

BYLAWS

FRIENDS OF THE MOLINE PUBLIC LIBRARY FOUNDATION

Our Mission: The Friends of the Moline Public Library Foundation is a non-profit organization dedicated to the support and promotion of the Moline Public Library, its programs, materials, and services.

ARTICLE I. GENERAL

Sec. 1. PRINCIPAL OFFICE. The principal office of the Friends of the Moline Public Library Foundation (Friends) in the State of Illinois shall be located in the City of Moline, County of Rock Island. The Friends may have such other offices, either within or without the State of Illinois, as the board of directors may determine or as the affairs of the corporation may require from time to time.

Sec. 2. PURPOSE. The purposes of the Friends shall be as follows:

1. The purpose for which the Friends is organized, is for a charitable, educational, religious, or scientific purpose within the meaning of section 501(C)(3) of the Internal Revenue Code;
2. More specifically the purposes for which the Friends is organized are:
 - (A) To maintain a group of persons interested in books and libraries.
 - (B) To organize, sponsor and maintain a program for providing independent financial support for the Moline Public Library.
 - (C) To focus public attention on the library.
 - (D) To conduct fund raising events and to collect and solicit gifts, bequests, grants and devises of property of any kind, whether real or personal for the use and benefit of the Moline Public Library.

Sec. 3. TAX EXEMPT STATUS. The board of directors shall make all reasonable efforts to keep the Friends qualified as a tax exempt organization under the appropriate section(s) of the United States Internal Revenue Code as amended and revised from time to time.

ARTICLE II. FRIENDS

Sec.1. ELIGIBILITY. All persons or businesses interested in the services of the Moline Public Library and the purposes of this organization as set forth in Article I, Sec. 2., shall be eligible to become a Friend of the Moline Public Library Foundation upon payment of specified dues. A Friend is entitled to attend General Membership Meetings, be elected to the Board of Directors, make nominations, serve on committees, enjoy special privileges granted through membership and general exercise the right of full membership.

Sec. 2. CLASSES AND DUES. There shall be the following classes of Friends and dues accordingly:

| Classes of Membership | Annual Dues |
|------------------------------|--------------------|
| Member | \$5.00 - \$49.00 |
| Associate | \$50.00 - \$99.00 |
| Partner | \$100 or more |

Dues shall become due on January 1 of each year.

Sec. 3. VOTING RIGHTS. Each Friend or in the case of a business, its representative, shall be entitled to one vote on each matter submitted to a vote of the Friends. Each member of a family shall be treated as an individual for voting purposes.

ARTICLE III. MEETING OF FRIENDS

Sec. 1. ANNUAL MEETING. An annual meeting of the Friends shall be held at such time and place as may be determined by the board of directors. The purpose of the annual meeting shall be for the election of directors and such other business as may come before the meeting.

Sec. 2. SPECIAL MEETINGS. Special meetings of the Friends may be called by the President, the board of directors, or one-fifth of the Friends currently entitled to vote. If called by the Friends, such notice of special meeting shall be in writing, signed by one-fifth of the Friends currently entitled to vote, and the notice shall be delivered to the

secretary of the Friends and shall include the specific topic or topics to be covered in the meeting.

Sec. 3. PLACE OF MEETING. The board of directors may designate any place within or without the City of Moline for the annual or special meeting.

Sec. 4. NOTICE OF MEETING. Written notice stating the place, date and hour of any meeting of the Friends shall be delivered by mail to each Friend entitled to vote at such meeting at least ten (10) but not more than thirty (30) days prior to the date designated for such meeting. In case of a special meeting, the purpose or purposes for which the meeting is called shall be stated in the notice and only the purpose or purposes stated in the notice may be voted upon at such special meeting. Notice of the meeting whether annual, regular or special, may be placed in a newspaper of general circulation in the section usually reserved for notice of meetings. If notice is to be published it must be done not less than ten (10) but not more than thirty (30) days prior to the date of the meeting. The date, time, and place should be posted in the Bookstore.

Sec. 5. QUORUM. The Friends present at any annual, regular or special meeting of the Friends shall constitute a quorum for the purposes of that meeting.

Sec. 6. PROXY. At any meeting of Friends, no member shall be allowed to vote by proxy.

ARTICLE IV. BOARD OF DIRECTORS

Sec. 1. GENERAL POWERS. The affairs of the Friends shall be managed by its board of directors. Directors need not be residents of the State of Illinois, but must be members of the Foundation.

Sec. 2. NUMBER, TENURE, AND QUALIFICATIONS. The number of directors shall be not less than five (5) or more that thirteen (13). The director of the Moline Public Library shall be an ex-officio director, and the immediate past president of the Friends shall also be an ex officio director. Each of the regular directors shall hold office for the period of a year or until the next annual meeting. A director may hold consecutive terms of office.

Sec. 3. TIME AND PLACE OF REGULAR MEETINGS. A regular meeting of the board of directors shall be held without other notice than this bylaw, in the Moline

Public Library. Normally the board meeting is held the second Monday of the month at 4:30 p.m.

Sec. 4. SPECIAL MEETINGS. Special meetings of the board of directors may be called by or at the request of the president or any two directors.

Sec. 5. NOTICE OF SPECIAL MEETINGS. Notice of any special meeting of the board of directors shall be given at least forty-eight (48) hours prior by written or electronic notice.

Sec. 6. QUORUM. A majority of the board of directors present shall constitute a quorum for the transaction of business in any meeting of the board.

Sec 7. VACANCIES. Any vacancy occurring in the board of directors and any directorship, to be filled by reason of increase in number of directors, may be filled by the affirmative vote of a majority of the remaining directors.

Sec. 8. COMPENSATION. Directors shall not receive any salaries for their services in that capacity.

Sec. 9. INFORMAL ACTION BY DIRECTORS. Any action required to be taken at the meeting of directors, or any action which may be taken at a meeting of directors, may be taken without a meeting if a consent in writing, electronically and/or verbally setting forth the action so taken.

ARTICLE V. OFFICERS

Sec. 1. OFFICERS. The principal officers of the Friends shall be a president, a vice president, a secretary and a treasurer. The board of directors may elect or appoint such other officers as they deem necessary by the same person except the offices of president and secretary. A member of the staff of the Moline Public Library, although neither an officer or a board member, shall be the liaison between the library and the Friends.

Sec. 2. ELECTION AND TERM OF OFFICE. The principal officers of the Friends shall be elected annually by the board of directors from among the board of directors at their regular annual meeting. New offices may be created and filled at any meeting of the board of directors until his or her successor shall be duly elected and qualified.

Sec. 3. REMOVAL. Any officer elected or appointed by the board of directors may be removed by majority vote of the board of directors in office whenever in its judgment the best interest of the Friends would be served thereby.

Sec. 4. VACANCIES. A vacancy in any office may be filled by the board of directors for the unexpired portion of the term.

Sec. 5. PRESIDENT. The president shall be the principal executive officer of the Friends and shall supervise and control all of the business and affairs of the organization. The president shall preside at all meetings of the members of the board of directors. The president may sign, with the secretary or any other officer of the Friends, a document to be executed or authorized unless otherwise delegated or required.

Sec. 6. VICE PRESIDENT. In the absence of the president, the vice president shall perform the duties of the president. The vice president shall perform such other duties as from time to time may be assigned to the vice president by the president or by the board of directors.

Sec. 7. TREASURER. As required by the board of directors, the treasurer shall give a bond for the faithful discharge of his duties in such sum and with such surety as the board of directors shall determine, be responsible for all funds and securities of the Friends, accept on behalf of the Friends any gift consistent with the purposes of the organization, receive and give receipts for monies due and payable to the Friends from any source whatsoever, and deposit all such monies in the name of the Friends in such banks or other depositories as shall be selected by resolution of the board of directors; and perform all the duties incident to the office of treasurer and such other duties as from time to time may be assigned to him by the president or the board of directors.

Sec. 8. SECRETARY. The secretary shall keep the minutes of meetings of the members and of the board of directors; see that all notices are duly given in accordance with the provisions of these bylaws or as otherwise required, be custodian of the records of the Friends and such other duties as from time to time may be assigned to the secretary by the president or by the board of directors.

ARTICLE VI. COMMITTEES

Sec. 1. APPOINTMENT TO COMMITTEES. The president shall appoint to standing committees and all ad hoc as necessary.

Sec. 2. STANDING COMMITTEES. Standing committees shall be:

MEMBERSHIP – Shall receive and consider all applications for prospective Friends. They shall be responsible for collecting dues. They shall keep a register of the membership. They shall present at each regular meeting a list of new Friends. The treasurer shall be a permanent member of this committee.

PUBLICITY – Shall be responsible for notifying the public of upcoming events and furthering the public awareness of the services provided by the library. Additional committees may be formed as deemed necessary by the president of the board.

Sec. 3. EX OFFICIO MEMBER. The president of the board of directors shall be an ex officio member of each committee.

ARTICLE VII. CHECKS AND DEPOSITS

Sec. 1. CHECKS, DRAFTS, ETC. Checks, drafts, or other orders for payment of money drawn on accounts of Friends of the Moline Public Library Foundation shall be signed by any of the following: President, Vice President, Secretary or Treasurer.

Sec. 2. DEPOSITS. All funds of the Friends of the Moline Public Library Foundation not otherwise employed shall be deposited from time to time to the credit of the Friends of the Moline Public Library Foundation in such banks, trust companies or other depositories as the board of directors may select.

ARTICLE VIII. BOOKS AND RECORDS OPEN TO FRIENDS

Sec. 1. BOOKS AND RECORDS OPEN TO MEMBERS. All books and records of the Friends may be inspected by any member at any reasonable time.

ARTICLE IX. FISCAL YEAR

Sec. 1. FISCAL YEAR. The fiscal year of the Friends shall begin the first day of January.

ARTICLE X. DUES

Sec. 1. ANNUAL DUES. The board of directors may determine from time to time by resolution the amount of annual dues payable to the Foundation by Friends of each class.

Sec. 2. PAYMENT OF DUES. Dues shall be payable in advance on the first day of January in each fiscal year.

Sec. 3. DEFAULT AND TERMINATION OF FRIENDSHIP. When any Friend of any class shall be in default in the payment of dues for any period, his or her membership shall automatically terminate, provided however that his or her membership shall also automatically be reinstated upon payment of such dues.

ARTICLE XI. SEAL

This Friends shall not have a seal.

ARTICLE XII. INUREMENT OF INCOME

All net income of the Friends of the Moline Public Library Foundation shall be used for the support of the Moline Public Library except that the Friends shall be authorized with the power to pay reasonable compensation for services rendered. Library support includes the purchase of materials as well as the provision of funds required to present programs and other items as determined by the board. None of the funds of the Friends of the Moline Public Library Foundation shall inure to the benefit of its directors, officers or Friends.

ARTICLE XIII. LEGISLATIVE OR POLITICAL ACTIVITIES

No substantial part of the activities of the Friends shall be carrying on of propaganda or otherwise constitute and attempt to influence legislation, and the Friends shall not participate in or intervene in (including publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

ARTICLE XIV. DISSOLUTION CLAUSE

Upon the dissolution of the Friends, the board of directors shall, after paying or making provision for the payment of all the liabilities of the organization, dispose of all the assets of the Friends exclusively for the purposes of the Friends, or to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization under Section 501(C)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law) as the board of directors shall determine disposed of shall be disposed of by the District Court of the county in which the principal office of the Friends has been located, exclusively for such purposes or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XV. AMENDMENT TO BYLAWS

Amendment to the bylaws of the Friends shall be made by the following procedure:

1. Suggested amendments to these Bylaws or Articles of Incorporation may be made by the officers, directors, or members.
2. A committee to draft proposed amendments shall be formed at the discretion of the board of directors.
3. The committees' proposal shall first be adopted by the directors at a regular meeting.
4. After board approval, the proposed amendments shall be available in writing at the Bookstore or electronically on the website.
5. Following approval of the amendments to the Articles of Incorporation, by the board of directors and the Friends that amendments shall be filed with the proper State and county agencies as required.
6. Bylaws shall be reviewed biannually on even years.

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