

Friends of the Los Banos Library By-Laws

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Mission Statement

Friends of the Los Banos Library is a volunteer, 501(c)(3) not-for-profit community organization dedicated and committed to provide support to the Los Banos Library.

Article I Name:

Section 1: This organization shall be the Friends of the Los Banos Library, hereafter referred to as the "*Friends*".

Article II Purpose:

The purpose of the *Friends* shall be:

Section 1: To foster closer relations between the Library and the community.

Section 2: To enhance the Library's functions, resources and services.

Section 3: To encourage benefactions, gifts, endowments, appropriate fundraising and bequests to the Los Banos Branch of the Merced County Library.

Article III Membership and Dues:

Section 1: Membership shall be open to all individuals and organizations interested in the Library.

Section 2: Membership shall be without regard to sex, race, creed, national origin or disability.

Section 3: There shall be three (3) types of memberships: Individual, Family (household), and Business.

Section 4: Each Individual, Family, or Business membership in good standing shall have one (1) vote.

Section 5: Annual dues shall be determined by the Executive Board.

Section 6: Membership shall begin January 1 through December 31.

Section 7: Fiscal year shall be January 1 through December 31.

Article IV Governance:

Section 1: The *Friends* shall have as its Executive Board the following elected officers: President, Vice President, Secretary, Treasurer, Membership Chairperson and Past President.

Section 2: Chairpersons of all committees shall also serve on the Executive Board. Each person on the Executive Board shall have one vote.

Section 3: All officers of this organization must be members in good standing of the *Friends* and registered patrons in the Merced County Library system.

Section 4: Library Advisory Commission Representative and Library Director or designee, shall be ex-officio (non-voting) members of the Executive Board.

Section 5: The terms of office for all elected officers shall be two (2) years. No person shall serve in the same office for more than two (2) consecutive terms, with the exception of the Treasurer.

Article V Nominations/Elections:

Section 1: Officers shall be nominated by an open nomination from members in good standing.

Section 2: Only those who have consented to serve as officers if elected shall be eligible for nomination.

Section 3: The nominations for officers shall occur at the meeting before elections (usually the meeting in the third-quarter of the calendar year). Members shall be informed of the election slate by email or attending the meeting.

Section 4: Additional nomination may be made from the floor at the Annual Meeting (second Wednesday in December)

Section 5: A majority vote of those present in combination with those voting by electronic ballot at or prior to the Annual Meeting shall elect officers. The term of office shall be for two (2) years. Officers shall be installed at the Annual Meeting and shall assume their duties at the beginning of the new calendar year.

Section 6: The privilege of holding office, introducing motions, debating and voting shall be limited to members of the *Friends* in good standing.

Section 7: Vacancies, except in the office of President, shall be appointed by the Executive Board for the remainder of the term.

Section 8: In the event of a vacancy in the office of President, the Vice President shall assume the office.

Article VI Duties of the Officers:

Section 1: The President shall preside at all meetings of the *Friends* and shall direct and administer the affairs of the organization as its executive head and supervise all phases of its work, subject to the approval of the Executive Board. The President or their designee shall be ex-officio member of all standing committees.

Section 2: The Vice President shall assist the President in carrying out the latter's duties, preside at all meetings in the absence of the President and shall perform such other duties as the President may direct.

Section 3: The Secretary shall keep accurate Minutes of the meetings for the membership and the Executive Board, and shall maintain custody of all official records. Copies of the above shall be kept in the *Friends'* file at the Library.

Section 4: The Treasurer shall receive monies for the *Friends* and shall keep an accurate record of receipts and expenditures. The Treasurer shall present a financial statement at every meeting of the *Friends* and at other times when requested by the Executive Board and shall make a full report at the Annual Meeting. The Treasurer shall oversee the Budget Committee and present the proposed budget to be voted on by the membership of the *Friends* as needed. Any budgeted allocation exceeding \$2,000 must be ratified by 2/3 of the Executive Board present and voting. Expenditures not allocated in the approved budget must be approved by majority of the cast votes by the membership of the *Friends* when requested by the President or Treasurer at a meeting or by e-mail. The Treasurer's accounts shall be examined annually by an auditor or an auditing committee of not less than three (3) members, appointed by the Executive Board by March 15th of each year and signed as approved.

Section 5: The Membership Chairperson shall have charge of correspondence with the membership for annual membership applications, send out notices of meetings or advertise meetings, and shall keep a complete list of members.

Article VII Funds and Liabilities:

Section 1: All purchases made for the library shall be subject to the approval of the Library Director and in accordance with the policies of the Library Advisory Commission.

Section 2: All contracts for the *Friends* must be signed by the President and the Treasurer.

Section 3: No personal liability shall in any event attach to any member of this organization, *The Friends of the Los Banos Library*, in connection with any of its undertakings, but all liabilities shall be limited to its common funds and assets. Neither the

Executive Board nor the officers shall have any authority to borrow money in the name or on behalf of this organization. No member of the Executive Board and no officer of this organization shall act as - or be deemed to be- an agent of the members of this organization or have authority to incur obligation in excess of the amount allotted by the Executive Board for the specific purpose. No contract shall, in any event, be entered into and no obligation shall be incurred beyond the amount on hand or in the bank after deducting there from or providing for the total of all unpaid accounts and unpaid obligations and liabilities.

Article VIII Meetings:

Section 1: This organization shall have a minimum of one (1) meeting a year with the annual meeting held in December.

Section 2: Additional meetings shall be held at the discretion of the Executive Board or upon a verbal or written request of at least ten (10) members in good standing.

Section 3: Meeting dates shall be posted at the Library at least two (2) weeks prior to the date of all meetings.

Section 4: At the meetings, an order of business shall be presented to the members in accordance with Robert's Rules of Order Newly Revised.

Section 5: Six (6) members in good standing shall constitute a quorum at any meeting of the *Friends*

Section 6: Special meetings of the Executive Board may be held at the discretion of the President or called by three (3) members of the Board. Four (4) members of the Executive Board shall constitute a quorum at any meeting of the Board and the vote of the majority shall be necessary to approve any action taken unless otherwise noted in these by-laws.

Article IX Committees:

Section 1: The Executive Board shall appoint standing committees to promote the objectives and purposes of the *Friends*.

Section 2: The Executive Board and the membership, at a regular meeting, may call for other committees to take on specific tasks to benefit the Library.

Article X: Amendments:

Section 1: Amendments to these by-laws may be made at any meeting of the general membership by a two-third vote of those present and voting. Proposed amendments shall be posted at the Library at least two (2) weeks prior to the meeting.

Article XI Dissolution:

Section 1: Upon dissolution or abandonment, the assets of the organization remaining after payment of or provisions for all debts and liabilities of this organization shall be donated to the Los Banos Branch of the Merced County Library.

Article XII Parliamentary Procedure:

Section 1: The current edition of Robert's Rules of Order Newly Revised, when not in conflict with these by-laws, shall govern the proceedings of this organization.

Presented to the Membership: _____
Date

Adopted by the Membership: _____
Date

Amended by the Membership: _____
Date