

BY-LAWS OF FRIENDS OF THE WEST BRIDGEWATER PUBLIC LIBRARY, INC.

Article 1 — NAME

- Section 1. The name of this association is Friends of the West Bridgewater Public Library, Inc., a 501(c)(3) corporation.
- Section 2. The headquarters of this association is located at the West Bridgewater Public Library, 80 Howard Street, West Bridgewater, MA 02379-1710.

Article 2 — PURPOSE

- Section 1. The purpose of Friends of the West Bridgewater Pubic Library, Inc. shall be to maintain an association of persons interested in books and libraries; to focus public attention on library services, facilities, and needs; and to encourage creation of and participation in cultural activities in the community.
- Section 2. It is recognized that the administration of the West Bridgewater Public Library is vested in the Board of Library Trustees.

Article 3 — MEMBERSHIP

- Section 1. Membership in this association shall be open to all individuals who align with its purposes, and to representatives of organizations and clubs when such membership is requested.
- Section 2. Each organization and individual member shall pay annual dues according to the schedule in effect at the time. The schedule of annual dues shall be determined by the board of directors.
- Section 3. A representative of an organization or club shall have dues paid by the organization or club.
- Section 4. Dues are payable prior to the end of the fiscal year.
- Section 5. Each organization and individual member present shall be entitled to one vote.

Article 4 — BOARD OF DIRECTORS, OFFICERS AND COMMITTEES

- Section 1. The board of directors (hereinafter the board) shall be comprised of officers and standing committee chairs. The board shall serve as the governing body of this organization, and shall meet at the call of the president.

- Section 2. The officers shall be a president, a secretary, and a treasurer. The term of office shall be one year.
- Section 3. The standing committee chairs shall be as follows: RIF (Reading Is Fundamental) Coordinator, Membership Coordinator, Used Book Sales Coordinator, Raffle Coordinator, and Scholarship Coordinator.
- Section 4. The direction of affairs of this association shall rest with the board, the president serving as chair and appointing the standing committee chairs, with the approval of the board. A simple majority of the members of the board shall constitute a quorum for the transaction of business.
- Section 5. Such other special committees as may be necessary from time to time shall be appointed by the president with the approval of the board.
- Section 6. At the annual meeting (see Article 6, Section 3), nominations from the floor will be invited; no one shall be nominated without their consent.
- Section 7. The officers shall be elected at the annual meeting if a quorum is present.
- Section 8. In the event that a board member misses three consecutive meetings without prior notice, the board may declare a vacancy. Interim vacancies on the board shall be filled by appointment made by the remaining board members.

Article 5 — DUTIES OF THE OFFICERS

- Section 1. The president shall preside at all meetings of the association and of the board and appoint standing committees (membership, program, public relations, etc.) and the chairpersons thereof. The president is an ex officio member of all committees, except the nominating committee. The president presents the annual report at the annual meeting, and may call special meetings as needed.
- Section 2. The secretary shall keep an accurate record of all meetings of the board and of the Association. The secretary shall distribute a draft of the minutes prior to each meeting, and record for the permanent record any corrections made at the time of acceptance. In the president's absence, the secretary or designee shall preside. The secretary shall keep current a complete set of the official minutes to the Friends Office for long-term retention. The secretary shall also submit the Form M.G.L. Ch. 180 Massachusetts Corporation Annual Report, which must be filed by November 1st each year. In addition, the secretary shall submit a Form M.G.L. Ch. 180 Sec. 6D Certificate of Change of Directors or Officers of Non-Profit Corporations if/when the Friends have a change in leadership between Annual Meeting elections.

- Section 3. The treasurer shall be responsible for handling all monies of the Association, depositing them in the Friends' accounts and shall keep appropriate and accurate records. Any check or disbursement must be signed by one of the appointed co-signatories. The treasurer shall present a financial report at all meetings of the board. The treasurer shall assist a selected accountant with and verify the preparation and annual submission of, within the government-specified time period, a Form 990 to the Internal Revenue Service and a Form PC to the Massachusetts Attorney General's Office, for continuation of the Friends' tax-exempt status. In addition, the treasurer shall verify that the Friends' annual Massachusetts-issued Certificate of Solicitation is current, and process any other financial filings as mandated by regulatory agencies.

Article 6 — MEETINGS

- Section 1. Meetings will be held as directed by the president. Dates and times of meetings shall be posted on the Friends' website in advance.
- Section 2. Meetings shall be open to the public and membership of Friends of the West Bridgewater Public Library and library leadership and staff.
- Section 3. The association shall hold its annual meeting in September for the purpose of election of officers, receipt of various reports, and transaction of any other business.

Article 7 — FUNDS

- Section 1. Adequate books of accounts shall be maintained by the treasurer, who shall be responsible thereof.
- Section 2. No funds shall be disbursed without the approval of a majority of active members of Friends of the West Bridgewater Public Library. Active members are those present at a majority of the meetings held in that fiscal year.
- Section 3. The fiscal year of this association shall begin on June 1st of each year and end on May 31st of the following year.

Article 8 — AMENDMENTS

- Section 1. The by-laws may be amended at any meeting of this association by a vote of two-thirds of the members present, provided that the notice of the proposed amendment shall have been distributed to the active members and posted on the Friends' webpage stating the date, time and place of the meeting.

- Section 2. This notice shall state that Friends seek “the approval of proposed by-law revisions and amendments which are posted and available on the Friends’ webpage”.
- Section 3. The notice shall be distributed and posted at least one week prior to such meeting, by the secretary or designee.

Article 9 — DISSOLUTION

Upon the dissolution of the association, assets shall be distributed for tax exemption purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future tax code, to the West Bridgewater Public Library, West Bridgewater MA.