clerk.

Section 2. The Board of Trustees is authorized to fill by election until the close of the next Annual Meeting a vacancy in any of the offices, except that of President, provided for in this article.

Section 3. The Treasurer and/or the Assistant Treasurer shall, when and as required by the Board of Trustees, give bond for the faithful performance of duty, and the President shall have custody of such bond.

ARTICLE IV. Duties of Trustees

Section 1. The Board of Trustees in consultation with the Library Director shall have sole responsibility for the management, control, and direction of the property and the affairs of the Town Library and the Jones Library, Incorporated, hereinafter referred to as the Town Library.

Section 2. The Board of Trustees shall be the sole administrator for bequests and endowments accrued under the will and codicils of Samuel Minot Jones and other such bequests, endowment gifts, and memorials which have accrued or may accrue to the Jones Library, Incorporated.

Section 3. Routine payments from the funds of the Jones Library, Incorporated may be made by the Director. Any payment in excess of \$250 must be approved by the Treasurer, Assistant Treasurer, or such other Trustee as the Board shall authorize to approve financial payments.

Section 4. The Board of Trustees shall, at the close of each fiscal year, make a report to the Town of the state of the funds and business of the Jones Library, Incorporated.

Section 5. The Board of Trustees shall have such other responsibilities for the management and direction of the Town Library as provided by the Amherst Town Government Act, Chapter 215 of the Acts of 2001, Chapter 512 of the Acts of 1972, and Chapter 96 of the Acts of 1919, as those acts may, from time to time, be amended.

Section 6. The Board of Trustees 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. The Library Director shall be an employee of the town of Amherst, as provided under the Town's Personnel Bylaw.

Section 7. The Board of Trustees shall execute a written employment contract with the Library Director outlining the conditions of employments as provided for in the MGL, Chapter 78, Section 34.

Section 8. The Board may organize standing and ad hoc committees for the study and investigation of special issues or for specific tasks. Such committees will disband when their work is completed. All committee decisions and reports are purely advisory to the Board. Committee appointments will be made by the President and his/her designee and may include members of the community at large.

Section 9. Duties of the officers shall be as listed in Appendix A.

ARTICLE V. Meetings

Section 1. The Annual Meeting shall be held in the month following the month in which the Trustees of the Town Library are elected at the day and hour fixed by the President and in the main library building. The fiscal year shall end with the thirtieth day of June.

Section 2. Special meetings may be called by the President or by any two Trustees.

Section 3. The Board of Trustees shall hold regular monthly meetings and may from time to time fix, cancel, or change the times for holding regular meetings.

Section 4. Every meeting shall be called by written notice mailed by the office of the Jones Library to all members of the Board of Trustees five days in advance thereof, to the address of each Trustee latest on the records of the Clerk. A notice so mailed calling a meeting of the Board of Trustees shall suffice as a call of a meeting of the Jones Library, Incorporated, and of the Town Library.

Section 5. Four Trustees shall constitute a quorum at any meeting.

Section 6. If for any reason a Board member cannot attend a scheduled meeting, such member shall give notice in advance to the President, the Library Director, or other designated officer of the Board.

Section 7. All meetings of the Board shall be subject to the Open Meeting Law, MGL Chapter 39, Section 23A-C, including all requirements for advance public notice. Meetings may be held in executive session, only as permitted under the Open Meeting Law. All minutes and records of meetings shall be available for public inspection in accordance with and subject to the provisions of the Public Records Law, MGL Chapter 66, Section 10.

Section 8. The current edition of Robert's Rules of Order shall govern as parliamentary rules for the conduct of meetings.

Section 9. In event of a tie vote, the motion will be defeated.

ARTICLE VI. Collective Authority of the Board of Trustees

All decisions of the Board shall be made by vote of a quorum of the Board as a collective body. No individual member may make decisions, act, or speak for the Board unless specifically authorized to do so by vote of the membership of the Board.

ARTICLE VII. Amendments

These Bylaws may be amended or repealed by a favoring vote of at least four Trustees at any meeting of the Corporation provided that the proposed action had been set forth in the notice of the meeting, except that no amendment of Article I or Article III may be made unless in conformity with a change in the appropriate state law.

Amended September 13, 1999

Approved September 29, 2005

Amended September 6, 2012

APPENDIX A. DUTIES OF THE OFFICERS OF THE BOARD

A. DUTIES OF THE PRESIDENT OF THE BOARD OF TRUSTEES

1. Elected annually by the Board of Trustees.
2. Presides at regular and special meetings of the Board of Trustees.
3. Appoints committee chairs and sub-committees, as necessary.
4. Represents and speaks for the Library to other Town Boards and Committees.
 - May appoint another Trustee as his/her representative.
 - Serves ex officio as a member of Town Meeting.
5. Works with the Trustees and the Director to develop agendas, goals and objectives.
6. Sets dates for Annual and Special Meetings of the Board.
7. Acts as President and legal head of the Jones Library, Incorporated.
8. Serves as signatory for the Town Library and the Jones Library, Incorporated on:
 - Grants and State Aid Certification
 - Contracts
 - Correspondence
 - Expenditures from Jones Library, Incorporated funds
9. Chairs the Robert Frost Teaching Awards Committee to disburse annual awards to Amherst teachers (non-voting member). May appoint another Trustee as his/her representative.
10. Supports fund raising activities and public events at the Library.

B. DUTIES OF THE VICE PRESIDENT

1. Assumes the duties of the President in case of the absence or incapacity of the President.
2. Other duties as assigned by the President.
3. May also serve as Clerk.
4. Elected annually by the Board of Trustees.

C. DUTIES OF THE CLERK

1. Takes careful note of the proceedings of the meetings and prepares the minutes for the public record.
2. Signs official documents to attest to their authenticity.
3. Carries on official correspondence, as requested.
4. Keep a record of the addresses of all Trustees.
5. Elected annually by the Board of Trustees.

D. DUTIES OF THE TREASURER

1. Responsible for the oversight and expenditure of all funds.
2. Reviews and authorizes payments for on-going expenses of the Library, according to the bylaws.
3. Serves as signatory for expenditures from Jones Library, Incorporated funds.
4. Chairs the Financial Management committee, as needed.
5. Authorizes the annual audit of corporation finances and receives the auditor's report.
6. Reports to the board of Trustees on financial matters at Board meetings and as requested by the President.
7. May be required to post bond for faithful performance of duties.
8. Elected annually by the Board of Trustees.

E. DUTIES OF THE ASSISTANT TREASURER

1. Assumes the duties of the Treasurer in case of the absence or incapacity of the Treasurer.
2. Other duties as assigned by the Treasurer.
3. Elected annually by the board of Trustees.
4. May also serve as Vice President or other Office.

Approved July 8, 2003

Revised July 2005