

The Friends of the Talbot County Free Library

By-Laws

Index

		Page
Article I	Name	2
Article II	Mission Statement	2
Article III	Membership	2
Article IV	Administration	3
Article V	At-large Members	4
Article IV	Officers	4
Article VII	Financial Administration	5
Article VIII	Membership Meetings	5
Article IX	Nominating and Election	5
Article X	Amendments	6
Article XI	Dissolution	7

Article I

Name

The name of the organization shall be “Friends of the Talbot County Free Library” hereinafter referred to as the “Friends.”

Article II

Mission Statement:

The mission of the Friends is to build a greater understanding of the importance of the Talbot County Free Library (hereinafter known as the “Library”), for the enrichment and growth of the community.

Purpose

The purpose of the Friends shall be:

1. To foster closer relations between the Library and the residents of Talbot County.
2. To promote knowledge of functions, resources, services and needs of the Library.
3. To build public support for the development of the Library so that it may adequately serve the needs of the community.
4. To coordinate programs and events for the community that are compatible with the Library's policies and objectives.
5. To conduct, for and on behalf of the Friends, an annual membership drive.
6. To assist with funding the needs of the Library beyond the scope of its annual budget.

Article III

Membership

Membership shall be open to all persons interested in promoting the mission of the Friends.

Article IV

Administration

The direction of the activities/business of the Friends shall rest with the Council, the President serving as Chair.

Section 1. Council.

- A. There shall be a Council, consisting of the Officers of the Friends, a representative from each area served by a Library branch, Committee chairs, and additional at-large members, Members of the Library Board of Trustees, the Library Director, and the Library staff liaison from each branch shall be non-voting members of the Council.

- B. At any time, any member of the council may nominate candidates for membership on the Council. Candidates will be elected by majority vote of the Council. The appointment will begin with the next Council meeting until the Annual Meeting. At that time the new Council member(s) will stand for election.
- C. All Council members may serve three consecutive two year terms.

Section 2. The Council shall have full charge of the property and business of the Friends subject to the instruction of the general membership as expressed at the Annual Meeting or any Special Meeting.

Section 3. At-large Council membership shall number fifteen (15).

Section 4 The Council shall meet at least eight (8) times a year. Other meetings of the Council may be called by the President or by written request of five (5) voting members of the Council.

Section 5. A quorum will be met if 50% plus 1 of the voting members of the Council are present.

Section 6. A vote may be taken only when a quorum is present. Issues will then be decided by a majority vote.

Section 7. Committees. The scope of each committee shall be defined and reviewed annually. See Addendum 1.

- A. Standing Committees: Membership, Finance, Fund-Raising, Nominating, Publicity/Advocacy, Program and By-Laws.
- B. Ad Hoc Committees: Other committees may be named as deemed necessary.

Section 7. The Chairs of the Committees, selected from the Council, shall be appointed by the President. The membership of the Committees is the responsibility of the individual Chairs.

Section 8. The Friends shall be administered in accordance with appropriate Internal Revenue Service (IRS) Rules and Regulations.

Article V

At-large Members

Section 1. Enumeration and Election. At-large membership shall number fifteen (15) unless changed by a vote of the membership at the Annual Meeting. At-large members shall be elected at the Annual Meeting and begin serving their terms on January 1 of the following year. In the event of the resignation of an at-large member, the Council shall appoint a member of the Friends to complete his/her term.

Section 2. At-large members may serve three consecutive two-year terms.

Section 3. At-large members shall serve on such committees as designated by the President.

Article VI

Officers

Section 1. Enumeration and Election The Officers of the Friends shall be a President, a Vice-President, a Treasurer, a Recording Secretary, and a Corresponding Secretary. All officers shall be elected for a term of two years. Officers will be elected at the Annual Meeting and begin serving their terms on January 1 of the following year. In the event of the resignation of an officer, the President shall appoint a member of the Council to complete his/her term.

Section 2. President The President shall preside at all meetings of the membership and of the Council and shall perform such other duties as usually pertain to the office of President. The President shall be a member, ex-officio, of all committees, excepting the Nominating Committee.

Section 3. Vice-President The Vice-President shall perform the duties of the President in the absence or disability of the President, and shall perform such other duties as may be assigned by the President or the Council. The Vice-President shall succeed the President for a full term.

Section 4. Treasurer The Treasurer shall collect and have custody of all the funds of the Friends and shall disburse the same as directed by the Council or by a vote of the membership. The Treasurer shall present statements to the Council at their meetings and make a report at the Annual Meeting. In the absence or disability of the Treasurer, the President is authorized to sign or endorse checks

Section 5. Recording Secretary The Recording Secretary shall give notice of, and keep minutes of, all Council meetings. In addition, the Secretary shall keep minutes of the Annual Membership meetings.

Section 6. Corresponding Secretary The Corresponding Secretary shall handle all correspondence of the Council, including notification of the Annual Membership meeting.

Article VII

Financial Administration

Section 1. Funds The activities of the Friends shall be self-supporting. All funds accrued by the Friends shall be deposited in a bank designated by the Council. Members will not receive any remuneration for activities except reimbursement for legitimate expenses incurred.

Section 2. Liability No personal liability shall be attached to any member of the Friends.

Section 3. Membership Dues The membership dues shall be set by the Council. They shall be payable annually.

Section 4. Fiscal Year The Fiscal Year shall run from January 1 to December 31.

Article VIII

Membership Meetings

Section 1. Annual Meeting The annual meeting shall be held each October, unless otherwise ordered by the Council. This meeting shall be for the purpose of electing officers, receiving annual committee reports, and transacting any other general business.

Section 2. Special Meetings Special meetings may be called by the President with the approval of the Council, or shall be called upon written request to the President of ten (10) or more members, such request stating the purpose for which the meeting is desired.

Section 3. Voting Issues on which a vote is taken shall be decided by a simple majority of those present.

Article IX

Nominations and Elections

Section 1. The President shall designate a Council member as Chair of the Nominating Committee not less than two months before the Annual meeting. The Chair shall select at least two additional members to serve on said committee.

Section 2. The Nominating Committee shall present a slate of Officers. Each nominee shall have served a minimum of one year on the Council. No one will be nominated without that person's prior consent. The slate shall be mailed to the Membership not less than two weeks before the Annual Meeting.

Section 3. The Nominating Committee shall nominate a slate for At-large members. No one shall be nominated without that person's prior consent. The slate shall be notified to the Membership not less than two weeks before the Annual Meeting.

Section 4. At the Annual meeting nominations may be made from the floor, but no one shall be named without that person's prior consent.

Section 5. The slate shall be voted on at the Annual meeting. Voting shall be by ballot unless there is only one candidate for each position. In this case, the ballot may be waived.

Article X

Amendments

These By-Laws may be amended at any Annual Meeting or Special Meeting of the Membership. A written notice and text of the proposed Amendments or Revisions will be sent to the Membership at least two weeks prior to the meeting.

Article XI

Dissolution

Upon the decision to dissolve the Friends of the Talbot County Free Library, the Council shall pay all outstanding obligations and give any remaining funds to the Talbot County Free Library.