

Constitution and Bylaws

Friends of the Ledyard Libraries

Article I Name

The name of this organization shall be the Friends of the Ledyard Libraries.

Article II Purpose

Section 1.

The purpose of the Friends shall be:

- a. to foster closer relations between the Ledyard libraries and the residents of the town of Ledyard.
- b. to promote knowledge of functions, resources, services and needs of the Library.
- c. to foster public support for the necessary development of the Library to the end that it may serve adequately the needs of the town.
- d. to provide programs and events for the community that are compatible with the Library's policies and objectives.
- e. to encourage literacy in the community.

Article III Membership

Section 1.

Membership in this organization shall be open to individuals, organizations, and businesses in agreement with its purposes.

Section 2.

There shall be various categories of membership as determined by the Executive Board. Dues of each category shall be determined by the Executive Board prior to the Annual Meeting.

Section 3.

Each member who has paid dues shall be entitled to one vote.

Article IV Officers and Executive Board

Section 1.

The officers of the Friends shall be a President, a Vice President, a Secretary, and a Treasurer. The Executive Board shall consist of the officers and at least three but not more than five Members-at-Large. The Library Director shall be an ex-officio member of the Board.

Section 2.

Officers shall be nominated by a committee chosen by the Executive Board. Additional nominations may be made from the floor with the consent of the nominee. Members-at-large will be nominated from the floor at the annual election of officers.

Section 3.

Officers shall be elected by majority vote of those present at the annual meeting.

Section 4.

The term of officers shall be for two years following the meeting at which elected. Officers shall serve for no more than two consecutive terms in the same position.

Section 5.

The Executive Board shall fill any vacancies that may occur before the next annual meeting.

Section 6.

The President is an ex-officio member of all committees with the exception of the Nominating Committee.

Article V Duties of Officers

Section 1.

The President shall preside at all meetings of the organization and of the Executive Board.

Section 2.

The Vice-President shall act in the President's absence at all meetings of the organization, of the Executive Board and of the Committees. In the event the President is unable to fulfill the term, the Vice-President shall become President for the remainder of that term of office.

Section 3.

The Secretary shall be responsible for keeping all records, minutes and correspondence of the organization, except financial records. Minutes shall be distributed to the Executive Board within 15 days of the meeting.

Section 4.

The Treasurer shall, as required by the Executive Board, collect all dues, assessments, and other receipts, make disbursements and keep such records as are ordinarily required by that office.

Section 5.

The Members-at-Large shall assist in the administration of the organization.

Section 6.

All officers and Committee Chairpersons shall deliver to their successors, immediately upon relinquishing office, all records, correspondence and other properties belonging to the organization.

Article VI Duties of Executive Board

Section 1.

The Executive Board shall have the authority to appoint committees consistent with the purposes of this organization.

Section 2.

Meetings of the Executive Board shall be held quarterly and announced in advance. The President may call special meetings.

Section 3.

A majority of the Executive Board shall constitute a quorum.

Section 4.

The Executive Board shall have the authority to vote on fund disbursements.

Section 5.

The Executive Board shall fill any vacancies that occur prior to the annual meeting.

Section 6.

The Executive Board shall appoint a person who is not an officer to review the Treasurer's books prior to the annual meeting.

Section 7.

Any action required or permitted to be taken at a meeting of the executive board may be taken without a meeting if a written consent, setting forth the action so taken, shall be submitted by all of the board members. All the approvals evidencing the consent shall be delivered to the President to be filed in the corporate records.

Article VII Meetings

Section 1.

This organization shall hold two general membership meetings per year. The spring meeting shall include the election of officers. The Executive Board may call a special meeting of this organization at any time.

Section 2.

The meetings shall be held on a date to be determined by the Executive Board and announced at least two weeks prior to the date.

Section 3. Robert's Rules of Order, latest edition, shall be recognized as the authority governing the meetings of the organization, its Executive Board, and committees, in all instances wherein its provisions do not conflict with these Bylaws.

Section 4.

A quorum for transaction of business at a general membership meeting shall consist of five percent (5%) of the members eligible to vote.

Article VIII Funds and Liability

Section 1.

Activities of the Friends shall be self-supporting. All funds accrued by the Friends organization shall be deposited to the account of the Friends of the Ledyard Libraries and shall be disbursed by the Treasurer of the Friends as authorized by the Executive Board of the Friends, to be used for the purposes of the Library.

Section 2.

No personal liability, except when criminal activity is proven, shall in any event be attached to any member of this organization in connection with any of its undertakings.

Article IX Activities and Dissolution

Section 1.

Notwithstanding any other provision of these articles, the organization is organized exclusively for charitable purposes as specified in Section 501 (c) (3) of the Internal Revenue Code of 1954.

Section 2.

No substantial part of the activities of the organization shall be carrying on propaganda, or otherwise attempting to influence legislation (except otherwise provided by Internal Revenue Code Section 501 (h), or participating in, or intervening in (including the publication or distribution or statements), any political campaign on behalf of any candidate for public office.

Section 3.

No part of the net earnings of the organization shall benefit any member, director, officer of the organization, or any private individual (except that reasonable compensation may be paid for services rendered to or for the organization), and no member, or officer shall be entitled to share in the distribution of any of the assets upon dissolution of the organization.

Section 4.

In the event of dissolution of the organization, the assets of the organization shall be distributed to the Ledyard Public Libraries, a local government entity, and shall be used for a public purpose.

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Article X Amendments

Section 1.

Amendments to this Constitution and By-Laws may be made at any meeting of the general membership by a two-thirds vote of those present. Members shall be notified of this meeting and the proposed amendment(s) shall be posted at the libraries at least two weeks in advance.

Revised July, 2018