

FRIENDS OF THE EAST GREENBUSH COMMUNITY LIBRARY

BY-LAWS

(As amended, January 17, 2023)

Article I ~ Name

The name of the organization (hereinafter referred to as Friends) shall be Friends of the East Greenbush Community Library.

Article II ~ Purpose

The purpose of the Friends shall be:

- Section 1. To work cooperatively with both the Library Director and the Board of Trustees to support Library services;
- Section 2. To maintain an organization of persons interested in libraries that:
 - A. promotes the use of the Library's resources and services;
 - B. receives and encourages gifts, endowments and bequests to the Library; and
 - C. supports and cooperates with the Library in developing Library services and facilities for the community.

Article III ~ Membership

- Section 1. Membership in the Friends shall be open to all individuals, organizations or clubs in agreement with the Friends' purpose.
- Section 2. Friends are entitled to vote on matters that are presented at the regularly scheduled meetings.
All votes that occur shall be recorded in the minutes.
- Section 3. Each paid member attending a regularly scheduled meeting shall be entitled to one vote.

Article IV ~ Dues

- Section 1. A dues schedule shall be recommended by the Governing Council and voted upon at the annual meeting.
- Section 2. The fiscal year shall be January 1 through December 31.
- Section 3. Dues shall be paid annually and shall be due in January of each year.

Article V ~ Officers and Terms

- Section 1. The Officers of the Friends shall be: President, Vice-President, Secretary, Treasurer and Membership Manager.
- Section 2. In order to promote succession planning and longevity of the Friends, the Governing Council may, at its discretion, create Co-Chair positions for any Governing Council or Standing Committee Chair position.

- Section 3. The President shall appoint an ad hoc nominating committee at the meeting prior to the annual membership meeting. This committee shall recommend a slate of officers for election at the annual membership meeting.
- Section 4. All Officers shall be elected at the annual meeting by a plurality of votes of the members present.
- Section 5. The term of officers so elected shall be one year.
- Section 6. An elected member who fails to attend two consecutive Friends meetings, without prior notice of such absence, may be determined to have resigned unless excused by a majority vote of the Governing Council. The President will inform the absent Governing Council member in writing if they are no longer a member of the Governing Council

Article VI ~ Duties of Officers

The **President** shall preside over and conduct membership meetings, appoint committees, and serve as the liaison between the Library Director and the Board of Trustees.

The **Vice-President** shall perform the duties of the President in the absence of the President.

The **Secretary** shall record attendance, take the minutes of all meetings and maintain a record of meeting minutes.

The **Treasurer** shall collect, keep safe, and disburse Friends' funds, maintain a record of all financial transactions, submit financial reports as requested, and provide documents necessary for preparation of Federal and/or State reports.

The **Membership Manager** shall maintain and update the electronic file of the membership and prepare and disseminate reports upon request.

Article VII ~ Governing Council

The Governing Council shall consist of the Officers and the Chairs of the Standing Committees of the Friends.

Article VIII ~ Standing Committees

Book Sale Committee

This committee shall sort book and media donations throughout the year and plan and manage book sales during the year. This includes recruiting volunteers to perform various duties before, during and after the sale and publicizing the sale.

Advocacy/Membership Committee

This committee shall oversee efforts intended to increase membership in the Friends and increase the number of volunteers who support Friends' activities. Membership efforts include overseeing the annual membership renewal drive and publicizing the Friends through our newsletter, webpage, and at Library and community events. Advocacy efforts include organizing a Get Out The Vote effort in advance of the Library budget vote in September.

Article IX ~ Meetings

- Section 1. General membership meetings shall be held at least four (4) times yearly.
- Section 2. Meeting times shall be posted on the Friends' website.
- Section 3. The annual meeting shall be held in November.
- Section 4. Special meetings of the Friends may be called at any time by the President, or by two members of the Governing Council, with timely notice to the membership.
- Section 5. The business of the Friends can be conducted at any meeting if a quorum is present. A quorum shall be defined as five (5) or more Friends, four (4) of whom are members of the Governing Council.

Article X ~ Parliamentary Procedure

Robert's Rules of Order shall govern the proceedings of the Friends.

Article XI ~ Amendments

- Section 1. Amendments to these By-Laws may be made by a two-thirds vote of those present at any general membership meeting of the Friends.
- Section 2. A notice that a By-Laws change will be considered must, at a minimum, be posted on the Friends' website at least seven (7) days before such a vote is to occur.

Article XII ~ 501(c)(3) Status

Notwithstanding any other provisions of these By-Laws, the Friends is created exclusively for one or more charitable purposes specified in section 501(c)(3) of the Internal Revenue Code of 1986, as amended (hereinafter the Code), and shall not conduct any activities not permitted (a) by an organization exempt from Federal income tax under section 501(c)(3) of the Code, or the 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 Code, or the corresponding section of any future Federal Tax Code.

Article XIII ~ Political Advocacy

No substantial part of the activities of the Friends shall be carrying on propaganda, or otherwise attempting to influence legislation (except otherwise provided by section 501(h) of the Code), or participating in, or intervening in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidates for public office.

Article XIV ~ Financial Gain of Individuals

The Friends is not formed for pecuniary profit or other financial gain and no part of its assets, income or profit shall be distributed or inure to the benefit of any private individual. Reasonable compensation may be paid for services rendered to, or for, the Friends in furtherance of one or more of its purposes.

Article XV ~ Dissolution of the Friends

In the event of dissolution, all remaining assets and property of the Friends, after payment of necessary expenses thereof and payment or adequate provision made for all known liabilities as may be required by law, shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Code, or the corresponding provision of any future Federal Tax Code, to the East Greenbush Community Library for a public purpose, or if such library shall ever cease to be exempt from Federal taxation pursuant to such section, subject to the approval of a Justice of the Supreme Court of the State of New York.

These By-Laws were adopted on February 21, 2023.

/s/ Julie Ann Price, President, 2/21/23
(officer's signature with date)

/s/ Elizabeth Reyner, Treasurer, 2/21/23
(officer's signature with date)