

**FRIENDS OF THE FRANKLIN PUBLIC LIBRARY, INC.
BYLAWS**

As last amended April 20, 2015

I. NAME AND PURPOSE

1. The name of this organization is Friends of the Franklin Public Library, Inc.
2. The purposes of this organization are to
 - (a) maintain an association of persons interested in assisting the library in developing programs to meet current community needs;
 - (b) promote knowledge of the functions and needs of the library;
 - (c) stimulate the use of the library's resources and services;
 - (d) aid in providing funds; and
 - (e) maintain relations between the Franklin Public Library and Franklin citizens by providing a channel for individuals and organizations to express ideas and to make suggestions for library use and service.

II. MEMBERSHIP AND DUES

1. Membership in this organization is open to all persons or organizations who wish to further its purposes.
2. Each adult member shall be entitled to one vote upon payment of dues. Each member organization shall be entitled to one vote upon payment of dues, except that the following need not pay dues:
 - (a) The staff of the Franklin Public Library;
 - (b) The Board of Trustees of the Franklin Public Library;
 - (c) The Board of Directors of the Franklin Public Library Foundation, Inc.
3. Each member organization may be represented by an officer or delegate.
4. Annual dues shall be set by the Board of Directors subject to the approval of the members at the annual meeting.
5. Dues are payable on or before the annual meeting which will be held in June, and such payment shall cover the membership year from June 1 to the following May 31.

III. MEMBERSHIP MEETINGS

1. The annual meeting of the members shall be held within the month of June, the date to be determined by the Board of Directors.
2. A special meeting of the members' meeting may be called by the Board of Directors at any time.
3. Members shall be notified in writing at least two (2) weeks prior to the date of a meeting.
4. Six members, two of whom shall be officers, shall constitute a quorum.

IV. BOARD OF DIRECTORS

1. The Board of Directors shall consist of three (3) elected directors in addition to the four officers of the organization.
2. Directors shall be elected by majority vote of those present at the annual membership meeting for the term of one year.
3. Regular meetings of the Board of Directors shall be held no less than four (4) times a year. Special meetings may be called by the President.
4. The officers shall be elected for a term of one year by majority vote of the Board of Directors at a regular meeting immediately following the election of directors at the annual membership meeting.
5. A majority of the Board of Directors shall constitute a quorum.
6. Vacancies occurring between annual membership meetings shall be filled for the remainder of the year by election of the remaining directors.
7. The Board of Directors shall manage the affairs of the corporation and may exercise such powers and perform such lawful acts on its behalf as are not limited to the members by law, the articles of incorporation or these bylaws.

V. OFFICERS

1. The Officers of this corporation are the President, Vice President, Secretary and Treasurer.
2. Directors and officers shall be nominated by a special committee selected by the Board of Directors at a meeting at least one month prior to the annual membership meeting. The nominations shall be posted in the library at least two weeks prior to the annual meeting. Nominations may also be made from the floor at the annual membership meeting with the consent of the nominee.
3. The Executive Committee shall consist of the officers, the Library Director (or designee) ex officio, the Chair of the Library's Board of Trustees (or designee) ex officio and the President of the Franklin Public Library Foundation, Inc. (or designee) ex officio, and also any committee chairs or their designees.
4. The President shall create any other standing or special committees deemed necessary to carry on the functions of the organization and appoint their chairs.

VI. RECEIPTS AND DISBURSEMENTS

1. All dues and other funds received shall be deposited to the account of the Friends of the Franklin Public Library, Inc. and shall be disbursed by the Treasurer as authorized by the Board of Directors. An annual audit shall be made of the organization's accounts by a committee appointed by the Board of Directors.
2. Disbursements of funds of the Friends shall be by check signed by the Treasurer for amounts \$500.00 or less. For amounts over \$500.00 the check must be co-signed by another officer. Any may endorse checks for deposit.
3. In the event of dissolution, any remaining assets shall be distributed to organizations which are organized and operated exclusively for the charitable, educational, or scientific purpose as shall at the time qualify as exempt organizations under §501(c)(3) or which qualify as a civic

league or social welfare organization under §501(c)(4) of the Internal Revenue Code of 1954 or equivalent successor provision.

VII. PARLIAMENTARY PROCEDURE

1. The current edition of Roberts Rules of Order shall govern all procedures of this organization not governed by a provision of these bylaws.
2. The usual order of business at meetings of the members or the Board of Directors shall be:
 - 1) Call to order and Attendance.
 - 2) Reading of the minutes of the previous meeting and action thereon.
 - 3) Reports of Officers.
 - 4) Reports of Standing Committees.
 - 5) Reports of Special Committees.
 - 6) Special Orders
 - 7) Unfinished Business.
 - 8) New Business.

VIII. AMENDMENT

1. These bylaws may be amended at a membership meeting by a two-thirds (2/3) vote of the members present. Notice of such proposed amendments shall be posted in the library at least two weeks before the meeting at which the voting is to take place.