

# **Friends of Harrybrooke Park Board of Directors (“BOD”)**

## **Bylaws**

**Mission Statement for BOD:** It is the mission of the BOD to evaluate and support the efforts\* of the Friends of Harrybrooke. The Board shall also be the liaison between the Board of Managers of Harrybrooke Park and the general membership of the Friends.

### **I. Name**

1. The name of the organization is The Friends of Harrybrooke Park (“Friends”).

### **II. Board of Directors (“BOD”)**

1. The board shall serve without pay and consist of (9) members.
2. Voted on by the members of The Friends of Harrybrooke Park.
3. Founding Board members shall serve (3) year terms.
4. Board vacancies shall be filled by majority vote of the Friends with a recommendation from the Board.
5. Board members with (6) absences in one calendar year may be dismissed from the Board.

### **III. Officers**

1. The officers of the board shall consist of a Chair, Vice Chair, Secretary, and Treasurer nominated by the Board. A separate individual, not on the Board, will be named as secretary for the Friends general membership.
2. Elected officers will serve a term of a minimum of one year.
3. (a) The Chair shall preside at all Board meetings and general membership meetings, and perform other duties as associated with the office. (b) The Vice-Chair shall assume the duties of the Chair in case of the Chair’s absence. (c) The Secretary shall be responsible for the minutes of the Board, keep all approved minutes in a minute book, and send out copies of minutes to all Board members. (d) The Treasurer shall keep record of the organization’s finances and prepare financial reports as needed.

### **IV. Committees**

1. The Board may appoint standing and ad hoc committees as needed.

### **V. Meetings**

1. Regular meetings shall be held on the first Tuesday of each month at a time and place to be determined by the Board.
2. Special meetings may be held at any time when called for by the Chair or a majority of Board members.
3. Agendas shall be provided in advance to all Board members.

### **VI. Voting**

1. A majority (5) of the Board of Directors’ members constitutes a quorum. In absence of a quorum, no formal action shall be taken except to adjourn the meeting to a subsequent date.
2. Passage of a motion requires a simple majority (i.e., one more than half the members present).

### **VII. Conflict of Interest**

1. Any member of the Board who has a financial, personal, or official interest in, or conflict (or appearance of a conflict) with any matter pending before the Board, of such a nature that it prevents or may prevent that member from acting on the matter in an impartial manner, will offer to the Board to voluntarily excuse him/herself and will refrain from voting on said item.

### **VIII. Fiscal Policies**

1. The fiscal year of the Board shall be January 1st through December 31<sup>st</sup>. The Board shall be allowed to authorize expenditures up to but not exceeding \$250 without consulting the general membership.

### **IX. Amendments**

1. These by-laws may be amended by a two-third vote of Board members, provided a quorum is present and a copy of the proposed amendment(s) are provided to each Board member at least one week prior to said meeting.

**\* Fund raising efforts**

Any fund raising effort must be presented to the BOD for approval. The proposal should include a distinct description of the purpose and theme of the effort and what is required of the Friends to bring the effort to fruition i.e., site of the effort, manpower, materials, funding etc. The BOD will then evaluate the proposal and determine the feasibility of the project. If the BOD rejects the proposal, the rejection may be overridden by simple majority vote of the Friends at a subsequent meeting. Individuals or groups who, after coordination with Lisa Todd, wish to solicit donations or contributions for a specific project that does not require the Friends funding or concerted effort may do so without approval of the BOD.