

## **Friends of the Edgewater Library**

### **Constitution and Bylaws**

#### **Article I**

The name of the corporation shall be Friends of the Edgewater Library.

#### **Article II – Purpose and Activities**

The Friends of the Edgewater Library (“The Friends”) shall be organized and conducted as a not-for-profit corporation pursuant to the laws of the State of Illinois.

The Friends shall be committed to the betterment of the Edgewater Branch of the Chicago Public Library system, advocate for the library to address the needs of the Edgewater community, and carry out the activities which promote a better library.

The Friends shall recognize the diversity of the Edgewater community and strive to be inclusive and equitable in its actions and communications to better serve the needs and interests of all.

No part of the net earnings of the Friends shall be used to benefit any individual: no part of its capital assets, if any, shall be distributed to any individual or corporation organized for profit if the Friends should liquidate.

The Friends shall not participate in any fundraising for any other organization without a  $\frac{3}{4}$  majority vote for approval at any general meeting.

The Friends shall be non-partisan, non-sectarian, and non-commercial.

#### **Article III – Membership and Dues**

Any person, sixteen years or older shall be eligible to join The Friends. Any person that has paid dues for the fiscal year is considered a member. Membership categories and dues amounts are determined by vote of the membership.

The treasurer shall collect the annual dues and account therefor. The fiscal year and membership year shall run concurrently from June 1 to May 31. A person is entitled to join at any time of the year.

The privilege of holding office or committee chair, making motions and voting shall be confined to paid members. Each paid member including minors shall be entitled to one vote.

Any member may resign from the Friends at any time by contacting an officer. Membership dues are not reimbursed.

#### **Article IV – Officers and Their Elections**

The Friends officers shall be a president, a vice president, a secretary, and a treasurer. Each officer shall be elected for a one-year term. The elected officers and the Immediate Past President, Ex Officio, shall constitute the Executive Committee, a majority being a quorum. Nominations for officers shall be made by any member at the April meeting. A person must have been a member of the Friends for at least 30 days in order to be eligible for election. No name shall be placed in nomination without the consent of the nominee. The nominee is not required to be present at the April meeting.

Election of officers shall be at the last meeting of the year prior to May 31. Absentee ballots for the election of officers are not accepted.

In the case of a tie for an office, each candidate will be asked to speak briefly and another vote will take place. Votes will continue until the tie is broken.

The duties of the officers shall be assumed immediately after the election.

No elected public or party official or candidate may hold an office in the Friends of the Edgewater Library.

#### **Article V – Duties of Officers**

The president shall preside at all meetings of the Friends, the Board of Directors, and the Executive Committee, and shall be a member ex-officio of all committees. The president shall appoint a chair of each committee, standing and special and shall perform such other duties as usually pertain to the office.

The vice president shall act as an aide to the president and shall assume the duties of the president in his/her inability to act.

The secretary shall keep an accurate and permanent record of all meetings of the Friends and its Board and shall perform such other duties as be delegated under the direction of the president. The secretary shall handle all general correspondence under the direction of the president.

The treasurer shall receive all monies and shall keep an accurate permanent record of receipts and disbursements. The treasurer will disperse funds in accordance with the allocations in the annual budget and voted on by members. Reimbursement for any expenditure requires documentation about that expense (e.g., receipt for purchase of supplies). The treasurer shall present a written statement of account at each general meeting and at such other times as may be requested by the president or the Board. A fiscal year-end report shall be prepared as soon as practical following official close of books and presented at the next general meeting. No later than the last general meeting prior to May 31, the treasurer will present a draft budget for the following fiscal year for approval. Modifications to the budget can occur at that time. A vote to approve the budget will be held. Votes to modify the budget may occur at general meetings. All monies shall be placed in a depository approved by the Board of Directors.

The treasurer's books shall be audited as soon as practical following year-end closing. Auditors will be approved during a member meeting. Audit results will be presented at a general meeting. The books may be audited at other times during the year as the Board of Directors may deem advisable.

#### **Article VI – Meetings**

General meetings shall be held at least four times during the fiscal year. Meeting days and times can be modified by a vote of the general membership. The annual meeting shall occur in May. Additional general meetings may be scheduled by majority vote of the Board of Directors as it deems necessary.

Five members, including at least two officers, shall constitute a quorum at each general meeting.

A general meeting shall not be convened prior to the announced starting time.

Due notice of previously unscheduled meetings or a change in the meeting time shall be at least five days. Such notice shall be timed to be received by the membership five days prior to the meeting.

A quorum being present, the outcome of any vote shall be by the majority of members present and voting. No vote by general membership can occur by email or other means outside of a general meeting.

#### **Article VII – Board of Directors**

The Board of Directors shall consist of the Executive Committee and chairs of the standing committees.

The duties of the Board shall be to transact necessary business between general meetings and other such business as may be referred to it; to pass on the plans of work to committees; and to present a report at general meetings.

The Board may meet prior to each general meeting and at such other times as the president or a majority of the Board deem necessary. A quorum shall be three Board members, including at least two officers.

Any action or recommendation of the Board shall be brought before the next general meeting.

The Board may authorize expenditures not to exceed a pre-determined amount.. Any other expenditure must be approved at a general meeting by members.

#### **Article VIII – Standing Committees**

The Board of Directors shall create such standing committees as may be required to promote the purpose of the Friends of the Edgewater Library.

The president shall appoint a chair to each of the standing committees with the approval of the Executive Committee. The term of each chair shall expire at the end of the membership year.

Each standing committee chair shall present a plan of work to the Board and shall not undertake committee work without Board approval.

#### **Article IX – Representation**

The Friends may select representatives/observers to such community-oriented organizations as a majority of the membership shall deem advantageous to the Friends. Any vote cast by such delegated persons shall not bind the Friends to any action or involvement.

#### **Article X – Amendments**

This document, upon the written request of ten members, or upon recommendation by the board, may be altered by a 2/3 vote at any general meeting, provided that written notice of the meeting and the alterations shall be circulated to all members at least 10 days prior to the meeting.

#### **Article XI – Parliamentary Authority**

Robert’s Rules of Order, newly revised, shall govern the Friends in all cases in which they are applicable and in which they do not conflict with this document.

#### **Article XII – Dissolution**

Upon the dissolution of the Friends, any remaining assets will be donated to the Chicago Public Library Foundation, a non-profit, 501(c)(3) corporation (Federal tax ID 36-3480353) to use for charitable purposes.