

Constitution

Friends of Worcester Free Public Library

Article I

Name

The name of the corporation shall be The Friends of Worcester Free Public Library, Inc., also known as The Friends of Worcester Public Library, **and may hereafter be referred to as the “Friends.” Likewise, the Worcester Public Library may hereafter be referred to as the “Library.”**

Article II

Mission and Objectives

Section 1. Mission

The Friends of the Worcester Public Library, Inc. is a non-profit organization of volunteers helping to enhance the **Library's** services to the people of the Worcester area. Through **advocacy, volunteer services, and fundraising**, the Friends strive to enrich the Worcester Public Library in many ways. In particular, the Friends of the Worcester Public Library:

- **Foster a strong relationship between the community and the Library, promoting public awareness of the Library and its resources;**
- Promote appreciation of the Library as a cultural and educational asset for the community;
- **Raise funds in various ways which help to support the Library;**
- Enhance the Library by funding programs, **cultural activities**, and events which are not in the Library budget.
- ~~Sponsor programs and cultural activities which foster a stronger relationship between the community and the Library.~~

Section 2. Objectives

The objectives of the organization shall be:

- To stimulate public interest in, and support for, the Worcester Public Library (~~hereafter referred to as the Library~~) by interpreting to the public ~~it's the Library's~~ needs and ~~services; its community services and resources;~~
- To help the Library Board of Directors, the Executive Director, and the staff ~~members~~ of the Library ~~to~~ present to the governing bodies of The City of Worcester ~~and of the Commonwealth~~ the ~~larger problems~~ important challenges and opportunities ~~of concerning~~ the Library;
- To provide an ~~orderly~~ means for using ~~any specialized~~ the abilities and talents of the Members ~~and its resources~~ for the benefit of the Library;
- ~~To aid in the efficient functioning of the Library in all ways harmonious with the duties of the Board of Directors, Executive Director and staff, and to maintain a liaison with them;~~
- To provide financial support to meet ~~such~~ specialized Library needs as determined by the Executive Director and approved by a majority of the Board of Directors of The Friends of Worcester Public Library.

Article III

The Board of Directors of the Friends of Worcester Public Library, The Officers of the Board of Directors, and the Executive Committee of the Board of Directors

Section 1.a. The Board of Directors of The Friends of Worcester Public Library (hereafter referred to as The Board) shall consist of five (5) Officers and no more than nineteen (19) At-Large Members making a total of no more than twenty-four (24) Board Members at one time.

Section 1.b. Board Members shall attend all Board meetings and the Annual Meeting. Three (3) consecutive unexcused absences may result in removal from the Board.

Section 2. The Officers of the Board shall consist of:

President: shall be the executive officer of The Friends; shall preside at all Board meetings and at the Annual Meeting; shall appoint all standing committees; shall be a member *ex officio* of all standing committees except the Nominating Committee; shall, with the Treasurer, be authorized by vote of the Board to distribute the funds of The Friends; shall be responsible for organizing each Annual Meeting; shall be responsible for presenting an annual report at the Annual Meeting.

Vice-President: shall perform the duties of the President in the absence of the President.

Recording Secretary: shall record the minutes of the Board meetings and disseminate them to each member of the Board before the next meeting; shall take the minutes of the Annual Meeting for dissemination at the following year's Annual Meeting; shall be the custodian of records for the Board.

Corresponding Secretary: shall conduct the general correspondence of The Friends.

Treasurer: shall be responsible for all funds received by The Friends; shall provide updates on revenue at Board Meetings; shall prepare quarterly financial statements; shall prepare an Annual Financial Statement to be presented at the Annual Meeting; shall be bonded at the expense of The Friends if deemed necessary; shall, along with the President, have authorization for the disbursement of funds as voted by the Board; shall be audited by two (2) persons appointed by the Board at the close of the fiscal year for a report to be made at the Annual Meeting if deemed necessary or desirable by the Board.

Section 3. The Executive Committee:

The Executive Committee shall consist of the Officers of the Board and two (2) At-Large Members nominated by the Nominating Committee and voted on by the Board; the Executive Committee shall meet at least once a year, or whenever the

President feels that any extraordinary business needs to be discussed outside a regular Board meeting.

Section 4. The Executive Director shall serve as an advisor to The Friends Board of Directors.

Section 5. The President of the Worcester Public Library Board of Directors or an appointed Director liaison shall be a non-voting member *ex officio*. Otherwise, no Worcester Public Library Director or Library staff member may serve on The Friends Board of Directors.

Article IV Responsibilities and Duties of the Board of Directors

Section 1. The Board shall transact all business of the organization not reserved to the Annual Meeting.

Section 2. The funds of the organization shall be disbursed only by a majority vote of the Board. However, between meetings of the Board, expenditures of not more than \$750.00 each, may be authorized by three (3) Members of the Board, one of whom must be the President or their designee. Any such expenditure shall be reported at the next meeting of the Board.

Section 3. The Board shall have the authority to vote on the recommendations of the Nominating Committee to fill any vacancy that may occur due to death, inability to serve, too frequent absences (three consecutive), or resignation. The Board shall also have the authority to vote on the recommendation of the Nominating Committee to fill any vacancies there may be on the Board.

Article V General Membership and Dues

Section 1. Individual membership shall be open to all interested persons, including Worcester Public Library Board of Directors, Library staff, and the general public.

Section 2. The amount of the dues and the categories of membership shall be set by The Friends Board of Directors.

Section 3. The Friends' membership year will run from April 1st to March 31st.

Section 4. Membership privileges include the right to serve on the Board of Directors at the discretion of the Board and elected by a majority of the Board.

Article VI Terms of Office

Section 1. The terms of office for all Members of the Board of Directors of The Friends shall be one (1) year, commencing at September's Board meeting.

Section 2. The President of The Friends shall not serve more than four (4) consecutive terms. Other Board Officers and At-Large Members may be elected to the same position as many times as they are willing to serve.

Article VII Committees

Section 1. Standing Committees shall be appointed by the President from among the Members of the Board with the approval of a majority of the Board. These Committees shall undertake work deemed necessary by the Board.

Section 2. Standing Committees shall make regular reports at Board meetings.

Section 3. As a member of all Standing Committees of the Board, the President shall appoint a Nominating Committee of at least three (3) Members of the Board with the approval of a majority of the Board. The Nominating Committee shall prepare a slate of Officers and At-Large Members to be presented to the membership for a vote at the Annual Meeting and shall nominate persons to fill vacancies on the Board.

Section 4. The President shall have the authority to create and dissolve ad hoc committees to address specific needs with the approval of a majority of the Board.

Article VIII Meetings

Section 1. The Board shall meet at least eight (8) times a year on the third Tuesday of each month. There will be no meetings during the months of July and August due to summer vacations. Meetings shall be open to The Friends membership, unless the Board votes to meet in Executive Session. In that case all people in the room who are not on the Board of Directors will be asked to leave the room until the Executive Session is over.

Section 2. The Annual Meeting of The Friends will be held in April at a time approved by the Board.

Section 3. Special meetings may be called by a quorum of the Board.

Article IX Quorums

Section 1. The quorum for the monthly meetings of the Board shall be fifty percent (50%) of the Board, rounded up to the nearest whole number if necessary.

Section 2. A quorum for the Annual Meeting shall be fifty percent (50%) of the Board, rounded up to the nearest whole number if necessary.

Article X Elections

Section 1.a. The election of Officers and At-Large Members shall take place at the Annual Meeting. Additional nominations may be made from the floor and then nominations shall be closed.

b. If there are no additional nominations from the floor, the Recording Secretary shall cast one ballot for the slate as presented by the Nominating Committee, and these nominees shall be thus duly elected.

c. If, however, there are additional nominations from the floor, Members shall cast paper ballots for any contested offices, and a simple majority of the Members present shall be required for election. For uncontested offices, the procedure in section 1.b. shall be followed.

Section 2. The Board may fill vacancies between Annual Meetings by a majority vote of those Board Members present. The term of those elected to fill vacancies shall continue until the next Annual Meeting.

Article XI Fiscal Year

The Fiscal Year of The Friends of the Worcester Free Public Library shall begin on the first (1st) day of February of each year and end on the thirty-first (31st) day of January the following year.

Article XII Authority

The latest edition of *Robert's Rules of Order* shall be the parliamentary authority for the operation of this Organization.

Article XIII
Amendment(s)

This Constitution may be amended by a two-thirds (2/3) vote of the Members present at the Annual Meeting of The Friends of the Worcester Free Public Library providing due notice of the proposed amendment(s) has been ~~given~~ made available to the membership in writing at least fourteen (14) days prior to said meeting. For these purposes, “in writing” shall include electronic communications.

All items of the Constitution shall become effective upon ratification.

Ratified on: _____

President

Recording Secretary