

Article I- Name

Section 1: The name of the corporation shall be FRIENDS OF THE LACEY TIMBERLAND LIBRARY, doing business as (dba) Friends of the Lacey Library.

Article II- Purpose

Section 1: The purpose of this corporation shall be educational. We seek to:
Encourage the public use and support of the library;
Supplement library services and materials; and,
Provide support for programs and facilities in accordance with the library's policies and needs.

The corporations organized exclusively for charitable and educational purposes, including making contributions that qualify as exempt under 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any further United States Internal Revenue Law).

Article III- Membership / Meetings

Section 1: Membership in this corporation shall be open to all individuals interested in its purposes, upon payment of the annual dues.

Section 2: Each member shall be entitled to attend any regular business or special meeting of the corporation.

Section 3: Any member is entitled to bring up any issue to a regular meeting and ask for placement of the issue on the Board's next agenda. A limit of five minute presentation time per topic.

Section 4: An annual meeting of the membership shall be held in January following the close of the fiscal year, to elect the Board of Directors and its Officers, to receive various reports, to approve the annual budget , and act on any other business.

Section 5: Special membership meetings may be scheduled as recommended by either special committees or the Board of Directors.

Section 6: A quorum shall be recognized as five of those members of the Friends who are present at either the annual or special meetings. Action may be taken by a simple majority vote of the members present.

Article IV- Board of Directors

Section 1: The Board of Directors shall consist of the four (4) duly elected Officers and the Standing Committee Chairpersons appointed by the Board. The Board of Directors shall be members in good standing of the Friends of the Lacey Library.

Section 2: The Officers shall be the President, Vice-President, Secretary, and Treasurer. The Standing Committee Chairpersons may be Book Sales, Publicity, Membership, Newsletter, Online Sales, Book Place, and other committees deemed necessary and approved by a simple majority of those Board members present or by approval of no fewer than five Board members.

Section 3: All Officers shall be elected to regular two-year terms. The President and Secretary shall be elected in even years, The Vice-President and Treasurer shall be elected in odd years.

Section 4: Officers shall not serve for more than three consecutive terms. A current Officer may continue until a successor has been elected or appointed by no fewer than five members of the Board of Directors.

Section 5: The Officers shall be nominated by a nomination committee. The committee shall be selected by the Board at least one month before the Annual Meeting. With consent of each nominee, the nominations will be submitted to the members by email and/or newsletter at least two weeks prior to the Annual Meeting. At the Annual Meeting additional nominations from the floor may be made, with the consent of the person nominated.

Section 6: Vacancies of any position of the corporation shall be filled by appointment for the remainder of the unexpired term by a vote of no fewer than five members of the Board of Directors.

Article V- Duties of the Board of Directors

Section 1: The Board of Directors shall administer all funds of the corporation and manage the the affairs of the Friends of the Lacey Library in accordance with the bylaws.

Section 2: The President shall preside over and conduct meetings, be a member of the Financial Review Committee, an ex-office member of all committees, and represent the Friends of the Lacey Library.

Section 3: The Vice-President shall perform those duties of the President in his or her absence. The position will have the following additional duties: member of the Budget Committee, member of the Financial Review Committee, complete and submit an annual review of FOLL records, complete a monthly reconciliation of the account, complete a monthly check book balance review.

Section 4: The Secretary shall record attendance and take the minutes of meetings, and shall conduct the correspondence of the corporation as requested by the President. This position will also be a member of the Financial Review Committee.

Section 5: The Treasurer shall keep the financial records of the corporation and be the custodian of all moneys. The Treasurer shall present financial statements to the Board of D at its regular meetings, prepare an annual report for the annual meeting, and keep organizational accounts.

(Article V-Section 5 continued)

All non-budgeted bills or estimates of anticipated expenditures shall be submitted in writing to the Treasurer prior to the meeting for approval of payment. Amounts of less than one hundred dollars (\$100.00) shall be accompanied by an itemized receipt and a voucher. Amounts above one hundred dollars (\$100.00) shall be pre-authorized by the Board of Directors before any commitment or expenditure may be made. Emergency expenditures can be approved by two Officers.

Checks shall require one signature, and be signed by the President, Vice-President, or Treasurer. An elected Officer and one designated member shall count book sale and Book Place monies and sign appropriate records. One of the persons shall be responsible for depositing the money.

Section 6: Standing Committee Chairpersons shall organize and carry out the business of their respective committees.

Section 7: Meetings of the Board of Directors shall be held at least six times per year. Special meetings may be called at any time by request of the President or any member of the Board of Directors. Five (5) members of the Board shall constitute a quorum. Each member of the Board shall have one vote. Provided there is a quorum, a simple majority of votes is necessary for the adoption of any matter.

Article VI- Amendments

Section 1: Amendments to these bylaws may be made by a two-thirds majority of those present at any membership meeting. All members must be notified in writing at least two weeks before an amendment is presented.

Article VII- Parliamentary Procedure

Section 1: Roberts Rules of Order, Revised, when not in conflict with the adopted bylaws, shall govern the proceedings of the Corporation.

Article VIII-Finances

Section 1: The fiscal year shall be from January 1 through December 31.

Section 2: The Budget Committee shall consist of the President, Treasurer, the Lacey Library Manager, and the Vice-President. The Budget Committee shall develop a proposed budget and present it to the Board for review and to the annual Meeting for adoption.

Section 3: A review of the finances of the Corporation shall be made annually. The Financial Review Committee shall consist of the President, Vice-President and the Secretary. The Meeting will be open for all members and is held after the close of business for the fiscal year. The Treasurer shall not be able to serve on the Financial Review Committee but shall provide the Committee any and all records needed to complete a review of corporate finances. A copy of the financial review shall be available upon written request.

Article IX- Dissolution Statement

Section 1: Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the corporation, dispose of all assets of the corporation exclusively for the purposes of the corporation. The disposal shall be in such a manner, or to such corporation(s) as shall at the time qualify as an exempt organization or organizations under 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law), as the Board of Directors shall determine.

