

Putnam County Library Friends

BYLAWS

Article I. Name

The name of this organization shall be Putnam County Library Friends.

Article II. Purpose

This shall be a non-profit corporation whose purpose is to support and promote the use, services and facilities of the Putnam County Library System.

Article III. Membership

Section 1. Membership in this organization shall be open to all interested persons.

Section 2. A member is one whose current dues are paid.

Article IV. Officers and Members-At-Large

Section 1. The officers of this organization shall be the President, Vice President, Secretary and Treasurer.

Section 2. Officers and members-at-large shall be nominated by the Nominating Committee and elected at the annual meeting of the membership. Nominations shall be presented with the consent of the nominees, along with nominations from the floor.

Section 3. Officers and members-at-large shall take office on January 1 following their election.

Section 4. Officers and members-at-large shall serve terms of two years.

Section 5. No member shall hold more than one office at a time and no members shall be eligible to serve more than two consecutive terms in the same office excepting the treasurer who may serve unlimited terms.

Article V. Duties of Officers

Section 1. President: Shall preside over and conduct meetings; shall be an ex-officio member of all committees except the nominating committee; shall appoint all committee chairs from the membership.

- Section 2.** Vice President: Shall serve as president in the absence of the president.
- Section 3.** Secretary: Shall record attendance at all meetings; shall take the minutes of all meetings; shall conduct the correspondence of the organization.
- Section 4.** Treasurer: Shall receive and disburse all funds of this organization as ordered by the Executive Board and shall make a full report of all receipts and disbursements as may be required.
The Treasurer shall be placed under bond if so ordered by the Executive Board.

Article VI. Executive Board

- Section 1.** The elected officers, the immediate past president, the committee chairs and up to three members-at-large shall constitute the Executive Board. The library director shall serve as an ex officio member.
- Section 2.** The Executive Board shall conduct the affairs of the organization between general membership meetings.
- Section 3.** Vacancies on the Board shall be filled by the Executive Board for the unexpired terms.
- Section 4.** The Executive Board shall meet at least twice annually. Additional meetings of the Board may be called by the President or by three members of the Board.
- Section 5.** Six members of the Board shall constitute a quorum.

Article VII. Meetings

- Section 1.** There shall be an annual meeting of the general membership.
- Section 2.** Special meetings of the membership may be called by the President, the Executive Board, or upon written request of ten members of the organization. The purpose of the meeting shall be expressed in the call.
- Section 3.** Meeting notification shall be given at least two weeks prior to the date of the meeting.
- Section 4.** The members present at any general membership meeting will constitute a quorum.

Article VIII. Dues

Section 1. Dues of members shall be payable annually and shall become due and payable on or before January 1 of each year.

Section 2. Dues shall be set by the Executive Board.

Article IX. Committees

Section 1. There shall be a nominating committee composed of three members appointed by the Executive Board.

Section 2. There shall be a Finance Committee composed of three members, appointed by the President, including the Treasurer who shall be the chair. It will be the duty of this committee to prepare the budget.

Section 3. Other committees shall be appointed by the President as the organization or Executive Board deem necessary.

Article X. Fiscal Policies

Section 1. The fiscal year shall be from January 1 through December 31.

Section 2. No committee or member shall have any authority to make any contract, or to incur any indebtedness, obligation or liability in the name of or on behalf of this organization without the authority and approval of the Executive Board.

Section 3. The books and accounts of this organization shall be kept in accordance with sound accounting practices and shall be reviewed annually by two members of the Board and a member-at-large, appointed by the Executive Board.

Section 4. No part of the net earnings of this organization shall benefit any member, official, or individual, and no part of its activities shall involve attempts to influence legislation, to carry on propaganda, or to intervene in any political campaign on behalf of any candidate for public office except as allowed within the meaning of Section 1.501 (c) (3) of the Internal Revenue Code. No Board member shall receive remuneration for service on the Board.

When authorized by the Board, reimbursements may be made for travel and other out-of-pocket expenses in discharging official duties.

Notwithstanding any other provisions of these articles, this organization will not carry on any other activities not permitted to be carried on by (a) an organization exempt from Federal income tax under section 501 (c)(3) of the

Internal Revenue Code of 1954 or the corresponding provisions of any future United States Internal Revenue Law or (b) organizations' contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law.

Section 5. Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)3 of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)3 of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

Article XI. Amendments

Section 1. An amendment to these bylaws may be proposed by a majority of the Executive Board or by ten members who have submitted the proposal to the Executive Board in writing.

Section 2. Amendments to these bylaws may be adopted at any general membership meeting by a two-thirds vote of those present provided that the proposed amendment has been submitted to the membership in writing at least two weeks prior to the meeting at which the voting is to take place.

Article XII. Parliamentary Procedure

Robert's Rules of Order, Newly Revised when not in conflict with these bylaws shall govern the proceedings of this organization.

- Original Approved 2001
- Amended 2006
- Amended June, 2012