

FRIENDS OF THE AMADOR COUNTY LIBRARY BYLAWS

ARTICLE 1. NAME

The name of the Corporation is Friends of the Amador County Library, a nonprofit corporation.

ARTICLE 2. PURPOSES

The administration of the Amador County Library is vested in the Amador County Board of Supervisors. The purpose of the Corporation shall be to support the Amador County Library system, to stimulate gifts of books, desirable collections, and other media, endowments, and bequests, and to raise funds and disburse them to enhance library services to patrons of the Amador County Library system.

ARTICLE 3. MEMBERSHIP

Section 1. Membership in the Corporation shall be open to all individuals, organizations, businesses, and clubs interested in supporting the library.

Section 2. During general membership meetings or canvass of the membership, each membership in good standing shall be entitled to one vote.

ARTICLE 4. OFFICERS AND COMMITTEES

Section 1. Affairs of the Corporation shall be governed by a Board of Directors composed of four (4) officers: President, Vice President, Secretary, Treasurer; and at least three members at large.

Section 2. A majority of the Board members shall constitute a quorum for the transaction of business.

Section 3. The President shall appoint all committee chairs. The President shall be an ex officio member of all committees, with the exception of the Nominating Committee.

Section 4. The President shall appoint a three-member Nominating Committee at the January Board meeting, or immediately thereafter, charged with presenting a slate of officers at the February Board meeting. Upon Board acceptance, that slate shall be distributed to all members by the end of April. Election of officers shall be by the general membership from the slate and/or nominations from the general membership. The term of office shall be effective from July 1 through June 30.

Section 5. Vacancies on the Board shall be filled by appointment made by a majority vote of the remaining Board members. Officer vacancies shall be filled by the majority vote of the Board to serve the remainder of the year.

ARTICLE 5. MEETINGS

Section 1. The Board of Directors may call a meeting of the general membership at its discretion. Each member in good standing shall be notified at least 15 days in advance of a general membership meeting.

Section 2. Regular meetings of the Board may be held without public notice at such time and place as the Board may fix, provided that the Board shall at a minimum hold nine (9) regular monthly meetings per year. Additional and special meetings may be held on call of the President, or by written request of one-third of the members of the Board. No less than five (5) days notice of special meetings shall be given all Board members.

ARTICLE 6. DUES AND FISCAL YEAR

Section 1. The annual schedule of dues shall be determined by the Board of Directors.

Section 2. The fiscal year of the Corporation shall begin on January 1 of each year and end on December 31 of the same year.

ARTICLE 7. FUNDS

Section 1. Adequate financial records shall be maintained by the Treasurer, who shall be responsible for them.

Section 2. The Treasurer shall present for Board review a status report of corporate funds at each regular Board meeting. The financial status report shall be simple, prepared on an accrual basis showing a column for the current cash flow next to columns for the same cash flow for the preceding 2 years. Each column shall commence with the then bank balance.

Section 3. Expenditure of Corporate funds will normally require Board approval in advance. In the event of time-sensitive expenditures that must be made for the benefit of the Library or the Corporation prior to a scheduled Board meeting, the Treasurer is authorized to make such payment (not to exceed \$500.00) with subsequent Board ratification.

Section 4. Each corporate bank account shall be selected or removed by a majority vote of the Board of Directors. The President, Vice President, and Treasurer shall be signors on each corporate bank account. Additional signors

may be selected by a majority vote of the Board of Directors. Only one signature shall be necessary to distribute funds. All bank accounts are to have online access limited to reviewing statements and transactions.

Section 5. The Board of Directors may remove or replace any signor by written consent of all the directors so long as the action and signatures are recorded in the minutes of the next meeting, or by majority vote taken at a meeting duly called and held, and recorded in the minutes of that meeting.

Section 6. All funds shall be disbursed over the signature of one of the authorized signors.

Section 7. Financial records of the Corporation shall be reviewed annually by two persons other than the treasurer.

Section 8. In the event of the dissolution of the Corporation, all assets shall be turned over to another organization, such as a nonprofit, charitable, or educational organization, to be selected by the Board of Directors.

ARTICLE 8. BYLAWS REVISION

Section 1. Any Bylaws proposed revision must be approved by a majority vote of the Board of Directors before their recommendation and presentation to the general membership.

Section 2. The proposed Bylaw revisions must be distributed to the membership at least 15 days prior to the next board meeting during which any member comments will be taken into consideration before final Board action is taken.

ARTICLE 9. All meetings of the Corporation shall be conducted in accordance with Robert's Rules of Order, Revised.

Revisions approved by the Board of Directors, November 19, 2019.

This ends the Bylaws of Friends of the Amador County Library.