

CONSTITUTION AND BY-LAWS  
ST. CLOUD FRIENDS OF THE LIBRARY  
1985

ARTICLE I

Name

The name of this organization shall be the ST. CLOUD FRIENDS OF THE LIBRARY.

ARTICLE II

Purpose

The purpose of this organization shall be to foster closer relations between the St. Cloud Library and the citizens of St. Cloud and environs; to promote knowledge of the functions, resources, services and needs of the library; to lead in the development of a program for the extension and improvement of library services and resources; and to aid in the provision of adequate housing and other facilities for the library.

ARTICLE III

Membership

- Section 1. Membership in this organization shall be open to all individuals in sympathy with its purposes, and to representatives of organizations and clubs when such representation is desired.
- Section 2. Each organization, family or individual member shall be entitled to one vote at the annual meeting.
- Section 3. The annual dues shall be determined by the Executive Board of Directors.

ARTICLE IV

Officers and Executive Board

- Section 1. The officers of this organization shall be a President, Vice President, Secretary, and Treasurer.
- Section 2. The business of this organization shall be administered by the Executive Board.
- Section 3. The Executive Board shall consist of the President, Vice President, Secretary, Treasurer and a minimum of seven and no more than eleven Directors. A member of the Library Staff will be an ex-officio member of the Executive Board.
- Section 4. Members of the Executive Board shall be elected by majority vote at the Annual Meeting. Members shall serve staggered two (2) year terms, and

no member may serve more than three (3) consecutive terms (six years total). New terms shall begin following Annual Meeting.

- Section 5: Terms of office for officers is as follows:
1. President: two years
  2. Vice-President: two years
  3. Secretary: two years (no more than four)
  4. Treasurer: two years (no more than four)

When the President's term ends, the Vice-President will become the new President. The outgoing President will remain on the board to assist the new President and Vice-President; and, to help continue the goals of this organization.

The Secretary and Treasurer must notify the President six months in advance if they plan to end their terms in office earlier than the two years. This will give the Executive Board time to find a replacement to work with these outgoing officers which will make the transition smoother.

- Section 6. Officers and Directors shall be nominated by a committee chosen by the Executive Board. The nominations shall be submitted in writing to the membership two weeks prior to the annual meeting. Additional nominations may be made from the floor at the annual meeting with the consent of the nominee.

- Section 7. Vacancies shall be filled by appointment by the Executive Board until the next regular election.

#### ARTICLE V Duties of Officers and Directors

- Section 1. The President shall preside at all meetings of the Friends and shall direct and administer the affairs of the organization as its executive head and supervise all phases of its work, subject to the approval of the Executive Board. The President shall be ex-officio member of all committees, except the Nomination Committee.
- Section 2. The Vice President shall assist the President in carrying out the latter's duties; serve as President in the absence of the President; and perform such other duties as the President may direct.
- Section 3. The Secretary shall keep accurate Minutes of the meetings of the membership and the Executive Board; shall maintain custody of all official records; keep a complete list of members; shall send out notices

of meetings; and be in charge of correspondence. Copies of the above shall be kept in the Friends' file in the Library.

Section 4. The Treasurer shall account for all funds by keeping an accurate record of receipts and expenditures. The Treasurer shall present a financial statement at every meeting of the Executive Board, and at other times when requested by the Executive Board; and shall make a full report at the Annual Meeting (with help from an accountant). The Treasurer will work with an accountant to ensure our taxes have been filed on time.

Section 5. The duties of the Directors shall be:

1. To transact the business of the organization on behalf of membership. All financial, policy, and activity decisions are the sole responsibility of the Executive Board except those that the Board chooses to refer to the general membership for a vote;
2. To create and serve on committees;
3. To approve and authorize all expenditures. Any expenditure over \$100.00 shall be pre-approved by the board.
4. To assess annual dues to go into effect at each annual meeting.

#### Article VI Committees

Section 1. All committees, both standing and special as are necessary to achieve the work of the organization, shall be appointed by the President subject to the approval of the Executive Board. The President shall be an ex-officio member of all committees except the Nominating Committee. Committees may be constituted as follows (with others being added or dropped at any given time):

1. Friends Bookstore
2. Nominating
3. Events
4. Fundraising
5. Archives
6. Web

#### ARTICLE VII Meetings

Section 1. This organization shall hold at least one meeting a year.

Section 2. The annual meeting shall be held each year on a date to be determined by the Executive Board preferably before June 1. Members shall be notified in writing at least two weeks prior to the date of the meeting.

Section 3. A special meeting of this organization may be called at any time by the Executive Board.

- Section 4. The Executive Board shall meet at least nine times in a year.
- Section 5. Six members of the Executive Board shall constitute a quorum.
- Section 6. Executive Board members are expected to actively participate in the business of this organization. The Board will establish an annual schedule of meetings. Board members must attend six out of the nine meetings held during the business year unless otherwise excused by the President. Failure will result in termination from the board.

#### ARTICLE IX Amendments

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, after notification in writing to each member at least two weeks before the meeting at which the voting is to take place.

#### ARTICLE X Parliamentary Procedure

Robert's Rules of Order, Revised, when not in conflict with these By-laws and Constitution shall govern the proceedings of this organization.

Adopted June 11, 1973  
Amended January 27, 1980  
Amended February 3, 1983  
Amended February 3, 1987  
Amended February 13, 2002  
Amended May 14, 2008  
Amended February 18, 2009