

Friends of Ridgefield Community Library Bylaws

ARTICLE I

Name of Organization

The name of this organization shall be Friends of Ridgefield Community Library.

This organization shall be affiliated with, and operate under the umbrella of, the Fort Vancouver Regional Library (FVRL) Foundation. The FVRL Foundation is a 501(c)(3) public charity, registered as a not-for-profit corporation with the Internal Revenue Service (IRS) and the State of Washington. The Friends of Ridgefield Community Library will conduct their business under FVRL Foundation's IRS identification number (91-1456753) and comply with all federal and state laws that apply to nonprofit organizations.

For the remainder of this document, the name of this organization shall be referred to as "the Friends."

ARTICLE II

Purpose

The purposes of this organization are as follows:

- A. To promote a positive working relationship between the citizens of the Ridgefield community and the Ridgefield Community Library, a branch of the Fort Vancouver Regional Library.
- B. To promote knowledge and to create interest in the functions of the Ridgefield Community Library.
- C. To sponsor programs, activities, and fund-raising events that conform with the general purpose of the Ridgefield Community Library.
- D. To provide leadership and volunteers to work with, support the development of, and advocate for the Ridgefield Community Library's services and resources.

ARTICLE III

Membership

Section 1: Membership in this organization shall be open to all individuals in agreement with the purposes of this association, effective with the payment of annual dues.

Section 2: Each individual shall be entitled to one vote as long as he/she is current in payment of dues. A family membership entitles two members of the same immediate family, same household, to one vote each.

Section 3: The membership shall have the option to sponsor a Junior Friends group involving young people up to the age of eighteen.

ARTICLE IV

Board of Directors and Officers

Section 1: All Board of Directors and Officers shall be members of the Friends in good standing.

Section 2: The officers of this organization shall be one President, one or more Vice Presidents, one Treasurer, and one Recording Secretary.

Section 3: Officers shall be elected by a majority vote of the membership attending the Annual meeting in December.

Section 4: The Board of Directors (hereafter referred to as “Board” or “the Board”) shall consist of the elected officers, the past president, committee chairpersons (if any), directors-at-large (if any), and the community library’s librarian. The total number of people sitting on the Board shall always be an odd number.

Section 5: All officers shall be elected for a one-year term, effective January 1.

Section 6: Officers shall be nominated by the President with the consent of the Board at the October Board meeting. The President shall not nominate any person who does not consent to such nomination. The slate of officers for the upcoming year will be presented to the membership at the November General meeting. Additional nominations may be made from the floor during the November General meeting with the consent of the nominee. Voting shall be conducted via ballot.

Section 7: Vacancies occurring on the Board shall be filled for the unexpired term by a majority vote of the members in attendance at the General meeting during which the vote is taken.

ARTICLE V

Duties of Officers

Section 1: The President shall:

- A. Supervise all activities of the organization.
- B. Execute all instruments in its behalf.
- C. Preside at all meetings of the membership.
- D. Call Board and Special meetings as deemed necessary.
- E. With the consent of the Board, appoint committee chairs, directors-at-large, corresponding secretaries, and/or stewards and oversee their activities.
- F. Be a member of all committees.
- G. Annually nominate officers.
- H. Prepare a brief annual report to include information on the activities of the past year, and present said report at the Annual meeting.
- I. Perform other duties inherent in such office.

Section 2: The Vice President shall:

- A. Preside for the President in his/her absence.
- B. Perform other duties as the President may direct.

Section 3: The Recording Secretary shall:

- A. Keep the minutes of Board, General, Annual, and Special meetings and distribute them to all Board members within two weeks of each meeting.
- B. Develop and maintain an archive of all original documents generated by the Friends each year.

C. Perform such other duties as are customary with the office of Secretary.

Section 4: The Treasurer shall:

- A. Be the chief financial officer of the organization.
- B. Receive and be accountable for all funds.
- C. Pay all obligations incurred by the organization when payment is directed by either a majority vote of members at a General meeting or by the Board. All financial transactions over \$1000 shall require the signature of any two of the following officers: Treasurer, President, or Vice President.
- D. Maintain and balance bank accounts and depositories designated by the Board of Directors.
- E. Regularly provide financial reports during General, Board, Annual and Special meetings.
- F. Annually participate in an audit of the financial records.
- G. Perform such other duties as the Board may from time to time prescribe.
- H. Should the Treasurer be unable to fulfill her/his duties, the President or Vice President shall assume the duties of the Treasurer until such time that the Treasurer is able to resume his/her duties or another Treasurer is selected in accordance with election procedures described in Article IV, Section 7.

ARTICLE VI

Duties of Standing Committees

Section 1: Committee Chairs shall:

- A. Initiate essential tasks under the direction of the Board of Directors.
- B. Organize committees to carry out such tasks under Board-approved procedures.
- C. Report on committee activities on a monthly basis at General meetings.

ARTICLE VII

Meetings

Section 1: All meetings shall be open to the public except for Board meetings.

Section 2: Board Meetings

Board meetings shall be called at the discretion of the President.

Section 3: General Meetings

General meetings of the membership shall be held monthly on a date mutually agreed upon by the Friends. Advance notice will be posted in the library, on the Friends' website, on the Friends' Facebook page, and a notice will be sent via email.

Section 4: Special Meetings

Special meetings of the membership may be called at any time by the President or a majority of the Board provided the general membership is notified in advance at least five days prior to the meeting.

Section 4: Annual Meeting

The Annual meeting will be held in December, when officers shall be elected by the majority vote of the membership in attendance.

Section 5: Quorum

At any meeting of the membership, the presence of the President or Vice President and four members shall constitute a quorum.

ARTICLE VIII

Bylaws

These bylaws shall be reviewed annually in January by the Board.

ARTICLE IX

Amendments

These bylaws may be amended by two-thirds vote of the majority of the members present at a General meeting or Special meeting provided the general membership has been notified of the vote through normal channels at least two weeks prior to the meeting at which the vote will occur.

ARTICLE X

Finances and Liability

Section 1: Monies received from memberships, projects, gifts, and memorials will be used to further the purposes of the organization.

Section 2: All funds of the organization shall be deposited on a timely basis to the credit of the organization in such banks as the Board of Directors may select.

Section 3: All expenditures from these funds shall be approved by members attending the General meeting at which the request is made.

Section 4: The fiscal year shall be from July 1 through June 30 of each year.

Section 5: No dividends shall be paid and no part of the income of this organization shall be distributed to its members, directors, or officers.

Section 6: No member of the organization shall be liable except for their personal unpaid dues, and no personal or financial liability shall in any event be attached to any member of the organization in connection with any of its undertakings.

ARTICLE XI

Dues Structure

Section 1: The annual membership year begins on January 1 and ends on December 31.

Section 2: Dues to renew membership shall be payable annually by January 31.

Section 3: Dues shall be:

Friend (over age 18)	\$10.00
Family	\$15.00
Junior Friend (up to age 18)	\$5.00
Business & Organization	\$50.00
Benefactor	\$100.00+
Lifetime (per member)	\$200.00

ARTICLE XII

Dissolution

Section 1: Announcement of the Friend's intention to voluntarily dissolve the organization must be made by the President on behalf of the Board at a General meeting of the membership and must be distributed through appropriate channels to the general membership. Notice of the meeting to vote on voluntary dissolution must be given to the membership at least 60 days prior to the vote. A vote to dissolve the organization shall require a vote of at least two-thirds of the members present at the meeting.

Section 2: Involuntary dissolution of this organization shall occur by declaration of the Board and announced in writing to the membership, Library, Foundation, and District. Involuntary dissolution shall be considered under only these circumstances: this organization no longer fulfills its stated mission and/or lack of member attendance/participation at General, Board, Annual or Special meetings and Friends' events.

Section 3: Should the organization be dissolved, either voluntarily or involuntarily, it shall be liquidated in accordance with all applicable laws of the State of Washington, and after all debts, obligations and liabilities of the Friends have been paid, satisfied, and discharged, all money and property constituting the residual asset of the Friends shall be transferred and delivered to the Fort Vancouver Regional Library (FVRL) Foundation.