

FRIENDS OF THE ANTLERS PUBLIC LIBRARY, INC.

BYLAWS

ARTICLE 1 NAME

The name of the organization shall be the FRIENDS OF THE ANTLERS PUBLIC LIBRARY, INC. (hereafter referred to as the FRIENDS).

ARTICLE 2 PURPOSE

Section 1 The Friends are organized exclusively for educational or charitable 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. The purposes further defined include:

- To maintain an association of persons interested in supporting the ANTLERS PUBLIC LIBRARY,
- To focus public attention of the ANTLERS PUBLIC LIBRARY in order to develop support for the library's normal activities and, when appropriate, to raise funds necessary for physical expansion.
- To support and assist the ANTLERS PUBLIC LIBRARY'S resources and services.
- To stimulate the use of the ANTLERS PUBLIC LIBRARY'S resources and services by sponsoring such activities as author's presentations, adult-reading groups, etc.
- To receive and encourage gifts, endowments, and requests to support FRIENDS activities.

Section 2 No part of the net earnings of the FRIENDS shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the FRIENDS shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the FRIENDS shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of this document, the organization shall not carry on any activity prohibited (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization contribution to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Section 3 Upon the dissolution of the FRIENDS, 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. The remaining assets, property, and income owned or held by the FRIENDS should be paid to THE ANTLERS PUBLIC LIBRARY FOUNDATION, or its successor entity.

ARTICLE 3 MEMBERSHIP

Section 1 Membership shall be open to the general public, and the Board of Directors shall determine the categories of membership as well as the dues of each category.

Section 2 Each member, who has currently paid their dues, shall be entitled to one vote on motions at the annual or any called meeting.

Section 3 Dues of the organization shall be as follows: Five (\$5.00) dollars annually for a Buddy, ten (\$10) dollars for a friend, twenty (\$20) dollars for a contributor, thirty (\$30) for a patron, and one hundred (\$100) dollars for a benefactor. Dues were amended on October 25, 2021.

ARTICLE 4 OFFICERS

Section 1 The officers of the organization shall be: President, Vice-President, Secretary, Treasurer, and three (3) Directors at Large. These officers and the ex-officio officers shall comprise the Board of Directors.

Section 2 A slate of officers shall be presented by the Nominating Committee at the annual meeting. Nominations will also be allowed from the floor. To be nominated, a person must be a member in good standing.

Section 3 At the first organizational meeting of the Organization, the members of the Board of Directors should be divided into three (3) classes. The initial members of the first classification shall hold office for a term of one (1) year. The initial members of the second classification shall hold office for a term of two (2) years. The initial members of the third classification shall hold office for a term of three (3) years. At all annual elections thereafter, each class of Directors shall be elected by the members for a term of three (3) years to succeed the Directors whose terms then expire.

Section 4 In the event of a vacancy in office, the remaining officers shall appoint a replacement who will serve until the next annual meeting.

Section 5 Absence from more than one half of the Board of Directors meetings in a six-month period shall constitute a vacancy.

Section 6 The Antlers Public Library Director shall be an ex-officio member of the Board of Directors.

ARTICLE 5 DUTIES OF OFFICERS

Section 1 President: shall preside at all meetings and shall have usual powers of supervision as may pertain to his/her office and the affairs of this organization. He/she shall have the authority to appoint committees and shall be an ex-officio member of such committees with the exception of the Nominating Committee.

Section 2 Vice-President: shall be in the absence of the President assume the duties and powers of the office. In the event of a permanent absence due to resignation, disability, or death, shall serve until the Board of Directors selects one of its members to fill the vacancy. The Vice-President shall perform such other duties as designated by the Board.

Section 3 Secretary: shall record and distribute to the Board of Directors the minutes of all Board meetings and keep an accurate record of business transacted. The Secretary shall also record and distribute minutes of the annual membership meeting. One person may serve as both Secretary and Treasurer if the Board of Directors so desires.

Section 4 Treasurer: shall maintain the financial records of the organization.

Section 5 Directors at Large: may elect such additional officers (such as but not limited to Assistant Secretary, Historian, Parliamentarian, etc.) as it shall deem desirable, and may assign additional duties to officers as it deems appropriate.

Section 6 Membership Chair: shall maintain the membership roster for the organization and is responsible for notifying members regarding membership renewals. Also responsible for receipt of new membership applications and fees. When fees are received, the Treasurer shall be notified so deposits can be made promptly.

ARTICLE 6 MEETINGS

Section 1 The annual meeting of the entire membership of the organization shall be held in March of each year; the date certain to be decided by the Board of Directors. Election of officers shall be held at this meeting, and as long as proper notice has been given, any amendments to the bylaws may be considered.

Section 2 Additional meetings of the membership may be called by the President, any two (2) officers, or by one-third (1/3) of the membership in good standing, upon giving written notice to the Board of Directors.

Section 3 Meetings of the Board of Directors shall be monthly with a minimum of ten (10) meetings each year. Meetings shall be held the first Thursday of each month at a place and time determined by the President of the organization.

Section 4 A quorum for a board or annual meeting shall be three (3) voting eligible members.

Section 5 In the case of any communication by members of FOLA that, under these Bylaws, constitutes a vote of the membership, the Board shall authorize a means of email/ social media or other electronic voting only if the Board is satisfied that such means includes functionality designed to prevent duplicate and unauthorized balloting. All votes cast in this manner shall be recorded with name, date and time stamp.

Section 6 Meetings Held Electronically. Meeting of the Board shall be conducted in person except for meetings through use of Internet meeting services designated by the Board that support voting and support visible displays identifying those participating, identifying those seeking recognition to speak, showing (or permitting the retrieval of) the text of pending motions, and showing the results of votes. These electronic meetings of the Board shall be subject to all rules adopted by the Board, or by the Organization, to govern them, which may include any reasonable limitations on, and requirements for, Board members' participation.

ARTICLE 7 COMMITTEES

The President, with the approval of the Board of Directors, may appoint such committees and members thereof as are necessary for carrying out the activities of the organization.

ARTICLE 8 AMENDMENTS

These bylaws may be amended by a two-thirds (2/3) vote of the Membership present and voting at the Annual Meeting provided that notice of the proposed amendment or amendments was included in the notice of the meeting. Bylaws may also be amended at any specifically called meeting provided that notice of the proposed amendments was included in the notice.

ARTICLE 9 PARLIAMENTARY AUTHORITY

The rules contained in the most recent edition of Robert's Rules of Order Newly Revised, shall govern the organization where applicable and in which they are not inconsistent with the Bylaws of the organization.