

# **Friends of the Northville District Library**

## **By-Laws**

The name of this organization shall be **Friends of the Northville District Library, Incorporated.**

### **Mission Statement**

*Through fundraising and volunteer effort, our mission is to promote, support, encourage, and enhance the services of the Northville District Library and to help build a strong relationship between the library and the community of Northville.*

### **Article I - Membership and Dues**

**Section 1.** Membership in this organization shall be open to all individuals in agreement with its purpose.

**Section 2.** Members shall pay annual dues as determined by the Board of Directors.

**Section 3.** Each membership shall be entitled to one vote at the annual meeting.

### **Article II - Officers, Directors and Board Members-at-Large, and their duties**

**Section 1.** The direction of affairs of this organization shall rest with the Board of Directors with the President serving as presiding officer.

Section 1.a. The officers of this organization shall be: President, Vice President, Treasurer and Secretary. The Board of Directors shall consist of the Officers, Directors and Board Members-at-Large. These persons shall have the power to transact the business of the organization.

Section 1.b. The Officers and Directors shall be elected by a simple majority vote of those in attendance at the annual meeting. Officers shall be elected and serve for a term of one year. Directors shall be elected for a two-year term. Vacant elective officer positions may be filled by Board action to serve only the remainder of a term.

Section 1.c. Nominations for Officers and Directors shall be presented by a Nominating Committee at the annual meeting. The Nominating Committee shall consist of three members appointed by the President. Nominations by any member may be submitted to the Nominating Committee, and included on the ballot, but must be received at least one week prior to the annual meeting.

Section 1.d. A quorum of the Board shall consist of 40% of total board members (rounded up) including at least 2 officers, for the transaction of regular business affairs.

Section 1.e. An Officer, Director, Board Member-at-Large, or Volunteer may be removed from board or volunteer service for failing to meet the obligations of office, or when their actions become incompatible with the mission of the Friends as determined by the Board of Directors. A motion for removal must be made by a member of the Board of Directors at which time the Officer, Director, Board Member-at-Large or Volunteer will be provided the opportunity to contest the action. Discussion will be entertained prior to a vote being called. A removal vote may take place at a regular or specially called meeting of the Board after a motion is seconded where a quorum is present. It will take a two-thirds majority of current Board members to remove an Officer, Director, Board Member-at-Large or Volunteer from duty. When unable to reach a quorum, an email vote may be conducted to obtain a two-thirds vote.

**Section 2.** The President shall interact with the library director to ascertain the direction and needs of the library; attend and report at the Library Board of Trustees meetings; preside over and conduct meetings; appoint committees and be an ex-officio member thereof.

**Section 3.** The Vice President shall perform the duties of the President in the absence of the President.

**Section 4.** The Treasurer shall keep and maintain the financial records and control funds of the organization.

**Section 5.** The Secretary shall record attendance and take minutes at the monthly Board of Directors meetings. The Secretary may receive, read, and conduct all correspondence and reports pertaining to the organization and assist other Board mailings as needed, (i.e. membership correspondence).

**Section 6.** Board Members-at-Large:

Section 6.a. Is an appointed position for a two-year term and can be re-appointed. The appointment can be made at any time throughout the year by the President and with approval of the Board of Directors.

Section 6.b. Are voting members of the Board of Directors and may serve on committees.

Section 6.c. May take the leadership role on projects to further the goals

of the organization. This may include setting objectives and developing action plans for selected and/or assigned projects.

Section 6.d. Represent the Friend's membership on issues of interest and concern.

Section 6.e. Are held to the same standards as all Board members with all rights and privileges.

### **Article III – Committees**

The President, in collaboration with the Board of Directors, may appoint committees and committee chairpersons as needed. Directors may form committees as needed to complete projects.

### **Article IV - Meetings**

**Section 1.** Regular meetings shall be held monthly unless otherwise directed by the President.

**Section 2.** The annual meeting shall be held in March for the purpose of electing Officers and Directors, to receive reports, and to transact other business. A notice shall be published at least two weeks prior to the date of the annual meeting.

**Section 3.** Special meetings, online meetings, or teleconference meetings may be called by the President if the conditions warrant. The call for a special meeting must state the business to be transacted and no business shall be transacted except for that stated in the call.

### **Article V - Funds**

**Section 1.** All dues and funds are to be payable and deposited in the account of the organization. The Board of Directors shall have the discretion to approve "in kind" donations.

**Section 2.** An annual review shall be made of the organization's accounts. The auditor(s) will be appointed by the President and may not be members of the Board of Directors.

**Section 3.** The fiscal year is January 1 through December 31<sup>st</sup>.

**Section 4.** No individual Member or Director of the Corporation shall have any title to or interest in the corporate property or earnings in his or her private capacity and no part of the net earnings of this Corporation shall be distributed to, or used to the benefit of any Member, Director, Officer, or Board member of this Corporation, contributor or private individual.

## **Article VI – Amendments**

These by-laws may be amended by a two-thirds vote of the membership in attendance at the annual meeting or at a special meeting called for that purpose.

### **APPROVALS:**

Revised and approved at Annual Meeting: March 13, 2025

Revised and approved at Annual Meeting: June 18, 2020

Revised and approved at Annual Meeting: March 17, 2016

Revised and approved at Annual Meeting: March 21, 2013

Retyped with amendments Annual Meeting 2009, by Paul Snyder

Retyped with amendments March 2008, by Paul Snyder

Retyped June 2006, by James T. Morche'

Retyped May 1998, by Lynn Parkllan