

# **FRIENDS OF THE DOVER PLAINS LIBRARY BYLAWS**

## **ARTICLE I – NAME**

Section 1. The name of this association shall be Friends of the Dover Plains Library, hereinafter referred to as the Association (“Association”).

Section 2. The headquarters of this Association is located at 1797 Route 22, Wingdale, NY 12594. Mailing address is PO Box 534, Wingdale, NY 12522

## **ARTICLE II – PURPOSE**

Section 1. The purpose of this Association 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 facilities at the library, and to cooperate, when appropriate, with other groups to improve the cultural activities of the community.

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

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

## **ARTICLE III – MEMBERSHIP**

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

Section 2. The dues schedule shall be approved by vote of the Association at its first meeting of the year. Dues will be due annually in August.

Section 3. Each member present shall be entitled to cast one vote on all matters which come before a meeting of the Association. Meetings will be held on Mondays monthly; date and time to be determined at the previous meeting. They will be announced in the minutes of the meeting emailed to all members as well as posted in the library and on the library website

## **ARTICLE IV – BOARD OF DIRECTORS**

Section 1. The management of the Association shall be vested in a board of directors (“the board”) consisting of 3 members. These 3 directors will serve as equal officers of the association. No Trustee of the Library can be on the Association’s board of directors, except for a trustee liaison with a special resolution by the Board of Trustees for a temporary time period.

Section 2. The term directors is one year; however, they may continue to serve, if reelected, for an additional term. They will be voted on in January each year by the members present at that meeting.

Section 3. When a vacancy occurs among the directors, the Friends present shall present for nomination one or more names of current Friends to fill the unexpired term to the board. Vacancies shall be filled by a majority vote of members at any duly constituted meeting.

Section 4. Vacancies among the directors may be left open until the next annual meeting, or may be filled at any regular board meeting by a vote of the majority. Directors so elected serve until the next annual meeting, when they could stand for election to a full term as outlined in Section 3 above.

Section 9. Removal Procedure. A board member or 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 weeks prior to the meeting.

#### **ARTICLE V – DUTIES OF THE DIRECTORS**

Section 1. The DIRECTORS shall preside at all meetings of the Association.

Section 2. The directors shall be responsible for appointing a member for handling all monies of the Association and shall keep appropriate and accurate records. That appointee shall keep a record of all the meetings of the association and shall email those minutes to all members and accessible on the library's website under the Friends header.

#### **ARTICLE VI – FISCAL PERIOD**

Section 1. The fiscal year of the association shall start on Jan 1 and end on Dec 31.

#### **ARTICLE VII – CONFLICT OF INTEREST**

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members or directors, 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 of the association. Where conflict of interest may be thought to exist for a board member, the member shall inform the Board and abstain from any inappropriate participation in the matter.

#### **ARTICLE VIII – AMENDMENTS TO BYLAWS**

Section 1. These bylaws may be amended, in whole or in part, by two-thirds vote of those present at a meeting of the Association. These bylaws will be reviewed annually at the January meeting.

#### **ARTICLE IX – PARLIAMENTARY PROCEDURE**

When any formality beyond the ordinary courtesies of joint action is required, Roberts Rules of Order (most recent edition) shall govern the proceedings.

#### **ARTICLE XI – DISSOLUTION**

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 Board of Trustees of the Dover Plains Library. The designation and name of the association can be used to establish a new Friends group in the future.