

# Bylaws of the Friends of the Avon Free Public Library, Inc.

## **Article I: Name**

The Name of the Organization shall be “Friends of the Avon Free Public Library, Inc”. In this document, it is also referred to as the “The Friends”.

## **Article II: Purpose**

The mission of The Friends is to support the Avon Free Public Library with programming and materials beyond the library budget and to help the library achieve its strategic plan.

## **Article III: Membership and Dues**

Section 1. Membership in this organization shall be open to all individuals interested in its purpose, upon payment of annual dues.

Section 2. The cost of dues shall be set by the Board of The Friends and shall be reviewed annually.

## **Article IV: The Board**

Section 1: The Board shall be defined as the Officers and Directors of The Friends, each of whom shall remain a current member of The Friends throughout their term. The Board shall consist of 9-11 members and the Library Director who shall be non-voting.

Section 2: Vacancies arising on the Board shall be filled by nomination of a candidate by a board member to the Nominating Committee for review, and then presented to the Board for a vote.

Section 3: No member of the Board of The Friends shall receive directly or indirectly a salary, compensation or financial benefit because of their service.

## **Article V: Officers**

Section 1. The Officers shall consist of President, Vice President, Secretary and Treasurer.

President: The President shall be chosen by a full board vote. The President shall preside at all the meetings of The Friends, appoint committee chairpersons and represent The Friends. The President will attend the monthly meeting of the Board of Directors of the Avon Free Public Library or appoint a representative to do so. The President will call meetings of The Friends’ Board as required and will remain on the Board *ex-officio* for a period of one year after the end of their term.

Vice President: The Vice President shall perform the duties of the President in their absence. The Vice President will also be responsible for special projects as determined by the Board.

Secretary: The Secretary shall record the minutes of all meetings of The Friends. The Secretary shall also conduct the correspondence of The Friends as well as communications listed in the Financial Policy. The Secretary shall track the term(s) of the Board members and the cycle for Bylaw review.

Treasurer: The Treasurer shall keep and maintain the financial records of The Friends and shall collect and disburse funds in accordance with the Financial Policy. A financial report shall be submitted monthly. The Treasurer shall be charged with preparing and submitting any official paperwork required of tax-exempt charitable corporations under Federal and State laws.

The Treasurer is duly authorized to appoint an assistant treasurer with approval by Board vote. The assistant treasurer performs duties under the supervision and direction of the Treasurer and serves at the pleasure of the board.

Section 2: The Officers of the Board shall serve a three-year term, which may be renewed for a second three-year term. A person shall not be eligible to serve more than two consecutive terms in the same office, except in exigent circumstances or where no one else will hold the position. The Board can also vote to waive the term limit when the organization is in the middle of a major campaign or a crisis. After serving two, three-year terms, an Officer may rotate off the Board, or have the opportunity to continue in a different position. The exception is the President, who shall serve one year as *ex-officio*. The *ex-officio* President will have one vote on Board matters.

## **Article VI: Board Directors and Standing Committees**

Section 1. The Board Directors shall consist of the standing committee chairpersons and members at large. The Directors shall represent 1) Membership, 2) Development, 3) PR/ Communications 4) Children's Liaison and 5) At large.

Section 2: Each Director shall attend Board meetings and serve on committees as needed. Duties and responsibilities may vary and will be determined by current needs.

Section 3: Other committees include: Music, Book Sales, Author Luncheon, Nominating and any ad hoc committees as determined by the Board.

Section 4: No committee member shall make a contract or incur any indebtedness, obligation or liability in the name of or on behalf of The Friends without the authority and consent of the Board.

## **Article VII: Meetings**

Section 1: The Friends shall hold monthly Board meetings from September through June of each fiscal year. These meetings shall be attended by the full Board (Officers and Directors). With prior consent of the President, Board members may invite others to attend the meeting when relevant. Special circumstances may require the Friends' Board to go into Executive Session.

Section 2: Additional Friends' Board meetings may be held as directed by the President or as requested by a Director with the approval of the Board. Voting privileges at a Friends' meeting shall comply with one vote per Officer/Director.

Section 3: A quorum at any Friends' Board Meeting shall consist of 50% + 1 of the number of Board members.

## **Article VIII: Funds**

Section 1. All funds shall be deposited to the Friends' bank account or invested in the name "Friends of the Avon Free Public Library, Inc." All accounts shall carry the signatures of two officers, Treasurer and President. Funds for programs and routine payments shall be disbursed by the Treasurer as authorized by the Financial Policy.

Section 2: The Treasurer shall prepare a financial report monthly for distribution to the Board.

Section 3: No member of the Board shall be liable except for unpaid dues. No personal liability shall be attached to any member of The Friends' Board in connection with its undertakings.

Section 4. Any and all liability of The Friends' Board shall be limited to its deposited funds.

Section 5. In the event of the dissolution of The Friends, any remaining assets of The Friends shall be transferred to the Avon Free Public Library and used for its enrichment.

Section 6: Expenditures and approvals shall be in accordance with The Friends' Financial Policy (Appendix A)

## **Article IX: Amendments to the Bylaws**

Section 1. These Bylaws may be amended at any Friends of the Avon Free Public Library Board meeting by a majority vote of the full Board. Amendments must be added to the agenda ahead of the next Board meeting to allow time for discussion.

Section 2. These Bylaws shall be reviewed by a subcommittee of the Board on a three - year cycle with recommended amendments subject to Board acceptance.

## **Article X: Parliamentary Procedure**

Roberts Rules of Order (newest revision) shall be used as a guide for conducting Board meetings of The Friends except when in conflict with the bylaws.

Revision dates:

Presentation of revisions to the Board: October 4, 2012

Adoption of Revision by the Board: November 1, 2012

Revision of Bylaws presented to the Board: October 15, 2015

Revision of Bylaws presented to the Board: March 2025

Adoption of Revision accepted by the Board: April 2025

Officers are President, Vice President, Treasury, Secretary.

Directors are all other board members

Board: Officers and Directors