

THE FRIENDS OF THE JOHN C. HART MEMORIAL LIBRARY  
BYLAWS (REV. 02/11/2020)

ARTICLE I – NAME

Section 1. The name of this association shall be the Friends of the John C. Hart Memorial Library, herein referred to as the Association (“Association”).

Section 2. The headquarters of this Association is located at the John C. Hart Memorial Library, 1130 East Main Street, Shrub Oak, New York 10588.

ARTICLE II – PURPOSE

Section 1. The purpose of this Association shall be to maintain a non-profit organization of interested persons to advance and encourage appreciation, understanding, enjoyment, and public use of the educational and cultural facilities at the library, and to cooperate, when appropriate, with other groups to improve the cultural activities of the community.

Section 2. This Association shall work in conjunction with the officers and the staff of the library to achieve these ends, to acquaint the community with the needs of the library, and to help improve their facilities.

Section 3. The Association shall operate in full compliance with IRS Code Section 501 (c) (3) and Chapter 180 of the New York General Laws.

ARTICLE III – MEMBERSHIP

Section 1. Any person or organization who supports the purposes of the Association may become a member of the Association by the payment of annual dues in effect at the time. Members are known as Friends.

Section 2. The dues schedule shall be approved by vote of the Association at its annual meeting.

ARTICLE IV – BOARD OF DIRECTORS

Section 1. The management of the Association shall be vested in a board of directors (“the board”) consisting of at least 5 members, including the officers.

Section 2. The management as defined in Article IV, Section 1 will serve as the Executive Planning Team to determine and oversee projects and programs that will increase fundraising for the association as well as provide public awareness about the importance of the library and the Friends.

Section 3. The term of directors is determined by the board. They are eligible for reelection.

Section 4. The officers of the Association shall be a president, vice president, treasurer, and secretary, each being a board member.

Section 5. When a vacancy occurs among the officers, the nominating committee shall present for nomination one or more names of current Friends to fill the unexpired term to the board. Vacancies shall be filled by a majority vote of directors at any duly constituted meeting of the board. Persons who want to be nominated must attend 3 consecutive meetings before a vote of directors.

Section 6. Removal Procedure. A board member or officer may be removed for cause by a vote of two-thirds of the board members attending a regularly scheduled meeting where the item had been placed on the written agenda distributed at least two weeks prior to the meeting.

## ARTICLE V – DUTIES OF THE OFFICERS

Section 1. The president shall preside at all meetings of the Association and of the board and appoint standing committees (membership, program, Public relations, etc.) and the chairpersons thereof. The president is an ex officio member of all committees, except the nominating committee.

Section 2. The vice president shall, in the absence or disability of the president, perform all the functions of the president.

Section 3. The treasurer shall be responsible for handling all monies of the Association and shall keep appropriate and accurate records. Checks shall be signed by two board members appointed by the board. Signers may include

officers, but signers may not necessarily be limited to board members. A financial report shall be presented at all meetings of the board and at the annual meeting of the Association.

Section 4. The secretary shall keep a record of all meetings of the board and of the Association. The secretary shall distribute a draft of the minutes prior to each meeting, and record for the permanent record any corrections made at the time of acceptance. At the end of each year, the secretary shall provide a complete set of the official minutes to the Friends office for long-term retention.

#### ARTICLE VI – EXECUTIVE COMMITTEE

An executive committee shall consist of the officers and the immediate past president and shall meet at the discretion of the president between meetings of the board of directors. Recommendations made by the committee shall be submitted to the board for approval at its next meeting.

#### ARTICLE VII – MEETINGS

Section 1. The annual meeting of the Association shall be held once a year, at a time and place determined by the board. Action on motions shall be decided by a vote of a majority of those present.

Section 2. Special meetings of the Association may be called by the president or the board or upon written request of five members. The notice shall be sent at least two weeks prior to the date of the meeting. The business to be discussed shall be stated in the notification to all Association members.

Section 3. Regular meetings of the board of directors shall take place at least eight times a year. Four board members shall constitute a quorum, and motions shall be carried by a vote of the majority. Notices shall be sent board members before the meeting. Special board meetings may be called by the president with at least forty-eight hours' notice to board members.

Section 4. The director of the library, president of the board of the John C. Hart Memorial Library, and/or other staff members will be invited to participate in board meetings on a non-voting basis.

#### ARTICLE VIII – FISCAL PERIOD

The fiscal year of the Association shall start on June 1 and end on May 31.

#### ARTICLE IX – CONFLICT OF INTEREST

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 services rendered and to make payments and distributions in furtherance of the purposes of the Association. Where conflict of interest may be thought to exist for a board member, the member shall inform the board and abstain from any inappropriate participation in the matter.

#### ARTICLE X – AMENDMENTS TO BYLAWS

These bylaws may be amended, in whole or in part, by two-thirds vote of those present at a meeting of the Association provided that the meeting notice contains specific notice of intention and that a summary of proposed change/changes is included.

#### ARTICLE XI – PARLIMENTARY PROCEDURE

When any formality beyond the ordinary courtesies of joint action is required, Roberts Rules of Order (most recent edition) shall govern the proceedings.

## ARTICLE XII – DISSOLUTION

Upon the dissolution of the organization, assets shall be distributed for tax exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future tax code, to the John C. Hart Memorial Library, Shrub Oak, New York.

