

CONSTITUTION

FRIENDS OF CULLOM-DAVIS LIBRARY OF BRADLEY UNIVERSITY

ARTICLE I – NAME

This organization shall be known as the FRIENDS OF CULLOM-DAVIS LIBRARY OF BRADLEY UNIVERSITY hereinafter referred to as “FRIENDS” or “Organization.”

ARTICLE II – PURPOSE

The purpose of the FRIENDS shall be to raise additional funds and promote community interest in Bradley University’s Cullom-Davis Library.

ARTICLE III – RELATIONSHIP TO BRADLEY UNIVERSITY

This Organization is and shall remain a function of Bradley University and shall be subject to the jurisdiction of the University as part of its general development effort.

The fiscal year of this Organization shall be the fiscal year of Bradley University.

ARTICLE IV – MEMBERS AND CONTRIBUTIONS

Section 1. Membership in this Organization shall be open to any individual or organization that shares in the purpose the FRIENDS.

Section 2. The various types of membership, and the dues, if any, for each category shall be determined by the BY-LAWS.

Section 3. Honorary Membership may be conferred by 3 / 4 majority vote of the Board of Directors of this Organization. Such members shall be entitled to all privileges of the Organization except the right to hold office and vote. They may serve on committees with voting privileges on the committee.

Section 4. Member privileges may be defined in the BY-LAWS.

Section 5. Member Dropped. Any member may be dropped from membership by 3 / 4 majority vote of the Board of Directors, provided, however, due notice has been given to the member prior to such action. Due notice shall be defined in the BY-LAWS of this Organization.

Section 6. Records. Membership lists and contribution records shall be maintained and kept confidential according to University policies.

ARTICLE V – GENERAL MEMBERSHIP MEETINGS

Periodic meetings of the membership shall be held according to the BY-LAWS. One meeting must be held within thirty (30) days prior to the end of each fiscal year. A part of the meeting shall be for the purpose of electing Directors. This meeting shall be considered the Annual Meeting.

ARTICLE VI – BOARD OF DIRECTORS

Section 1. Members of the Board of Directors shall consist of the following persons who shall be directors by reason of their offices: The President,

Vice-President, Secretary, Treasurer, and each Standing Committee chairperson. The Executive Director and Development Director of the Library shall be board members. In addition to the above, the Provost of Bradley University and the Student Senate shall be entitled to appoint one (1) member. Additional directors may be elected by the membership.

Section 2. The management and the conduct of business of this Organization shall be the responsibility of said Board of Directors.

Section 3. Quorum shall consist of 1 / 3 members of the Board of Directors. A majority of the directors present shall decide all questions before them.

Section 4. Qualifications and Terms of Office.

a. All elected and appointed officers shall hold office as stated in Article IX of this Constitution. They shall serve until their successors have been elected or appointed. Elected officers shall be selected from the general membership.

b. Board positions may be combined. Board members may succeed themselves.

Section 5. This board shall be limited in size by the BY-LAWS, but shall consist of not fewer than those individuals required in Section 1 of this article.

Section 6. Vacancies in an elective office, however caused, shall be filled by appointment by the President, with the approval of the Board, for the unexpired term. Vacancies in an appointed position shall be filled by the individual or organization responsible for the original appointment.

In the event the office of President shall become vacant, for whatever reason, the ~~First~~ Vice-President shall assume the office of President and appoint a Vice-President, with Board approval.

Section 7. Meetings. Board meetings shall be held at such times and places as the Board may determine, the minimum being once per calendar quarter. However, a meeting must be held within thirty (30) days prior to the end of the fiscal year. A part of this meeting shall be the election of officers for the coming year.

Special meetings may be called by the President or upon the request of three (3) board members.

Section 8. Notice. All meetings shall be held on such notice, if any, as the Board may prescribe. Any business may be conducted at any meeting without mention of such business in any notice, if any, of the meeting.

Section 9. Vote. Directors may cast their vote only in person. The President may vote only in order to break any tie vote.

ARTICLE VII – EXECUTIVE COMMITTEE

Section 1. Members. The President, with the approval of the Board of Directors, shall appoint an Executive Committee of not less than three (3) directors and not more than nine (9) directors, one of whom shall be the President. Each member shall have one (1) vote.

Section 2. Quorum. A majority of the Executive Committee shall constitute a quorum for the transaction of business.

Section 3. Meetings of the Executive Committee shall be held at such times and place as designated by the President, or in the absence of the President by the officer acting as President.

Section 4. The duties and powers of the Executive Committee shall be determined by the Board of Directors.

Section 5. Members of the Executive Committee must also be members of the Organization and shall serve until replaced by the President, or officer acting as President, or until the member resigns.

ARTICLE VIII – DUTIES OF OFFICERS AND DIRECTORS

Section 1. The President shall preside at all meetings of the General Membership and the Executive Committee and shall have all authority held by the President of an organization, to include serving as ex-officio member of all committees and filing of an annual report. The President shall have the power to call meetings and determine location of meetings and shall determine the agenda for Board meetings, General Membership meetings, and Executive Committee meetings and insure that such meetings comply with accepted practices of Robert’s Rules of Order.

The President shall appoint all Committee Chairpersons, with approval of the Board of Directors.

The President shall enforce all policies of the Board of Directors.

Section 2. The Vice-President shall perform such duties as the President may designate, and in the absence of the President, shall perform the duties of the President, with Board of Director approval. The Vice-President shall enforce all policies of the Board of Directors and the President.

Section 3. The Secretary shall maintain minutes of all meetings of the Board of Directors. Minutes of previous meetings shall be made available prior to each meeting. Membership records will be maintained in the University’s Database.

Section 4. The Treasurer shall coordinate financial records with the office designated by Bradley University. The Treasurer shall be responsible for maintaining all financial records of the Organization and providing a revenue and expense report for Board of Director meetings. Funds distributed to meet the needs of the library shall have majority approval of the Board.

Section 5. Other officers, as deemed necessary by the Board of Directors, shall have duties according to the Board of Directors.

Section 6. Committees, as deemed necessary by the Board of Directors, shall have duties according to the Board of Directors.

ARTICLE IX – ELECTION AND APPOINTMENT OF OFFICERS AND DIRECTORS

Section 1. Election. Not less than ninety (90) days prior to the end of the fiscal year, the President, with approval of the Board of Directors shall appoint a Nominating Committee consisting of three (3) members.

On or before March 31, this committee shall submit to the Board of Directors a slate of officers and directors for the coming year. This slate shall be signed by each member of the committee.

Within thirty (30) days prior to the end of the fiscal year, the Chairperson of the Nominating Committee shall hold a general election for Directors at the General Membership meeting. Nominations from the floor shall be accepted for each elected position. Each member of this Organization who is entitled to vote shall have one (1)

vote. Each Director shall be declared elected upon receiving a majority vote of those members present and voting. Proxy voting shall not be allowed.

Section 2. Elected officers and their terms of office shall be according to the BY-LAWS.

Section 3. Appointment. At the first regular meeting of the new Board of Directors, the new President shall receive the appointments from the Provost of the University and from the Student Senate and recognize the individuals as members of the Board.

The newly elected President shall submit a slate of appointments for all positions that need to be filled by the President to the Board of Directors, who shall then approve or reject each individual. If an individual is rejected by the Board, the President shall then submit an alternative until the position is filled. Should the Board of Directors fail to approve an appointment after three (3) rejections, the President may then appoint an individual without Board approval to fill the vacancy.

All appointive positions shall be for a term of one year and all appointees shall take office immediately following approval.

ARTICLE X – COMMITTEES

Committees, other than the Executive Committee shall be as set forth in the BY-LAWS.

ARTICLE XI – REVIEW

At least every five years the President, with the approval of the Board, shall appoint a Constitution Committee of at least (3) members to review and recommend changes, if any, to the Board.

ARTICLE XII – BY-LAWS

The Board of Directors shall approve a set of BY-LAWS that may not be in conflict with this Constitution and shall further set forth articles as deemed necessary by the membership and this Constitution.

The BY-LAWS may be amended by simple majority vote of the membership as set forth in the By-LAWS.

ARTICLE XIII – AMENDMENTS

Section 1. All amendments to this Constitution must be submitted in writing to the Board of Directors and may not be acted upon at the meeting the proposed amendment is submitted.

Section 2. All amendments must be proposed and submitted by a member of this Organization and shall have the signatures of the sponsoring member and at least three (3) other members approving the amendment.

Section 3. The proposed amendment may be acted upon by the Board at the second meeting, or any subsequent meeting, following submission of the amendment and shall require 3 / 4 positive vote to submit the amendment to the general membership. Should the proposed amendment fail to receive 3 / 4 majority vote of the Board, the President shall declare the amendment null and void.

Section 4. Following approval by the Board, the proposed amendment shall be submitted in writing to the general membership within thirty (30) days. The proposed amendment shall be declared null and void by the President if a majority of members object in writing within sixty (60) days following approval by the Board of Directors. If a majority of members do not object, as prescribed above, then the President shall declare the amendment ratified and the amendment shall be attached to the Constitution and become a part thereof.

ARTICLE XIV – RATIFICATION OF CONSTITUTION

This Constitution shall require 3 / 4 majority vote of the organizers of this Organization to be approved.

.....
NO FURTHER ARTICLES TO THIS CONSTITUTION
.....

(Revised September 2003)