

FRIENDS OF THE MACON COUNTY PUBLIC LIBRARY, INCORPORATED

BY-LAWS 2015

Article I Name

The name of this organization is The Friends of the Macon County Public Library, Inc. hereinafter referred to as "The Friends."

Article II Purpose

The purpose of this organization shall be to develop and maintain citizen interest and participation in the growth and development of the Macon County Public Library and to stimulate the use of the library's resources and services.

Article III Organization

This organization shall be governed by a Board consisting of: Four elected officers (President, Vice President, Secretary and Treasurer), five elected Directors, six appointed Standing Committee Chairmen, the Past President, and Librarian as ex-officio advisor.

Terms: The President, Vice President and Secretary shall serve for two-year terms and may serve 2 consecutive terms. Treasurers may serve longer terms to provide the expertise and continuity which is necessary for financial operation of the Friends. Directors shall serve in one-year classes or two-year classes, based on which length of service is needed for staggering completion of class terms. They may serve for 2 consecutive terms of either term length.

Standing Committee Chairmen: Shall include the Bookstore Chairman, Membership Chairman, Hospitality Chairman, Program Chairman, Publicity Chairman and Historian.

Bookstore Chairman: Shall be responsible for the management and operation of "The Friends" Bookstore and its staff.

Membership Chairman: Shall take an active role in recruitment of members, be responsible for serving notice of membership renewals, and keep an accurate list of the membership, providing updated copies for the President.

Hospitality Chairman: Shall be responsible for decorations, refreshments, and physical arrangements for general and special meetings.

Program Chairman: Shall be responsible for planning and presenting programs at general and special meetings, as deemed appropriate by the Board.

Publicity Chairman: Shall prepare or delegate preparation of news releases for the press, website, and social media, and publish the **Folio** Newsletter of the Friends.

Historian: Shall maintain a scrapbook record of FOL activities and events with photos and memorabilia. The scrapbooks will be available to the public at the Library.

Special Committees: Such other committees as may prove helpful or necessary may be set up by the President; Chairpersons of these other committees shall serve at the discretion of the President with approval of the Board.

Election Procedures: The President shall appoint the Chair of the Nominating Committee, who will then assemble the remaining members, made up of one other current Board Member, one FOL member at large, and the Librarian. The Committee must present written notification of the proposed slate of officers to the Board, at least one month before the Annual Meeting, for approval and secret ballot vote by the Board. Those approved will comprise the slate of officers presented to the general membership for voting at the Annual Meeting.

In the case of unfulfilled terms of office, the President may appoint a replacement or appoint a Nominating Committee to seek replacements. The President and Board will review and vote on persons presented, to complete the remaining time of unfulfilled terms.

Powers of the Board: The Board is responsible for the management of affairs and funds of this organization.

Article IV Membership

Membership in this organization shall be open to all individuals and organizations in sympathy with its purposes. Each member or each organization shall be entitled to one (1) vote. Membership funds shall be maintained in a separate bank account from general funds and shall be used for projects or expenses that accrue to the benefit of the members.

Article V Duties of Officers

President: Shall preside at all meetings and appoint persons to such position as necessary with approval of the Board.

Vice President: Shall assume the duties of the President when necessary and other such duties as prescribed by the President.

Treasurer: Shall pay bills and sales taxes of the Bookstore and Board, and maintain records as deemed necessary for the annual professional audit. S/he shall chair the budget committee for yearly budget creation and provide detailed financial reports for careful review by the Board at monthly meetings, and as needed, otherwise.

Secretary: Shall keep minutes of the meetings, handle correspondence, and such other duties as prescribed by the Board.

Director-at-Large: Shall assist in advising on matters before the Board and assume responsibilities as deemed necessary by the Board.

Board Members: Shall be expected to contact the President when they will be absent from a regularly scheduled meeting. After 2 absences without notifying the President, the Board member will be contacted to determine his/her ability to continue to serve on the Board.

**See addendum for full description of duties of FOL Board members.

Quorum: A quorum of the Board shall be a simple majority of voting members of the Board which must include two of the four officers.

Article VI Finances

The fiscal year shall be from July 1 through June 30. The Board will adopt and administer an annual budget for the fiscal year July 1 through June 30. The Board will approve the operating budget prior to the start of the fiscal year and approve amendments to the budget throughout the year as needed.

Dues shall be determined by the Board and approved by the Membership. Fund-raising projects shall be undertaken as deemed necessary by the Board.

Expenditures over \$200 (two hundred dollars) must be approved by the Board. Current or budgeted operating expenses are excluded from this provision.

The financial books of this organization shall be kept in accordance with sound accounting practices. They shall be reviewed at each monthly meeting by the Board, and audited annually, by a professional accountant.

No part of the net earnings of this organization shall be used for the benefit of any member, official or individual, and no part of its activities shall involve attempts to carry on propaganda, or to intervene in any political campaign on behalf of any candidate for public office except as allowed with the meaning of Section 1.501c(3) of the Internal Revenue Code. No Board member shall receive remuneration for service on the Board. The Board may authorize reimbursement for travel and other out-of-pocket expenses in discharging official duties.

Lobbying, Non-Profits, and Tax Exemption: As a tax-exempt organization, under section 501(c)3 of the Internal Revenue Code, the organization as a whole and its membership can act to influence legislation so long as lobbying is done within the designated IRS guidelines. The guidelines outline two ways of measuring lobbying activity (see <http://www.irs.gov/Charities-&Non-Profits/Measuring-Lobbying-Activity>).

One test of measuring lobbying activity is that it does not constitute a **“substantial part”** of the organization’s overall activity. Whether an organization’s attempts to influence legislation, i.e., lobbying, constitute a substantial part of its overall activities is determined on the basis of all the pertinent facts and circumstances in each case. The IRS considers a variety of factors, including the time devoted (by both compensated and volunteer workers) and the expenditures devoted by the organization to the activity, when determining whether the lobbying activity is substantial. For additional information on the substantial part test, see <http://www.irs.gov/Charities-&-Non-Profits/Measuring-Lobbying:-Substantial-Part-Test>

An alternative method of measuring lobbying activity is an **“expenditure test.”** The organization cannot spend more than a fixed amount/percentage of its overall expenditures. For example, groups with annual expenditures of \$500,000 or less can spend no more than 20 percent of their exempt-purpose expenditures on lobbying. The limit is generally based upon the size of the organization and may not exceed \$1,000,000. For additional information on the expenditure test, see <http://www.irs.gov/Charities-&-Non-Profits/Measuring-Lobbying-Activity:-Expenditure-Test>

Only the President or Treasurer is authorized to sign checks.

In the event of dissolution of “The Friends”, all assets remaining after payment of, or provision of payment of all debts or liabilities shall be turned over to the Macon County Public Library.

Copies of Board Minutes or Treasurer’s Reports may be provided to the public upon request, at a cost of 25 cents per page.

Article VII Parliamentary Procedure

Robert’s Rules of Order, Newly Revised, when not in conflict with these by-laws, shall govern the proceedings of this organization.

Article VIII Amending Procedure

These By-Laws may be amended or revised at a Meeting of the general membership, called or regular, by prior approval of the Board and a majority of the members, present and voting. Notification of members-at-large shall be accomplished electronically, by postal service, or through the newsletter, the **Folio**.

For Approval at May 2015 Annual Meeting:

APPROVED by FOL Board.....April 21, 2015
APPROVED by General Membership..... Date: May 3, 2015
PRESIDENT: Annette Floreani..... Date: May 3, 2015
SECRETARY: Sally Dyar..... Date: May 3, 2015