

Proposed additions in red font and deletions ~~lined out~~– Draft of revisions submitted 1/6/22

Friends of Kennebunk Free Library

By-Laws

Mission

The mission of the Friends of Kennebunk Free Library is to:

- support the mission of the Kennebunk Free Library;
- create and maintain an active membership of library supporters;
- assist the library in fundraising; and
- promote understanding and appreciation of the library in the community.

Officers

Officers of the Friends may not be voting Trustees of KFL. Trustees of KFL may not be officers of the Friends, although they are encouraged to be members.

Terms of Office: Officers are elected for a two-year term at the Annual Friends' meeting in November and assume duties at the start of the membership year (January – December). At least one year must transpire before re-election to the same office. The term of officers so elected shall begin with the next meeting following the annual meeting, and shall continue until their successors are elected.

A vacancy in any office shall be filled for the remainder of the term through appointment by the remaining officers, pending ratification by the membership at the next meeting.

Officers' Duties:

President Schedules Friends meetings (~~with help of Secretary~~) (with help of Recorder and or Director or their designee) and presides at them, following Roberts Rules of Order. This includes full membership meetings and Executive Committee meetings.

The President may appoint committees of one or more members for such specific purposes as the Friends require. The President is considered to be a member of any committee that the Friends create, including the standing committees (Book Sale, Membership/Volunteer recruitment, Hospitality, Display) as well as any ad-hoc committees.

The President ensures that accurate minutes are taken of all meetings, including general and committee meetings.

The President ensures an agenda is created for the membership meetings and Executive Committee and that the agenda is completed or tabled. A typical agenda would be:

1. Roll call of members
2. Disposition of minutes from the last regular and any intervening special meetings
3. Committee reports
4. Reports and request by library director
5. Communications
6. Unfinished business
7. New business
8. Adjournment

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Vice-President: Assumes and performs the duties and functions of the president in the event that the president is unable to perform them. This may be due to a vacancy in the presidency, or may be due to a scheduling conflict.

Secretary Recorder: Shall keep a true and accurate record of all meetings of the membership and Executive Committee and shall issue notice of all regular and special meetings. The Secretary Recorder will be responsible for submitting timely information for the KFL website and newsletter. Other duties may be requested of the Secretary Recorder, as needed.

Treasurer: ~~Bookkeeping will be done by KFL staff.~~

Committee Chairs: Shall be responsible for scheduling committee meetings **and/or activities (i.e. book sorting and sales)** and informing members and the president when such meetings are held. Minutes should be kept at committee meetings so that Chairs may report back to the membership at large.

Trustee Liaison: Shall be responsible for attending KFL Board of Trustee meetings to report on the Friends activities and finances and take information from the Trustees to the Friends membership. Any Friend may act as the Liaison, including officers. If the Liaison is unable to attend a KFL Trustee meeting, the Liaison should submit the report in writing at least three (3) days before the meeting and/or arrange for an alternate to attend.

All Officers of the Friends must be KFL cardholders in good standing and possess current Friends' membership.

~~**At least One (1) officer should be a member of the ME State Friends of Libraries.**~~

Membership

Membership in this association is open to all individuals, organizations, or clubs in agreement with the mission of this association.

Annual dues for the Friends of Kennebunk Free Library shall be determined by a majority of the members present and voting at the annual meeting.

Each paid membership shall be entitled to one vote.

Meetings

Annual Meeting

The Annual Meeting of the Friends shall be held in the month of November at the Kennebunk Free Library **or conducted by electronic means such as Zoom, email, video conference or other electronic media.** Notice of the Annual Meeting will be posted on the Library's web page, in the Library, and announced in the local press.

Regular Meetings

Regular meetings shall be held at least four times per year. A year-long meeting schedule will be set at the Annual Meeting and will be posted on the Friend's web page. Regular meetings shall be held at the Kennebunk Free Library **or conducted by electronic means.**

Special Meetings

A special meeting of the Board may be called by the President or Vice President with a minimum forty-eight (48) hours' advance notice provided to all members, the Board of Trustees, and Library Director by email. Special meetings shall be held at the Kennebunk Free Library **or conducted by electronic means.**

Quorum

At all meetings of the Board, a quorum necessary and sufficient for the transaction of business shall consist of five members. At any meeting where less than a quorum is present, a majority of those present may adjourn the meeting to a specified time and place, but not later than one month from the date being adjourned.

Notice of Meetings

Notice of all Friends' meetings, except as herein otherwise stated, shall be given by email and/or posting on the Library's website at least five (5) days before the meeting date.

Conduct of Meetings

The Friends shall conduct all meetings according to Roberts Rules of Order (**latest edition**) unless specified otherwise herein.

Funds and Liability

The Friends of Kennebunk Free Library operates under the Library's 501c3 tax exemption. All funds shall be deposited to the account of Kennebunk Free Library (**bookkeeping will be done by KFL staff**). Adequate records of accounts shall be maintained by the Library Director or designee and presented for review at scheduled meetings.

No member of the association shall be liable except for unpaid dues, and no personal or financial liability shall in any event be attached to any member of the association in connection with any of its undertakings.

No part of the funds from the association shall benefit any individual of the association, except that the association may pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of the association.

Dissolution

The Friends of Kennebunk Free Library may be dissolved at any general or special membership meeting by a resolution adopted by an affirmative vote of two thirds (2/3) of the attending members.

Upon the dissolution of the association after paying or making provision for the payment of all liabilities of the association, dispose of all the assets of the association exclusively for the purposes of Kennebunk Free Library.

Amendments

These bylaws may be amended, with thirty days' prior notice to the membership, at any meeting of the association, by a majority vote of the members present.