

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 and office

Section 1. 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 be interlocked and the same as the Maryville Public Library (MPL) Executive Board of Trustees, a public body. The MPL Executive Board of Trustees shall oversee and administer the Second Century Library Endowment Fund Foundation and the Friends of the Library Checking Account.**

Section 2: Office: The principal office of this organization shall be located in Maryville Public Library, Maryville, County of Nodaway, in the State of Missouri.

Section 3: Registered Office and Agent: This organization shall have and continuously maintain in the State of Missouri a registered office and a registered agent whose office is identical with the principal office located in the Maryville Public Library.

Article II – Purpose

The purpose of the FFMPL is to promote a strong, positive image of the library among the general public; to oversee and administer the Second Century Library Endowment Fund; and to support the goals and objectives of the Maryville Public Library by encouraging monetary and gift support for the Library and by working as activists for literacy and outreach in the community.

Article III – Membership

Section 1 The FFMPL is committed to creating a dedicated and diverse membership group. Paid membership at several levels (see Article VII) is open to all individuals in sympathy with its purposes, and to representatives of organizations and clubs when such representation is desired.

Section 2 Membership is not transferable or assignable.

Section 3 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, 2021 is considered in effect until December 31, 2022.)

Article IV – FFMPL Board of Directors

Section 1 The Maryville Public Library Executive Board of Trustees shall serve as the governing Board of Directors for the FFMPL.

Section 2 Each member of the FFMPL Board is advised to be a current dues-paying member of FFMPL.

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Section 3 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 Board member to act for him/her by proxy.

Section 4 **As the MPL Executive Board of Trustees and the FFMPL Board are one and the same, the number of directors for the FFMPL Board, along with their qualifications, term limits, procedures for filling vacancies, and the election and duties of officers shall coincide with those of the MPL Executive Board of Trustees.**

Article V – 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 A special committee is considered dissolved upon completion of its task and acceptance of its report by the FFMPL.

Article VI – Meetings

Section 1 The FFMPL Board of Directors shall meet a minimum of two times per year.

Section 2 **An annual regular meeting of the Board of Directors shall be held on the second Tuesday of January following the regular meeting of the MPL Executive Board of Trustees.**

Section 3 Special meetings may be called by the MPL Executive Board President, the director of the Maryville Public Library or by three or more members of the FFMPL Board of Directors.

Section 4 A majority of the existing FFMPL Board, voting in person or by proxy, constitutes a quorum.

Section 5 As the FFMPL Board is interlocked with the MPL Executive Board of Trustees, a public body, FFMPL shall comply with sections 610.010 to 610.030, RSMo, the Sunshine Law, as now existing or hereafter amended.

Article VII – Dues

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

\$1,000 and up: Platinum Friend
\$500-\$999: Gold Friend
\$250-\$499: Silver Friend

\$100-\$249: Bronze Friend
\$25-\$99: Library Friend
_____: Other

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Article VIII – 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 FFMPL Board of Directors. The same Executive Board of Directors may reject any contribution, gift, service, bequest or device.
- Section 3 All designated gifts accepted by the FFMPL Board of Directors shall be utilized in **accordance with the Gift Policy of the Maryville Public Library Executive Board of Trustees and in consideration of 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 checking account will be audited annually according to the policies and procedures of the Library Executive Board of Directors. **The financial activities of the Second Century Library Fund Foundation are included in the Library's financial statements as a discretely presented component unit.**

Article IX – 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 X – Amendments

- Section 1 Amendments to these by-laws may be made at any meeting at which a quorum is present of the FFMPL Board of Directors by a majority vote of those present.

Article XII – Parliamentary Procedures

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

Article XIII - Merger, Consolidation, OR Dissolution of Maryville Public Library

If at any time the Maryville Public Library is lawfully merged or consolidated with any other library, or becomes a county-wide library or library serving a broader geographic area, all the provisions hereof in respect to the Permanent Endowment Program shall be deemed to have been made in behalf of the merged, expanded or consolidated library which shall be authorized to administer the same in all respects and in accordance with the terms thereto. If the Maryville Public Library should ever be dissolved without any lawful successor thereto, all Funds within the Permanent Endowment Program and related accounts, including both principal and interest

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Friends and Foundation of the Maryville Public Library Board to date, shall be transferred to the Maryville R-11 School District or its successor or a corporation or entity named by the District for this purpose, where the Funds shall be maintained as endowments supporting general library purposes.