

FRIENDS OF THE PLATTEKILL PUBLIC LIBRARY

CONSTITUTION AND BY-LAWS

Article I

Name

The name of the Association shall be Friends of the Plattekill Public Library and shall be established as a not-for-profit entity.

Article II

Mission

Section 1.

The purpose of the Friends is to develop, maintain, and foster an association of persons interested in excellent library service.

Section 2.

This group, known collectively as "the Friends," will be charged with supporting the library in its continuing efforts to serve the people of the region by:

- increasing public awareness of the library and its services;
- fundraising for equipment and building needs;
- supporting library programs;
- advocating for the library in the annual budget vote.
- securing materials that are beyond the command of the ordinary library budget; and
- performing other services deemed helpful to the Library.

Article III

Membership

Section 1.

Membership in this organization shall be open to individuals, families, organizations, associations, and businesses interested in helping the Friends carry out its objectives.

Section 2.

Categories of membership and any fee structure shall be determined by the current Executive Committee, consisting of the President, Vice President, Treasurer and Secretary.

Section 3.

Each membership shall be entitled to one vote at the Annual Meeting (see Article V Section 1).

Section 4.

The membership year is January 1 through December 31.

Article IV

Officers and Governance

Section 1.

The officers of this Association may be a President, a Vice President, a Secretary, and a Treasurer. The officers shall constitute the Executive Committee of the Friends. The Library Director or designee, shall be an ex-officio member of the Executive Committee.

The president will convene and preside over all meetings, recommend committee chairs to the Executive Committee, and serve as an ex-officio member of all standing committees except the Executive Committee. The vice president will be empowered to perform any duties of the president in the president's absence and assist the president as requested. The secretary will take attendance, record the minutes of the meetings, notify members about meetings, and handle the correspondence of the organization.

Section 2.

The Executive Committee shall meet at the call of the President. A majority of the Executive Committee, but no less than three members, shall constitute a quorum.

Section 3.

The direction of affairs of this Association shall rest with the Executive Committee, the President acting as chairperson. The Executive Committee shall have the power to conduct business on behalf of the Friends, establish committees, file reports, and disburse funds.

Section 4.

The President may appoint chairpersons of standing and ad-hoc committees, which shall be formed as deemed necessary, with the approval of the Executive Committee.

Section 5.

Nominations for officers and the Executive Committee shall be presented by a Nominating committee of two, to be appointed by the Executive Committee. At the annual meeting, nominations from the floor will be invited, with the consent of the nominee.

Section 6.

The officers of the Executive Committee shall be elected at the annual meeting. The President, Vice President, Secretary, and Treasurer shall be elected from among the membership by the membership as a whole at an annual meeting. The term of office shall be for one year beginning at the next regularly scheduled meeting and ending after the next annual meeting.

Section 7.

Vacancies arising on the Executive Committee shall be filled by appointment made by the remaining Executive Committee members. Any appointed officer will stand for election at the first annual meeting

Section 8.

No part of the net earnings of the Association shall inure to the benefit of any member, trustee, director, officer of the Association, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Association), and no member, trustee, or officer shall be entitled to share in the distribution of any of the assets upon dissolution of the Association.

Article V

Meetings

Section 1.

This association shall hold an annual meeting for the purpose of election of officers, to receive various reports, and to enact other business. Public notice shall be made at least 10 calendar days prior to the meeting.

Section 2.

Regular meetings of the Friends will be held monthly at the Plattekill Public Library. Officers shall be notified in advance of each meeting. Additional meetings shall be scheduled as recommended by any special committees and approved by the Executive Committee. Regular meetings are open to all members of the Friends of the Plattekill Public Library.

Article VI

Funds

Section 1.

Adequate books of account shall be maintained by the Treasurer who shall be responsible thereof. Funds shall be collected, safeguarded, and accounted for on a calendar year basis.

Section 2.

All disbursement of funds shall require the approval of at least two members of the Executive Committee, including the Treasurer. A disbursement by an Executive Committee member in the maximum sum of \$30.00 shall not require Executive Committee approval.

Section 3.

The Executive Committee shall appoint an auditor, not an officer, to audit the Treasurer's books for the previous year prior to the annual meeting and a report shall be submitted to the Executive Committee.

Section 4.

The Friends of the Plattekill Public Library shall indemnify and hold harmless any Director, Officer or member from any suit, damage, claim judgment, or liability arising out of or asserted to arise out of conduct of such person in his capacity as a Director, Officer or member except in cases involving willful misconduct, gross negligence or psychological incapacitation. Indemnification provided under this section shall comply with and follow the requirements as provided by statute.

Section 5.

The fiscal year of this Association shall be from January 1 to December 31.

Section 6.

No officer, Trustee, or member shall make any contract or incur any indebtedness in the name of the Friends without the approval of the Executive Committee of the Friends. Neither the Trustees nor any officer shall have authority to incur indebtedness beyond the free assets of the Friends.

Article VII

Activities and Dissolution

Section 1.

In the event of dissolution of the Friends, the assets of the Association shall be distributed to the Plattekill Public Library.

Article VIII

Amendments

Section 1.

These Articles of Association may be amended on prior notice at any meeting of this Association, by a two-thirds vote of the members present, provided notice of the proposed change was provided with all notices of the meeting.

Article IX

Parliamentary Procedure

Section 1.

Robert's Rules of Order will apply when not in conflict with these by-laws.