



BY-LAWS

FRIENDS OF THE CENTER MORICHES FREE PUBLIC LIBRARY INC.

May 10, 2023

ARTICLE I: NAME

The name of this organization shall be **FRIENDS OF THE CENTER MORICHES FREE PUBLIC LIBRARY INC.** (a/k/a FOL). Its headquarters are located at the Center Moriches Free Public Library, 235 Main Street, Center Moriches, NY 11934.

ARTICLE II: PURPOSE

Section 2.1. The purpose of this organization shall be to maintain an association of persons interested in libraries; to focus public attention on the library; to stimulate the use of the library's resources and services; to receive and encourage gifts, endowments and bequests to the library; to support and cooperate with the library in developing library services and facilities for the community; to lend legislative support where needed; and to support the freedom to read as expressed in the American Library Association Bill of Rights.

Section 2.2. This organization shall work in conjunction with the officers and 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 2.3. The organization shall operate in full compliance with IRS Code Section 501 (c) (3) and under Section 402 of the New York State Not-For-Profit Corporation Law. The Corporation is a corporation as defined in subparagraph (a) (5) of Section 102 of the New York Not-for-Profit Corporation Law (the "NPCL").

ARTICLE III: MEMBERSHIP

Section 3.1. Membership in this organization shall be open to all individuals in sympathy with its purpose, and representatives of organizations and clubs when such representation is desired.

Section 3.2. Dues payable as of January 1.

Section 3.3. There shall be four levels of membership:

- a. Annual Individual: \$10
- b. Annual Family or Business: \$25
- c. Lifetime Individual: \$100
- d. Lifetime Family or Business: \$125

Section 3.4. Each member shall be entitled to attend all FOL meetings and functions.

Section 3.5. Members may become part of the Action Committee who chair and/or participate in FOL events and programs. These members are entitled to one vote.

Section 3.6. Action Committee membership will be maintained by:

- a. Attendance at a minimum of four (4) membership meetings per year.
- b. Attendance and participation at a minimum of 50% of FOL activities.
- c. Committee participation can be used to supplement items *a* and *b* above.

Section 3.7. Upon completion of one year of Action Committee membership, the member may hold an office.

Section 3.8. Attendance records will be maintained for all meetings and functions. Each member is responsible for signing attendance records.

Section 3.9. The membership status of all Action Committee members shall be reviewed annually by the Membership Chairperson prior to the November meeting.

ARTICLE IV: EXECUTIVE BOARD

Section 4.1. The Executive Board shall consist of Elected Officers, Advisor, Committee Chairpersons, and any other presidential appointee that will benefit the Board in the formation of policies of the organization. The Library Director shall serve as Ex-officio member of the Executive Board.

Section 4.2. The Executive Board shall have the authority to appoint committees consistent to the purpose of this organization.

Section 4.3. The meetings of the Executive Board shall constitute a quorum.

ARTICLE V: DIRECTORS/OFFICERS

Section 5.1. There are five Officers who also serve as Directors of the Friends of the Center Moriches Free Public Library Inc. They are President, Vice-President, Secretary, Treasurer and Trustee. Officers hold terms of two years each.

Section 5.2. The Executive Board shall select a Nominating Committee before the September meeting. Nominees will be announced at the October meeting and posted on the FOL Bulletin Board. Additional nominations may be made from the floor.

Section 5.3. Officers shall be elected by majority vote by those members present at the November meeting for the term of two years beginning January 1. A candidate for office, who will be absent on the night of elections, must submit a letter accepting or declining said nomination. If all candidates are running unopposed, the Secretary will cast one vote for each nominee. Otherwise, elections may be conducted by secret ballot. The President will appoint two (2) tellers to count ballots.

Section 5.4. An Officer may not serve more than two consecutive terms in the same position.

Section 5.5. The Officers shall be installed in December and their term begins as of January 1.

ARTICLE VI: DUTIES OF OFFICERS

Section 6.1. President

- a. Shall preside over and conduct meetings of the General Membership, Action Committee and Executive Board.
- b. Shall approve all committee chairpersons in agreement with the Executive Board.
- c. Shall be Ex-officio of all committees except the Nominating Committee.
- d. Shall fill by appointment any vacancies occurring in any office. All appointments are to be made at a meeting.
- e. Shall confer with the Library Director on a regular basis.
- f. The Past President shall serve as an Advisor to the Executive Board for no more than one term consecutively.

Section 6.2. Vice President

- a. Shall carry out the duties of the President in his/her absence.
- b. Shall assist with the presidential duties and accept specific assignments.
- c. Shall be responsible for coordinating programs and overseeing all FOL-sponsored programs in the Library.
- d. Shall maintain a list of members who have keys to the locked file cabinet.

Section 6.3. Secretary

- a. Shall keep an accurate record of the proceedings of every General, Action, and Executive Board meetings.
- b. Shall be responsible for distributing the minutes of the past meeting and making any corrections and/or additions.
- c. Shall be responsible for all incoming mail distribution to the appropriate members.
- d. Shall read incoming correspondence at all meetings and file with monthly minutes.
- e. Shall send out correspondence as needed by the organization.
- f. Shall keep a record of who has an FOL shirt and all other properties of the FOL.

Section 6.4. Treasurer

- a. Shall be custodian of all monies.
- b. Shall keep an accurate account thereof and shall disburse these monies at such times and for such purposes as deemed necessary for the operation and maintenance of the organization.
- c. Shall submit an up-to-date written Financial Report at every Action Committee meeting and for the audit at the end of the fiscal year that begins January 1 and ends December 31.
- d. Shall be part of the Audit Committee. The Audit Committee shall consist of an officer and two members appointed by the officer.

Section 6.5. Trustee

- a. Shall be a committee chairperson.
- b. Shall attend all executive board meetings, provide input, suggestions, and vote on executive board decisions.

ARTICLE VII: MEETINGS

Section 7.1. Meetings are open to all FOL members.

Section 7.2. An annual General Meeting shall be held on the second Wednesday in January.

Section 7.3. Action Committee Meetings shall be held on the second Wednesday of each month. In case of holidays or inclement weather, an executive announcement for rescheduling will be made. There is no meeting in June.

Section 7.4. Installation of Officers will be held in December.

ARTICLE VIII: COMMITTEES

Section 8.1. Audit Committee

- a. Shall audit the treasurer's books by the end of the fiscal year and report at the next meeting.
- b. Audit Committee shall consist of an Officer and two members appointed by the Officer; and the Treasurer who may answer questions that arise, but not be part of the audit.

Section 8.2. Nominating Committee

- a. Shall consist of no more than three (3) members appointed by the President at the September meeting.
- b. The slate of Officers will be presented at the October meeting at which time the nominations from the floor will be accepted. Nominees will then be posted on the FOL bulletin board until voting is held.
- c. Voting on the slate and floor nominations will be held at the November meeting.
- d. A member of the Nominating Committee cannot be on the slate of proposed officers. However, the member can be nominated from the floor.

Section 8.3. Standing Committees

- a. Membership - Chairperson plus one member, if needed
- b. Bus Trips - Chairperson plus two members
- c. Scholarship - Chairperson plus four members
- d. Thrift Shelf/Book Sales - Chairperson plus three members minimum

Section 8.4. By-Laws Committee

- a. The President shall appoint a By-Laws Committee at the beginning of his/her term.
- b. The committee shall consist of a chairperson plus four (4) members.
- c. The duties of this committee shall be to review and read the By-Laws annually and present proposed changes to membership for approval.
- d. The committee shall serve for two (2) years.

Section 8.5. Committee chairpersons shall submit a complete report to the Secretary upon completion of the committee event.

ARTICLE IX: RECORDS

The accounting books, records, minutes of all FOL meetings and other committees shall be kept in a locked cabinet at a place designated by the Executive Board. These records shall be open for inspection to any member upon request to the Executive Board.

ARTICLE X: AMENDMENTS

Section 10.1. These By-Laws may be amended by a two-thirds vote of members present and voting as per the following:

- a. Changes presented in writing to or by the By-Law Committee.
- b. Changes read at two consecutive meetings and posted on the FOL bulletin board.
- c. Vote will be taken after the second reading.

Section 10.2. These By-Laws may be amended without previous notice at any meeting by 99% of the voting body present and voting.

Section 10.3. A copy of the By-Laws will be given to each new member of the Friends of the Center Moriches Free Public Library Inc. when they attend their first meeting.

ARTICLE XI: DISSOLUTION OF CORPORATION

Section 11.1. If it should come to pass that the Friends of the Center Moriches Free Public Library Inc. shall be terminated, then all monies are to be given to the Center Moriches Free Public Library. The FOL maintains that any monies collected are for the benefit of the Library alone.

Section 11.2. All equipment shall be sold, auctioned off, or given to the Library and any monies taken in by this manner shall also be donated to the Center Moriches Free Public Library.

Section 11.3. All records that are the sole property of the corporation shall remain intact with the current Trustee(s) or someone appointed as 'Keeper of the Records' for at least seven years.

ARTICLE XII: PARLIAMENTARY AUTHORITY

Roberts Rules of Order, Newly Revised, shall govern this organization in all cases in which they are applicable and in conflict with the By-Laws.

REVISIONS

May 10, 2023: The following revisions were made.

- Article III Section 3.3. – Change “three” to “four”. Changes categories wording to Annual Individual, Annual Family or Business, Lifetime Individual; and adding Lifetime Family or Business \$125 category.
- Article V, Section 5.1 – Changing the number of officers to five and adding “Trustee” as the fifth officer.
- Article VI, Adding Section 6.5. Trustee. Adding a. Shall be a committee chairperson and b. Shall attend all executive board meetings, provide input, suggestions, and vote on executive board decisions.
- Article VIII, Section 8.2, b. Adding “of Officers” .
- Article VIII, Section 8.4 – By-Laws Committee: b. ...consist of “a chairperson plus” four (4) members.

March 8, 2023: The following revisions were made.

Article VI, Section 6.3.e – Adding the word “the” before organization.

Article VIII, Section 8.3.c – Changing “three” to “four”

October 4, 2021: Revisions of the By-Laws adopted by the membership.

December 20, 2017: Article I - Corporate name updated to *Friends of the Center Moriches Free Public Library Inc.* on July 6, 2016. New York State Department of State letter dated December 20, 2017 states this name as the legal corporate name.

November 8, 2017: Revision of Fiscal Year was adopted by the membership. Article VI, Section 6.4.c - On 9/13/17 a motion was moved and seconded to change the fiscal year to begin January 1 and end December 31.

May 4, 2017: Revision of the By-Laws adopted by the membership.

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