

BY-LAWS

FRIENDS OF THE CYRENIUS H. BOOTH LIBRARY

ARTICLE I

Mission Statement

The Friends of the C.H. Booth Library was founded and functions for the following purposes: To raise funds for library collection enhancement, program development, and for any specific gifts or appropriations to the library as the members may deem appropriate; to promote the use and appreciation of Newtown's Cyrenius H. Booth Library by persons of all ages; to provide special events that will enhance library services and promote cultural and intellectual activity in the community; and to maintain regular communication with the Library Board of Trustees in order to keep informed about the operation and needs of the library and to help communicate those needs to the public and to engage in the conduct of any affairs or the promotion of any purpose which may lawfully be carried on by a corporation formed under Section 33-1000 to 33-1290 inclusive of the Connecticut General Statutes as amended.

ARTICLE II

Membership

Anyone interested in the activities of the organization may become a member upon payment of yearly dues.

The Friends of the Cyrenius H. Booth Library, Inc. does not discriminate on the basis of age, disability, marital status, national origin, race, religion, sex, or sexual orientation.

ARTICLE III

Board of Directors

The Friends Board of Directors shall consist of the following officers: President, Vice President, a Secretary, and a Treasurer. These officers, along with the appointed Committee Chairs, one representative from the Cyrenius H. Booth Library Board of Trustees, and the current director of the Library (*ex officio*) shall meet at least once a year and shall constitute the governing body of this organization. Every Director shall be a member of the Friends organization.

ARTICLE IV

The Officers

Officers will be elected at each year's Annual Meeting. The Board shall appoint a Nominating Committee to prepare and present candidates for the Officers. After this slate is presented, nominations from the floor will be accepted. No member may be nominated for Office without

consent. No member of the Library's Board of Trustees or the Library Staff may simultaneously serve as an Officer of the Friends of the Library.

The term of Office shall be one year, beginning immediately after the Annual Meeting and terminating at the next Annual Meeting.

The duties of the Officers shall be:

- The President shall preside at all meetings, represent the Friends when appropriate, and serve as ex-officio member of all committees except nominating.
- The Vice President shall preside in the absence of the President, and shall perform such duties as requested by the President.
- The Secretary shall keep a correct record of meetings, and shall conduct correspondence as required.
- The Treasurer shall be responsible for maintaining an accurate record of all funds received and disbursed and submit a statement to date at each meeting of the Board of Directors.
- The Board of Directors shall administer all funds.

The Board of Directors shall have the authority to appoint committees consistent with the purpose of the organization.

If a vacancy occurs among the Officers, nominations to fill such vacancy will be requested by the Nominating Committee. By a majority vote, the Board of Directors may fill a vacancy. An Officer so appointed will serve until the next Annual Meeting.

ARTICLE V

The Committees

The Board will be responsible for setting up and appointing Heads of any committees it deems necessary for efficient management of the organization and its activities. The committees of the Friends can include but are not limited to: Book Nook, annual Book Sale, Nominating, and Communications.

The Board shall establish *ad hoc* committees as needed to address specific issues relevant to the goals and activities of this organization. An *ad hoc* committee will disband upon fulfillment of its charge. While the head of an *ad hoc* committee will be a member of this organization, s/he will not be a voting member of the Board.

ARTICLE VI

Fiscal Operations

The activities of the Friends shall be self-supporting. All funds accrued by the Friends of the C.H. Booth Library shall be deposited to the account of the Friends and shall be accounted for and disbursed by the Treasurer, as authorized by the Board of Directors.

Adequate books of account shall be maintained by the Treasurer who shall be responsible therefore. All checks shall be signed by the Treasurer; the President shall have check-signing privileges in the absence of the Treasurer. The Treasurer shall work closely with an accountant to make sure the Friends are meeting all state and federal regulatory and tax requirements.

Funds accrued by the Friends shall be donated to benefit the C.H. Booth Library, and in furtherance of the goals and performance of the activities of this organization as defined in Article I.

Usual and customary amounts up to \$200 may be spent by the head of established Friends' committees, e.g. Book Sale, Communications, and Book Nook without vote of the Friends Board of Directors. Any other committee to fall under the usual and customary spending rule will be duly authorized by vote of the Board of Directors, will be so recorded in the minutes, and will have a sunset provision.

ARTICLE VII

Meetings

Annual Meetings

The Annual Meeting of the Friends of the C. H. Booth Library shall be called and presided over by the President. A majority of current Board members shall constitute a quorum. The Annual Meeting of the general membership shall be held each May. At this meeting, officers shall be elected, dues shall be set for the upcoming year, a budget approved for the upcoming year, and any other applicable business shall be transacted.

General Membership Meetings

Additional general meetings may be called by the President, at the written request of the majority of the Board of Directors, or by written petition of ten percent of the Membership. The meeting request shall specify the object of such meeting.

All members shall be notified of an upcoming Annual or General meeting not less than ten (10) days prior to the specified date of the gathering. Members in attendance who have been so notified will constitute a quorum for voting purposes.

Board of Directors Meetings

The Friends of the Library will conduct all other meetings as necessary throughout the year, which may be held in person or on-line. On-line meetings will be duly recorded into the minutes of the next in person meeting.

ARTICLE VIII

Change or Amendment of By-Laws

These by-laws may be changed or amended by majority vote of members in attendance at the Annual Meeting or at any general meeting, provided that members have been notified of such meeting as provided in Article VII and provided that such notification includes a written statement of the proposed change(s) or amendment(s).

Revised 2006

Amendment to the By-laws of the Friends of the Cyrenius H. Booth Library

Amendment I

- a) Notwithstanding any other provision 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 501 (c) (3) or corresponding provisions of any subsequent tax laws.
- b) 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.
- c) 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 or in opposition to any candidates for public office.
- d) 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 Cyrenius H. Booth Library, located in Newtown, Connecticut or its successors, if any, and if none then 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 Connecticut.
- e) 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) make any taxable expenditures as defined in IRC 4945 (d) or corresponding provisions of any subsequent federal tax laws.