

Friends of the Library - Winthrop By the Sea

Bylaws

ARTICLE I: NAME

This organization shall be called Friends of the Library - Winthrop By the Sea

ARTICLE II: PURPOSE

Section 1: Purpose

The purpose of The Friends is to foster community interest in the library's services and resources and to support and cooperate with the library in developing such services and resources.

ARTICLE III: MEMBERSHIP AND DUES

Section 2: Dues

There shall be NO membership fee established by the Executive Board to hold office and/or serve on committees. Membership in The Friends is open to any individual, family, organization or business that has indicated an interest in being involved in The Friends by attending the Annual Meeting.

Section 3: Membership Year

The membership year shall be the calendar year.

Section 4: Membership Privileges

Members are entitled to attend all Friends meetings and may hold office and/or serve on committees. Each member in good standing shall have one vote at the annual membership meeting.

Section 5: Annual Membership Meeting

The annual membership meeting shall be held in December. Members shall be notified at least two weeks prior via email or phone. Intervening meetings may be called with 30 days' notice to members. A quorum for conducting business at the annual membership meeting shall be a quorum of the Executive Board Members present.

Section 6: Majority Required

Issues requiring a vote to be taken will pass with a simple majority of voting members present.

ARTICLE IV: OFFICERS AND GOVERNMENT

Section 1: Executive Board

The Executive Board shall consist of the officers: (president, secretary and treasurer). One officer may hold more than one office concurrently. The Library Director may serve or appoint a staff designee as an ex-officio member of the Board without voting privileges.

Section 2: Executive Board Meetings

Board meetings shall be held annually. Special meetings may be called by any member of the Board. Board members are expected to attend all meetings. The Board will provide meeting minutes to the Library Trustees and the Library Director. The minutes will be accessible to the public at the Library.

Section 3: Quorum

A simple majority of the Executive Board shall constitute a quorum. Issues requiring a vote to be taken will pass with a simple majority of voting Board members present.

Section 4: Committees

The Board shall have the authority to appoint committees to assist in carrying out the goals of The Friends. Committee chairs shall be appointed by the Board.

Section 5: President's Duties

The President shall call, preside over and conduct all meetings of the Executive Board, and may represent The Friends at private and public activities.

Section 6: Secretary's Duties

The Secretary shall keep minutes of meetings, distribute agendas, take care of all necessary correspondence and public communications.

Section 7: Treasurer's Duties

The Treasurer shall keep and maintain all financial records and bank accounts. The Treasurer shall prepare a financial report for the annual membership meeting and shall file all state and federal tax forms and the annual report to the Secretary of the Commonwealth.

Section 8: Member at Large Duties

Members at Large shall advise the Executive Board and shall take on special projects as needed.

Section 9: Nomination to the Executive Board

Officers shall be nominated by the Executive Board at least two months prior to the annual membership meeting. Nominations shall be submitted to the membership with the consent of the nominees with the announcement of the annual membership meeting. Additional nominations may be made by any member with the consent of the nominee.

Section 10: Elections of Officers to the Executive Board

Officers shall be elected by majority vote of those present at the annual membership meeting for the term of one year and will take office at the end of that meeting. Terms shall be automatically extended for a further year at the conclusion of each year, unless nominations for election have been announced.

Section 11: Vacancies of Officers on the Executive Board

If an officer fails to attend two consecutive board meetings, or submits their resignation, the Executive Board may elect a replacement to serve until the next election.

ARTICLE V: FISCAL MANAGEMENT

Section 1: Fiscal Year

The fiscal year of The Friends shall be the calendar year.

Section 2: Expenses Incurred

No officer, committee or individual member shall incur any expenses over \$500 on behalf of The Friends unless duly authorized by the Executive Board. Authorization can be made between Executive Board meetings with written unanimous agreement.

Section 3: Records

The official financial records of The Friends shall be maintained at the Winthrop Public Library.

ARTICLE VI: PARLIAMENTARY AUTHORITY AND AMENDMENTS

Section 1: Parliamentary Authority

In questions of procedure, Robert's Rules of Order shall apply when not in conflict with these bylaws.

Section 2: Amendments to the Bylaws

Amendments to these bylaws may be proposed at any Executive Board meeting. Amendments shall pass by a two-thirds majority vote at an annual membership meeting.

ARTICLE VII: DISSOLUTION

Section 1: Method

Upon proper written notification from the Executive Board, a meeting of the general membership may be held to dissolve The Friends. A majority vote of the present members may dissolve The Friends provided all expenses have been met and that: (a) the Treasurer certifies that no outstanding bills remain and (b) the balance on hand is less than \$50. The Board will follow state and federal regulations for dissolution and disbursement of funds.

Section 2: Dissolution Statement

The Executive Board shall file a formal dissolution statement with the Library Director declaring The Friends dissolved and relinquishing its rights and privileges as outlined above.

Adopted April 2022