

## **The Friends of the Barberton Public Library**

### **By-laws**

#### Article I: Name

The name of this organization, which is a nonprofit corporation under the laws of the State of Ohio, shall be known as the Friends of the Barberton Public Library, hereinafter called the "Friends."

#### Article II: Purpose

The Friends shall have the following purposes:

- To maintain an association of persons interested in libraries;
- To focus public attention on the Barberton Public Library and its programs and services and to stimulate their use;
- To receive and encourage gifts, endowments, grants and bequests to the Barberton Public Library and to the Friends;
- To support and cooperate with the Barberton Public Library in developing library services and facilities for the community;
- To support the Freedom to Read as expressed in the American Library Association Bill of Rights;
- To receive and to disburse funds for the above purposes in full compliance with IRS code section 501C (3) and the Ohio Revised Code.

#### Article III: Membership

Membership in the Friends shall be open to individuals and organizations that support its purpose.

Dues shall be assessed annually. Dues schedule will be approved by a vote of the Friends.

Each member or organizational representative present at meetings shall be entitled to one vote.

#### Article IV: Officers and Directors

The Officers of the Friends shall be a president, vice-president, treasurer, secretary and at least three, but no more than five, Directors.

Officers and Directors shall be nominated by a nominating committee chaired by the vice-president. Nominations from the floor will be accepted prior to the vote.

Officers and Directors shall be elected by a majority of those present at the November meeting for a term of one year. The term will run from January to January.

In the event of a vacancy in one of the offices, the President will appoint an interim officer for a maximum of sixty (60) days until a new election for that office is held. A vacant director position need not be filled as long as there are at least three directors continuing.

#### Article V: Duties of the Officers and Directors

The president shall:

- preside over and conduct meetings according to Robert's Rules of Order;
- appoint all committees and be an ex-officio member;
- represent the organization at community events;
- preside over the Executive Board of the Friends.

The vice-president shall:

- perform the duties of the president in his/her absence;
- chair the nominating committee.

The treasurer shall:

- keep and maintain the financial records of the Friends;
- report at each regular and annual meeting.

The secretary shall:

- record attendance at all meetings;
- record the minutes of all meetings;
- keep a list of membership;
- keep a list of committees and committee members;
- notify the members of the time and place of meetings;
- conduct the correspondence of the Friends.

The directors shall:

- review by-laws every two years;
- attend meetings/workshops as determined by the Friends;
- evaluate yearly the strengths and weaknesses of the Friends organization;

- conduct an audit of the financial records kept by the treasurer at least annually.

#### Article VI: Executive Board

The executive board shall consist of the officers and the directors of the Friends.

The executive board shall have the authority to determine which committees are needed to carry out the purpose of the Friends.

A majority of the executive board shall constitute a quorum.

Closed executive sessions may be called by any member of the Executive Board.

#### Article VII: Meetings

Regular meetings shall be held every other month on a date and time decided by the executive board.

An annual meeting shall be held on a date in November to be determined by the executive board. Members shall be notified in writing at least two weeks prior to the date of the meeting.

Special meetings may be called by the president or the executive board; any executive board member may request the president to call an executive board meeting at any time.

A staff member of the Barberton Public Library may serve as liaison between the Library and the Friends.

#### Article VIII: Amendments to the By-laws

Amendments to these by-laws may be proposed at any regular meeting by a two-thirds vote of the members present.

Notification of proposed changes shall be sent to each member at least two weeks in advance of the meeting at which voting is to take place.

#### Article IX: Conflict of Interest

Except for necessary operating expenses and fees, no part of the corporation's property, assets or the income therefrom shall at any time be distributed to insure the benefit of any officer, director or member of the Friends.

## Article X: Dissolution

If the Friends should, for any reason, dissolve, all assets and property of the Friends shall be transferred to the Barberton Public Library.

October, 2012; revised September, 2018; approved October 17, 2018;

Revised March, 2019, approved April 17, 2019;

Revised August, 2019, approved September 18, 2019

Revised July 2021, approved September 15, 2021

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