

Poynette Area Public Library Friends, Inc.

Poynette, Wisconsin

**Restated By Laws
August 2019**

Article I Name

The name of this association shall be Poynette Area Public Library Friends, Inc.

Article II Purpose

The purpose of this organization shall be to promote knowledge of functions, resources, services and needs of the library, to participate in development of programs for the extension and improvement of the library services and resources; and to aid in the provision of adequate housing and other facilities.

Article III Membership

Section 1: Membership is open to all individuals and organizations interested in its purpose.

Section 2: There shall be the following classes of memberships:

Annual Individual: \$10.00

Annual Family: \$20.00

Annual Community Organizations: \$50.00

Lifetime Individuals: \$150.00

Lifetime Family: \$250.00

Dues for the membership shall be established by membership present at any meeting by two-thirds vote.

Article IV Meetings

Section 1: Annual meeting of the general membership shall be held in the spring of each year for the purpose of election of the Executive Board, to receive various reports, discuss major projects for the upcoming year and to enact any other business.

Section 2: The Executive Board shall call additional meetings of the general membership as needed. Members will receive at least one week's notice of meetings.

Section 3: A quorum shall consist of two (2) officers. Each member at large who attends the board meetings shall be entitled to one vote provided appropriate notice has been given according to Article IV Section 2 of these by laws.

Article V Executive Board

Section 1: The Executive Board shall consist of the President, Secretary, Treasurer, and up to five directors. The Director of the Poynette Area Library and a representative of the Poynette Area Public Library Board shall serve as ex-officio members of the Executive Board.

Section 2: The Executive Board shall be nominated by a committee chosen by the Executive Board. Additional nominations may be made by the floor at the Annual Meeting. All nominations shall be made with the consent of the nominee.

Section 3: Executive Board members shall be elected by a majority of those present at the Annual Meeting. Terms of office shall be two years and shall begin immediately following the Annual Meeting.

Section 4: Vacancies shall be filled by appointment of the Executive Board until the next regular election.

Section 5: Terms of the Executive Board membership will be staggered with one half of the board being replaced during odd years.

Article VI Duties of the Executive Board

Section 1: The Executive Board shall serve as the steering body for the organization. Planning goal setting, by law revise and consideration of suggestions by the general membership shall be included in this general function.

Section 2: The Executive Board shall have the authority exercised by officers of a non-profit organization as well as the following specific duties:

- a. The president shall also serve as general coordinator for the organization's activities.
- b. The secretary shall record all meeting minutes, their conclusion and send copies of the minutes to the membership. The secretary is membership chair and historian.
- c. The treasurer shall be in charge of dues and other monies. Funds shall be dispersed by the treasurer as directed by the Board.

- d. The directions directors shall be in charge of coordinating duties assigned.
- e. Secretary duties can be divided into 2 positions, thereby having co-secretaries.

Article VII Amendments

Amendments to this Constitution and By Laws may be made at any meeting of the general membership by a two-thirds vote of those present. All decisions made in regard to meeting motions may be decided by a simple majority, providing at least two officers are present.

Article VIII Funds

Section 1: All funds accruing to the organization shall be deposited to the account of the Poynette Area Public Library Friends, Inc.

Section2: An annual report shall be made of the organization's accounts at the Annual Meeting.

Article IX Procedure

The president shall decide the meeting procedure. If additional procedural guidance is needed, the President shall invoke Robert's Rules of Order, for small boards.

Article X Dissolution

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 © (3) of the Internal Revenue Code, or the corresponding section of any future tax code, or shall be distributed to a state or local government or organization, principally the Poynette Area Public Library. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine which are organized and operated exclusively for such purposes.