

**Friends of the Stillwater Public Library**  
**BYLAWS**

**ARTICLE I. NAME**

The name of this organization shall be Friends of the Stillwater Public Library.

**ARTICLE II. PURPOSE**

The purpose of this organization is to provide an opportunity for individuals to join together to support the Stillwater Public Library.

**ARTICLE III. MEMBERSHIP AND DUES**

Categories of membership and dues shall be determined by the Board of Directors.

**ARTICLE IV. ANNUAL MEETING**

Section 1. The annual meeting of the Friends of the Library shall be held at the regular monthly FOL Board Meeting in June following the Spring Book Sale.

Section 2. The agenda of the annual meeting shall include election of the Directors and election of a President, President-Elect, Membership Chair, Secretary, and Treasurer.

Section 3. Additional meetings of the general membership will be called as necessary by the Board of Directors.

**ARTICLE V. BOARD OF DIRECTORS AND OFFICERS**

Section 1. The business, property and affairs of this organization shall be managed by the Board of Directors composed of no more than twenty-one (21) persons.

- 1 All Directors shall be members of the organization.
- 2 Seven Directors shall be elected each year for a term of three (3) years
- 3 Eight (8) members of the Board of Directors shall constitute a quorum.
- 4 Directors may be removed from office for failure to fulfill their responsibilities either by having three (3) consecutive unexcused absences or by not carrying out their assignments.
- 5 Vacancies on the Board of Directors or of any office of the organization shall be filled for the remainder of the unexpired term by the Board of Directors.

Section 2. Meetings of the Board of Directors

1. The Board of Directors, and officers consisting of President, President-Elect, Membership Chair, Secretary and Treasurer shall be elected at the annual meeting.
2. Officers shall serve for a term of one year to begin at the August monthly Board meeting.
3. Meetings of the Board of Directors shall be held the first Thursday of each month from 5:15 to 6:15 p.m. unless changed for due cause by the President.
4. There shall be no meeting in the month of July.

## **ARTICLE VI. DUTIES OF OFFICERS**

Section 1. The President shall preside at all meetings of the organization and shall have general supervision of the affairs of the organization. The President shall be an ex-officio member of all committees.

Section 2. The President-Elect shall assume responsibility for preparing, maintaining, and updating all Sign-up Sheets for the Fall and the Spring Book Sales. This person shall also assume the duties of the President when the President is absent. The President-Elect will assume the office of President at the completion of the President's term.

Section 3. The Membership Chair shall be responsible for maintaining and up-dating the membership list annually.

Section 4. The Secretary shall take the minutes of all the meetings, keep an accurate record of all business transacted, and handle all necessary correspondence.

Section 5. The Treasurer, or other officers designated by the President, shall be custodian of all moneys and shall deposit them in a bank designated by the Board. The Treasurer shall disburse money only upon order of the Board. The Treasurer shall present financial statements to the Board at its regular meetings, prepare an annual report for the Annual Meeting, and shall keep complete organizational accounts. The Treasurer and the President shall be signatories on the checking and savings account. The Board may require the Treasurer to be bonded with the cost of bonding being covered by the organization.

Section 6. The Nominating Committee Chair shall head a committee which shall nominate new Board members and shall nominate a slate of officers for the Board of Directors.

Section 7. The Board of Directors may elect such additional officers as necessary, including Assistant Secretaries, and may assign additional duties to officers.

## **ARTICLE VII. COMMITTEES**

Section 1. The Standing Committees may include: Nominating, Membership, Book Sale, and Hospitality. Other committees, such as Finance and Public Relations, which may be necessary for carrying out the activities of the organization, shall be appointed by the President and approved by the Board. The Board shall appoint a liaison to the Stillwater Library Trust Board and may also appoint a liaison to the state FOLIO organization.

Section 2. The Treasurer with the Finance Committee shall, if deemed necessary by the Board, be responsible for preparing a budget for approval at the November FOL Board meeting and for preparing an audit report in time for the Annual Board Meeting.

Section 3. The President-Elect shall serve as oversight facilitator for Book Sale Committees as they complete all assigned duties prior to each book sale.

Section 4. The Hospitality Committee shall be responsible for refreshments at receptions, book sales, or other occasions when refreshments are assigned by the Board.

**ARTICLE VIII. AMENDMENTS**

The Bylaws shall be reviewed by the Board of Directors as needed. They may be amended at any meeting of the Board of Directors by a majority vote of the Directors present and voting, PROVIDED written notice of the proposed amendment(s) are included in the notice of the meeting at least three (3) days before the meeting.

**ARTICLE IX. ELECTIONS OF TAX STATUS**

The Officers and Directors of the Corporation may, from time to time, make such elections of tax status under the United States Internal Revenue Code of 1954 and the Oklahoma Tax Code as are appropriate and in the best interests of the Corporation and not in violation of the Articles of Incorporation, provided that no such election shall be made which forfeits the tax exempt status of the Corporation under Sections 170, 501, and 4911 of the Internal Revenue Code, or any equivalent provisions in subsequent, other, or related enactments. The Officers and Directors of the Corporation may elect to become an organization entitled to make expenditures to influence legislation as contemplated by Sections 501(l) and 4911 of the Internal Revenue Code of 1954, or equiprovisions in subsequent, other, or related enactments.

**ARTICLE X. EXPENDITURES**

Expenditures not in the budget shall be voted on at the meeting following that in which they were presented. Unforeseen (not budgeted) expenditures can be approved at the same meeting at which they are initially presented by a unanimous vote of those present or by two-thirds of the entire membership so voting.

- (revised 3/5/98)
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