

# **By-Laws of the Friends of the Medford Public Library**

## **ARTICLE I – NAME**

The name of this organization shall be The Friends of the Medford Public Library, Inc. (FOL)

## **ARTICLE II – MISSION**

The mission of The Friends of the Medford Public Library, Inc. is to strengthen relations between the library and the people it serves; to help promote library functions, services, and needs; to stimulate gifts, endowments, and bequests to the library, and to provide volunteer support of various library programs that bring value to the community.

## **ARTICLE III – MEMBERSHIP**

All persons interested in the mission of this organization shall be eligible for membership based upon payment of dues as set by the FOL's Board of Directors (Board). Each member shall be entitled to vote, participate in the work done by the various committees, and hold office. The FOL does not discriminate based on age, race, sex, ancestry, sexual orientation, gender identity, or disability.

## **ARTICLE IV – DUES**

Membership levels are as follows:

- A. SINGLE – one person
- B. FAMILY– all persons living in the same household
- C. LIFETIME – one person for their lifetime

For the single and family levels, dues must be paid on an annual basis called the "Membership Year" which corresponds with the calendar year.

Changes in dues for the next calendar year can be proposed by any Board member at any meeting and shall be voted upon at the next Board meeting.

## **ARTICLE V – BOARD OF DIRECTORS**

Section 1: The business of the FOL shall be managed by a Board of Directors. It shall consist of four (4) Officers and no less than two (2) elected Members-at-Large who have active FOL membership.

Section 2: A year term for Board members shall run from May to May, called the "Board Member Year".

Section 3: One (1) Member-at-Large shall be elected each year to serve a three (3) year term. They shall be allowed to succeed themselves once, for six (6) years in total. A former Member-at-Large may be re-elected after a lapse of one Board Member Year.

Section 4: The Library Director shall be a non-voting ex-officio member of the Board. They shall confer with the trustees and the staff of the library on matters relating to the FOL.

Section 5: A Nominating Committee consisting of at least one (1) Member-at-Large and at least one (1) active FOL member shall be appointed by the Board in the month of March. The Committee shall present its nominations for election to the Board at the Board's annual meeting in May.

Section 6: To maintain their Board membership, Board Members shall attend all meetings of the Board unless excused by the Board President. If a Board Member has three (3) unexcused absences during the Board Membership Year, he/she shall be notified of this by the President and may be removed by majority vote of the Board at its meeting in March or April. Board Members must maintain an active membership in FOL.

Section 7: In the event of the resignation or death of a Board Member, a successor nominated by the Executive Committee shall be elected by majority vote of the members present at the next duly held meeting. The period of the unexpired term shall not count as a regular term nor prevent this person from serving the usual duration of their own term.

Section 8: Immediately after the election of the next Board at the annual meeting in May, the newly comprised Board shall meet for the purpose of electing from their membership the Executive Committee, i.e., the Board's four (4) officers. They shall take office immediately.

## **ARTICLE VI – OFFICERS AND DUTIES**

### **Section 1: OFFICERS:**

The officers of the FOL shall be President, Vice-President, Secretary and Treasurer.

### **Section 2: TERMS:**

The terms of each officer shall be two (2) years and they may choose to be nominated to renew their service for up to two (2) more terms, i.e., for six years total in that office. Only two (2) officers may end their terms in any single Board year and shall hold office until their respective successors are elected and become qualified through orientation. They may decide to be nominated for a different office immediately when their term(s) in a different office is ending.

### **Section 3: DUTIES:**

In addition to the duties listed below, the responsibilities of each officer may include those determined on an as needed, short-term basis by the Board. Revision of this section must be revised if the Board decides to make such duty(ties) permanent.

**A. PRESIDENT:** The president shall be the chief executive officer of the FOL and shall be responsible for the day-to-day operations of the organization. They shall:

- 1.) Preside over all meetings of the Board and of the Executive Committee.
- 2.) Appoint the chairperson of all the Standing and Special Committees, with Board Approval, and supervise their activities.
- 3.) Countersign with the Treasurer all checks written for \$350.00 and over from FOL funds.
- 4.) Maintain an office of the president binder for the use of each subsequent office holder.
- 5.) Provide a copy of these by-laws to each new officer and Board member.

**B. VICE-PRESIDENT:** The vice president shall assist the president in the work of their office. They shall also:

- 1.) Perform all the duties of the president in the absence of the president, or due to the president's inability to serve.

2.) Be authorized to sign checks in the absence of the treasurer or president, but only during their absence or inability to serve.

**C. SECRETARY:** The secretary shall:

- 1.) Attend the meetings of the Board and Executive Committee and keep and preserve the minutes from all such meetings.
- 2.) Present the minutes of each Board meeting at the subsequent Board meeting for possible revision/acceptance by the Board.
- 3.) Prepare any necessary certified copies of any FOL records.
- 4.) Maintain a MASTER BINDER of all meeting minutes and other pertinent FOL information.

**D. TREASURER:** The treasurer shall:

- 1.) Receive, receipt and deposit all FOL monies.
- 2.) Prepare and sign all checks for expenses authorized by the Board for expenditure.
- 3.) Provide a monthly report to the Board at each regular meeting.
- 4.) Present a proposed budget at the Board's meeting in November for the next fiscal year which coincides with the calendar year.
- 5.) Prepare an annual report to be presented at the Board's January meeting for the previous fiscal year.
- 6.) Provide a current roll of all paid members of the FOL to the Membership Standing Committee's chairperson.

## **ARTICLE VII –EXECUTIVE COMMITTEE**

**Section 1.) MEMBERS:**

The Executive Committee shall consist of the four (4) officers of the organization.

**Section 2.) VACANCIES:**

The Executive Committee shall appoint a member of the Board to complete any unexpired term of the Vice President, Secretary and/or Treasurer if a vacancy occurs. The Vice President shall assume the duties of the President if that office is vacated.

**Section 3: POWERS:**

When necessary, at the call of the President, the Executive Committee shall have the power to act for the full Board between regular meetings if urgent action is required. Actions taken at any such meeting(s) shall be reported to the Board at its next regular meeting and documented in the minutes from that regular meeting.

## **ARTICLE VIII – COMMITTEES**

### **Section 1.) STANDING COMMITTEES:**

The standard committees of the FOL shall be:

- A. Membership
- B. Public Relations/Promotion
- C. Gardens
- D. Volunteers/ Display Shelves
- E. Hospitality
- F. Programs/Newsletter
- G. Nominating
- H. Auditing

### **Section 2: STANDING COMMITTEE MEMBERSHIP:**

These committees shall be comprised of at least a chairperson appointed by the president and approved by the Board. The chairperson shall recruit as many FOL members as they deem necessary to complete various activities.

### **Section 3: TEMPORARY COMMITTEES:**

The Board shall appoint any ad hoc committees which may become necessary to undertake additional projects. The chairperson of such committees shall submit, for prior approval, a plan to the Board for their intended activities.

### **Section 4: COMMITTEE REPORTS:**

Oral reports from a member of each Standing or Temporary Committee shall be given at each regular Board meeting.

## **ARTICLE IX - MEETINGS**

### **Section 1. REGULAR MEETINGS:**

Regular meetings of the Board shall be held on the last Monday of each month. Unless it is necessary to address FOL business, there will be no full Board meetings in June, July, and December. In the event of a scheduling conflict, a substitute date shall be selected by the Board. The president shall remind the Board members of each upcoming meeting and provide a proposed agenda. A schedule for the Board's upcoming regular meetings shall be listed on the FOL section of the Library's website with all FOL members invited to attend. All active FOL members attending a Board meeting have a vote on any motions made during that meeting.

### **Section 2. ANNUAL MEETING:**

An annual meeting of the Board will be held each May. The President shall have on the agenda for this meeting a discussion of the activities of the FOL over the past year and planning ideas for the next. The entire FOL membership shall be notified via the FOL section of the Library's website and encouraged to attend this meeting.

### **Section 3. SPECIAL MEETINGS:**

Additional special meetings of the Board may be called by the President or upon written request by two Board members to the president.

### **Section 4. QUORUM:**

Three (3) officers shall constitute a quorum for transaction of business at Executive Committee meetings. Five (5) members shall constitute a quorum for Board actions.

## **ARTICLE X - MISCELLANEOUS ITEMS**

### **Section 1. FISCAL YEAR:**

The fiscal year shall be the calendar year from January 1st to December 31st .

### **Section 2. VOTING:**

All voting at any meeting shall be by the individual without privilege or voting by proxy.

Section 3. AUDITS

- A. The president shall appoint an Auditing Committee consisting of at least two FOL members, approved by the Board.
- B. The treasurer shall present all financial records to the Auditing Committee no later than three weeks after the annual meeting of the Board in May.
- C. The Auditing Committee shall present its written report to the Board and membership at the Board's meeting each August.

**ARTICLE XI – PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of Robert's Rules of Orders – Newly Revised shall govern the FOL in all matters that are not inconsistent with these by-laws, or any other rules of order which the Board may formally adopt.

**ARTICLE XII – AMENDMENTS**

These by-laws may be amended or repealed at any regular or special Board meeting. In either case, the President shall provide written notice at least 30 calendar days prior to this meeting of intention for the by-laws to be considered for change with a brief statement of the nature of and need for the proposed revision(s). This notice shall be provided to the entire membership on the FOL Section of the Library's website and by posting on the organization's bulletin board. A two-thirds (2/3) vote by all FOL members at this meeting shall be required for revision/repeal. The President or his/her designee will document any revisions approved by the Board, amending the master copy of these by-laws.

I certify that on the 22nd day of the month of May in the year 2023, these by-laws were revised.

Don K. Eldred  
FOL BOARD PRESIDENT

Julie Rastke  
FOL BOARD SECRETARY

