

BY-LAWS  
FRIENDS OF THE LAKE GEORGE LIBRARY

ARTICLE I – NAME

The name of this organization shall be Friends of the Lake George Library, herein known as the “Friends Group.”

ARTICLE II – PURPOSE

Section 1. Purpose

- To raise public awareness in the community by planning fundraising events and other activities to support the services, needs, and programs of the Caldwell-Lake George Library.
- To enrich the cultural and educational opportunities available to the citizens served by the Caldwell-Lake George Library.

ARTICLE III – MEMBERSHIP

Section 1. Members

- Membership is open to all patrons of the library and can be renewed on an annual basis.
- Voting privileges are extended to dues-paying members.

Section 2. Meetings

- The Friends Group shall hold an Annual meeting of the membership in September or at such time as the Group may decide, with notice to the membership not later than two weeks prior to the meeting.
- The Board of Directors may call additional meetings of the members at its discretion.

ARTICLE IV – FRIENDS BOARD OF DIRECTORS

Section 1. Number, Election and Term of Office

- The Board of Directors shall consist of the Officers and three Directors elected from the membership by a majority vote of members present at the Annual Meeting and the chairs of all standing committees. President, Secretary and one Director shall be elected in even years. Vice-President, Treasurer and two Directors shall be elected in odd years.
- Terms shall be for two years from the meeting at which they were elected, and are renewable.

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#### Section 2. Nomination

- Directors and Officers shall be nominated by a nominating committee appointed by the President with the consent of the Board.
- The nominations of the committee will be included in the announcements of the Annual Meeting.
- Additional nominations of members may be made from the floor by voting members attending the Annual Meeting.
- No person may be nominated without his or her express consent.

#### Section 3. Vacancies

- Vacancies occurring on the Board shall be filled for the unexpired term by a majority vote of the remaining members of the Board.
- Any director or officer may be removed from office by a 2/3 vote of the Board for neglect of duties or excessive absences.

#### Section 4. Meetings

- The Friends Board of Directors will meet at least three times a year as scheduled by the BOD.
- Special meetings may be called by the or by at least two members of the BOD.
- Members of the BOD shall be notified of all meetings at least two weeks prior to the meeting.
- Meetings of the BOD will be open to all members of the organization.
- A simple majority of the elected BOD shall constitute a quorum for BOD meetings.
- Parliamentary procedure for all meetings of the Friends, the Board of Directors of the Friends, its committees, and any other group under its jurisdiction shall be as defined by Robert's Rules of Order (latest revised editions), unless otherwise contradicted by the By-laws.
- Annual Meeting shall be held in September at which time officers and directors will be elected per the bylaws, budget will be adopted and plans for the year set forth and any others necessary business deemed necessary. A quorum for the Annual Meeting shall be 29 % of membership.

### ARTICLE V – OFFICERS

#### Section 1. Positions

- Officers of the Friends Group shall consist of President, Vice-President, Secretary, and Treasurer.

#### Section 2. Nomination

- The nominations shall be included in the announcements of the Annual Meeting.
- Additional nominations of members may be made from the floor by members attending the Annual Meeting.

### Section 3. Duties of Officers

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- The officers shall serve a two year term, and are renewable up to a six year period.
- The officers shall perform such duties as prescribed in these By-laws and Robert's Rules of Order (latest revised edition).
- The officers will hold a Board of Directors meeting at least one time during the summer to draft "goals for the upcoming year and plan for the annual meeting in September.

#### PRESIDENT

- The President functions as the Friends Chair and shall preside at all membership and Board meetings.
- The President shall present at each annual meeting of the organization an annual report of the work of the organization.
- The President shall appoint all committees, temporary or permanent.
- The President shall see that all books, reports and certificates required by law are properly kept or filed.
- The President shall be one of the officers who may sign the checks or drafts of the organization.
- The President shall have such powers as may be reasonably construed as belonging to the chief executive of any organization.

#### THE VICE PRESIDENT

- The Vice President and treasurer in the event of an absence or inability of the President to exercise his office become acting President of the organization with all the rights, privileges and powers as if they had been the duly elected President.
- The Vice President will chair the By Laws Committee and any other duties assigned by the President

#### THE SECRETARY

- The Secretary shall keep the minutes and records of the organization in appropriate books.
- The Secretary shall provide for notice to members of this organization.
- The Secretary shall be the official custodian of the records of this organization.
- The Secretary shall present to the membership at any meetings communications addressed to them as Secretary of the organization.
- The Secretary shall submit any communication addressed to any board member of the organization.
- The Secretary shall attend to all correspondence of the organization and shall exercise all duties incident to the office of Secretary.

## THE TREASURER

- The Treasurer shall have the care and custody of all monies belonging to the organization and shall be responsible for such monies or securities of the organization.
- The Treasurer will also develop, with the BOD members the yearly budget for the organization, present it to the membership no later than July and have it presented at the Annual meeting.
- The Treasurer shall cause to be deposited in a regular business bank or trust company a reasonable amount in a checking account. Any excess shall be transferred to an investment account at the direction of the Friends Board of Directors.

## ARTICLE VI – COMMITTEES

### Section 1. Composition

- Membership on a committee shall be open to any member of the Friends of the Lake George Library.
- The Chair of each committee shall be appointed by the President with the consent of the BOD.
- Each member of the Friends Board of Directors is expected to serve on one or more committees of the Friends Group.

## ARTICLE VII – FINANCES

### Section 1. Receipts and Expenditures

- All monies received from membership, projects, gifts and memorials shall be used to further the purpose of this organization.

### Section 2. Fiscal Year

- The fiscal year shall be from September 1 through August 31.

## ARTICLE VIII – DISSOLUTION OF ORGANIZATION

In the event of dissolution, all of the remaining assets and property of the organization shall after payment of necessary expenses thereof be distributed to such organizations as shall qualify under section 501 c (3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws, or to the Federal government or State or local government for a public purpose, subject to the approval of a Justice of the Supreme Court of the State of New York.

## CLAUSES:

Notwithstanding any other provisions of these articles, the organization is organized exclusively for one or more of the purposes as specified in Section 501 c (3) of the Internal Revenue Code of 1986, and shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under IRC 501c (3) or corresponding provisions of any subsequent tax laws.

No part of the net earnings of the organization shall inure to the benefit of any member, trustee, director, officer of the organization, or any private individual (except that reasonable compensation may be paid for services rendered to or for the organization), and no member, trustee, officer of the organization or any private individual shall be entitled to share in the distribution of any of the organization's assets on dissolution of the organization.

No substantial part of the activities of the organization shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by IRC 501(h)) or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of or in opposition to any candidates for public office.

In any taxable year in which the organization is a private foundation as described in IRC 509 (a), the organization shall distribute its income for said period at such time and manner as not to subject it to tax under IRC 4942, and the organization shall not (a) engage in any act of self-dealing as defined in IRC 4941 (d), (b) retain any excess business holdings as defined in IRC 4943 (c), (c) make any investments in such a manner as to subject the organization to tax under IRC 4944, or (d) may any taxable expenditures as defined in IRC 4945 (d) or corresponding provisions of any subsequent Federal tax laws.

## ARTICLE IX – RATIFICATION AND AMENDMENTS

The By-laws shall be deemed ratified and may be amended by a 2/3 vote of the Friends Board and a majority vote of the Membership present at the annual meeting.

President\_\_\_\_\_

Vice-President\_\_\_\_\_

Secretary\_\_\_\_\_

Approved and ratified at General Meeting \_\_October 5, 2020