

FRIENDS OF THE BEEBE LIBRARY, INC.
BYLAWS

Article I: Name of the Organization

This organization shall be called Friends of the Beebe Library, Inc.

Article II: Purpose and Objectives

The Friends of the Beebe Library, Inc. has as its purpose the intent to foster support for the Beebe Library.

Article III: Membership

Section 1: Year

The fiscal year shall run from January 1 to December 31.

Section 2: Membership

Membership in the Friends of the Beebe Library, Inc. shall consist of the following classes: Senior, Household, Patron, Benefactor, and Grand Benefactor. Memberships shall expire on the anniversary date of the most recent renewal. Any changes to dues shall be voted upon at an Annual Meeting. Dues changes shall be approved by 2/3 of the voting members present. Continuation of the current structure shall not require a vote.

Section 3: Meetings of Membership

The Annual meeting of the membership shall be held in June of each year. Notification of the date, time, location, and agenda of the meeting shall be publicized at least fourteen (14) days in advance. Intervening meetings of the full membership may be called throughout the year at the discretion of the Board.

Business conducted at the Annual meeting shall include approval of the minutes from the last Annual meeting, the election of Board members, and any other matters requiring votes of membership such as changes in dues. If not immediately followed by a regular Board meeting, the Annual meeting will also include a Treasurer's report.

Members shall be notified in advance of membership meetings, programs and activities using multiple sources that may include, but are not limited to, the newsletter, website, social media, and newspaper articles.

A quorum for the Annual meeting shall be determined by a vote of the Board members in attendance, but may not fall below the quorum requirements as stated in Article IV, Section 2(b).

Section 4: Voting

Each member over age 14 shall have one vote at any membership meeting. Unless otherwise specified herein, issues requiring a vote to be taken shall require a simple majority of voting members present to pass. Voice votes are acceptable unless a show of hands is specifically requested by a voting member. No proxies are allowed.

Section 5: Contributions

Any capital contribution of money in any amount or property of value shall not be repaid to any member upon dissolution of the corporation. Funds or property remaining in the holding of this corporation upon its dissolution shall become the property of the Beebe Library Board of Trustees to be used for the enhancement of the public library.

Article IV: Governance

Section 1: Board

Section 1(a): Make-up of the Board

The Board of the Friends of the Beebe Library shall consist of the officers and the directors.

Section 1(b) Officers

The following offices shall exist, with office holders expected to attend Board meetings and vote on items requiring approval:

President who shall serve a two (2) year term. It shall be the duty of the President to preside at all regular meetings of the Board and the membership unless another officer is specifically designated. The President or his or her designee may represent the organization to the Board of Library Trustees.

Vice President who shall serve a two (2) year term. The Vice President shall conduct meetings at the request of the President or in the President's absence. The Vice President shall advise the President and take on special projects as needed.

Secretary who shall serve a two (2) year term. The Secretary, under the direction of the President, shall take notes at all Meetings and maintain organization files and documents.

Treasurer who shall serve a two (2) year term. The Treasurer shall be responsible for maintaining appropriate bank accounts and financial records for the organization. The Treasurer shall prepare monthly financial statements for the Board and arrange for the preparation of tax returns, charitable organization public filings, and such other financial reports, records and forecasts as may be needed or required.

Assistant Treasurer who shall serve a two (2) year term. The Assistant Treasurer shall assist the Treasurer with maintaining appropriate bank accounts and financial records for the organization at the request of the Treasurer or in the Treasurer's absence. The Assistant Treasurer shall work with the Treasurer to assist with membership and management of funds.

No person shall hold any of the above offices for more than three (3) consecutive terms.

Section 1(c) Directors

In addition to the above officers, there shall be not less than two (2) directors or more than four (4) directors elected. Each shall serve a one (1) year term. No one may be elected to more than six (6) consecutive terms as a director. Directors are expected to attend Board meetings and vote on items requiring approval.

Section 1(d) Nomination and Election

Prior to the Annual meeting, ideally 3 months in advance, a Nominating Committee shall be established, comprised of any interested parties, for purposes of establishing a slate of candidates for Annual elections.

Not later than the monthly meeting prior to the Annual Meeting, the Nominating Committee shall present to the Board a slate of candidates for each office. Only candidates who have been contacted by the Nominating Committee and have agreed to run will be included on the slate. All candidates must be voting members of the organization at the time of nomination.

At the Annual Meeting, nominations from the floor shall be accepted (provided the person so nominated has indicated their acceptance of the nomination) and the membership shall elect new officers by vote.

Board members begin terms the day following the date of the Annual meeting.

Section 1(e) Vacancies

In the event an officer or director resigns or fails to attend three (3) consecutive Board meetings, the Board may elect a replacement to serve until the next regular election.

Section 2 Meetings

Section 2(a) Meetings

Monthly meetings of the Board shall be held at the Beebe Library from September to June and shall be open to the public. Members shall be notified in advance of membership meetings, programs, and activities as per Article III, Section 3. The President may call special meetings as needed.

Notice must be given to all Board members at least three (3) days in advance of a special meeting. Meetings may also be held via Zoom or other teleconferencing method at the discretion of the Board.

Section 2(b) Quorum

A quorum of the Board shall be necessary to conduct business. Discussion may be held at a meeting that lacks a quorum, but no binding vote may be taken. A quorum shall be determined as follows: If nine (9) or eight (8) positions are filled, the quorum will be five (5) members; if seven (7) or six (6) are filled the quorum will be four (4) members; and if less than six (6) positions are filled the quorum will be three (3).

Section 2(c) Business outside of meetings

For decisions required in between meetings, the President or another officer designated by the President shall poll the Board for votes on the issue. This may be done by mail, telephone, email, or videoconference.

Section 3 Indemnification

Members of the Board of Friends of the Beebe Library, Inc. who served at any time may be indemnified by the corporation against all expenses and liabilities incurred or imposed upon such directors or officers in connection with any threatened, pending or completed action, suit, or proceeding in which they may be involved by reason of their service as director or officer of the corporation. Such expenses may include, but are not limited to, counsel fees, legal costs, judgments, fines, excise taxes, and penalties. Settlement payments may be included if the Board of Directors approves such settlement as being in the best interests of the organization. Such indemnity payments shall not duplicate any payments made pursuant to insurance.

No indemnification shall be provided for any person with respect to any matter as to which they shall have been adjudicated in any proceeding not to have acted in good faith. If payments have been made in advance, such person shall be liable for repayment to the corporation.

Section 4 Other Positions

In addition, a number of other positions are held by at large Friends' members or by Board members. These positions may include, but are not limited to:

- Membership Coordinator
- Newsletter Editor / Coordinator
- Publicity Coordinator
- Website Coordinator
- Book Sale Coordinator
- Honey Coordinator
- Beebe Boutique Product Coordinator
- Everyday Book Sale Coordinator
- Fundraising and Events Coordinator
- Volunteer Coordinator

Each coordinator may form a committee to assist him or her or may assign some or all of the tasks to other members of the Friends.

Membership Coordinator maintains the database of the Friends members, sends reminder notices for pending expirations and payment receipt acknowledgements.

The coordinator also handles membership correspondence on behalf of the Friends, sends out links to the newsletter and mails annual reminders and book sale postcards.

Newsletter Editor / Coordinator prepares the Friends newsletter. This includes soliciting articles for the newsletter, editing the newsletter, submitting it for printing if applicable, submitting it to the Website Coordinator for uploading to the website, and coordinating with the Membership Coordinator to have a link to the newsletter sent to members. The coordinator ensures that the printed newsletter is distributed by Board-approved methods.

Publicity Coordinator writes press releases for the local papers and other traditional media about Friends' events and coordinates social media among other volunteers. He or she also responds to Friends' correspondence at the request of the President.

Website Coordinator maintains and updates the Friends of the Beebe Library website for any upcoming events, uploads the newsletter to the website, makes any other necessary changes and ensures the continuous operation of the website.

Book Sale Coordinator oversees all aspects of the Annual Book Sale, including coordinating any subcommittees. The Book Sale coordinator also oversees all the volunteers helping with the book sale as well as the distribution of the remainders after the Book Sale.

Honey Coordinator ensures consistent supply of honey for sale at the library by coordinating with the Treasurer, the library, and the supplier, and recommends appropriate sales prices.

Beebe Boutique Product Coordinator ensures adequate supply of approved merchandise for sale by coordinating with the Treasurer, the library, and the Board.

Everyday Book Sale Coordinator ensures adequate supply and variety of books for sale in the Everyday Book Sale nook in the library.

Fundraising and Events Coordinator proposes and organizes fundraising and related events.

Volunteer Coordinator works to ensure proper staffing for Friends events as well as maintaining a database of available volunteers.

Article V: Amendments to the Bylaws

Amendments shall be proposed to the Board by an Ad Hoc Committee at least two months prior to the Annual Meeting. No later than the monthly meeting prior to the Annual Meeting, the Board shall vote to submit changes to the Annual Meeting. Members shall be notified of proposed amendments at least fourteen (14) days in advance of the meeting as per Article III. Voting on changes shall take place at the Annual Meeting. The revisions shall pass if voted upon favorably by a majority of the voting members present.

Article VI: Parliamentary Procedure

In questions of procedure, Roberts Rules of Order shall apply when not in conflict with these by-laws.

Original Bylaws adopted 11/1/1987

Revised and Re-adopted 6/12/2008

Revised and Re-adopted 6/9/2016

Revised and Re-adopted 6/8/23

Revised and Re-adopted 6/11/26