

Constitution

Friends of Cullom-Davis Library of Bradley University

Article I – Name

This organization is known as the Friends of Cullom-Davis Library of Bradley University, hereinafter referred to as “Friends” or “Organization.”

Article II – Purpose

The purpose of Friends is to raise additional funds for and promote community interest in Bradley University’s Cullom-Davis Library. Funds raised to meet the needs of the library are determined, approved and distributed by the Board of Directors.

Article III – Relationship to Bradley University

The Organization is and will remain a function of Bradley University and is subject to the jurisdiction of the University as part of its general development effort. The fiscal year of this Organization is the fiscal year of Bradley University.

Article IV – Members and Contributions

Section 1

Membership in the Organization is open to any individual who shares in the purpose.

Section 2

The various types of membership and corresponding dues, if any, are indicated in the BY-LAWS.

Section 3

Member privileges, responsibilities, and removal procedures are defined in the BY-LAWS.

Section 4

Membership lists and contribution records are maintained by the University and kept confidential according to University policies.

Article V – General Membership Meetings

Periodic meetings of the General Membership are held at the discretion of the Board of Directors. An Annual Meeting must be held within thirty (30) days prior to the end of each fiscal year, partly for the purpose of electing the Board of Directors.

Article VI– Board of Directors

Section 1 – Board Membership

Members of the Board of Directors will consist of the following persons who are directors by reason of their offices: The President, Vice-President, Past President, Secretary, and Treasurer. In addition, the Student Senate may appoint one (1) member. An additional fourteen (14) directors may be nominated by committee

and elected by the membership. The Executive Director and Development Director of the Library are ex-officio board members.

Section 2 - Business

The management and the conduct of business of this organization is the responsibility of the Board of Directors.

Section 3 - Quorum

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

Section 4 – Qualifications and Terms of Office

All elected and appointed officers will hold office as stated in Article VII of this Constitution. They will serve until their successors have been elected or appointed. Elected officers are selected from the General Membership. Board positions may be combined. Board members may succeed themselves.

Section 5 – Vacancies

Vacancies in an elective office, however caused, are filled by appointment by the President, with the approval of the Board, for the unexpired term. In the event the office of President will become vacant, for whatever reason, the Vice-President will assume the office of President and appoint a new Vice-President, with Board approval.

Section 6 – Meetings

Board meetings are held at such times and places as the Board may determine, the minimum being once per calendar quarter. However, a general meeting must be held within thirty (30) days prior to the end of the fiscal year. A part of this meeting is the election of officers for the coming year. Special meetings are called by the President or upon the request of three (3) board members.

Section 7 – Notice

All meetings are held on such notice, if any, as the Board may prescribe. Any business may be conducted at any meeting.

Section 8 – Voting

Directors may cast their vote only in person. The President may vote only in order to break a tie vote.

Article VII – Duties of Officers

Section 1 – President

The President presides at all meetings of the General Membership and the Board of Directors and has all authority held by the President of an organization. The President has the power to call meetings and determine the location and agenda for Board Meetings and General Membership meetings and insures that such meetings comply with accepted practices of Robert’s Rules of Order. The President appoints all Committee Chairpersons, with approval of the Board of Directors. The President enforces all policies of the Board of Directors. Upon completion of term, the President shall remain on the board as Past President for one (1) year.

Section 2 – Vice-President

The Vice President performs duties as the President may designate, and in the absence of the President, performs the duties of the President, with Board of

Director approval. The Vice-President and membership committee are responsible for communications with the General Membership. The Vice-President enforces all policies of the Board of Directors and the President. The Vice President succeeds the President.

Section 3 – Secretary

The Secretary coordinates all minutes of all meetings of the Board of Directors and the General Membership. Minutes of previous meetings are made available prior to each meeting. Membership records are maintained in the University's Database.

Section 4 – Treasurer

The Treasurer coordinates financial records with the office designated by Bradley University. The Treasurer is responsible for providing a revenue and expense report for Board of Director meetings. Funds raised to meet the needs of the library are determined, approved and distributed by the Board of Directors.

Section 5 – Past President

The Past President serves as a voting member of the Executive Board.

Article VIII– 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 will appoint a Nominating Committee consisting of three (3) members.

On or before March 31, this committee will submit to the Board of Directors a slate of officers and directors for the coming year. This slate is 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 will hold a general election for Directors at the General Membership meeting. Nominations from the floor are accepted for each elected position. Each member of this Organization who is entitled to vote will have one (1) vote. Each Director is declared elected upon receiving a majority vote of those members present and voting. Proxy voting will not be allowed.

Section 2 – Terms of Office

Nominated Directors and Officers and their terms of office are according to the By-laws.

Section 3 – Appointment

At the first regular meeting of the new Board of Directors, the President will announce the appointment from the University Student Senate and recognize the individual as a member of the Board.

Article IX – Committees

Committees are determined in the By-laws.

Article X – By-Laws

The Board of Directors will approve a set of By-laws that may not conflict with this Constitution and will further set forth articles as deemed necessary by the membership. The By-laws may be amended by simple majority vote of the Board of Directors as set forth in the By-laws.

Article XI – Constitutional Review and Amendments

Section 1 – Review

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

Section 2 – Amendments

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.

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

The proposed amendment may be acted upon by the Board at the second meeting, or any subsequent meeting, following submission of the amendment and will 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 will declare the amendment null and void.

Following approval by the Board, the proposed amendment is submitted in writing to the General Membership within thirty (30) days. The proposed amendment is 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 will declare the amendment ratified and the amendment is attached to the Constitution and becomes a part thereof.

Article XII – Ratification of Constitution

This Constitution requires 3 / 4 majority vote of the members of this Organization to be approved.

(Revised March 17, 2004)