

## BY-LAWS OF THE FRIENDS OF THE STOUGHTON PUBLIC LIBRARY

### ARTICLE I - NAME

The name of the organization shall be Friends of the Stoughton Public Library. This organization may be referred to as Friends or FOL at times.

### ARTICLE II - PURPOSE

Section 1 - The mission of the Friends of the Stoughton Public Library shall be to promote library services to the Stoughton community; to stimulate gifts and bequests to the library; to provide support for library programs; and to encourage the broadest possible use of the library's facilities, materials, and services.

Section 2 - The objectives of the Friends of the Stoughton Public Library are limited exclusively to charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

Section 3 - No part of the net earnings of the organization shall inure to the benefit of, or be distributable to, its' members, directors, officers, or other private persons except that the organization shall be authorized and empowered to pay reasonable compensation for expenses incurred in furtherance of its organizational purposes. Any net earnings remaining after the payment of all costs and expenses, together with reasonable and necessary reserves, may be retained by the organization as unallocated surplus.

Section 4 - The Friends of the Stoughton Public Library shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

### ARTICLE III - MEMBERSHIP

Section 1 - All persons or organizations interested in becoming a member of the Friends of the Stoughton Public Library are welcome. The Friends of the Stoughton Public Library accepts for membership any person or organization regardless of race, religion, or national or ethnic origin upon payment of dues.

Section 2 - Annual membership dues and categories shall be determined by the Board of Directors.

Section 3 - Each (dues paid) member shall be entitled to one vote on any matter presented for membership decision at the Annual Meeting and shall be eligible to serve on the Board of Directors and to hold office.

Section 4 - Dues shall be payable annually.

#### ARTICLE IV - BOARD OF DIRECTORS

Section 1 - The Board of Directors shall be comprised of the offices of President, Vice President, Secretary, Treasurer, and Chairs of all committees.

Section 2 - Vacancies on the Board shall be filled by a majority vote of members present at the Annual Meeting. Interim vacancies on the Board shall be filled by a majority vote of the Board members.

#### ARTICLE V - RESPONSIBILITIES OF BOARD OF DIRECTORS

Section 1 - The President shall prepare an agenda and preside at meetings of the Friends of the Stoughton Public Library, and give a report at the annual meeting.

Section 2 - The Vice-President shall preside at meetings in the absence of the President.

Section 3 - The Secretary shall record proceedings of meetings of the Board of Directors and the annual meeting and write minutes thereof; and conduct such official correspondence as the Board may direct.

Section 4 - The Treasurer shall collect and deposit all moneys due the Friends of the Stoughton Public Library, verify all bills and pay them when approved by the Board of Directors, keep records of such receipts and disbursements and report thereon at meetings, and make an yearly report at the annual meeting.

Section 5 - The Membership Chair shall work with the recruitment and orientation of new members; send out renewal notices each year; keep a list of all members; and distribute a list of members to Board Officers and Committee Chairs upon request.

Section 6 - The Book Nook Co-Chairs shall sort items donated from various sources and load on the Book Nook shelves, and collect money from the collection box for pickup by the Treasurer. Loading shelves should be done on a twice weekly basis.

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Section 7 - The Newsletter/Public Relations Chair shall work to facilitate fundraising events and similar activities as the need arises including publication of a newsletter and other media.

Section 8 - The Fall Fundraiser Chair shall plan and coordinate events purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

Section 9 - Ad hoc committee chairs shall be appointed by the President and their duties will correspond with the specific projects for which the committees are formed.

### ARTICLE VI - MEETINGS

Section 1 - The Board of Directors shall meet at least quarterly. All meetings are open to the general membership.

Section 2 - An annual membership meeting shall be held each year to elect Officers and appoint committee chairs, summarize the year's events, membership, and financial condition and conduct any other business that may come before the membership. Nominations for all Board of Director positions may be made from the floor.

### ARTICLE VII - AMENDMENT OF BY-LAWS

Section 1 - These By-Laws may be amended at the annual meeting of Friends of the Stoughton Public Library by a majority vote of the members present.

### ARTICLE VIII - DISSOLUTION OF ORGANIZATION

Section 1 - Upon dissolution, all remaining assets of the Corporation shall be distributed and disbursed to another organization that has 501(c) charitable status and shall be used solely for charitable purposes e.g., The Stoughton Public Library.

### ARTICLE IX - PARLIAMENTARY PROCEDURE

Section 1 - Robert's Rules of Order, latest edition, shall govern the proceedings of Friends of the Library unless they are in conflict with the Articles of Incorporation or these bylaws.