

FRIENDS OF SCOTT TOWNSHIP PUBLIC LIBRARY

By-laws

February 2004

Article I - Name

Section 1. The name of the organization shall be The Friends of The Scott Township Public Library.

Article II - Purpose

Section 1. The purpose of The Friends of The Scott Township Library is to maintain an association of persons and organizations who are interested in increasing, improving and promoting the services of the Scott Township Public Library by sponsoring cultural events and securing for the library materials of cultural value; by encouraging public support, understanding, and use of the library; by soliciting and receiving gifts, grants, endowments and bequests for the benefit of the library; and by establishing and maintaining a fund to accomplish these purposes.

Section 2. No part of the net earnings of the organization shall go to the benefit of any member, trustee, official, individual or other group. The organization shall not engage in propaganda or intervention in any political campaign on behalf of any candidate for public office. No substantial part of the activities of the organization shall involve attempts to influence legislation.

Article III – Membership and Dues

Section 1. ** *Members* Membership in the organization shall be open to any individual, association, organization, or corporation interested in the purpose of the organization. Membership is active upon payment of annual dues payable on or before December 31 of each year.

(Revised April 8, 2003)

Section 2. *Dues and classifications* Membership dues shall be as set, from time to time, by the Board of Directors. Classifications such as student, family, sustaining, donor and patron shall be determined by the Board of Directors.

Section 3.** *Voting privileges* Each adult member (18 or over) shall be entitled to one vote on matters subjected to a vote at any meeting of the membership.

(Revised November 15, 2000)

Section 4. *Removal* Any member who has not paid dues for a period exceeding 2 months from the due date shall forfeit all rights and privileges of membership and shall be removed from the membership rolls.

Article IV – Meetings

Section 1.** *Annual meeting* The Board of Directors shall call an annual meeting each year that will coincide with the first meeting of the Board of Directors (beginning 2005) to review reports on the past year's activities, to propose plans for the coming year and to elect Officers and Board members.

(Revised February 2, 2004)

Section 2. *Special meetings* Special meetings of the members may be called upon the written request of 10 or more members to the President and shall be called within 4 weeks of the date of the receipt of such a request. The President may at his/her discretion, and shall, upon orders of the Board of Directors, call special meetings of the members provided that the general membership is given 2 weeks prior to the proposed date.

Section 3. *Notification* Notification of all meetings shall be made 2 weeks prior to the date of the meeting. Notice of the annual meeting and any meeting called to consider (1) the assumption of a liability of the organization in excess of the organization's current assets less outstanding obligations, or (2) dissolution of the organization shall be mailed to each member at least 14 days in advance of such meeting.

Section 4. *Quorum* The members present at any regularly scheduled meeting shall constitute a quorum for the transaction of any business which may properly come before the meeting. The acts of a majority of the members present shall be the acts of all members, except that 2/3 of members present shall be required for the approval of (1) the assumption of a liability by the organization in excess of the organization's current assets less outstanding obligations or (2) the dissolution of the organization.

Article V – Officers, Duties, Election of, and Terms of Office

Section 1. *Officers* The officers of the organization shall be a President, a Vice-President, a Secretary and a Treasurer.

Section 2. *Duties*

a. The President shall preside at all regular, special and Board meetings of the organization; shall appoint committees when necessary; shall be an ex-officio member of all committees except the Nominating Committee; may countersign checks; and shall assume other duties as may be ordered by the organization and as specified in the parliamentary authority.

b. The Vice-President shall assume the duties of the President in absence of that officer, and shall perform other duties as may be requested or specified by the organization.

- c. The Secretary shall keep a correct record in the minutes of all regular, special and Board meetings; shall assure that all members are notified in advance of any special meetings, and shall perform such other duties as requested or relative to the office.
- d. The Treasurer shall receive all funds of the organization and deposit them in a Federally insured banking institution in the name of The Friends of The Scott Township Public Library and shall issue checks as authorized by the Board of Directors. All checks shall be countersigned by either the President or Vice-President and by the Treasurer of the organization. A report of the Treasurer shall be given at each meeting of the Board of Directors. An annual report shall be given in writing at the Annual Meeting. The Treasurer's accounts shall be examined annually by an Auditor appointed by the Executive Committee.

Section 3. *Election of Officers* A Nominating Committee shall be appointed by the Board of Directors. It shall be the duty of the Committee to nominate candidates for the officers to be filled at the annual meeting.

Section 4. *Term of Office* The officers shall be elected to serve 1 year and their term of office shall begin at the close of the Annual Meeting. No officer may serve for more than 3 successive terms.

Article VI – Board of Directors

Section 1. *Composition* The Board of Directors shall consist of the elected Officers and the appointed Chairpersons of the Standing Committees.

Section 2. *Authority* The Board of Directors shall have full power to conduct, manage and direct the business and affairs of the organizations.

Section 3. *Terms of Office* The Chairpersons of the Standing Committees shall serve for a 1 year term.

Section 4. *Nominating Committee* The Board of Directors shall appoint a nominating committee composing of 3 members of the organization, one of whom shall be a Board member. The committee shall present nominations to the Board at the Board meeting prior to the annual meeting. The names of those nominating to fill expired terms shall be sent to the general membership with the notice of the annual meeting. Elections shall be held at the annual meeting and new Board members shall assume their duties at the close of the annual meeting.

Section 5. *Vacancies* The Board of Directors shall have the power to fill vacancies on the Board by a majority vote of the remaining members of the Board. A Board member so elected shall serve for the remainder of the unexpired term.

Section 6. ** *Meetings* An annual meeting of the Board of Directors shall be held shortly following the annual meeting of the members. The Board shall hold a minimum of 5 monthly regular meetings.

(Revised February 2, 2004)

Section 7. *Quorum* A majority of the members of the Board of Directors shall constitute a quorum for the transaction of any business which may properly come before the meeting. The acts of a majority at such a Board meeting shall be the acts of the Board.

Article VII – Executive Committee

Section 1. *Composition* The Executive Committee shall consist of the Officers of the organization. The President shall serve as Chairperson.

Section 2. *Duties* The Executive Committee shall exercise, in the intervals between meetings of the Board of Directors, all of the powers of the Board that may lawfully be delegated in the management of the affairs of the organization or such lesser powers as may be specified from time to time by vote of the Board. The Executive Committee shall appoint the Chairpersons of the Standing Committees. All actions of the Executive Committee shall be reported to the Board of Directors.

Section 3. *Audit* The Executive Committee shall be responsible to have an annual audit of the organization's book of accounts.

Article VIII – Committees

Section 1. *Standing Committees* The Standing Committees of this organization shall be Finance and Budget, Membership, Publicity, Volunteers, and Fundraising. The Chairpersons shall be appointed by the Executive Committee.

1. The Finance and Budget Committee shall be composed of the Treasurer and as many members as necessary to prepare a budget and develop the financial plans of the organization. The finance and budget committee can, from time to time, submit supplements to the budget for the fiscal year.
2. The Membership Committee shall be composed of a Chairperson and as many members as necessary to seek and enroll new members, to keep a record of names and addresses, and to sign membership cards.
3. The Publicity Committee shall be composed of a Chairperson and as many members as necessary to inform the members and the public of the activities of the organization including a newsletter and media interaction. The Committee also may assist the library staff in informing the community of library events.

4. The Volunteers Committee shall be composed of a Chairperson and as many members as necessary to aid in the recruitment of volunteers to assist the library staff. The members also serve as library volunteers.
5. The Fundraising Committee shall be composed of a Chairperson and as many members as necessary to develop and carry out fundraising projects.

Section 2. *Other Committees* Other committees, standing or special, shall be appointed by the President of the organization or the Executive Committee whenever deemed necessary to carry on the work of the organization.

Article IX– General Funds, Endowments, and Liabilities

Section 1. *General Funds* General funds shall be deposited to the bank account of The Friends of The Scott Township Public Library and shall be disbursed by the treasurer upon the authorization of the Board of Directors.

Section 2. *Endowment funds* Endowment funds may be established by the directors to benefit the library.

Section 3. ** *Audit* An auditor appointed by the Executive Committee shall review the books of account at the end of the fiscal year which will run from January 1 to December 31.

(Revised April 8, 2003)

Section 4. *Liability* To the fullest extent that the laws of the Commonwealth of Pennsylvania permit elimination or limitation of the liability of the Board of Directors, no member or officer shall be personally liable for monetary damages as such for any action taken or any failure to take any action as a Board member.

Section 5. *Indebtedness* Neither the Board of Directors nor the officers shall have any authority to borrow money or incur an indebtedness or liability, other than for current expenses, in the name of or on behalf of the organization.

Article X– Amendments

Section 1. *By-laws* may be amended by a majority vote of the members present at any business meeting after notification to each member at least 14 days before the meeting at which the voting will take place.

Section 2. *By-laws Review* A committee shall be appointed by the Board of Directors to review the existing by-laws of this organization every three years

Article XI – Dissolution

Section 1. In the event of the dissolution of the organization, and prior to completion thereof, all liabilities and obligations of the organization shall be paid, satisfied and discharged, and all of the remaining assets, property and income owned by the organization shall be expended or applied to the purposes of the organization by conveying such assets, property, and income to The Scott Township Public Library in accordance with the exemption from income taxes which has been granted under Section 501(c)3 of the Internal Revenue Code.

** denotes amendment from original by-law