

## **BYLAWS**

### **Friends of the Natchitoches Parish Library**

**2007, rev. November 2016**

#### Article I. Name

Friends of the Natchitoches Parish library (FONPL)

#### Article II. Mission Statement

The friends of the Natchitoches Parish Library (FONPL) is a non-profit, volunteer organization that encourages public interest and support of the Library. Funds raised by the FONPL are used to meet library needs not met through the traditional Natchitoches Parish Library budget. Funding support includes but is not limited to the purchase of special equipment and sponsorship of special thematic library programs.

The Friends of the Natchitoches Parish Library is organized exclusively for charitable and educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations (specifically, the Natchitoches Parish Library) described under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

#### Article III. Membership, Dues, and Calendar Year

##### Section 1. Membership

Any individual, corporation or business is eligible for membership in the FONPL.

##### Section 2. Membership Fees

Membership fees are established by vote of the FONPL membership and are payable upon application for membership. Dues are renewable at the beginning of the calendar year, January 1 to December 31.

#### Article IV. "Membership" defined/Working Calendar/Voting

##### Section 1. "Membership" Defined

For purposes of voting, heretofore, the term "membership" shall refer to the members presented at any FONPL meeting for which there is a quorum.

##### Section 2. FONPL Working Calendar

For purposes of the election of officers and conduct of FONPL business, the FONPL working calendar will be considered to be September 1 of one year, through August 31 of the next year. Unless additional meetings are called by the President or two (2) other officers, all business will be conducted in the months of September, October, November, January, February, March, April, and May, during the FONPL Working Calendar Year.

### Section 3. Nominating Committee

The President will appoint a nominating committee in April of a given FONPL calendar year. This committee will be responsible for the selection of a slate of officers to be presented to the membership in May of that same FONPL calendar year. Additional nominations may be made from the floor during the May meeting, providing the nominee has consented to be nominated.

## Article V. Governance

### Section 1. Officers/Board of Directors

All officers/at large representatives of the FONPL shall be members of the Friends organization. The officers shall be the President, Vice President, Secretary, and Treasurer. The FONPL Board of Directors shall be made up of these four officers and four (4) other representatives at large, to be elected by the membership. All members of the FONPL Board of Directors shall serve without compensation or pay.

### Section 2. Terms of Office

Officers serve for one (1) year, with the renewal of terms subject to the will of the membership by a majority vote. Representatives at large serve for two (2) years and their terms may be renewed similarly.

### Section 3. Officer Duties

#### President

1. To give direction and leadership to the FONPL organization;
2. To name standing and special committees and select chairmen and members of the various committees;
3. To call meetings and preside;
4. To maintain communication with the parish library.

#### Vice President

1. The duties of the Vice President will be to serve as President if the President is absent.

#### Secretary

1. The Secretary, or their designee, shall attend all FONPL meetings and record all votes and the minutes of all proceeding, in a book to be kept for that

purpose. The Secretary shall give, or cause to be given, notices of all regular and special meetings of the FONPL.

#### Treasurer

1. The Treasurer shall have custody of all FONPL funds and securities, shall keep full and accurate accounts of receipts and disbursements in books belonging to the FONPL, and shall deposit all monies and other valuable effects in the name and to the credit of the FONPL in such depositories as may be designated by the FONPL Board of Directors.

#### Section 4. Vacancies

FONPL officers shall hold office until their successors are chosen and qualify in their stead. Any officers elected by the FONPL membership may be removed at any time by the affirmative vote of a majority of the membership. If an office becomes vacant for any reason, the vacancy shall be filled by the affirmative vote of a majority of the membership.

#### Article VI. Meetings

##### Section 1.

Regular meetings shall be held according to the FONPL Working Calendar as described in Article IV. Regular meetings can be held providing a quorum of the Board of Directors is present. A quorum is present when 50% of the officers (2 out of 4) and 50% of the representatives at large (2 out of 4) are present.

##### Section 2.

A special meeting of the FONPL may be called at any time by the President, or two (2) members of the Board of Directors.

#### Article VII. Disbursement of Funds

All funds will be deposited at a financial institution fully insured by the Federal Deposit Insurance Corporation. Funds disbursed will be by check, over the signature of one of the three following officers: Treasurer, Vice President, or President.

#### Article VIII. Revision or amendment of the By-Laws

The By-Laws may be amended, revised or repealed at any membership meeting by a majority vote of the membership present, provided that the proposed action is inserted in the meeting notice and agenda of the meeting.

#### Article IX. Dissolution of the FONPL

Upon dissolution of the FONPL, the surplus assets of the organization shall be disbursed to the Natchitoches Parish Library, which must be an exempt organization under Section 501(c)(3) or any future tax codes, at the time of the dissolution. Otherwise, FONPL surplus assets shall be disbursed to appropriate local government, for a public purpose.

## Article X. Rules of Order

Robert's Rules of Order (revised) will be the authority on questions of parliamentary procedure when not in conflict with the FONPL By-Laws.