

# **Friends of the St. Lucie County Library Association, Inc. By-Laws**

**Article I**     **Name:** Friends of The St. Lucie County Library Association, Inc. (Hereafter referred to as Friends of the Library). The Association is a non profit 501(c) (3) Florida Corporation.

**Article II**     **Purpose:** The purposes for which the association is formed are:

1. To maintain an association of persons interested in the welfare or the St. Lucie County Public Library.
2. To heighten public awareness of the library.
3. To encourage solicit and receive gifts and bequests to the library from corporations, businesses, community organizations and private citizens.
4. To support and cooperate with the library in developing library services and facilities for the community.

**Article III**    **Membership:**

Section A. Membership in this association shall be open to all individuals interested in the library.

Section B. Classification of Members:

1. Individual: Individual members with a paid up membership.
2. Family: Family members, related by blood or marriage, living at the same address and having a paid up membership.
3. Business: Any business with a paid up membership.
4. Organization: Any organization with a paid up membership.
5. Lifetime: Lifetime membership dues are equal to 15 years of dues payable in a lump sum. Lifetime Membership may also be accorded gratis to select individuals with the approval of the Board of directors.

Section C. Each member shall be entitled to one vote.

Section D. Annual dues shall be determined by the Board of Directors.

**Article IV**    **Board of Directors:**

Section A. Members: The affairs of the association shall be managed by a board of directors consisting of not less than five members nor more than twenty-seven members in good standing. The manager of the Saint Lucie County Public Library will be a non-voting ex-officio member of the board of directors. One director may be appointed by the St. Lucie Board of County Commissioners, one director by the Fort Pierce City Commission, one director by the Port Saint Lucie City Council. The current chair of the Saint Lucie County Library Advisory Board shall also be a director.

Section B. Officers: The officers of the association shall be the President, Vice President, Secretary, Treasurer and such other officers as the Board of Directors deems necessary.

Section C. Terms: The term of office for the board of directors is four (4) years. The directors shall be elected by popular vote at the annual October meeting. The names of those persons nominated for membership the Board of Directors shall be posted in a conspicuous place at all Saint Lucie County Library Branches and at the headquarters library at least thirty (30) days in advance of each annual meeting of the Association.

Section D. Nominating Committee: President shall appoint a Nominating Committee consisting of one officer from the board of directors and two persons from the membership to present a slate of officers for the Library Friends Board of Directors. The nominating committee shall not nominate any person who does not consent to such nomination. Nominations shall be submitted to the membership thirty (30) days prior to the annual meeting. Additional nominations may be made from the floor with consent from the nominee. Nominations are to be voted upon by membership for the Board of Director's officers.

Section E. Vacancies: Vacancies occurring on the board of directors shall be filled for the unexpired term thereof by a majority of the remaining members of the board of directors.

Section F. Quorum: A quorum of a majority of the filled board positions, one of whom is an officer, is required for the transaction of business.

## **Article V Duties of Officers:**

President - The president shall call and preside over all regular Friends of the Library meetings, prepare agendas, appoint committees, and act as liaison to the St. Lucie County Library Advisory Board.

Vice President - The Vice-President will preside in the absence of the President, be responsible for the programs of the association and make arrangements for program and committee meetings.

Secretary - The secretary will record minutes of all meetings, keep a current roll of members, notify members of meetings at least one week in advance and be responsible for meeting correspondence. The Secretary shall file minutes of the meetings along with attachments as described in Article IX of these By-Laws.

Treasurer - The Treasurer will collect and handle all dues and other monies, report list of paid members and addresses to the secretary, and mail authorized disbursements for the Friends of the Saint Lucie County Library. The treasurer will present monthly financial statements, prepare an annual Report for the Friends of the St. Lucie County Library and shall keep complete organizational accounts.

**Article VI Finances:**

Section A. All funds shall be deposited in the account or the Friends of the Library and shall be disbursed as authorized by the board of directors.

Section B. Two (2) signatures are required on the checks written by the Friends of the St. Lucie County Library, the current president (*vice president in the case current president is unavailable*) and treasurer.

Section C. The fiscal year will be from January 1<sup>st</sup> to December 31<sup>st</sup>.

Section D. The treasurer will give monthly reports and an annual financial report at the October meeting.

Section E. No member of the Friends of the Library shall be liable, except for unpaid dues for the current year, and no personal liability shall in any event attach to any member of the Friends of the Library in connection with any of its activities or undertakings. All liabilities of the organization shall be limited to its deposited funds.

Section F. Money received from memberships, projects, gifts, and memorials shall be used to further the purposes of this association.

Section G. All funds of the association shall be deposited from time to time to the credit of the association in such banks as the board of directors may select.

Section H. No part of the net earnings of the association shall be used to benefit or be distributed to its members, directors, officers or other private persons, except that the association shall be authorized and empowered to pay reasonable compensation for services rendered.

Section I. All financial books and records of the Association shall be maintained in accordance with generally accepted accounting principles and shall be internally audited at the close of each fiscal year. Additionally, the financial records shall be audited quinquennially by a certified public accountant. Both reports shall be disseminated to the Board of Directors upon completion.

**Article VII Committees:** Standing committees and ad hoc committees shall be appointed as needed by the president.

**Article VIII Meetings:**

Section A. The Membership shall meet annually in October, at a time and place set by the Board, to elect officers, to hear reports, and to act upon issues presented by the Board or by written petition of at least five members of the Friends. Action shall require a majority vote of members present and voting. Notice of membership meetings shall be given to all members in good standing at least thirty (30) business days in advance of the meeting.

Section B. The Board shall hold regular meetings each year at dates, times, and places determined by the Board. The presiding officer shall prepare an agenda that includes the approval of minutes and a treasurer's report. A quorum of a majority of the filled board positions, one of whom is an officer, is required for the transaction of business. All transactions shall require the vote of the majority of the board members present and voting.

Section C. All meetings of the Membership and Board shall be conducted according to Parliamentary Rules (*Robert's Rules of Order Newly Revised*) in all instances where they are applicable and not inconsistent with these Bylaws.

**Article IX Official Association Records:** All official records of the Friends of the Library and its Board of Directors shall be kept on file in the Saint Lucie County Public Library, 101 Melody Lane, Fort Pierce, Florida 34950, and shall be available to the public upon request. These records shall include the Charter, the By-Laws, and any attachments thereto, and the minutes of all meetings and copies of the annual budget.

**Article X Amendments to the By-Laws:** These By-Laws may be adopted, altered, or rescinded by the Board of Directors conditional upon the final approval of a majority vote of the paid-up membership at the annual meeting or at a special meeting called for the said purpose, after due notice has been given of the time and place thereof.

**Article XI Dissolution:** Upon dissolution the surplus assets of the Friends of the Library shall be distributed to the St. Lucie County Public Library.

By-Laws Amended: February 11, 2016

By-Laws Approved by Board of Directors: March 10, 2016

By-Laws Confirmed by Membership: (scheduled for the Annual Meeting, November 12, 2016)