

By-Laws

Friends of the North Grenville Public Library

1 Water Street, Kemptville, Ontario K0G 1J0

Article 1

1. Membership

Any person, business or organization interested in the purposes of the Friends may become a member by making a donation.

2. Expiration of Membership

Membership with the exception of life and honorary memberships shall expire two years after a donation.

3. Honorary Membership

Honorary memberships may be awarded by a vote of the Executive Committee to individuals or organizations who make notable contributions to the Library or the Friends.

Article 2

Executive Committee

The Powers which the Executive Committee may exercise on behalf of the organization include but are not limited to:

- Entering contracts or agreements
- Executing documents;
- Making financial and banking arrangements.

1. Decisions are made by Executive Committee members at which a quorum is present. A majority, half plus one, of the Executive Committee members constitutes a quorum.

2. Election of Executive Committee Members

- The members of the Organization shall elect the Executive Committee Members annually at a General Meeting of the Organization.
- The election of the Executive Committee Members will be by a show of hands unless a Member requests that the election be held by ballot.

3. Executive Committee Members Term of Office

A vacancy on the Executive Committee shall be filled by a vote of the remaining Executive Committee Members, effective until the next annual election.

4. A person ceases to be an Executive Committee Member upon:

- Missing three consecutive or more than half of the Executive Committee meetings in a calendar year without satisfactory cause.

5. Meetings of the Executive Committee

There will be at least nine Regular Meetings of the Executive Committee per year.

7. Resolutions and Voting at Meetings of the Executive Committee

- Decisions of the Executive Committee shall require a majority of votes. The Chairperson shall not have a vote. In the case of a tie, the Chairperson shall have the deciding vote.
- Voting is done by a show of hands. Voting on a resolution or for a meeting by ballot shall be done if requested by an Executive Committee Member.
- Emergency decisions between Executive Committee meetings may be made by an e-mail poll of a quorum of Executive Committee Members conducted by the Chairperson, provided the results of the poll are noted in the minutes of the next regularly scheduled Executive Committee Meeting.

6. Non-Executive Committee Members at Meetings

Members of the public may request to attend or to speak at any Executive Committee Meeting.

7. Remuneration of Executive Committee Members

- Executive Committee Members shall receive no compensation.
- Executive Committee Members shall be paid out-of-pocket expenses incurred and receipted by them in the performance of business previously authorized by the Executive Committee.

8. Responsibility

Executive Committee Members must

- Be current members of the organization;
- Comply with the Constitution and By-Laws of the Organization;
- Respect the confidentiality of matters brought before the Committee;
- Participate, when possible, in the activities of the Organization.

Article 3

1. Officers

The Officers of the Organization are the Chairperson, Co-chairperson or Vice-Chairperson, Secretary, Treasurer and Archivist. The Library CEO serves as a non-voting member of the Executive Committee and as a liaison with the Library Board. Founding Executive Committee Members may serve as ex-officio members of the Committee and in an advisory capacity.

2. Election of Officers

- At the last Executive Committee Meeting prior to the Annual General Meeting, the Chairperson shall determine the Members of the Executive Committee who are willing to serve in the coming year and in what capacity.
- At the first meeting of the Executive Committee following the annual meeting, the Executive Committee Members shall elect officers to fill any vacancies from among themselves.
- The election or appointment of Officers shall be decided by a show of hands unless an Executive Committee Member requests a ballot.

3. Duties of the Officers

The Chairperson or Co-Chairpersons shall:

- chair meetings of the Executive Committee and the Membership;
- supervise the affairs of the organization;
- prepare and distribute the agenda for both the regular and Annual General meetings
- prepare and post a report for the Annual General Meeting
- prepare and distribute newsletters and news releases
- sign all required documents.

The Vice Chairperson shall:

- In the absence of the Chairperson or a Co-Chairperson, perform the Chairperson's duties.

The Secretary Shall:

- Give notices required at meetings of the Executive Committee and of the Membership;
- Record minutes of meetings of the Executive Committee and the Annual General meeting and distribute minutes to Executive members no later than one week before the next regular meeting;
- Save documents and photographs in digital format.

If the office of the Secretary is vacant, or if the Secretary is unable to act, duties may be performed by any other Officer authorized by the Executive Committee.

The Archivist, in collaboration with the Secretary shall:

Keep and maintain the following documents and registers:

- the constitution, all By-Laws and Special Resolutions of the Organization
- an organized register of the Members and past Members, including contact information
- a register of the Executive Committee Members and past Executive Committee Members, including contact information
- keep on file all documents, committee meeting minutes, special event files, etc. within a cabinet in the library or on-line.

The Treasurer shall:

Keep accounting records for all financial transactions of the Organization including:

- money received or paid by the organization and the matter to which the receipt or payment relates;
- sales and purchases of the Organization;
- assets and liabilities of the Organization;
- transactions affecting the financial position of the Organization, including:
 - depositing money or valuables in the Organization's account in the financial institution designated by the Executive Committee;
 - making payments on behalf of the Organization as the Executive Committee directs;
 - reporting on transactions completed and on the financial position of the Organization, and providing year-to-date budget summaries at each Executive Committee meeting and at the Annual General meeting;
 - issuing charitable tax receipts and letters of appreciation for donations received;
 - working with the Executive Committee to draft the budget for the following year;
 - as needed cooperating with an Auditor.

Article 4

1. Annual General Meeting

The Annual General Meeting shall be held no later than 15 months after the last Annual General Meeting.

2. The purpose of the Annual General Meeting is to:

- receive reports from the Chairpersons, Treasurer and any other person the Executive Committee requires to make a report;
- elect or confirm the Members of the Executive Committee
- address any other matters brought before the meeting.

3. Notice of the Annual General Meeting shall:

- be given to all members by the Chairperson/Co-Chairpersons or Secretary
- be announced in local media and emailed to Members three weeks prior to the date of the meeting;
- include the date, time and place of the meeting and the general agenda of the meeting.

All reports to be presented at the Annual General Meeting shall be made available on-line and circulated by email to Members at least three weeks prior to the date of the meeting.

4. Resolutions and Voting at the Annual General Meeting

- Members in good standing are able to vote.
- Members unable to attend have the option of designating a proxy.
- Questions arising at the meeting of the Members shall be decided by a majority vote. In the case of a tie, the Chairperson has a second and deciding vote.
- Voting is done by a show of hands. Voting on a resolution or for a meeting shall be done by ballot if a Member present requests.
- A declaration by the Chairperson and an entry in the Minutes of the meeting that a resolution has been passed are adequate proof without recording the number of votes for or against a resolution.

Article 5

1. Finances

The Treasurer, the Chairperson/Co-Chairperson and one appointed Executive Committee Member are authorized to complete the banking for the Organization. All cheques must be signed by two of the above.

Fiscal Year

The fiscal year shall be January 1 to December 31, as per the Library Act.

Article 6

Committees

The Executive Committee may identify functions, such as membership coordination and volunteer coordination, to be more efficiently handled by committees, and may appoint persons to these committees.

- The work of a Committee is limited to the work delegated by the Executive Committee.
- The Committee must include at least one Executive Committee Member, who must be present at all committee meetings.

Article 7

Dissolution of the Organization

If the Organization is dissolved, all residual assets shall be transferred to the North Grenville Public Library Board.

Passed by a resolution of the Executive Committee.

Signed By: _____

Date: _____

Date: _____

