

Policy concerning the relationship between the Board of Trustees and the Friends of the Desmond-Fish Library

Approved unanimously at Board of Trustees' November 3rd board meeting - 11/3/07

*Approved by Friends Executive Board
11/10/07*

Whereas the Friends of the Desmond-Fish Library were formed in response to a Trustees' resolution expressing their strong enthusiasm for a body separate from this board which would exist to support, advise and encourage the Board¹ and

Whereas the Friends were formed for the purpose of sponsoring and promoting programs and services to the community that would encourage their favorable awareness about, use of and donations to the Library² and

Whereas the Friends have been operating successfully to the financial and cultural benefit of the Library, but both now desire a clarification of their relationship for their mutual peace of mind, therefore, henceforth:

1. The Desmond-Fish Library ("**Library**") will take all necessary steps to include the Friends of the Library ("**Friends**") as a Standing Committee of the Board of Trustees ("**Trustees**") in all legal filings, covered by all indemnification and liability policies and authorized to do business under the Library's non-profit tax exemptions.
2. In recognition of the symbiotic relationship outlined above, the Friends will continue to have their own independent nominating committee, and will choose their own officers. Their nominating committee will notify the President of the Trustees of the nominees' names at least one week before the required legal notice to the Friends' membership. If the President of the Trustees is not available, the Vice-President will be notified.

¹ Trustees' Board meeting, 11/20/1982

² Friends of the Alice Curtis Desmond and Hamilton Fish Library Bylaws, as most recently amended, 1999.

3. In all other aspects, the Friends will function as a permanent Standing Committee of the Trustees, as outlined in the Library's Bylaws³. The President of the Friends will represent the Friends at all Trustee meetings and will perform all the functions of a committee chair, including but not limited to: participating in the normal budgeting process and reporting on Friends' activities and finances.
4. The Friends will maintain the money they raise in separate bank accounts and agree not to incur financial obligations greater than the amount of money in their accounts; it is understood that the Library will not be liable for any financial obligation incurred by the Friends from this day forward in excess of the amounts in their accounts. After this policy has been in effect for two years, the President of the Board of Trustees and the President of the Friends will review it, and recommend any appropriate changes. The Friends will make annual financial statements available for the Library's consolidated financial and tax reporting.
5. For legal reasons, designated officers of both the Trustees and the Friends will be signatories to the Friends' accounts, but it is understood that the Trustees would exercise their prerogative only in extraordinary circumstances.
6. This agreement may be changed by mutual consent. If, between now and 2010, the Friends should choose to become a separate non-profit corporation, they can take with them any unencumbered funds in their bank accounts at that time.
7. Any other matters governing this relationship will be handled according to the respective Bylaws of the Trustees and the Friends, as they may be amended from time to time.

³ Bylaws of the Alice Curtis Desmond and Hamilton Fish Library, as most recently amended, 1993.