

FRIENDS OF THE WEST HOLLYWOOD LIBRARY
BY-LAWS
Adopted January 27, 2011
Pursuant to Board Adoption November 15, 2011
Pursuant to Membership Revision December 3, 2011

ARTICLE I: NAME

The name of this association shall be Friends of the West Hollywood Library.

ARTICLE II: PURPOSE

The purpose of this association shall be to maintain an association of persons interested in the West Hollywood Library; to focus attention on library needs; and to stimulate gifts of books, periodicals, desirable collections, other materials, financial contributions, endowments and bequests to support the West Hollywood Library.

ARTICLE III: LIMITATIONS

Any property, monies or other items of value belonging to this association or hereafter acquired is and shall be irrevocably dedicated to the herein described purposes, and no individual shall be entitled at any time, including dissolution, to receive any benefits from the property or accounts of the association. In the event of dissolution or the impossibility of performing the purposes herein described, the assets will be distributed to the West Hollywood Library which is exempt under Section 23701D of the California Revenue and Taxation Code, or Section 501(c) 3 of the Internal Revenue Code.

ARTICLE IV: MEMBERSHIP & DUES

Section 1. Membership in this association shall be open to all individuals and organizations who support the purpose of this organization in which case dues shall be paid. In order to avoid conflict of interest and follow the Board of Supervisors' guidelines, County Library employees may join Friends groups but may not hold elected or appointed office in these organizations.

Section 2. The annual dues shall be as determined by the Board of Directors.

Section 3. Each organization and individual shall be entitled to one vote at the annual meeting.

Section 4. The fiscal year is from January 1 through December 31.

ARTICLE V: OFFICERS & COMMITTEES

Section 1. The Board of Directors shall consist of the Officers, the Chairs of the Standing Committees and Members-at-Large as needed, and shall serve as the governing body of this association. The Governing body duties shall include but not be limited to disbursement of funds.

Section 2. The Officers shall be President, Vice President, Recording Secretary, Corresponding Secretary, and Treasurer. They shall be elected for a two year term by the general membership at the annual meeting. The Immediate Past President shall be an ex-officio member of the board the year following the term as President.

Section 3. The Standing Committees may include: Bookstore, Membership, Program, Public Relations, Hospitality, Fundraising and Nominating. The Chairs of the Standing Committees and the Members-at-Large shall be nominated by the Nominating Committee and offered for approval at the annual membership meeting.

Section 4. The Board of Directors shall meet at the call of the President or by petition of three or more Board members. The board shall meet not fewer than four times each fiscal year. A notice shall be sent, by U.S. mail, telephone documented in writing, or e-mail, to members one week prior to the meeting. A majority of the members of this board shall constitute a quorum for the transaction of business.

Section 5. Such other special committees as may be necessary from time to time shall be appointed by the President, subject to the approval of the board.

Section 6. The President shall be an ex officio member of all committees, with the exception of the Nominating Committee.

Section 7. The Nominating Committee Chair shall be a member of the board. The members shall be appointed by the President and be approved by the Board of Directors. This Committee will propose candidates to the board to fill vacancies to complete unexpired terms as they may occur; and it shall present to the membership nominations for Officers, Chairs of Standing Committees and Members-at-Large at the following annual meeting.

ARTICLE VI: MEETINGS

Section 1. The association shall hold its annual meeting on a date selected from April through June for the purpose of electing officers, Chairs of Standing Committees and Members-at-Large; to receive various reports and to transact any other business. A notice shall be sent, by U.S. mail, telephone documented in writing, or e-mail, to members two weeks prior to the meeting.

Section 2. Special meetings may be held as directed by the President. A notice shall be sent, by U.S. mail, telephone documented in writing, or e-mail, to members two weeks before the meeting.

Section 3. At the annual meeting, a majority of those present is sufficient to transact business, except for the purpose of adopting amendments to the by-laws.

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ARTICLE VII: AMENDMENTS

The by-laws may be amended at any regular or special meeting of the association by a two-third majority of the members present. However, the intention to amend by-laws must be given by U.S. mail, telephone documented in writing, or e-mail, to the members two weeks prior to the meeting at which they are to be presented for consideration.

ARTICLE VIII: FUNDS

Section 1. Adequate books of accounts shall be maintained by the Treasurer who shall be responsible therefor.

Section 2. No funds or properties shall be disbursed without written authority of two of three of the President, Vice President and the Treasurer, subject to the ratification of the Board of Directors.

Section 3. The board shall appoint an auditor, not a member of the Board of Directors, to audit the Treasurer's books prior to the annual meeting.

ARTICLE IX: PARLIAMENTARY AUTHORITY

All meetings shall be conducted according to Robert's Rules of Order Revised, except when in conflict with the by-laws of this association or with the laws of the State of California.