

# **FRIENDS OF THE HAYS PUBLIC LIBRARY**

## **BYLAWS**

**Revised September 2005, Updated September 2006**

**Revised September 2007**

### **Article I – Corporation**

#### **Section 1. Name**

The name of the organization is Friends of the Hays Public Library, a 501(c) (3) non-profit corporation, registered in the Office of the Kansas Secretary of State.

#### **Section 2. Purpose**

The purpose of the organization shall be as follows:

- To promote the growth, development, and greatest possible use of the Hays Public Library to meet community needs.
- To foster the appreciation and knowledge of literature, the arts, and electronic information, as well as the promotion of fellowship in the community.
- To enrich the Friends of the Hays Public Library's resources through funds derived from memberships, gifts, and fund-raising projects.
- To provide a channel for individuals and organizations to express ideas.
- To remain a separate entity from the Board of Trustees and library staff of the Hays Public Library, but to foster a spirit of cooperation, support, and respect for them.
- To support the freedom to read concept as expressed in the Library Bill of Rights and the Freedom to Read Statement.

#### **Section 3. Offices**

Its business shall be transacted in Hays, Ellis County, Kansas, at the Hays Public Library, 1205 Main, and such other place or places as may be designated by the Executive Council.

#### **Section 4. Fiscal Year**

The Fiscal Year shall run from January 1 to December 31. Membership year shall run from September 1 to August 31.

### **Article II – Membership**

#### **Section 1. Eligibility**

Membership shall be open to all individuals, groups, or organizations that support the objectives of the Friends and whose dues are current. Dues may be changed at the Annual Meeting by a simple majority vote of those present. All Members of the Friends must hold a library card at the Hays Public Library.

**Section 2. Classes of Membership and Annual Dues**

Dues for the current year are payable at or before the annual meeting.

Individual	\$5.00
Lifetime Individual	\$200.00
Student (under age 18)	\$1.00
Family	\$15.00
Patron	\$25.00
Sustaining	\$100.00
Organization	\$100.00

**Section 3. Complimentary Membership**

A non-member of the Friends who contributes objects or services of value may be given a complimentary voting membership by the Executive Council.

**Section 4. Rights and Privileges of Members**

Each member in good standing is entitled to one (1) vote at the Annual Open Meeting and any other Open Meetings.

**Section 5. Termination of Membership**

A membership shall be terminated if the member is six (6) months delinquent with his or her dues.

**Article III – Meetings of the Membership and Executive Council**

**Section 1. Annual Open Meeting**

The Annual Open Meeting for election of officers and transaction of any other business shall take place in September with the date to be determined by the Executive Council. Each member in good standing is entitled to one vote. Voting shall be in person by those attending the meeting. No proxy voting is allowed.

Notification of the Annual Meeting or any Open Meeting shall be by newsletter or letter at least two weeks in advance.

**Section 2. General Open Meetings**

The members of the Executive Council may call other meetings during the year that are open to all members in good standing, and all members shall be entitled to one vote. Five members may petition the Executive Council to hold a general Open Meeting at a time other than the Annual Open Meeting.

**Section 3. Executive Sessions**

Executive sessions shall be open only to the Executive Council. An executive session may be called by the President or a majority of the members of the Executive Council for discussion of personnel and/or property issues. Each Executive Session shall be held only after a motion stating the purpose, time needed, a second, and a simple majority vote in

favor at an Open Meeting.

#### **Section 4. Voting**

.Affirmative response by a simple majority of those general members attending any Open Meeting or any Executive Council members attending an Executive Council meeting shall allow business to be transacted. A simple majority (quorum) is an affirmative vote by one more than half of the members attending the meeting.

#### **Section 5. Rules**

Conduct of all meetings shall be governed by Robert's Rules of Order, as currently revised, unless contraindicated by these Bylaws.

### **Article IV –The Executive Council**

#### **Section 1. Number**

The Executive Council shall consist of nine (9) members:

- Officers. President, President-Elect, Secretary, Treasurer.
- Standing Committee Chairs. Recruitment, Book Sale and Special Events, Book Store, Public Relations, and Nominating,

#### **Section 2. Ex officio members**

The Library Director or a designee and a Member from the Hays Public Library Board of Trustees shall be nonvoting *ex officio* members at meetings of the Executive Council. They may vote as members of the Friends at General Open Meetings and Annual Open Meetings.

#### **Section 3. Eligibility**

All Executive Council members must be dues-paying members in good standing and must be at least eighteen (18) years of age.

#### **Section 4. Election and Assumption of Duties**

Executive Council Officers shall be elected at the Annual Open Meeting by a simple majority of those attending. The Officers shall assume their duties immediately after election. Standing Committee Chairs shall be appointed in a timely manner by the current members of the Executive Council and approved by consensus of the Executive Council.

#### **Section 5. Term of Office**

Officers: the President will serve a one-year term. The President-Elect will serve a one-year term as President –Elect immediately followed by a one-year term as President. The Secretary and Treasurer will each serve two-year terms. Standing Committee Chairs serve as long as they continue in office.

**Section 6. Meetings of the Executive Council**

Meetings of the Executive Council may be called at any time, but, at the minimum quarterly, to function as planning sessions, to fill vacancies on the Executive Council, to formulate proposed changes in Bylaws ,and to transact business.. The meetings are open to all members, although only Executive Council Members may vote.

**Section 7. Resignation of a Member of the Executive Council**

The written resignation of a member of the Executive Council becomes official upon receipt by the Secretary.

**Section 8. Removal of a Member of the Executive Council**

Removal of a Member of the Executive Council requires the consent of two-thirds of the vote of the general membership in attendance at a specially called Open Meeting.

**Section 9. Replacement of a Member of the Executive Council**

Any member of the Executive Council who resigns or regularly fails to carry out their duties shall be replaced by a successor appointed by the remaining members of the Executive Council. If the member to be replaced is an officer, the appointment is made pending the next election at the Annual Meeting or a specially called open meeting.

**Section 10. Responsibilities of the Executive Council**

The Executive Council members shall be responsible for the management of the affairs and property of the Friends of the Hays Public Library; shall have the power to fill vacancies on the Executive Council, and shall require to be done everything deemed expedient or necessary for the operation and promotion of the Friends.

**Article V – Duties of the Executive Council**

**Section 1. President**

The President shall preside over all meetings of the organization and shall have general supervision of the affairs of the organization. The President shall be a voting *ex officio* member of all committees except the Nominating committee. The President may appoint members to an *ad hoc* committee as the need arises.

**Section 2. President-Elect**

The President-Elect shall assume the duties of the President in her/his absence.

**Section 3. Secretary**

The Secretary shall take the minutes of all meetings, keep an accurate record of all transactions, and conduct all correspondence as directed by the Executive Council.

**Section 4. Treasurer**

The Treasurer shall be the chief financial officer of the organization, make regular simple income and expenditure reports to the Executive Council, prepare an annual report for the annual meeting, keep an account of all money received by the organization and deposit the same in the bank designated by the Executive Council, pay all bills as approved by the Executive Council, and submit all financial documents required by law in a timely manner.

**Section 5. Nominating Committee**

The Nominating Committee Chair shall be elected by a simple majority of the Executive Council Officers, excluding the President. The Chair shall then form his/her own committee to recommend a slate of officers for the Executive Council to be voted on at the Annual Open Meeting. A simple majority of those members attending is required for the officers to be elected.

**Section 6. Recruitment Committee.**

The Recruitment Committee Chair shall be elected by a simple majority of the Executive Council officers. The Chair shall then form her/his own committee to include as many members as necessary to transact business. Duties of the committee shall be to maintain a membership list, to recruit and enroll new members of the Friends, to explore their interests in volunteering for work in the book store, at book sales, in public relation and/or other efforts on behalf of the Friends.

**Section 7. Book Sale and Special Events Committee.**

The Book Sale and Special Events Committee Chair, elected by a simple majority of the Executive Council officers, will work closely with the Book Store Committee Chair. The Chair shall form her/his own committee to include as many members as necessary to transact business. Duties of the committee shall be to organize book sales and other special events.

**Section 8. Public Relations Committee**

The Public Relations Committee Chair shall be elected by a simple majority of the Executive Council officers. The Chair shall then form her/his own committee to include as many members as necessary to transact business. Duty of the committee is to publicize all activities of the Friends of the Hays Public Library.

**Section 9. Book Store Committee**

The Book Store Committee Chair, elected by a simple majority of the Executive Council officers, will serve as Manager of the Book Store. The Chair shall form her/his own committee to include as many members as necessary to transact business. Duties of the committee shall be to operate Books, Etc, the book store in the Gallery of the Hays Public Library.

**Article VI – Fiscal Responsibility**

**Section 1. Dues and Funds**

All dues and funds shall be made payable to and deposited in the account of the Friends of the Hays Public Library.

**Section 2. Disbursement of Funds**

Funds shall be disbursed by the Treasurer, after authorization by the Executive Council. All checks must have two (2) signatures, the Treasurer, and one other officer.

**Section 3. Taxes and Legal Financial Documents**

The Treasurer shall be responsible for submitting all taxes and financial documents required by law to the proper agencies.

**Section 4. Audit**

An annual audit shall be made of the organization’s account.

**Article VII– Amendments to the Bylaws**

**Section 1. Amendments to the Bylaws**

The Bylaws may be amended by two thirds (2/3) majority vote of the general membership attending an Open Meeting under the following scenarios:

- At the Annual Open Meeting.
- At a General Open Meeting called by the president.
- By a petition for an Open Meeting from two (2) members of the Executive Council.
- By a petition for an Open Meeting presented by five (5) members.

**Section 2. Notice of Proposed Amendments**

A notice detailing all proposed amendments to the Bylaws must be mailed to all members at least two (2) weeks prior to said meeting.

## **Article VIII– Additional Provisions**

### **Section 1. Affirmative Action**

The Friends of the Hays Public Library shall not discriminate against any member, employee, applicant, or member of the Executive Council on the basis of religion, color, sex, race, disability, or sexual orientation. The Friends organization agrees to comply with all applicable Civil Rights Laws and legal requirements, as are required by law or regulation.

### **Section 2. Indemnification**

The Friends may, by a two thirds (2/3) vote of the Executive Council, indemnify to the fullest extent permitted by law any member of the Executive Council who is threatened with becoming a party to any suit or proceeding arising out of service, while acting in good faith and with due care to further what are reasonably believed to be in the best interests of the Friends. The Executive Council may pay or reimburse such person for all sums he or she must expend in fines, judgments, or legal fees in any such action or proceeding. Excepted are amounts due to the Friends itself and those attributed to misconduct or a conflict of interest.

### **Section 3. Book Store**

In the event that the bookstore in the Hays Public Library is in operation, it shall be managed through policies created by a simple majority of the Executive Council with approval by the Library Board of Trustees.

### **Section 4. Custody of Records**

All official records and archives of the Friends, no matter who originates or makes entries in them or how they are maintained, are at all times the property of the Friends of the Hays Public Library. Any Executive Council member or member must surrender all property, records, and archives to the Friends on ending affiliation with the Friends.

### **Section 5. Transition Committee**

In case the Executive Council is unable to carry out its duties, a Transition Committee of members in good standing shall be elected by a majority of the membership at an Open Meeting to review Bylaws, review policies of the Friends, and provide a new slate of Officers to be elected by a simple majority at an Open Meeting.

### **Section 6. Dissolution**

In the event that the Friends of the Hays Public Library wishes to dissolve itself formally, a two thirds (2/3) majority vote of the members present at the Annual Meeting is required. All members must be notified by mail of the proposed dissolution at least two weeks prior to the said meeting.

At that meeting, the Friends' assets shall be distributed according to a two-thirds (2/3) majority vote of the members present, before the motion to dissolve is made. If the Friends cannot agree how to distribute the assets, the funds will revert to the Office of the Kansas Secretary of State.

### **Certificate of the Secretary**

I, the undersigned, do hereby certify as duly elected Secretary of the Friends of the Hays Public Library, the foregoing Bylaws, comprising eight (8) pages, constitute the Bylaws of this organization as adopted by a two-thirds (2/3) majority vote of those attending an Open General Meeting of members held on the Eleventh day of September, 2007.

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Secretary