

Amended January 23, 2023

Friends of the Emporia Public Library Association

Amended Bylaws

ARTICLE I: NAME

Section 1. The name of this organization will be The Friends of the Emporia Public Library Association.

ARTICLE II: PURPOSE

Section 1. The purpose of this organization will be to maintain an association of persons interested in libraries; to focus attention on the library; to stimulate the use of the library's resources and services; to receive and encourage gifts, endowments and bequests to the library; to support and cooperate with the library in developing library services and facilities for the community; to lend legislative support where needed; to function on behalf of the library but not as the library; and to support the freedom to read as expressed in the American Library Association Bill of Rights.

Section 2. This organization is exclusively for charitable and educational purposes, including the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue code of 1954 (or corresponding provision of any future United States Internal Revenue Law).

ARTICLE III: MEMBERSHIP

Section 1. Membership in this organization will be open to all individuals in agreement with its purposes, and to representatives of organizations and clubs when such representation is desired.

Section 2. Each member will be entitled to one vote.

ARTICLE IV: ANNUAL AND SPECIAL MEETINGS

Section 1. An annual meeting will be held each year; the exact date and time to be determined by the board. Members will be notified in writing at least two (2) weeks prior to the date of the meeting.

Section 2. A special meeting of this organization may be called at any time by the board.

Section 3. Those members present will constitute a quorum.

Section 4. All meetings will be held in person or through any online meeting interface.

ARTICLE V: BOARD OF DIRECTORS, OFFICERS, AND COMMITTEE CHAIRS

Section 1. The Board of this organization will be made up of at least nine (9) members called directors. There is no maximum number of directors. All directors must be members in good standing of the Friends of the Emporia Public Library and must be elected by the board to serve. These directors may serve two-consecutive three-year terms and then must be off the board for a period of one year before they can be elected to another three-year term. The secretary will keep a record of these term limits. The executive board will be elected from this board and will include a president, vice president, treasurer, and secretary.

Section 2. The president, vice president, secretary, and treasurer will be elected for a term of one (1) year by majority vote of those present at the annual meeting. Officers elected at the annual meeting will assume their duties at the end of the annual meeting and serve until the next election of officers. Officers may be re-elected during their three-year term.

Section 3. The nominating committee will present a slate of officers and directors to the board at least two (2) weeks before the annual membership meeting. At least three directors shall be elected annually. Additional nominations may be made from the floor with consent of the nominee.

Section 4. A majority of the board will constitute a quorum.

Section 5. The Library Director and standing committee heads not already on the board will serve as ex-officio members of the board. Standing committee heads will include the membership chair, the communications chair, the book sorter chair and the internet sales chair.

Section 6. Vacancies and additions will be approved a vote of the board.

Section 7. Voting during board meetings will be a simple majority. If it is necessary voting through email will be acceptable.

Section 8. The board will meet each month unless directed differently by the executive board. Special meetings may be called as needed.

Section 9. All meetings will be held in person or through any online meeting interface.

ARTICLE VI: DUTIES OF OFFICERS AND BOARD OF DIRECTORS

Section 1. The president will preside over and conduct meetings. The president will appoint a nominating committee, composed of three members of this organization. The president may serve no more than two consecutive terms. If the president is still on the board following the term of office, this past president will serve as an ex officio member of the executive board and assist the executive board in procedure.

Section 2. The vice president will perform the duties of the president in the absence of the president. To provide a smooth transition within the organization, the vice president will take over the office of president following the term of the president. If the president is elected to serve more than one term, the vice president may choose to resign from the office and another vice president will be selected to follow the second term of the president.

Section 3. The Treasurer will prepare, together with the President and a committee, the annual budget for approval by the Board. The Treasurer will handle receipts of dues and other monies, make deposits, and pay expenses as directed by the Board. The Treasurer will make monthly financial reports including funds received and expended to the Board. The Treasurer will prepare an annual financial report and proposed annual budget to be presented at the annual meeting of the Friends of the Emporia Public Library Association.

Section 4. The secretary will record attendance at all meetings, take minutes of all meetings and keep a record of term limits for directors.

Section 5. Directors will be expected to be actively involved on committees generated by the board and will make policy decisions.

Article VII: DUTIES OF STANDING COMMITTEES

The communications chair or appointed Board member will direct the correspondence, information and notices of the organization through letters, emails, newsletters, web page and any other means of communication. Committee members, appointed by the Board, will assist in these duties.

The membership chair or appointed Board member will keep a list of all members with their addresses and work with the treasurer to keep accurate records of the organization's dues. Committee members, appointed by the Board, will assist in these duties.

The book sorter chair or appointed Board member will organize and facilitate the members who sort and price the books. This chair will report to the board any concerns or needs of the sorters. communication. Committee members, appointed by the Board, will assist in these duties.

The internet book sales chair or appointed Board member will organize and facilitate the sale of those books which are of greater value to ensure that the organization gets the best price for books which are donated. communication. Committee members, appointed by the Board, will assist in these duties.

ARTICLE VIII: DUES

Section 1. Dues as determined by the board will be payable annually. The membership year runs from January 1 through December 31. There will be four classes of dues:

1. Individual membership
2. Youth membership (Those under 18 years of age)
3. Family/organization membership
4. Contributing/Corporate membership

ARTICLE IX: APPROPRIATE ACTIONS OF THE BOARD

Section 1. No part of the net earnings of the organization will inure to the benefit of, or be distributed to, its members, trustees, officers, or other private persons. The organization will, however, be authorized and empowered to pay reasonable expenses for mileage and supplies.

Section 2. No substantial part of the activities of the organization will be the distribution, oral or written, of propaganda, or otherwise attempting to

influence legislation. In addition, the organization will not participate nor intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Section 3. Notwithstanding any other activities not permitted to be carried on (A) by an organization exempt from federal income tax under section 501(c)(3) of the United States Internal Revenue Law of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (B) by an organization's contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Section 4. The books and accounts of this organization will be audited annually by a committee appointed by the President and Board.

ARTICLE X: AMENDMENTS

Section 1. Any amendments to these bylaws are to be made at the annual meeting of the general membership and must be approved by a two-thirds vote of members present.

ARTICLE XI: PARLIMENTARY PROCEEDURE

Section 1. Robert's Rules of Order Revised, when not in conflict with these bylaws, will govern the proceedings of this organization.

ARTICLE XI: DISSOLUTION

Upon dissolution of the organization, the board will, after paying or making provision for the payment of all liabilities of the organization, transfer all the assets of the organization to the Emporia Public Library as the board will determine. This organization will comply with all provisions of the code governing 501(c)(3) organizations. Assets not so transferred will be disposed of by the District Court of Lyon County, Kansas, exclusively for such purposes or to such organization or organizations, as said Court will determine, which are organized and operated exclusively for such purposes.