

Friends of the
Jefferson-Madison Regional Library
BYLAWS (draft 2023)

Article I – NAME AND FISCAL YEAR

Section 1

The name of the organization shall be the Friends of the Jefferson-Madison Regional Library.

Section 2

The fiscal year shall be July 1 to June 30.

ARTICLE II – PURPOSE

Section 1

The purposes for which the organization is formed are exclusively charitable and educational.

- a. To maintain an association of persons interested in the welfare of the Jefferson-Madison Regional Library.
- b. To focus public attention on the library.
- c. To stimulate the use of the library's resources and services.
- d. To receive and encourage gifts, endowments, and bequests to the library.
- e. To support and cooperate with the library in developing library services and facilities for the community.
- f. To raise funds to support the library's programs and services.

ARTICLE III – MEMBERSHIP

Section 1

Membership in this organization shall be open to all individuals in sympathy with its purposes.

Section 2

Full membership shall be obtained and maintained by persons aged 18 years or older by paying annual membership dues.

Section 3

Individual full membership may be obtained by eligible members of a family paying membership dues by declaring the number of memberships required and paying the minimum membership dues for each member.

Section 4

Individual full membership shall be for one year.

ARTICLE IV – OFFICERS AND BOARD MEMBERS

Section 1

The officers of the organization shall be the president, vice president, treasurer, secretary, and sales director. There shall be thirteen (13) Board members from among whom the officers are elected.

Section 2

Board members shall be paid-up full members of the organization and shall derive their individual board voting rights by valid current membership and election to the Board.

Section 3

A nominating committee of not less than three members who are appointed by the Board shall nominate officers and Board members. The nominations shall be submitted in writing to the Board at least one (1) week prior to the June meeting. Additional nominations may be made from the floor at the time of the election provided written consent of the nominee has been obtained.

Section 4

Officers and Board members shall be elected by majority vote of those Board members present at the June meeting. The term of office for all Board members (except the treasurer) shall be two (2) years and shall begin immediately upon conclusion of the election. The term of office for officers shall be one (1) year and shall begin at the conclusion of the June meeting in

which they were elected. The treasurer shall have no term limit.

No Board member shall be eligible to serve more than four (4) consecutive terms of two (2) years each. If a member is elected to fill an unexpired term, that Board member shall be eligible for election to four (4) full, successive terms. An exception to the four-term policy can be made for extenuating circumstances if approved by a two-thirds (2/3) majority vote of those Board members present at the June meeting.

No officer (except the treasurer) shall occupy the same office for more than four successive terms (4 years), but is eligible for reelection to such office after a break of two years. An exception to the four-term policy can be made for extenuating circumstances if approved by a two-thirds (2/3) majority vote of those Board members present at the June meeting.

Six (6) of the thirteen Board members shall be elected in even numbered years and the remaining seven (7) of the 13 Board members shall be elected in odd numbered years. Each year the offices of president, vice president, treasurer, secretary, and sales director shall be elected from among the 13 Board members. A member of the Board may be removed for misconduct or neglect of duty by a two-thirds (2/3) majority vote of Board members present at a regularly scheduled meeting at which there is a quorum, or by a two-thirds (2/3) majority vote of the overall membership.

Section 5

Midterm vacancies shall be filled by election by the Board members until the next regular election. A partial term shall not be deemed a term for the purposes of Section 4 of this Article.

ARTICLE V – DUTIES OF OFFICERS AND BOARD MEMBERS

Section 1

President: The president shall preside over and conduct meetings of the Board and shall appoint committee chairs and members thereof except the nominating committee, or as limited herein. The president is an ex officio member of all committees except the nominating committee.

Section 2

Vice President: The vice president shall be Chair of the Publicity and Public Relations Sub Committee. This officer shall also perform the duties of the president in the absence of the president as well as carrying out other responsibilities as mutually agreed upon.

Section 3

Treasurer: The treasurer shall receive and disburse funds as directed, keep and maintain the financial records, and prepare or arrange preparation of the necessary reports thereof, including an annual audit and associated reports.

Section 4

Secretary: The secretary shall keep a permanent record of the minutes of all meetings of the Board of Directors and shall maintain such other records as the president may direct. The secretary shall also conduct such correspondence as the Friends may require and the president may direct.

Section 5

Sales Director: The Sales Director shall serve as a liaison between the Board of Directors and the Book Sale Manager. With the Book Sale Manager, the Sales Director shall oversee all aspects of the twice-a-year sales and report on their progress to the Board.

Section 6

Board members: Board members have the power and duties necessary for the administration for the affairs of the Corporation. Board members may serve as chairs of committees.

ARTICLE VI – BOARD GOVERNANCE

Section 1

Board: A governing board consisting of all elected officers and board members shall be charged with the management of the affairs of the organization.

This board shall meet at regular intervals at least four times a year. A simple majority shall constitute a quorum. Special meetings may be called by the president.

The Library Director and paid staff are members ex officio without vote.

Section 2

The president may appoint such committees as may from time to time seem proper, except the nominating committee.

Section 3

The Executive Committee: The Executive Committee of the Board shall consist of the Board president, vice president, secretary, treasurer, and sales director. This committee can convene at the request of any of its members, and the actions of the committee shall be reported to the full Board.

ARTICLE VII – DUES

Section 1

The Board shall be empowered to fix dues, the payment period, and the classes of contribution.

ARTICLE VIII – AMENDMENTS

Section 1

Future amendments to these bylaws may be made at any meeting of the Board by a two-thirds vote of Board members present after notification in writing to each Board member at least one (1) week prior to the meeting. Such notice shall contain the text of the proposed change, but the text may be changed by a motion and two-thirds vote from those present.

ARTICLE IX – PARLIAMENTARY PROCEDURE

Section 1

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