

By-Laws of The Friends of the Salem Free Public Library, Inc.

Article I Name

The name of this Association shall be The Friends of the Salem Free Public Library, Inc.

Article II Purpose

Section A. The purpose of The Friends of the Salem Free Public Library, Inc. shall be to maintain an association of persons interested in good library services thereby enhancing the reading, educational, and cultural opportunities available to the citizens of Salem.

Section B. The activities of the Association shall include sponsoring special projects, informing the public of the resources and services of the library, securing materials that are beyond the scope of the ordinary library budget, and performing other services deemed helpful to the library.

Section C. The Association shall operate in accordance with Section 501 c (3) of the Internal Revenue (IRS) Code, and maintain a working relationship with the Library Board of Directors and Staff as detailed in the Memorandum of Agreement.

Article III Membership

Section A. All persons, organizations, and businesses interested in the purpose of this Association who pay its established dues shall be eligible for membership. Each member in attendance who has paid dues shall have one vote in the affairs of the Association. Organizations and businesses, which have paid dues, shall have one vote in the affairs of the Association.

Section B. Membership dues shall be set annually, upon recommendation of the Executive Board and subject to approval of the membership by a simple majority vote.

Section C. The membership data will be held private and used only for the purpose of library programs and services.

Article IV Officers

Section A. The officers of this Association shall be the President, Vice President, Secretary, and Treasurer.

Section B. All officers shall be members of the Executive Board. The executive board shall include: all officers, the head librarian, and chairpersons of the standing committees. Decisions shall be made by a simple majority of those attending the meeting. Standing committees with co-chairpersons shall have only one vote.

Section C. The Executive Board will manage the affairs of the Association in the interval between meetings. Financial decisions will be made within the limits of the existing budget. Executive Board meetings will be constituted when the President, one other officer and any two other voting members of the board are present.

Section D. The duties of the officers shall be as follows:

President: The President shall preside at all meetings of the Friends, appoint committee chairperson(s), represent the organization, and call meetings of the Executive Board.

Vice President: The Vice President shall perform the duties of the President in the absence of the President.

Secretary: The Secretary shall record the minutes of all meetings of the Association, including a record of attendance. The Secretary shall also conduct the correspondence of the Association.

Treasurer: The Treasurer shall keep and maintain the financial records of the Association, collect dues and disburse funds when appropriate. A financial report shall be submitted at each meeting. The Treasurer shall issue a summary financial report at the annual meeting based on the fiscal year activities.

Article V Election of Officers

Section A. All officers shall be elected by simple majority at the annual meeting and shall serve without compensation. The term of the officers so elected shall begin with the annual meeting and continue until their successors are elected at the next annual meeting.

Section B. Elections of officers shall be from the Candidate slate presented by the Nominating committee.

Section C. The executive board shall fill a vacancy in any office for the remainder of the term through appointment.

Section D. A library staff member or a member of the Library Board of Directors shall not hold the officer positions in the Association.

Article VI Funds and Liability

Section A. All funds shall be deposited to the account of The Friends of the Salem Free Public Library, Inc. All accounts shall carry the signatures of all four officers. Any withdrawals from any accounts shall require the signatures of two of the officers and shall be disbursed by the Treasurer of The Friends of the Salem Free Public Library, Inc. as authorized by the Executive Board.

Section B. No member of this Association shall be liable except for unpaid dues; and no personal liability shall in any event be attached to any member of this Association in connection with any of its undertakings.

Section C. No part of the net earnings of the Association shall be used to the benefit of any member, officer, or executive board member or any other private individual (except for compensation for services or goods rendered to the Association and approved by the Executive Board).

Section D. In the event of dissolution of the organization, the assets of the Association shall be transferred to the Endowment Fund of the Salem Free Public Library and used for the enrichment of the Salem Free Public Library.

Section E. Two members appointed by the President shall conduct an annual audit of all financial accounts of this Association.

Article VII Meetings

Section A. The Friends of The Salem Free Public Library, Inc. shall meet quarterly on dates set by the Executive Board. The election of officers and transaction of other business will take place at the annual meeting in May on a date set by the Executive Board.

Section B. The President or Vice President may call a meeting at any time.

Section C. A notice of all meetings shall be given at least one week prior to the meeting.

Article VIII Committees

Section A. The Executive Board may authorize committees consistent with the purpose and resources of this Association. Committee membership is open to any member of the Association.

Section B. Standing committees are: Membership, Publicity/ Public Relations, Programs, Book Sale and By-Laws. Appointment of a Chairperson to a standing committee will be consistent with the term of office of the President and Executive Board. The president shall appoint Chairperson(s) of these committees.

Section C. Additional ad-hoc committees shall be formed as deemed necessary with approval of the Executive Board. The President shall appoint a Chairperson(s) of specific activity committees for the duration of the committee's specific activity.

Section D. A nominating committee shall be formed annually composed of a Chairperson(s) and two members from the general membership appointed by the President. A Candidate slate shall be submitted by the Nominating Chairperson(s) at the annual meeting to the membership for a vote.

Article IX Amendments to the By-Laws

Section A. These By-Laws shall be reviewed bi-annually.

Section B. These By-Laws may be amended on two weeks prior notice at any meeting of this Association by two-thirds majority of the members present.

The By-Laws of The Friends of the Salem Free Public Library, Inc. were adopted by a vote of the membership on July 26, 1990.

Reviewed and approved as amended 2/24/10 by a two-thirds majority vote of the membership.