

BY-LAWS OF THE FRIENDS OF THE WESTWOOD LIBRARY **2016 REVISION**

Article I

NAME: This Corporation shall be called The Friends of the Westwood Library.

Article II

The **OBJECT** of the Friends of the Westwood Library (“Library”) shall be to enhance the offerings of and promote community interest in the Library.

Article III

MEMBERSHIP shall consist of persons and groups interested in the Library. The Governing Board (“Board”), comprising the Executive (Article VII) and Standing (Article VIII) Committees shall create categories of financial support and all such supporters shall be deemed “members.”

Article IV

LEVELS OF GIVING shall be determined by the Board and be payable annually.

Article V

EXECUTIVE COMMITTEE OFFICERS: The Officers shall be the President, Vice-President, Treasurer, Clerk, and Corresponding Secretary.

The Executive Committee shall consist of the five Officers, two members of the Corporation to be called Members-at-Large, a member of the Trustees of the Westwood Public Library, the Director of the Westwood Public Library (or designated representative), and all *ex officio* Officers. The Committee shall work in conjunction with all Standing Committees, forming the Governing Board.

The Trustee, Director and *ex officio* members have no vote.

Management and control of the affairs of the Corporation shall be vested in the Board.

Article VI

TERMS OF OFFICE: The Executive Committee shall be elected at an annual meeting of the Corporation and shall hold office for the following terms:

<u>Office</u>	<u>Term</u>
President	2 years
Vice-President	2 years
Treasurer	2 years
Clerk	2 years
Corresponding Secretary	2 years
Members-At-Large	1 year

All elected members of the Executive Committee shall hold their respective positions until their successors are elected at the Annual Meeting. Officers may be re-elected.

Article VII

DUTIES OF THE OFFICERS:

The **PRESIDENT** shall be Chief Executive Officer of the Corporation and shall preside at all Corporation and Board meetings. The President shall be an *ex-officio* member of all committees and shall notify the Corporation or Board members of scheduled meetings.

The **VICE-PRESIDENT** shall perform the duties and have the powers of the President in the event of absence or disability of the President.

In lieu of the two above, **CO-PRESIDENTS** shall, upon occasion, be elected. Those elected as Co-Presidents shall share the duties and powers of President and Vice-President, but only one shall have signatory authority.

The **TREASURER** shall have the care and custody of the money, funds, and valuable documents of the Corporation. The Treasurer receives all money, deposits the same in a bank or banks to be selected by the Board and reconciles all bank statements. The Treasurer disburses funds, provided, however, any check or draft in an amount exceeding five hundred dollars (\$500.00) shall be approved by the Board. The Treasurer shall render an accurate Corporation financial statement at Board meetings and the Annual Meeting. The Treasurer shall complete all Government forms in a timely manner.

The **CLERK** shall keep accurate minutes of all Corporation and Board meetings and shall see that Corporation and Board membership rolls are properly maintained.

The **CORRESPONDING SECRETARY** shall conduct all Corporation correspondence.

The **AT LARGE** members shall represent the Corporation membership and undertake Board special projects.

Article VIII

COMMITTEES: Members of Standing Committees (e.g. Annual Meeting, Hospitality, Publicity, etc.) are voting members of the Board, working in conjunction with the Executive Committee. Special committees shall be appointed by the Board which shall designate each committee's powers and the term of its appointment.

Article IX

Any **VACANCY** in positions created under Articles V and VIII, in the Executive Committee or any Standing Committee, shall be filled by the Board and the persons chosen shall hold office until the next annual election.

Article X

MEETINGS of the Corporation shall be held annually in April or May for the election of Officers and for the transaction of business properly brought before such meetings. Meetings of the Board shall be held at such time and place as may be determined by the Board. A majority of the Board members shall be necessary to constitute a voting quorum, but less than a quorum may adjourn meetings from time to time.

Article XI

AMENDMENTS to these By-Laws may be made at any Annual Meeting by majority vote of the Corporation members present or at any other meeting of the Corporation called for the purpose, provided that notice of such meeting and proposed amendment shall be presented to the Corporation membership at least two weeks prior to such meeting.