

BY-LAWS OF
THE FRIENDS OF THE SOUTH HAVEN MEMORIAL LIBRARY
South Haven, Michigan

ARTICLE I NAME

The name of the organization shall be the Friends of the South Haven Memorial Library

ARTICLE II. PURPOSE

The Friends of the South Haven Memorial Library is an independent nonprofit organization dedicated to promoting the library as an essential institution in our community through improving library services and facilities; stimulating and encouraging gifts and bequests to the Library; providing volunteer support in strengthening the Library's programming; and encouraging the broadest possible use of its facilities, materials and services.

ARTICLE III MEMBERSHIP

Section 1. Member Qualifications

Membership in the Friends shall be open to all persons who are interested in its purpose.

Section 2. Member Voting Rights

All members shall have equal rights. Each member shall have one vote on each matter submitted for vote at a meeting of the membership. A member must attend a meeting to vote; there shall be no vote by proxy.

ARTICLE IV. OFFICERS AND BOARD OF DIRECTORS

Section 1. Voting Members

The officers of the Board of the Friends shall be President, Vice President, Secretary, Treasurer, and Member-At-Large.

Section 2. Non-Voting members

The Director of the Library or appointed staff member shall be a non-voting, ex-officio member of the Friends.

Members of the Board of Trustees of the Library may serve as a non-voting, ex-officio members of the Friends.

Section 3. Authority & Quorum

The Board of the Friends shall have the power to conduct the affairs of the Friends. A simple majority of the Board shall constitute a quorum for the transaction of business at any meeting of the Board of the Friends.

Section 4. Election of Officers

A Nominating Committee, appointed by the President, shall submit a slate of candidates for election as officers or the Friends at the annual meeting. Nominations may also be made from the floor at the annual meeting.

Officers shall take office immediately following the annual meeting and shall serve until the next annual meeting and until their successors have been duly qualified and elected.

Section 5. Vacancies

Vacancies in any of the officer positions may be filled by appointment by the Board of the Friends until the next regular election.

Section 6. Notice and meeting of the Board of the Friends

The Board shall meet as required for the transaction of Friends' business, at least once annually.

Section 7. Informal Action

Any action required to be taken at a meeting of the Board of Directors may be taken without a meeting if consent in writing setting forth the action to be taken is signed by all Directors entitled to vote on the matter. "In writing" included a communication transmitted or received by electronic means.

ARTICLE V MEMBERSHIP MEETINGS

Section 1. Annual Membership Meeting

The meetings of the Friends shall consist of an annual membership meeting to be held in the summer of each year at a time and place to be determined by the Board of the Friends. The business to be transacted at the Annual Meeting shall consist of the election of officers, the submission of reports, and the transaction of such other business as may come before the membership.

Section 2. Other meetings of the membership

Additional meetings may be called by the President or by a majority vote of the Board of Directors.

Section 3. Quorum and Manner of Acting

Six members shall constitute a quorum for the transaction of business at any membership meeting. A majority of the votes of such members present shall be necessary for any action of the members at such a meeting.

Section 4. Notice of meetings

Notice of any meetings of the members of the Friends shall be posted at the Library, available on the Library web site, published in the local print media, or sent by mail or electronically.

ARTICLE VI. FUNDS

All Friends' funds shall be deposited to an account established by the Board for the use of the Friends, and funds shall be dispersed by the Treasurer as authorized by the Board. The Friends' accounts may be subject to periodic reviews to be conducted by at least three members appointed to that position by the President.

ARTICLE VII. LIMITATION OF PERSONAL LIABILITY OF VOLUNTEER DIRECTORS

The organization will not be held responsible for any accidents to personnel or to bodily harm of any person participating in any activity on or near any activities sponsored by the organization.

ARTICLE VIII. DISSOLUTION

In the event the Friends of the South Haven Memorial Library find it necessary to disband, all assets which remain after payments of its liabilities shall revert to the South Haven Memorial Library.

ARTICLE IX. AMENDMENTS

These by-laws may be amended by a majority vote at any meeting of the Friends' membership, provided that notice of the proposed amendment has been given to all members at least one week before the meeting.

ARTICLE X. PARLIAMENTARY PROCEDURE

Robert's Rules of Order revised shall govern the proceeding of the Friends' membership and the Friends' board.