

CONSTITUTION, BYLAWS, AND STANDING RULES

Friends of the
Pigeon District Library
7236 Nitz Street
Pigeon, MI 48755

CONSTITUTION

ARTICLE I. OBJECTIVES:

- A. To assist the Library in any manner possible.
- B. To identify and procure physical items of interest to the Library.
- C. To display, promote and maintain Library items for public viewing.
- D. To pursue fund raising activities to support the organization's objectives.
- E. To promote the use of the Library.
- F. Participate as a member of the State and National Friends of the Library organizations.
- G. To work cooperatively with the Library Board.

ARTICLE II. ORGANIZATION:

- A. The Friends of the Library shall be a non-profit organization.
- B. The operating expenses of the Friends of the Library shall be covered by membership fees, fundraisers and donations.
- C. The Friends of the Pigeon District Library is organized exclusively for charitable and educational purposes, including making funds distributions to The Pigeon District Library or other organizations that qualify as an exempt organization under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- D. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not to be carried on by (A) an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal tax code, or (B) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

BYLAWS

ARTICLE III. MEMBERSHIP, DUES, FISCAL POLICIES

- A. Membership shall be open to anyone interested in the Pigeon District Library.
- B. Any member may serve on a committee or be a chairperson. A majority of officers must live in the area year around.
- C. The operating year for the Friends of the Library will be January 1st through December 31st. The fiscal year for the Friends of the Library shall be January 1st through December 31st.
- D. The initial membership fee shall be \$10.00 and the annual dues shall be \$5.00 per year for all persons.
- E. Membership shall become effective upon payment of membership fee for the first year, and January annually thereafter upon payment of dues.
- F. Any member failing to pay dues will be notified by the Secretary of delinquency. If dues are unpaid at the end of the May meeting, the member shall be dropped and must reinstate with the membership fee of \$10.
- G. In financial matters, the Friends of the Library shall have the treasurer and the President as the appointed members for signing accounts.
- H. All expenditures beyond the following budgeted allowances shall be submitted to the Friends of the Library for approval. Committee chairpersons and officers have a \$40.00 budget limit per quarter for spending on Friends of the Library projects without prior approval.
- I. All expenses submitted to the treasurer for reimbursement must be itemized and include original receipts.
- J. An audit of the treasurer's books shall be made by the president and secretary at the end of the fiscal year, and be reported by the president to the Friends of the Library at the first meeting after the audit. An audit will also be made if either a new president or treasurer is elected or appointed.
- K. The Friends of the Library reserves the right to deny reimbursement for any expenses incurred in connection with unauthorized activities.
- L. In order to insure that there is no "conflict of interest" when it comes to business dealings with the Friends of the Pigeon District Library, we will NOT purchase goods or services from any of our board members, or friends, business associates, or relatives of a board member, without a unanimous vote from all members.
- M. The Friends of the Pigeon District Library will NOT discriminate against anyone for any reason, including, but not limited to, age, race, religion, sex, ethnic background, color, physical handicap, sexual preference, political affiliation, etc.

ARTICLE IV. MEETINGS

CONSTITUTION, BYLAWS, AND STANDING RULES

A. Meetings of the Friends of the Library shall be held quarterly at the Pigeon District Library. Special meetings may be called as needed by the president or by three members of the executive board. Chairperson may also be required to attend certain board meetings.

B. The Order of Business for meetings will be:

1. Call to Order
2. Reading of minutes of previous meeting
3. Treasurer's monthly report
4. Reports from remaining officers & committee chairpersons
5. Old business
6. New business
7. Announcements
8. Program/workshop (if scheduled)
9. Adjournment

C. The November meeting will be open for nominations and elections of officers for the following year.

D. The meeting in February shall be the Annual Meeting for reports from all officers, standing committees and special committees on the past year's progress and their plans for the New Year. The members will set the goals for the New Year at the February meeting.

E. A quorum at a meeting for the transaction of business is constituted by 15% of the membership being present at the time the meeting is called to order.

F. The bylaws may be suspended at any regular meeting of the Friends of the Library by majority vote of the members present and voting.

ARTICLE V. ELECTED OFFICERS

A. The officers of the Friends of the Library shall be President, Vice-President, Secretary, and Treasurer.

B. Officers shall be nominated at the November meeting.

C. A majority of all votes cast shall be necessary to constitute an election.

D. Officers shall be elected by ballot or voice at the November meeting and shall take office the first day of the next calendar year.

E. Vacancies in any office other than that of president shall be filled by appointment by the president and the majority approval of the executive board to fill out the unexpired term. The four elected officers and the immediate past president will serve as an executive board. In the case of the unexpired term of the president, the vice-president shall become acting president. To

CONSTITUTION, BYLAWS, AND STANDING RULES

fill the unexpired term of the vice-president, the president shall appoint a vice-president with the majority approval of the executive board.

F. All officers upon retiring from office shall deliver to their successors all assets, accounts, records, books, papers or other property belonging to the organization.

G. Officer's duties:

1. President's Duties.

- a. Serve a one-year elected term from January through December.
- b. Preside at all meetings. Call special meetings and appoint all standing and special committee chairpersons.
- c. Serve as an ex officio member of all committees without the right to vote except as a tiebreaker.
- d. Uphold and defend the constitution, bylaws and standing rules of the organization.
- e. With the secretary, audit the treasurer's books at the end of the fiscal year.

2. Vice President's Duties.

- a. In absence of the president, shall assume all duties and authority of that office.
- b. Maintain the Constitution, Bylaws and Standing Rules and ensure a current copy of the constitution, bylaws, and standing rules are available to all members
- c. Fulfill any other duties of the office, which may be specifically delegated by the president or the executive board.

3. Secretary's Duties.

- a. Keep an accurate written record of all meetings.
- b. Keep a record of memberships and meeting attendance.
- c. File and preserve all committee reports.
- d. Prepare and file organizational correspondence.
- e. Provide copies of the minutes and attendance to the president and library director within five days after the meeting.
- f. Maintain a list of all existing committees and current chairpersons.
- g. Maintain all record books which contain the meeting minutes. Have the current books on hand at each meeting.
- h. Preside in the absence of the president and vice president.

4. Treasurer's Duties.

- a. Receive all monetary donations and maintain bank and petty cash accounts.
- b. Collect all dues and original sales receipts; attend to all disbursements as authorized upon receipt of invoices and itemized expense vouchers.

CONSTITUTION, BYLAWS, AND STANDING RULES

- c. Verbally present a current financial statement at each regular meeting and attach a written report to the meeting minutes. Prepare a written end-of fiscal year annual treasurer's report within 30 days after the close of the report period (December 31) for presentation at the February meeting. Provide information to committee chairs upon request for the preparation of committee reports.
- d. Have available at all times the record of accounts open for inspection by any member of the executive board.
- e. Submit a written itemized report after each activity where money is involved in the amount of \$100.00 or more.
- f. Be responsible for filing the following:
 - (1) the Michigan Annual Nonprofit Corporation Report by October 1st each year;
 - (2) sales tax reports as required;
 - (3) Form 990 with the Internal Revenue Service by May 15 each year if required; and
 - (4) State and federal income forms if required.
- g. As directed by the presiding officer or the executive board, take appropriate steps to collect donations due to the organization.

ARTICLE VI. EXECUTIVE BOARD

- A. The current offices and immediate past president will constitute the executive board.
- B. Duties of the executive board.
 - 1. Supervises the affairs of the organization between its regular meetings; fixes the time and place of meetings, approves expenditures within the budgeted limit, approves plans of work submitted by standing and special committees and makes recommendations to the organization.
 - 2. Directs the president and/or the treasurer to sign contracts on behalf of the organization.
 - 3. Is authorized to act in an emergency by polling its members by telephone, email and/or in person. Such action shall be discussed at the next regular meeting following a written/oral report on the results of the poll.
 - 4. Will select a member of the organization to be the newsletter editor and provide guidelines on its content and distribution.

ARTICLE VII. STANDING COMMITTEES

- A. All standing committees shall be composed of the chairperson and at least one other member.

CONSTITUTION, BYLAWS, AND STANDING RULES

B. Chairpersons of all standing committees shall be appointed by the president. Other members of the committees will be appointed by committee chairperson.

C. Chairpersons of all standing committees shall be appointed annually for a term of one operational year.

D. All materials and information gathered by standing committees for Friends of the Library publications shall become the property of the Friends of the Library and shall not be extracted from, retained or diverted for private use unless approved by majority vote of the Friends of the Library.

E. Chairpersons shall maintain a record of their standing operational procedures.

F. Standing committees and their duties will be appointed by the president.

ARTICLE VIII. SPECIAL COMMITTEES

A. Special committees may be created by the president or the executive board as deemed necessary to promote the objectives or to carry out specific projects or purposes.

B. Special committees will be dissolved automatically upon completion of the assignment or project and presentation of a final written report by the chairperson.

ARTICLE IX. PARLIAMENTARY AUTHORITY

A. The latest edition of the book, *Robert's Rules of Order*, shall govern all meetings of the Friends of the Library and the executive board and shall apply in all cases in which they are applicable and not inconsistent with the constitution, bylaws and standing rules of the Friends of the Library.

B. All policies adopted by the action of the Friends of the Library, which do not appear in the constitution or bylaws, shall be included in the standing rules, to be maintained on a current basis by the Vice President and attached to current copies of the constitution and bylaws.

ARTICLE X. AMENDMENTS

A. The constitution may be amended at any regular meeting by two-thirds vote of those present and voting, providing the proposed amendments be presented at the previously quarterly meeting and recorded in that meetings minutes.

B. The bylaws may be amended at any regular meeting of the Friends of the Library by majority vote of the members present and voting, providing a copy of the proposed changes be submitted to the membership.

D. The standing rules shall be an addition to these bylaws and may be amended at any regular meeting by a majority vote of the members present and voting.

CONSTITUTION, BYLAWS, AND STANDING RULES

ARTICLE XI. DISSOLUTION

Upon the dissolution of the Friends of the Library, the executive board shall, after paying or making provisions for the payment of all of the liabilities of the Friends of the Library, dispose of all the assets of The Friends of the Library to The Pigeon District Library first and foremost, or other organizations that qualify as exempt, under section 501 (c) (3) of the Internal Revenue code, or corresponding section of any future federal tax code, or shall be distributed to the federal, state, or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the court of Common Pleas of Huron County Michigan, exclusively for such purposes or to such organization or organizations, as said court shall determine which are organized and operated exclusively for such purposes.

STANDING RULES

Article XII. STANDING RULES

Rules will be added as needed.

CONSTITUTION, BYLAWS, AND STANDING RULES

Article IV, Section A - amended and approved on 2/19/05 to hold monthly FOPDL meetings.

Article X, Sections E and F - added and approved on 9/24/05.

Article II section C - amended on 1/1/06 and approved on 1/21/06

Article II section D, Part D - amended on 1/1/06 and approved on 1/21/06

Article XI - amended on 1/1/06 and approved on 1/21/06

Article IV, Section A - amended and approved on 05/19/07 to hold the FOPDL meetings quarterly.

Article III, section G - amended and approved on 9/28/09.

Article IV, Section B - amended and approved on 9/28/09.

Article V, Sections D, E, F, and Section G, Parts 2 and 4 - amended and approved on 9/28/98.

Article VI, Section B - amended and approved on 9/28/09.

Article VII, Section F - amended and approved on 9/28/09.

Article VIII, Section A - amended and approved on 9/28/09.

Article IX, Section B - amended and approved on 9/28/09.

Article X, Sections A and B - amended and approved on 9/28/09.