

BYLAWS OF THE FRIENDS OF THE YARDLEY-MAKEFIELD LIBRARY, INC.

ARTICLE I: NAME

The name of this organization shall be The Friends of the Yardley-Makefield Library, Inc., hereinafter known as The Friends.

ARTICLE II: PURPOSE

The purpose of this organization shall be to benefit the Yardley-Makefield Library community by focusing on library services and needs and by engaging in fundraising activities to address those needs.

ARTICLE III: MEMBERSHIP

Membership shall be open to individuals who are in agreement with the above-stated purpose. There shall be various categories of membership as determined at a general membership meeting. Dues shall be paid annually.

ARTICLE IV: BOARD OF DIRECTORS AND OFFICERS

Section 1: Board of Directors

- The business, property, and affairs of this organization shall be managed by a Board of Directors (hereinafter known as The Board), composed of the five elected officers, along with three elected Directors. Each Board member shall hold office for the term for which he/she is elected and until his/her successor is elected and qualified.
- The library manager or designee shall be a non-voting *ex officio* member of The Board.
- The management of The Friends shall rest with The Board, with the approval of the general membership.
- The Board of Directors may elect such Additional Officers, including Assistant Secretaries, as it shall deem desirable and may assign additional duties to the officers, as it deems appropriate.

Section 2: Officers

The officers shall be as follows: President, Vice President, Secretary, Treasurer, and Assistant Treasurer. The officers will constitute the Executive Committee.

ARTICLE V: DUTIES OF THE OFFICERS AND DIRECTORS

Section 1: The President shall:

- Preside at membership meetings
- Be chairperson of The Board
- Appoint all committee chairpersons
- Be an *ex officio* member of all committees except the Nominating Committee
- Call for meetings of The Board as needed
- See that all books, reports, certificates, and all important organizational documents are kept and filed
- Be one of the officers who is authorized to sign checks
- Fill all vacancies of officers and directors with the consent of The Board
- Appoint an auditor to review the organization's financial records a minimum of once a year

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Section 2: The Vice-President shall:

- Perform the duties of President when the President is unable to do so
- Become Acting President if the President can no longer carry out the duties of President

Section 3: The Secretary shall:

- Keep minutes and records of meetings
- Provide copies of the minutes at each membership meeting
- Conduct the correspondence of the organization except for that which shall be handled by an officer or committee specifically concerned

Section 4: The Treasurer shall:

- Have care and custody of all organization monies and handle all banking requirements
- Spend monies for regularly recurring administrative expenses
- Be the primary officer authorized to sign checks
- Provide a statement of income and expenses at each meeting which shall be incorporated into the minutes of each meeting
- Submit required tax documentation to Pennsylvania Citizens for Better Libraries
- Submit the financial records for audit a minimum of once a year

Section 5: The Assistant Treasurer shall:

- Be authorized to sign checks
- Perform the duties of the Treasurer in the absence of the Treasurer

Section 6: The Directors shall:

- Participate in discussions and vote with the officers regarding policies and other official authorizations of the organization

ARTICLE VI: COMMITTEES

Standing Committees shall be formed by vote of the Board of Directors. Committee chairpersons are appointed by the President.

The Chairpersons shall select the Committee members. The term of each Committee shall run concurrently with the term of the President, with the exception of the Nominating Committee, which shall be appointed annually.

The Chairpersons shall make periodic reports to the membership, including any recommendations for action. The members will accept or reject such recommendations at a regular meeting.

Temporary committees shall be formed by the Board, as needed.

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ARTICLE VII: MEETINGS

All meeting dates shall be determined by The Board.

There shall be an annual meeting at which elections shall be held. A minimum of four additional meetings shall be held each year.

Each member shall be entitled to one vote. Voting may not be done by proxy.

Members shall be notified of the annual meeting, as well as the schedule of meetings for the ensuing year.

ARTICLE VIII: ELECTION OF OFFICERS

Section 1: Nominations

Nominations for members of The Board shall be presented by a Nominating Committee.

Nominations shall be presented at a meeting prior to the annual meeting.

Additional nominations may be submitted from the floor with the consent of the nominee.

Section 2: Elections

Elections shall take place at the annual meeting. The officers shall be elected for a term of two years and shall be elected by the membership in even numbered years. The three directors shall be elected for a term of two years and shall be elected by the membership in odd numbered years.

ARTICLE IX: QUORUM

General Meeting – Members in good standing who are in attendance shall be deemed a quorum for the transaction of business. A simple majority will be sufficient for the passage of a motion.

Board Meeting – A majority of Board members present shall constitute a quorum for the transaction of business.

ARTICLE X: FISCAL YEAR

The fiscal year of this organization shall be January 1 to December 31.

ARTICLE XI: AMENDMENTS

These Bylaws may be amended, repealed, or added to by a majority vote of the members present at a regularly scheduled meeting after notification at least one meeting prior to the vote.

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ARTICLE XII: INTERNAL REVENUE CODE 501(c)(3)

“This corporation is organized and operated exclusively for charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.” “No part of the net earnings of the organization shall inure to the benefit, or be distributable to its members, trustees, officers, or other private persons. 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 these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).” “Upon winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable, educational, religious, and/or scientific purposes and which has established its tax exempt status under section 501(c)(3) of the Internal Revenue Code.”

ARTICLE XIII: DISSOLUTION

In the event of the dissolution of this organization, the assets of The Friends shall be given to the Yardley-Makefield Branch of the Bucks County Free Library.