

**FRIENDS OF THE WASHINGTON COUNTY LIBRARY  
201 EAST THIRD STREET  
PLYMOUTH, NORTH CAROLINA 27962  
252-793-2113**

**DRAFT NO. 3**

**CONSTITUTION AND BYLAWS OF FRIENDS OF THE  
WASHINGTON COUNTY LIBRARY**

**Article I – Name**

The name of this organization shall be Friends of the Washington County Library.

**Article II – Purpose**

The Friends of the Washington County Library shall be a non-profit organization whose purpose is to assist the mission of the library through an association of persons, businesses and organizations interested in focusing public attention on the library and its resources and to stimulate use of library resources and services through volunteer services, fund raising and promotional activities.

**Article III– Procedures of Operation**

Section 1. Notwithstanding any other provision of these articles, this organization is not to carry on any other activities not permitted by (a) a corporation exempt from Federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law or (b) a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 or any other corresponding provisions of any future United States Internal Revenue Law.

Section 2. No part of the organization's net earnings is to benefit any member, official or individual. [See Section 501 (a) (3) of Internal Revenue Code 1952, as amended.] No substantial part of the organization's activities is to be carrying on of propaganda or otherwise attempting to influence legislation. The organization does not participate or intervene in any political campaign on behalf of candidates for political office.

Section 3. In the event of dissolution of this organization, and prior to the completion thereof, all liabilities and obligations are to be satisfied and discharged. The residual assets are to be turned over to one or more organizations which are exempt as organizations described in 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1954 and in corresponding sections of any prior or future Internal Revenue Code or to the Federal, State, or Local government for exclusive public purpose.

#### **Article IV – Address**

The address of the organization shall be the same as the Washington County Library.

#### **Article V – Membership**

Section 1. Membership shall be open to all individuals, businesses and organizations interested in the purpose of this organization.

Section 2. There shall be seven categories of membership, namely: student, individual, family, sustaining, donor, sponsor and life. Annual dues for each category of membership shall be for the organization's fiscal year and shall be determined by the membership at the annual meeting upon the recommendation of the Board of Directors.

Section 3. Each member shall be entitled to one vote.

Section 4. Charter members of the organization shall be those who become members during the first fiscal year.

#### **Article VI – Officers and Directors**

Section 1. The governing body of this organization shall be a Board of Directors elected by the membership and composed of a President, a Vice-President, a Secretary and a Treasurer, chairs of standing committees and four additional Directors. (The immediate past president of the organization, if there is one, shall be one of these Directors.) The four officers shall constitute the Executive Committee. The Librarian of the Washington County Library shall serve on the Board of Directors and Executive Committee in an ex-officio capacity.

Section 2. Officers and other members of the Board of Directors shall be nominated by a Nominating Committee appointed by the President or Board prior to the annual meeting. Names of consenting nominees are submitted to the general membership at the annual meeting. Additional nominations may be taken from the floor provided nominees have given consent.

Section 3. All officers, chairs of standing committees and directors shall be elected for a term of one year.

Section 4. Officers and other members of the Board of Directors shall assume their duties at the close of the annual meeting electing them.

Section 5. Vacancies shall be filled by appointment of the President with consent of the Board. Appointees shall serve until the next annual meeting.

### **Article VII – Duties of Officers**

Section 1. President: To provide leadership for the organization, to preside over all meetings and to appoint committees; shall be an ex-officio member of all committees.

Section 2. Vice-President: To perform the duties of the President in the absence of the President and to assist the President in implementing programs and ideas; shall serve as chair of the Nominating Committee.

Section 3. Secretary: To record the attendance at and minutes of all Board and Executive Committee meetings, to keep the minutes of annual meetings, to keep a current roster of all organization members and their addresses, to notify members of the time and place of meetings, and to conduct the correspondence of the organization.

Section 4. Treasurer: To keep and maintain financial records of the organization and to disburse all funds, such disbursement having been approved by the President and/or the Board, and to acknowledge all financial contributions.

### **Article VIII – Board of Directors**

Section 1. The Board of Directors shall conduct the affairs of the organization. It directs the disbursement of funds for any major amount. It has the authority to establish committees consistent with the purposes and plans of the organization. The Executive Committee shall conduct any affairs of the organization arising between Board meetings as well as any assignments from the Board.

Section 2. The Board shall meet regularly as determined by the Board. A member's prolonged absence from regularly scheduled meetings may be cause for dismissal from the Board. Special meetings of the Board and/or Executive Committee may be called by the President at any time. Members of the Board may request that the President call a special meeting of the Board.

Section 3. A majority of the Board shall constitute a quorum.

Section 4. Individual members of the membership are encouraged to attend Board meetings to bring up matters of interest to the organization.

### **Article IX – Standing Committees**

Section 1. Standing committees shall consist of the membership committee, finance committee, program development/coordination committee and publicity/public relations committee.

Section 2. Duties:

- a. The membership committee shall promote membership and develop community drives to enlarge the general membership.
- b. The finance committee shall seek to raise funds to support the programs and activities of the organization and the Library through fundraisers, gifts, grants and other available opportunities.
- c. The program development/coordination committee shall develop and coordinate programs of interest to the membership and to promote the use of library resources and facilities.
- d. The publicity/public relations committee shall create and carry out publicity activities designed to promote and assist programs and other organizational activities such as membership drives.

Section 3. The chairs of the above-named committees may select committee members from the general membership.

Section 4. Copies of records and official correspondence of the standing committees and any other committees are to be filed with the Secretary.

### **Article X – Meetings**

Section 1. The date of the annual membership meeting shall be determined by the Board; it shall be held before the end of the fiscal year. Members are to be notified at least two weeks prior to the event.

Section 2. The members present at any meeting of the membership shall constitute a quorum.

Section 3. A simple majority shall constitute a quorum for the Board of Directors and Executive Committee.

Section 4. Individual and corporate memberships are entitled to one vote each. Family memberships may cast votes equal to the number of persons residing in the household and present at the meeting. Memberships must be current to be eligible to vote at the annual meetings.

Section 5. The President shall call a special meeting of the general membership upon receipt of a petition signed by twenty-five percent of the membership (voting members).

### **Article XI – Finance**

Section 1. The organization's fiscal year shall begin October 1 and end September 30 of the following year.

Section 2. All dues shall be due and payable in September for the forthcoming fiscal year.

Section 3. Memorial contributions and other financial donations shall be acknowledged by the Treasurer.

Section 4. The organization shall conduct an annual audit for the safekeeping and control of its physical assets and accounting procedures. An audit committee composed of the organization’s officers shall meet during the month following the end of the fiscal year to review that year’s financial records. A written report summarizing the audit signed by all officers conducting the audit shall be submitted to the Board for its review and approval.

Section 5. All funds shall be deposited to the account of the “Friends of the Washington County Library” at a local financial institution and shall be disbursed by the Treasurer upon authorization of the Board. Should the organization be dissolved, any remaining funds shall be turned over to the Washington County Library.

Section 6. No member of this organization shall be held personally liable in connection with any of its undertakings.

Section 7. No member of the Board of Directors or members of the organization shall have any authority to enter into contracts, borrow money, or incur any indebtedness or liability in the name of, or on behalf of, the organization without Board authorization.

**Article XII – Amendments**

Amendments to this Constitution and Bylaws may be made at any meeting of the general membership by two-thirds of those present and voting. Notification in writing of the proposed amendments must be made available to the membership and included in the notice of the membership meeting.

**Article XIII – Parliamentary Procedure**

Robert’s Rules of Order, Newly Revised Edition, shall prevail when not in conflict with the Constitution and Bylaws. The President may appoint a parliamentarian to assist in conducting orderly meetings.

Adopted: \_\_\_\_\_

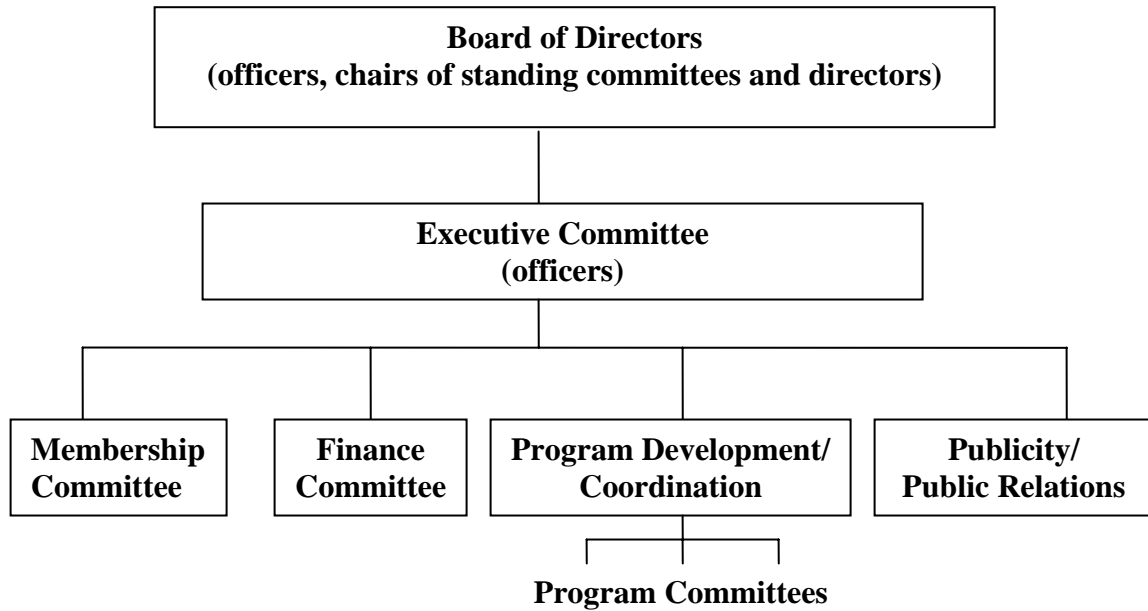
\_\_\_\_\_  
Acting Chair

\_\_\_\_\_  
Acting Secretary

Appendix to  
Constitution and Bylaws

DRAFT NO. 3

## FRIENDS OF THE WASHINGTON COUNTY LIBRARY



- Board of Directors\*
- President
  - Vice-President
  - Secretary
  - Treasurer
  - Chairs, Standing Committees
    - Membership
    - Finance
    - Program Development/Coordination
    - Publicity/Public Relations
  - Director (Past President, if one)
  - Director
  - Director
  - Director
  - Librarian (ex-officio)

\*Positions are filled from the membership by election at the annual membership meeting with vacancies filled by the Board of Directors.

Appendix to  
Constitution and Bylaws

## **FRIENDS OF THE WASHINGTON COUNTY LIBRARY**

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### Categories of Membership

Student	\$5
Individual	\$15
Family	\$25
Sustaining	
Individual	\$25
Family	\$50
Donor	\$100
Sponsor	\$300
Life	\$500