

## **REVISED BYLAWS OF THE FRIENDS OF THE NORTH LOGAN LIBRARY**

### Article I. Name

- Section 1. The name of the Organization shall be FRIENDS OF THE NORTH LOGAN LIBRARY, a Nonprofit Corporation, hereinafter referred to as “the Corporation”

### Article II. Purpose

- Section 1. The purpose of the Corporation shall be to maintain an association of persons interested in libraries; to focus public attention on the North Logan Library (hereinafter referred to as “the Library”) to stimulate use of the Library’s resources and services; and to receive and encourage gifts, endowments, and bequests to the Library.
- Section 2. The Corporation shall cooperate with the Library Director and the Library Board of Trustees (hereinafter referred to as the “Library Board”) to support the services of the Library with volunteers and other appropriate help.
- Section 3. Operations of the Corporation are defined in the Bylaws and Policies and Procedures.

Section 3.1 Bylaws. The Bylaws give general direction to the operation of the Corporation. This is the official set of rules that govern the organization. Only a motion passed by a two-thirds (2/3) majority of the members at the annual meeting can alter or amend them.

Section 3.2 Policies and Procedures. The Corporation functions under policies and procedures that make it most effective and efficient for current or existing conditions. These policies and procedures have evolved through the years. Policies and procedures involve rules and organizational structures that are often unique to the Friends of the North Logan Library. They generally involve operating rules, such as the timing of reception and disbursement of funds, and organizational activities. Policies and procedures are determined by the Executive Board of the Corporation at General Meetings, and are guided by the Bylaws.

### Article III. Membership

- Section 1. Membership in this Corporation shall be open to all individuals who support its

purposes, and who express a desire to become a member by providing their contact information and filling out the appropriate application to join the Corporation.

#### Article IV. Governing Board

- Section 1. The affairs of the Corporation shall be managed by the Corporation's Executive Board. The Executive Board shall consist of the Executive Officers and Directors, as described below in Article V, Sections 1 through 6. If needed, additional temporary or permanent Officers may be designated by the Executive Board. The Library Director shall serve as an ex-officio member of the Corporation's Executive Board, but shall not have voting privileges.
- Section 2. There should be no overlapping members of the Library Board and the Executive Board of the Corporation. However, the President of the Corporation or an appointed deputy, shall be expected to attend regular Library Board meetings as a liaison in an ex officio capacity.
- Section 3. Three (3) members of the Corporation's Executive Board: President, Vice President, and Treasurer, if available, with the Secretary as alternate, shall also be Trustees of the James P. Thorne Foundation Board of Directors.

#### Article V. Officers

- Section 1. The Executive Officers of this Corporation shall be President, Vice President, Historian, Secretary, and Treasurer.
- Section 2. The General Officers of this Corporation shall be Emeritus Board Member, Public Relations Director, Volunteer Director, Friends Program Director, and Special Events Director. Other General Officers may be designated by the Executive Board, as indicated in the Policies and Procedures below.
- Section 3. Nominations for new Executive Officers shall be made from the floor with the consent of the nominee at the annual meeting of the Corporation.
- Section 4. The Executive Officers shall be elected by the majority vote of those members present at the annual meeting. The President, Vice President, Historian, Treasurer and Secretary shall serve two year terms.
- Section 5. General Officers shall be appointed by the Executive Board.
- Section 6. In the event of a resignation of an Executive Officer, the nominations and

approval by majority vote for a new officer shall be made by the Corporation membership in attendance at the next meeting.

#### Article VI. Duties of the Officers

- Section 1. PRESIDENT. Preside over and conduct meetings, appoint all committees, and be an ex officio member of those committees, including the nominations committee, except as may be limited by these Bylaws. The President will act as liaison to the Library Board. President shall create and distribute agenda for each meeting.
- Section 2. VICE PRESIDENT. Performs the duties of the President in the absence of the President; recruit and enlist new members into the organization. Work with the Secretary and Volunteer Coordinator to update volunteer and membership lists.
- Section 3. HISTORIAN. Advises the President, Vice President, and other Officers. Works closely with the other officers to provide continuity and consistency in operations. The Historian will also preserve a record of Friends activities; collects all photographs, printed matter, and written correspondence as a documentary record of the Corporation's activities and keeps a chronological list of important dates. Also keeps copies of yearly tax filings.
- Section 4. SECRETARY. Record attendance at all meetings; take minutes of all meetings; notify members of the time and place of meetings; prepare a written report of accomplishments and objectives at the end of each term year; and prepare and keep current records of all correspondence of the Corporation. Work closely with the Historian in preserving a record of the Corporation's activities. Maintain a current list of membership, together with contact information and forward such information to the Officers as needed.
- Section 5. TREASURER. Keep and maintain financial records of the Corporation; present an oral financial report at meetings, if assigned; prepare records for a financial audit at the end of the term, if assigned. The Treasurer shall assist as needed with the preparation and filing of the Federal Tax Form 990 Return of Organization Exempt from Income Tax. Copies of these financial reports and filings with the Federal and State governments shall be maintained by the treasurer.
- Section 6. PUBLIC RELATIONS DIRECTOR. Submit meeting notices to media; submit news articles about the Corporation's activities to appropriate media; prepare materials to membership as often as necessary to keep them informed of activities. Distribute photos, news releases, etc. to assist Historian in his/her duties. Edit and maintain Corporation's website and social media accounts.

- Section 7. FRIENDS PROGRAM DIRECTOR. Work closely with the Library Director and other Officers to schedule and help plan Friends' Library events to see that logistics are arranged and coordinated for events. Records the individual volunteers' time for all services performed for the Library and maintains a record thereof.
- Section 8. VOLUNTEER DIRECTOR. Maintain a file of volunteers and enlist volunteers as needed in supporting Friends programs and library events. Keep a record of the individual volunteers' time and submit it to the Treasurer at the end of the year for tax records.
- Section 9. SPECIAL EVENTS DIRECTOR. Coordinate all special events, including but not limited to: writing contests, fundraising events, book signings, and other special community events. Work with the Friends Program Director, the Library staff, and Friends volunteers to establish and plan events.

#### Article VII. Executive Board

- Section 1. The Corporation's Executive Board shall consist of the Executive Officers of the Corporation and the Directors as defined above. The Library Director shall serve as an ex-officio member of the Corporation's Executive Board but shall not have voting privileges. A member of the Library Board, as designated by that Board, shall also serve as an ex-officio member of the Corporation's Executive Board, but shall not have voting privileges.

#### Article VIII. Relationship to the Library Board of Trustees

- Section 1. The Corporation recognizes that its Board does not operate in a policy-making role for the Library. That function is exclusively within the discretion of the Library Board.

#### Article IX. Meetings

- Section 1. An annual business meeting shall be held during the first meeting of the fiscal year, on a date to be determined by the Corporation's Executive Board. The main purpose of the meeting shall be to elect new officers. An announcement of the business meeting shall be in the North Logan City newsletter and shall contain a list of those persons selected by the Corporation for its various officer positions. All members shall be notified by the Secretary in writing, either via email, public notice, or mail at least one week prior to the date of the meeting.
- Section 2. A special meeting of the general membership of the Corporation may be called at any time by the President. These meetings shall be announced in the appropriate

media at the discretion of the President and an agenda shall be sent to the Corporation's membership at least one week prior to the special meeting.

Section 3. Meetings of the Executive Board shall be held regularly throughout the fiscal year as set by the Policies and Procedures of the Corporation's Executive Board.

Section 4. Any member of the Corporation may attend meetings of the Executive Board. He or she shall have voting privileges on any or all of the motions presented at that meeting. However, he or she shall not be counted as part of a quorum.

Section 5. The representative of the Library Board attending the Corporation's Executive Board meetings will not be counted as part of a quorum of the Executive Board.

Section 6. The quorum requirement shall be met when four or more members of the Board are present.

#### Article X. Dues

Section 1. Dues will be established by the Executive Board and may be waived entirely, at the discretion of the Board.

#### Article XII. Parliamentary Procedures

Section 1. Current Robert's Rules of Order, when not in conflict with these bylaws, shall govern the proceedings of this Corporation. At any meeting of the Corporation, a motion will be carried by a majority vote of members in attendance.

#### Article XIII. Disbursement and Expenditures

Section 1. The Corporation's Executive Board decides during general meetings how to spend its money. The Executive Board shall report all spending to the Library Director and the Library Board annually and shall provide supporting financial documentation to both as requested. All funds for the Library shall be submitted through North Logan City.

Section 2. All disbursements and expenditures of the Corporation shall be made by the Treasurer and reported to the Board in regular meetings. Any proposed expenditures over \$250 shall be discussed and approved by the majority of the Corporation's Executive Board prior to being expended.

2nd Amended: January 29, 2003

3rd Amended: December 8, 2009

4th Amended: January 8, 2012

*5th Amended: February 25, 2019*