

# *THE FRIENDS OF THE JOLIET PUBLIC LIBRARY BYLAWS*

*Approved 11-9-2019*

## **ARTICLE I – NAME**

Section 1. The name of this organization shall be The Friends of the Joliet Public Library, hereinafter referred to as The Friends (“The Friends”) or the Organization (“Organization”).

Section 2. The name shall be in agreement with the State of Illinois Charter received in 1989.

Section 3. The headquarters of The Friends is located in Joliet, Illinois.

## **ARTICLE II – PURPOSE**

Section 1. The purpose of this Organization shall be to maintain a nonprofit organization of interested persons to advance and encourage appreciation, understanding, enjoyment, and public use of the educational and cultural resources at the library, and to cooperate, when appropriate, with other groups to improve the cultural activities of the community.

Section 2. This Organization shall work in conjunction with the library trustees and staff to achieve these ends, to acquaint the community with the needs of the library, and to help improve library facilities.

Section 3. This Organization shall encourage gifts, endowments, and bequests to the library.

Section 4. The Organization shall operate in full compliance with IRS Code Section 501 (c) (3).

## **ARTICLE III – MEMBERSHIP**

Section 1. Any person who supports the purposes of The Friends may become a member of the Organization by the payment of annual dues in effect at the time. Members are known as Friends.

Section 2. Each member shall be entitled to cast one vote on all action items which come before a meeting of the Organization.

## **ARTICLE IV -- DUES**

Section 1. At the last meeting of the year, there shall be a review of the dues structure for the coming year. Any dues changes shall take effect for the coming fiscal year and be payable on or before a member’s anniversary month.

Section 2. Changes to the dues structure shall be approved by a majority of the members present at the time of the review.

Section 3. Members will be notified two (2) months prior to the end of the membership by the Membership Chair. In the event there is no Membership Chair, the Treasurer shall have this responsibility.

#### **ARTICLE V – OFFICERS**

Section 1. The officers of the Organization shall be a President, Vice President, Treasurer and Secretary.

Section 2. The term of the President is two (2) years commencing on January 1 of the odd years and he/she may continue to serve additional terms, if reelected.

Section 3. The terms of Vice President, Treasurer and Secretary are one (1) year commencing on January 1; however, an incumbant may continue to serve, if reelected, for additional terms.

Section 4. No officer shall hold more than one elective office at the same time.

Section 5. In the case of a presidential vacancy, the Vice President shall assume the duties of President.

Section 6. When a vacancy occurs in the offices of Vice President, Treasurer and Secretary, the President shall appoint a person to fill the unexpired term.

Section 7. Removal Procedure. An officer may be removed for cause by vote of two-thirds of the members attending a regularly scheduled meeting where the item had been placed on the written agenda distributed at least two (2) weeks prior to the meeting.

#### **ARTICLE VI – DUTIES OF THE OFFICERS**

Section 1. The President shall call, set the agenda for, and preside over all meetings of the Organization. The President shall distribute the meeting agenda and draft minutes from the previous meeting(s) to the membership two (2) weeks prior to the regularly scheduled meetings. The President shall have the authority to establish committees consistent with the purposes of this organization and shall serve as an ex officio member of all committees, except the nominating committee. The President is authorized to sign checks.

Section 2. The Vice President shall, in the absence or disability of the President, perform all the functions of the President with the exception of signing checks during such absence or disability.

Section 3. The Treasurer shall be responsible for handling all monies of the Organization and shall keep appropriate and accurate records. Any check or disbursement must be signed by the Treasurer or President. A financial report shall be presented at all regularly scheduled meetings of the Organization.

Section 4. The Secretary shall keep a record of all meetings of the Organization. The Secretary shall submit a draft of the minutes to the President for review and distribution to the membership, and record for the permanent record any corrections made at the time of acceptance. At the end of each year, the Secretary shall retain a complete set of the official minutes for long-term retention.

#### **ARTICLE VII – ELECTIONS**

Section 1. The President shall appoint a nominating committee chairperson at the second (2<sup>nd</sup>) meeting of the year who shall be a Friend from the general membership. The Vice President shall appoint at least three (3) additional Friends to serve on this committee.

Section 2. The committee shall present a slate of nominees for election as officers at the third (3<sup>rd</sup>) meeting of the Organization's year.

Section 3. The annual election of officers occurs at the final meeting of the Organization's year. The candidate for each office receiving a majority of the votes shall be declared elected.

#### **ARTICLE VIII – COMMITTEES**

Section 1. The standing committees shall be a Publicity Committee, a Membership Committee, and a Fundraising Committee. The President shall appoint committee chairs.

Section 2. The members of the standing committees shall be appointed by the Vice President.

Section 3. No more than five (5) members can serve on any committee.

Section 4. The President shall designate and appoint special or sub committees as the need arises. These committees end once the assigned task has been completed.

Section 5. Committees shall meet and formulate recommendations to present to the membership for approval. Approval is defined as a majority vote of the membership present.

**ARTICLE IX – MEETINGS**

Section 1. There shall be a minimum of four (4) meetings per year as scheduled by the President.

Section 2. The meeting dates for a two year term shall be set by the incoming President at the last meeting in an even year.

Section 3. A special meeting of this organization may be called at any time by the President.

Section 4. Members present at an official meeting shall constitute a quorum. The members present must include at least two (2) officers for the purpose of conducting business.

Section 5. Notice of official meetings and proposed agendas shall be sent to all members at least two (2) weeks prior to the date of the meeting.

Section 6. The Joliet Public Library Director, Board President, and/or designees are invited to participate at the official meetings on a non-voting basis.

**ARTICLE X – PARLIMENTARY PROCEDURE**

Section 1. Generally agreed upon rules of parliamentary procedure will be used. When necessary, *Roberts Rules of Order* (most recent edition) shall govern the proceedings.

**ARTICLE XII – FISCAL PERIOD**

Section 1. The fiscal year of the Organization shall start on January 1 and end on December 31.

**ARTICLE XIII – CONFLICT OF INTEREST**

Section 1. No part of the net earnings of the organization shall be to the benefit of, or be distributable to, its members and/or officers.

Section 2. Where conflict of interest may be thought to exist for a member and/or officer, the individual shall inform the President or designee. The individual shall abstain from any inappropriate participation in the matter.

**ARTICLE XIV – BYLAWS REVIEW AND AMENDMENTS**

Section 1. The Bylaws shall be reviewed every two (2) years during the even year by a bylaws review committee appointed at the second (2<sup>nd</sup>) scheduled meeting of the year. Recommended changes shall be brought to the third (3<sup>rd</sup>) scheduled meeting of the year for a vote by membership.

Section 2. These Bylaws may be amended, in whole or in part, by two-thirds vote of those present at a meeting of the Organization.

Section 3. A meeting announcement containing specific notice of intention and a summary of proposed change/changes must be distributed two (2) weeks before that meeting.

**ARTICLE XV – DISSOLUTION**

Section 1. Upon the dissolution of the organization, assets shall be distributed for tax exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future tax code, to the Joliet (IL) Public Library.

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