

FRIENDS OF THE UPPER MORELAND FREE PUBLIC LIBRARY

109 Park Ave. Willow Grove, PA 19090

**BYLAWS**

**ARTICLE I: NAME**

The name of this organization shall be **Friends of the Upper Moreland Free Public Library (Friends)**.

**ARTICLE II: OBJECTIVES**

The objectives of the organization shall be as follows:

1. To engage in fund-raising activities for the benefit of the Upper Moreland Free Public Library.
2. To promote public support for the Upper Moreland Free Public Library, and focus public attention on library services, facilities, and needs.
3. To encourage volunteers to assist the library and the Friends in their programs and activities.
4. To maintain a cooperative relationship with the library board of trustees and the library director.

**ARTICLE III: MEMBERSHIP**

**Section 1.** Membership in the organization shall be open to all interested persons.

**Section 2.** Application for membership, accompanied by dues for one year, shall be submitted to the treasurer or to the chairperson of the membership committee.

**Section 3.** The annual dues shall be determined by the executive board.

**ARTICLE IV: THE EXECUTIVE BOARD**

**Section 1.** Members of the executive board must be members in good standing of the Friends.

**Section 2.** The elected officers of the organization, up to four members at large elected from the Friends membership, and the chairpersons of the standing committees shall constitute the Executive Board. A liaison member of the board of Trustees of the Upper Moreland Free Public Library and the library director are ex-officio, non-voting members of the executive board.

**Section 3.** The elected officers shall have general supervision of the affairs of the organization between its executive board meetings and shall perform such other duties as are specified in these bylaws.

**Section 4.** No employee of the Upper Moreland Free Public Library or member of the library board of trustees shall serve as a voting member of the Executive Board.

## **ARTICLE V: OFFICERS AND THEIR DUTIES**

**Section 1.** The officers shall be president, vice president, secretary, and treasurer. The term for each office shall be three years. No person shall serve for more than two consecutive three-year terms in a specific office. No person shall hold more than one office at any one time.

a. The president shall preside at all general membership and Executive Board meetings of the organization, shall appoint ad hoc committees, and shall assume such other duties as may be requested by the organization. The President shall also be an ex-officio member of all committees except the Nominating Committee. In any vote within the organization, the President shall not vote, except in case of a tie. The President or his/her designated alternate shall meet with the Library Board of Trustees no less than quarterly for the purpose of keeping the Library Board informed of the activities of the organization.

b. The vice president shall assume the duties of the president in the event of the absence of the President, and shall perform such other duties as may be requested by the executive board.

c. The secretary shall keep a correct record in the minutes of all general membership and executive board meetings; shall notify all members of any change in dates of meetings; shall notify all members in advance of any special meetings; and shall perform such other duties as requested by the executive board.

d. The treasurer shall receive all funds of the organization and deposit them in an account approved by the Executive board. The treasurer shall invest funds in a prudent manner in the name of the Friends of the Upper Moreland Free Public Library.

Two signatures shall be required on all checks.

The treasurer, president, vice president, and secretary shall all have authority to sign checks.

A report by the treasurer shall be given at each general membership and executive board meeting and an annual report shall be given in writing at the end of the fiscal year.

An annual audit of the financial records of the Friends of the Upper Moreland Free Public Library shall be conducted and submitted to the executive board.

**Section 2.** The library director of the Upper Moreland Free Public Library shall serve in an advisory capacity. He/she may attend any of the Friends meetings or may send a

designated alternate. He/she will not have a vote and may not be a member of the Nominating Committee.

**Section 3.** Liability of executive board members. A member of the executive board of the Friends of the Upper Moreland Free Public Library shall not be personally liable for monetary damages for any action taken, or any failure to take any action unless he/she has breached or failed to perform the duties of his/her office as provided for under Section 8363 of the Pennsylvania Directors' Liability Act and the breach or failure to perform constitutes self-dealing, willful misconduct or recklessness. Any appeal, amendment, or modification of the section shall be prospective only and shall not increase, but may decrease an executive board member's liability with respect to actions or failure to act occurring prior to such change.

## **ARTICLE VI: COMMITTEES**

The Standing Committees of the Friends of UMFPL are:

**Section 1.** The Fund-raising Committee shall oversee fund-raising projects and events, the proceeds of which shall be used to finance expenditures approved by the executive board.

**Section 2.** The Membership Committee shall enroll members and keep a record of their names addresses, telephone numbers, e-mail addresses, and contributions.

**Section 3.** The Publicity Committee shall inform the members and the public of the activities of the organization.

**Section 4.** ad hoc committees, shall be appointed by the president as the organization or the executive board deems necessary to carry on the work of the organization. The president and the library director will be ex-officio members of all committees except the nominating committee.

**Section 5.** Committee reports may be presented at executive board meetings.

## **ARTICLE VII: ELECTIONS**

**Section 1.** A Nominating Committee, consisting of at least three members designated by the president shall be required to nominate one or more members for each office.

**Section 2.** The Nominating Committee will present the slate to be voted on at the annual meeting of the general membership. Additional nominations will be accepted from the floor.

**Section 3.** The elections will be held at the general membership meeting and the candidates for each of the respective offices receiving the highest number of votes from the paid-up members present shall be considered elected. Duly elected officers shall

assume the duties of their offices January 1st. If only one candidate for each office has been nominated, the slate will be accepted unanimously by public acclamation.

**Section 4.** All vacancies existing in the elected officers of the executive board from any cause other than expiration of the term shall be filled by a majority vote of the remaining members of the executive board. A person so elected shall hold office for the unexpired portion of the one whom he/she succeeds.

## **ARTICLE VIII: MEETINGS**

**Section 1.** A general membership meeting shall be held at least once a year, the date to be determined and announced at least two weeks in advance.

**Section 2.** The executive board meets at least six (6) times during a calendar year.

**Section 3.** The president, stating the business to be transacted, may call special meetings.

**Section 4.** A majority of the voting members of the executive Board constitute a quorum for board meetings.

**Section 5.** All votes shall be by simple majority of the members present at a general membership meeting.

## **ARTICLE IX: FINANCES**

**Section 1.** The funds of the Friends of the Upper Moreland Free Public Library shall be raised by dues through an annual membership campaign, by specific fund-raising events, by gifts of real and personal property, and by application for private and public grants. These funds shall be used exclusively in the furtherance of the objectives stated in Article II.

**Section 2.** – The majority of the funds collected on an annual basis by the Friends of the Upper Moreland Library shall be dispersed to the library. However, a reserve fund may be accumulated for major library projects.

**Section 3.** The fiscal year shall begin on January 1st and end on December 31st of each year.

**Section 4.** The financial affairs shall comply with the Internal Revenue Code. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers or other private person. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1968 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

#### **ARTICLE X: AMENDMENTS**

**Section 1.** These bylaws can be amended at any general membership meeting of the organization by a two-thirds vote of the members present, provided that the amendment has been announced 30 days in advance.

**Section 2.** Any changes in the regulations of Upper Moreland Township or of the Library Board affecting these bylaws shall automatically change herein anything that may be conflicting.

#### **ARTICLE XI: PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of *Robert's Rules of Order, Modern Edition*, shall govern the organization in all cases in which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the organization may adopt.

#### **ARTICLE XII: DISSOLUTION**

In case of the dissolution of the organization, all funds and properties, after payment of all just debts, shall be donated to the Upper Moreland Free Public Library.