

Bylaws of the Friends and Foundation of the Maryville Public Library Board

These bylaws are created as rules of a Type 1 501 (c)(3) Supportive Organization.

Article I – Name

The name of this 501(c)(3) Supportive Organization shall be the Friends and Foundation of the Maryville Public Library (FFMPL). The FFMPL Board of Directors shall also oversee and administer the Second Century Library Endowment Fund Foundation.

Article II – Purpose

The purpose of the FFMPL is to promote a strong, positive image of the library among the general public; to constantly encourage ongoing monetary and gift support; to work wholeheartedly as activists for literacy and outreach in the community; and to oversee and administer the Second Century Library Endowment Fund.

Article III – Membership

- Section 1 The FFMPL is committed to creating a dedicated and diverse membership group. It is open to all individuals in sympathy with its purposes, and to representatives of organizations and clubs when such representation is desired.
- Section 2 Each member is entitled to one vote.
- Section 3 Membership is not transferable or assignable.
- Section 4 The membership year will be January 1 through December 31. Any membership received after November 1 will be in effect through December of the next year. (Example: membership received November 1, 2017 is considered in effect until December 31, 2018.)

Article IV – FFMPL Board of Directors

- Section 1 There are seven voting members of the Board of Directors and one ex-officio member. The President and Vice President of the Maryville Public Library Executive Board of Trustees shall serve, along with five other members appointed by the MPL Board of Trustees. The director of the of the Maryville Public Library serves as an ex-officio member. At-large members shall be appointed to three-year terms.
- Section 2 In the event of a vacancy (vacancies), the Friends Board is responsible for recruiting potential board members to fill any vacancy (vacancies). Potential board members are subject to approval by the MPL Executive Board of Trustees.
- Section 3 Each member of the FFMPL Board shall be a current dues-paying member of FFMPL.
- Section 4 The Friends Board of Directors meets a minimum of two times per year. Special meetings may be called by the FFMPL President, the director of the Maryville Public Library or by three members of the FFMPL Board of Directors.
- Section 5 Each member of the FFMPL Board of Directors is entitled to one vote on each matter submitted at a Board meeting. If a Board member is unable to attend the meeting, the Board member may appoint another Friends Board member to act for him/her by proxy.
- Section 6 A majority of the Friends Board of Directors, voting in person or by proxy, constitutes a quorum.
- Section 7 Three consecutive unexcused absences will result in dismissal from the FFMPL Board. An unexcused absence shall be defined as any absence unaccompanied by a proxy. Any FFMPL Board member may also be removed from the Library Executive Board by majority vote of the Board.

Adopted by the Friends Steering Committee 1/27/2011

Bylaws of the Friends and Foundation of the Maryville Public Library Board

Section 8 An FFMPL Board member may be granted a leave of absence by a majority vote of the Friends Board. Maximum leave will be three months with potential for renewal and the board member will sign his/her proxy over to the President for duration of the leave.

Article V – Officers

- Section 1 The officers (executive committee) of the FFMPL Board are: president, vice-president, and secretary. The President shall serve no more than four consecutive years.
- Section 2 Officers are elected by the FFMPL Board of Directors from among their own members at the annual meeting. These officers serve from the date of their election to office through December 31 and are eligible for reelection.
- Section 3 Any officer(s) can be removed at any time by the affirmative vote of the majority of the members of the FFMPL whenever, in the judgment of the board, the interests of the FFMPL is served by the removal of the officer(s).
- Section 4 The FFMPL Board has the power to fill any vacancy in any office occurring for any reason. The appointee will serve until the next annual election.

Article VI – Duties of Officers

- Section 1 President: To preside over and conduct meetings, to appoint all committees and be an ex-officio member thereof.
- Section 2 Vice-president: To perform the duties of the president or the secretary in the absence of the president or the secretary and to conduct an annual review of the bylaws and submit recommendations for needed changes to the Friends Board of Directors.
- Section 3 Secretary: To record attendance at all meetings, to take the minutes of all meetings and to assist the Library Director in conducting correspondence on behalf of FFMPL.

Article VII – Committees

- Section 1 The president may, with the approval of the FFMPL Board of directors, appoint standing and special committees to conduct the activities of the FFMPL. The president serves as an ex-officio member of each standing committee.
- Section 2 The standing committees are:
Membership Committee - To encourage and recruit membership
Book Sale Committee - To promote and organize all activities related to the Book Sale(s)
- Section 3 Standing committees may be dissolved or changed by a majority vote of the FFMPL Board of Directors.
- Section 4 A special committee is considered dissolved upon completion of its task and acceptance of its report by the FFMPL.

Bylaws of the Friends and Foundation of the Maryville Public Library Board

Article VIII – Meetings

- Section 1 An annual meeting is held in the month of November on a date determined by the FFMPL Board of Directors. Members will be notified in writing at least two weeks prior to the meeting.
- Section 2 A special meeting may be called at any time by the board of directors, or the president, or 25% of the membership.

Article IX – Dues

- Section 1 The annual dues schedule and classification of members is determined by the Friends Board of Directors. The classes of membership are:

\$1,000 and up: Platinum Friend	\$100-\$249: Bronze Friend
\$500-\$999: Gold Friend	\$25-\$99: Library Friend
\$250-\$499: Silver Friend	_____ : Other

Article X – Funds

- Section 1 All funds of the FFMPL are presented to the Director of the Maryville Public Library for deposit to the MPL account and are processed and handled according to the policies and procedures of that body.
- Section 2 Officers may accept unconditional gifts of money. All other (designated) gifts must be approved by the Library Executive Board of Directors. The Executive Board of Directors may reject, on behalf of the FFMPL, any contribution, gift, service, bequest or device for the general purposes or for any special purpose of the FFMPL.
- Section 3 All designated gifts received by the Friends of MPL shall be utilized in accordance with the donor's instructions.
- Section 4 The fiscal year is from October 1 through September 30.
- Section 5 The financial records of the Friends of MPL will be audited annually according to the policies and procedures of the Library Executive Board of Directors.

Article XI – Records

- Section 1 All financial, official and legal records and documents related to the FFMPL are kept at the Maryville Public Library in the administrative office. The mailing address for all financial, official and legal purposes will be that of the Maryville Public Library.

Article XII – Amendments

- Section 1 Amendments to these by-laws may be made at any meeting of the general membership by a majority vote of those present, after notification in writing to each member at least two weeks before the meeting at which the voting is to take place.

Article XIII – Parliamentary Procedures

- Section 1 Robert's Rules of Order Revised, when not in conflict with these by-laws, govern the proceedings of the FFMPL.