

FRIENDS OF THE SISTERS LIBRARY BYLAWS

Revised and Approved June 2012

Article I

Name

The name of this association shall be Friends of the Sisters Library.

Article II

Purpose

Section 1. The purpose of this organization shall be to maintain an association of persons interested in libraries; to stimulate the use of the library's resources and services; to receive and encourage gifts and endowments and bequests to the library; to support and cooperate with the library in developing library services and facilities for the community; to encourage partnerships between the library and the community in educational endeavors; and to support the freedom to read as expressed in the American Library Association's Bill of Rights. This corporation is organized exclusively for educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, or official, or individual. The corporation shall not engage in propaganda or intervention in any political campaign on behalf of any candidate for public office. No substantial part of the activities of the corporation shall involve attempts to influence legislation. Notwithstanding any other provisions of these articles, the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code.

Section 2. Upon the 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 the Deschutes Public Library District for exclusively public purposes. However, if the named recipient is not then in existence or is unwilling or unable to accept the distribution, then the assets shall be distributed to an organization which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

Article III

Membership

Section 1. Membership in this organization shall be open to all individuals in sympathy with its purposes, and to representatives or organizations and clubs when such representation is desired, in which case, dues shall be paid by the organization or club.

Section 2. Each membership shall be entitled to one vote.

Section 3. Dues for annual or lifetime memberships for individuals, families or businesses shall be established by the Friends of the Sisters Library Board of Directors and may be modified from time to time by majority vote of the Board. Annual membership is from January through December. Dues are payable by January 2 for annual membership renewal.

Article IV

Officers

Section 1. The officers of the organization shall be President, Vice-President, Treasurer and Secretary.

Section 2. Officers will be nominated by a committee chosen by the Executive Board before the annual meeting. Nominees must have been members of the Board for a minimum of 6 months. The nomination shall be submitted with the consent of the nominee to the membership at the annual meeting. Additional nominations may be made from the floor with the consent of the nominee.

Section 3. Officers shall be elected by the majority vote of members present at the annual meeting. The term shall be for one year. The term shall begin immediately following the annual meeting. Officers may be re-elected for more than one term.

Section 4. Vacancies shall be filled by appointment by the Executive Board and such persons shall serve until the next regular election.

Article V

Duties of Officers

Section 1. President. To preside over and conduct meetings and to appoint all committees and to be an ex-officio member thereof, except as limited herein. To submit an annual report of the operation to the members at the annual meeting, and from time to time report to the Executive Board all matters within his or her knowledge that should be brought to attention in the best interests of the corporation.

Section 2. Vice-President. To perform the duties of the President in the absence of the President.

Section 3. Treasurer. To be responsible for the collection, safekeeping and expenditure of all funds, securities and property; and to keep and maintain the financial records of all business transactions of the organization; to render to the President and Secretary or to the Executive Board, whenever they may require it, an account of all of his or her transactions as Treasurer and a financial statement in a form satisfactory to them, showing the conditions of the corporation; to submit to the membership at the annual meeting a financial report for the past fiscal year.

Section 4. Secretary. To record attendance at all meetings; to take the minutes of all meetings; to notify the members of the time and place of meetings; and to conduct the correspondence of the organization.

Article VI
Executive Board and Board of Directors

Section 1. The Executive Board shall consist of the officers of the organization.

Section 2. Meetings of the Executive Board shall be held at the discretion of the President or at the request of any other member(s) of the Executive Board

Section 3. Members of the Board of Directors shall be appointed by the Executive Board for three-year renewable terms, effective from the month of appointment. New board members must become general FOSL members (if not already) upon joining the board. The number of members on the Board of Directors shall not exceed fourteen. The Sisters Public Library Manager shall be considered as an ex officio member of the Board of Directors.

Section 4. A majority of the Board of Directors present at the commencement of a meeting shall constitute a quorum.

Section 5. Members of the Board of Directors are expected to actively participate in the business of this organization. Should a member of the Board miss three consecutive meetings without reasonable cause or without notification to the President or Secretary, the absences shall be considered an indication of that member's intention to resign from the Board, unless an extended absence or sabbatical is authorized by the Board of Directors.

Section 6. Committees. The Board of Directors shall establish committees consistent with the purposes of this organization. Committee membership shall include at least one member from the Board of Directors, other members of Friends of the Sisters Library and may include community members whose interests or experience have particular relevance to the committee's assignment(s). The President will appoint the chair of each committee.

The President is an ex-officio member of all committees with the exception of the nominating committee.

Article VII
Meetings

Section 1. An annual meeting shall be held in the month of June. Members shall be notified in writing at least two weeks prior to the date of the meeting.

Section 2. Additional general meetings shall be scheduled as the Board deems necessary.

Article VIII
Funds

Section 1. The fiscal year of the organization shall be from July 1 to June 30. Adequate books of accounts shall be maintained by the Treasurer.

Section 2. No funds shall be disbursed without the authority of the President and the Treasurer.

Section 3. The Executive Board shall appoint an auditor who is not an officer to review the Treasurer's books prior to the annual meeting.

Article IX
Amendments

Section 1. Amendments to these bylaws may be made at any meeting of the general membership by a two-thirds vote of those present, after notification in writing of proposed amendment(s) to each member at least two weeks prior to the meeting at which the voting is to take place.

Article X
Parliamentary Procedures

Section 1. *Robert's Rules of Order, Revised*, when not in conflict with these bylaws or the laws of the State of Oregon, shall govern the proceedings of this organization.