

**CONSTITUTION
OF
THE FRIENDS OF THE KINGSTON FRONTENAC PUBLIC LIBRARY**

ARTICLE I – NAME

The name of this organization shall be *THE FRIENDS OF THE KINGSTON FRONTENAC PUBLIC LIBRARY*, hereinafter referred to as “the Friends”.

ARTICLE II – PURPOSE AND GOALS

The Friends shall be an association of people interested in libraries. These people shall assist to enhance the services provided by The Kingston Frontenac Public Library, hereinafter referred to as “the Library”.

The Friends shall assist in raising funds for use by the Library.

The goals of the Friends shall be:

- i) - to foster an understanding and appreciation of the Friends role in the community; and
- ii) - to raise funds and attract support to enable the Library to offer patrons enhanced services, new technology, and resources beyond its mandated (core) library services and resources.

ARTICLE III – DEFINITIONS

The Friends of The Kingston Frontenac Public Library shall hereinafter be referred to as “the Friends”.

The Kingston Frontenac Public Library shall hereinafter be referred to as “the Library”.

The Chief Librarian of The Kingston Frontenac Public Library shall hereinafter be referred to as “the Librarian”.

The Board of Directors of The Friends of the Library shall hereinafter be referred to as “the Board”.

ARTICLE IV – PARTICIPATION AND DONATIONS

1. - Participation in the Friends shall be open to all interested in the Library. Only people over the age of eighteen (18), and who have made a donation to the Friends in the previous twelve (12) months, may vote at the annual general meeting.
2. - Each Friend shall be entitled to one (1) vote.
3. - The Friends donation year shall be for one calendar year from January to December.
4. - Annual Friendship donation levels shall be determined by the Board.
5. - Any Friend may be removed from the donor list for any cause that the Board may deem reasonable. Such action must be ratified by a majority of the Board.

ARTICLE V – BOARD OF DIRECTORS

1. - The Board shall administer the purpose and goals of the Friends.
2. - The Board has the power to authorize expenditures on behalf of the Friends.
3. - The Board shall take such steps to enable the Friends to acquire, accept, solicit or receive legacies, gifts, grants, settlements, bequests, endowments and donations of any kind whatsoever for the purpose of furthering the goals and objects of the Friends.
4. - No remuneration shall be paid to the members of the Board and no director shall directly or indirectly receive any profit or benefit from their position as such.

ARTICLE VI – MEETINGS OF THE BOARD OF DIRECTORS

1. - The Board shall consist of a minimum of five (5) and a maximum of twelve (12) directors, which included the four (4) Officers named in Article VII below. Positions and titles shall be determined by the Board.
2. - Meetings of the Board may be held at any time and place to be determined by the Board.
3. - The President or any two (2) Directors may at any time call a meeting of the Board.
4. The Board shall meet at least six (6) times a year. -

5. For motions or special circumstances requiring a vote between board and/or annual meetings, the board agrees to vote by email or telephone.
6. A majority of the Board shall constitute a quorum. Proxies are not allowed. -
7. - The Board shall have the authority to appoint a person to fill any vacancy occurring through the resignation, incapacity or removal from office on an interim basis until the next Annual General Meeting.
8. - Between each Annual General Meeting, the Board has the governance of the Friends. It will receive reports as deemed appropriate from the Secretary and the Treasurer, Vice-President, President or other people or committees. The Board will decide and act upon such matters as it deems to be in the general interest of the Friends.
9. - Any Director may be suspended for any cause that the Board may deem reasonable. Such action must be ratified by two thirds (2/3) of the Board as a whole.
10. -The Librarian will act as advisor to the Friends and as liaison with the Library's Board of Directors, and will be a non-voting member of the Board.

ARTICLE VII - OFFICERS

1. - The Officers shall consist of a President, Vice-President, Treasurer and Secretary and shall be appointed by the Board at the first meeting of the Board of Directors following the Annual General Meeting.
2. - The President shall be elected at the Annual General Meeting.
3. - Officers shall be elected for the term of two (2) years, and may serve two (2) additional terms in any particular role.
4. - No remuneration shall be paid to an Officer and no Officer shall directly or indirectly receive any profit from their position as such.
5. - Upon the approval of a quorum the Board, Officers may be reimbursed for reasonable expenses incurred in carrying out their duties.

ARTICLE VIII – DUTIES OF OFFICERS

1. The President shall: -
 - a. - Preside at all meetings;
 - b. - Be the liaison between the Friends and the Librarian;
 - c. - Represent the Friends before any group requesting the presence of the Friends, or delegate a representative;
 - d. - Ensure a database is maintained of Friends and donors, for the purposes of - correspondence; -
 - e. - Prepare and present an annual report at the Annual General Meeting.

2. - The Vice-President shall:
 - a. - Coordinate ad hoc committees;
 - b. - Preside at meetings in the absence of the President;
 - c. - Perform other duties of the President as requested.

3. - The Treasurer shall:
 - a. - Oversee the maintenance of the financial records of the Friends;
 - b. - Ensure the monies received are deposited into the Bank designated by the Friends;
 - c. - Make all authorized disbursements;
 - d. - Engage a professional accountant to review the books on an annual basis and file the annual return;
 - e. - Present the Financial Statements at the Annual General Meeting;
 - f. Make regular financial reports to the Board. -

4. The Secretary shall: -
 - a. Ensure minutes are taken of all board, special and general meetings; -
 - b. Conduct the correspondence of the Friends as instructed by the President; -
 - c. Ensure the records of the Friends are maintained. -

ARTICLE IX – ANNUAL GENERAL MEETING

1. - One Annual General Meeting shall be held during a calendar year.
2. - The Annual General Meeting shall include, but not be restricted to, the following agenda items:
 - a. activity update presented by the President or their representative;
 - b. year end Financial Statements presented by the Treasurer;
 - c. a review of Board approved planned commitments;
 - e. the Election of the President and Directors.
3. - Quorum at Annual General Meetings shall be the Friends present at the meeting - including a majority of the Officers. -
4. - Friends shall be notified of an Annual General Meeting in writing, mailed or emailed, at least two (2) weeks in advance of the meeting date. General notification should also be made on the Library's website and/or social media accounts.
5. - All Annual General Meetings shall be open to the public.
6. - A special general meeting may be called by the President. The meeting shall deal only with matters for which the meeting was called. The notice of the meeting must state the reason for the meeting.

ARTICLE X – WORKING RELATONS

1. All projects and fund raising appeals must have full knowledge and approval of the Librarian.

ARTICLE XI – FINANCES

1. Monies received from Friends, projects, gifts and memorials shall be used to further the purpose of the Friends, in support of the Library to the benefit of the general public.
2. All expenditures shall be approved by the Board.
3. The fiscal year shall be the calendar year from January 1 to December 31.
4. Signing authority shall be any two (2) of the President, Vice-President, Treasurer and the Secretary.
5. Receipts for income tax purposes shall be issued for amounts of \$20.00 and over, unless requested by the donor.
6. The Board may borrow, raise, or secure the payment of money in such manner as it thinks fits. This power shall be exercised only by a special resolution of the Board.
7. The Treasurer shall sign the year end Financial Statements.
8. The books and records of the Friends may be inspected by any Friend at the annual meeting or at any time by giving notice and arranging a time satisfactory to the Treasurer. Each member of the Board shall at all times have access to such books and records.

ARTICLE XII – AMENDMENTS

This Constitution may be altered and/or amended in two ways:

1. The Friends may alter and/or amend the Constitution if five Friends sign a motion detailing the changes they wish enacted. This detailed motion must be forwarded to the Board one month before the Annual General Meeting. The Board will circulate the notice of motion to the Friends at least two (2) weeks before the Annual General Meeting.
2. The Board may recommend to the Friends, in a detailed notice of motion, the changes and/or alterations they wish to see made. Such notice of motion must be sent to the Friends by email or regular mail, at least two (2) weeks before the Annual General Meeting.

ARTICLE XIV – DISSOLUTION

Upon Dissolution of the Friends, after satisfaction of all liabilities including costs of dissolution, any assets of the Friends shall become available to the Library.

ARTICLE XV – CHARITABLE STATUS

The business of The Friends of the Kingston Frontenac Public Library shall be carried on without purpose of gains to the Friends. Any profits or gains shall be used in promoting the objectives of The Friends of the Kingston Frontenac Public Library.

A copy of this Constitution and/or amendments shall be filed with the Library.

Certified to be a true and correct copy of the Constitution of The Friends of The Kingston Public Frontenac Library, presented by the Board and approved by the Friends on the 16th day of June, 2016.

President

Date

Vice-President

Date

Secretary

Date

Treasurer

Date