



**FRIENDS OF THE BOYLE COUNTY PUBLIC LIBRARY, INC.  
(FOTL)  
BYLAWS**

**ARTICLE I—TITLE**

The name of this organization shall be the Friends of the Boyle County Public Library, Inc.

The principal location shall be at 307 West Broadway Street; Danville, Kentucky.

**ARTICLE II—PURPOSE**

The Friends of the Boyle County Public Library (BCPL) shall be a non-political, non-profit 501c3 organization whose purpose shall be dedicated to raising funds to supplement the library's annual budget for materials, programs, resources, and literacy initiatives in our community as well as fostering support for BCPL policies.

**ARTICLE III—MEMBERSHIP AND DUES**

Section:

- A Membership in this organization shall be open to all individuals in agreement with its purpose upon payment of annual dues.
- B Annual dues shall cover the period of one (1) fiscal year—January to December.
- C Each individual member in good standing shall be entitled to one vote at any meeting of the FRIENDS membership.
- D Each household membership shall appoint one (1) representative to vote at membership meetings.
- E All questions presented to the members for a vote shall be decided by a simple majority vote of the members present.
- F Dues for each category shall be determined annually by the board of directors prior to the annual meeting.
- G Proxy and absentee voting shall not be permitted by this organization.

## **ARTICLE IV—BOARD OF DIRECTORS**

### Section:

- A The Board of Directors shall consist of the elected officers, standing committee chairs, and the Library Director. The Library Director shall serve as an ex-officio (voting) member. The immediate Past President may serve as an ex-officio (voting) member, if so willing.
- B Directors shall serve without compensation but may be reimbursed for actual expenses incurred in the performance of their duties.
- C Directors shall serve a term of two (2) years and if willing to serve, may be re-elected without restriction to the number of terms.
- D The Board shall meet a minimum of once each fiscal quarter in addition to the Annual Meeting in the fiscal fourth quarter on dates set by the Executive Committee.
- E The Board may elect additional officers and standing committees as it deems desirable and may assign additional duties to officers as it deems appropriate.
- F All directors should treat all matters involving the organization as confidential until there is consensus for public disclosure or unless the information is a matter of public record or common knowledge.

## **ARTICLE V—OFFICERS**

### Section:

- A The officers of the Board of Directors shall be members in good standing of the Friends and shall be elected at the annual member meeting.
- B The officers of this organization shall be a president, a vice president, a secretary, and a treasurer.
- C All officers shall be members of the Executive Committee. Decisions shall be made by a simple majority of those attending a meeting.
- D The Executive Committee will manage the affairs of the organization in the interval between Board of Directors meetings.
- E Vacancies: see ARTICLE VIII, Section C.

## **ARTICLE VI—ELECTION of OFFICERS**

### Section:

- A Officers shall be nominated by a three-member nominating committee, with the vice president presiding. The current president shall not serve on this committee. The committee shall submit nominations to the Board of Directors at a regular meeting the month prior to the fourth quarter Annual Membership meeting in the fall.
- B Officers shall be elected by simple majority vote of those present at the Annual Meeting and shall serve without compensation. Additional nominations may be made from the floor at the annual meeting with the consent of the nominee.
- C Officers shall serve a two-year term beginning January 1 of the coming year. All officers may be elected for additional terms if duly qualified and nominated, if so willing.
- D A library staff member or a member of a Library Board of Directors or Trustees shall not hold an elected officer position in this organization.

## **ARTICLE VII—DUTIES OF OFFICERS**

### **PRESIDENT**

- A The president shall preside at all meetings of the organization and shall have general supervision of the affairs of the organization.
- B Be the official representative of the organization.
- C The president shall appoint all committee chairs and become an ex-officio member of all except the nominating committee.
- D Ensure the signature card for the FOTL account at Farmer's Bank is current.
- E The signature card has three signatures: Treasurer, President, and BCPL staff accountant.
- F Review all messages to the general membership.
- G Plan or delegate the planning of the annual meeting.
- H Pass along a monthly timeline of events, planning, filing deadlines, and any other important tasks to the incoming President.

Annual Meeting Membership Vote to Approve **Thursday, February 24, 2022**

**VICE PRESIDENT**

- A In the absence or disability of the president, the vice president shall perform the duties of the president and assume all the powers of the president and when so acting shall have all the powers of and be subject to all the restrictions imposed on the president.
- B Shall serve on the finance committee and nominating committees.
- C And shall perform other duties as may be assigned by the president or the Board of Directors.

**SECRETARY**

- A The secretary shall take minutes of all meetings. Prepare the written document of the minutes for distribution to the board with final review by the president.
- B Keep the most recent version of the bylaws available at all meetings and maintain the electronic files of minutes and bylaws and hardcopy files.
- C The secretary shall be responsible for keeping a current contact list of the Board of Directors and make it available to the Board and Executive Committee.

**TREASURER**

- A The treasurer shall receive all monies.
- B Ensure any monies made or awarded to the organization become property of the organization.
- C Keep a balanced account of all receipts and expenditures and present a monthly financial report to the board, the Executive Committee, at the annual meeting, and/or as requested by the president.
- D Be aware of all legal filing requirements including tax filings. Submit documents as required, meet all deadlines, and present a completed copy to the secretary for permanent record.
- E Present the annual budget to the president for a new fiscal year in the fourth quarter of the current fiscal year for presentation to the Board of Directors.
- F Update the bank account signature cards when officers change or when requested by the president.
- G Pass along a monthly timeline of events, planning, filing deadlines, electronic files, and any other important tasks and materials to the incoming treasurer.

## **ARTICLE VIII—REMOVAL and VACANCIES**

### Section:

- A A director or officer may resign at any time by written resignation to the president or the secretary.
- B Any director or officer may be removed with or without cause by a simple majority vote of the Board. Three (3) unexcused meeting absences within a twelve-month period may be grounds for removal.
- C A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, may be filled by the Board of Directors for the unexpired portion of the term,

## **ARTICLE IX—COMMITTEES**

### Section:

- A The EXECUTIVE COMMITTEE shall consist of the officers of the organization.
- B STANDING COMMITTEES shall consist of:
  - 1. Book Shop
  - 2. Finance
  - 3. Membership
  - 4. Volunteers
- C Committee Chairs are appointed by the president and then become voting members of the Board of Directors.
- D Terms for the Committee Chairs shall be two years in accord with officer terms and may be reappointed, if so willing, by an incoming president.
- E New and or additional members of any committee shall be appointed by the chair of that committee.
- F No committee member shall make any contract or incur any indebtedness, obligation or liability greater than \$100 in the name of, or on behalf of the Friends without the approval of the Board of Directors.
- G Additional ad-hoc committees shall be designated as deemed necessary with the approval of the Board of Directors. The president shall appoint a chair of specific activity committees for the duration of the committee's activity.
- H The finance committee shall be composed of the Treasurer, as chair, the Vice President, and Membership Chair. The Library Director shall be an ex-officio member.

## **ARTICLE X —MEETINGS**

### Section:

- A This organization shall hold an annual meeting for the purpose of electing officers, receiving various reports, and transacting other business.
- B The Annual Meeting shall be held within the organization's fourth fiscal quarter as determined by the Board of Directors. A notice posted in the library two weeks prior to the annual meeting shall be considered sufficient publication.
- C Special meetings may be called at any time by the Executive Committee or the president.
- D Fair notice of all meetings shall be given in writing prior to any meeting.
- E A quorum at any Board of Directors meeting shall require a minimum of five members including at least one (1) officer.
- F Voting privileges at Executive Committee meetings shall comply with the one vote per officer rule. A majority of the officers on the Executive Committee shall constitute a quorum.
- G Under special circumstances, the club may hold any event, special meeting, regular meeting, or vote of the general membership, the Board of Directors, any committee, or subcommittee entirely or in part electronically or by remote communications.

## **ARTICLE XI—FUNDS and LIABILITY**

### Section:

- A All funds shall be invested in the name of, or deposited to the account of the Friends of the Boyle County Public Library, and shall be disbursed by the treasurer or president as authorized by the Executive Committee, or as specified by terms of any gift.
- B Any and all liability of the Friends of the Boyle County Public Library shall be limited to its deposited funds.
- C No part of the organization's funds shall be used to benefit any member.
- D No purchases shall be made for the library except with the approval of the Library Director and in accordance with the policies of the governing bodies of the library.
- E Upon dissolution of this organization, any assets of the organization remaining after all legal obligations have been met shall be transferred to the Danville Library, Inc. for public purpose.

## **ARTICLE XII—AMENDMENTS**

Section:

- A These bylaws may be amended by a majority vote at any Board of Directors or Executive Committee meeting by members present and voting, PROVIDED, a written notice of the proposed amendment has been included in the notice of the meeting.
  
- B These bylaws shall be reviewed bi-annually.

## **ARTICLE XIII—BOOKS and RECORDS**

The organization shall keep complete books and records of its accounts, a list of names and addresses of the membership, and maintain minutes of all meetings and related proceedings. All books and records of the organization may be inspected by any member for any proper purpose at any reasonable time.

## **ARTICLE XIV—PARLIAMENTARY PROCEDURE**

*Roberts' Rules of Order*, (Revised), when not in conflict with these bylaws, shall govern the proceedings of this organization.

Revised March 1998  
Adopted November 1998  
Eric Mount  
Ken Snowden  
Charles Berg

Revised February 9, 2015  
Adopted October 12, 2015  
JP Brantley  
Jim Moore  
Margaret Gardiner  
Alexis Angolia  
LeeAnne McCann  
Georgia de Araujo

Revised January 22, 2022  
Adopted February 24, 2022  
Alexis Angolia  
Georgia de Araujo  
Pat Boatwright  
Deborah Cullen  
Jim Moore