

FRIENDS OF THE CENTRALIA REGIONAL LIBRARY DISTRICT

CONSTITUTION

ARTICLE I NAME

The name of the organization shall be Friends of the Centralia Regional Library District (the Friends).

ARTICLE II PURPOSE

The purpose of the Friends shall be to unite in common effort those people who are committed to enriching the quality and services of the Centralia Regional Library District.

ARTICLE III MEMBERSHIP

Membership shall be open to any individual, group, business firm or corporations upon payment of dues.

ARTICLE IV FUNDS AND LIABILITIES

Gifts of material or money that are offered and subject to any conditions not specifically sanctioned by existing library policy must be approved by the Library Director or the Board of Directors. The Board of Directors shall assume responsibility for administering expenditure of funds in accordance to the wishes of the donors.

No member(s) shall be liable for the debts or obligations of the Friends except for payment of dues. No personal liability shall, in any event, attach to any member of the Friends in connection with its undertaking. All liabilities shall be limited to the common funds and assets. The Board of Directors shall not have any authority to borrow money or incur debts or liability in the name of the Friends.

ARTICLE VI BY-LAWS

The operating procedures of the Friends shall be established by the by-laws of this Constitution.

FRIENDS OF THE CENTRALIA REGIONAL LIBRARY DISTRICT

BY-LAWS

ARTICLE I NAME AND INCORPORATION

The name of this organization shall be Friends of the Centralia Regional Library District (the organization). Its duration as a not-for-profit and tax-exempt corporation under the laws of the State of Illinois is perpetual. Its permanent address shall be 515 East Broadway, Centralia, IL 62801.

ARTICLE II PURPOSE

The purpose of the organization shall be support and promote the aims and goals of the Centralia Regional Library District through volunteerism, fundraising and sponsorship.

ARTICLE III MEMBERSHIP AND DUES

Dues and categories of membership shall be determined annually by the Board of Directors. Membership shall be open to any interested individuals, businesses,, or groups upon payment of annual dues. Dues are payable January 1 of each year.

Each member shall be entitled to participate in the work and activities of the various committees. All members excepting those as determined by the Board of Directors shall be entitled to vote and to hold office.

All members with voting privileges shall be known as members in good standing. Businesses or groups shall be counted as one voting member.

ARTICLE IV MEETINGS AND PARLIAMENTARY AUTHORITY

The Annual Meeting of the organization shall be held in June of each year at a time and location as determined by the presiding Board of Directors. This meeting shall be for the election of directors and officers and other business as may properly come before the meeting. Announcement of the Annual meeting shall be distributed to all members no later than fifteen (15) days prior to the meeting.

In the event the Board of Directors fails to call the Annual Meeting, any five (5) members may issue a demand that such a meeting be held within a reasonable time.

Special meetings of the members may be called at any time by the President, the Board of Directors, or by ten (10) members of the organization.

Any ten (10) members in good standing shall constitute a quorum.

All meetings shall be conducted according to Robert's Rules of Order, Newest Revised Edition and regulated by a Parliamentarian appointed by the President.

ARTICLE V OFFICERS

The officers of this organization shall be President, Vice-President, Secretary and Treasurer. Officers shall be elected by a majority vote of the membership at the Annual Meeting and will assume office on July 1 after the Annual meeting.

All terms of office are for one year with the exception of the Treasurer; whose term is for two years. Successive terms shall not be limited. With the exception of the President, an officer may be elected to a different office immediately after fulfilling the term(s) of a previously held office.

If an officer is unable to fulfill a complete term of office, resignation will be accepted in writing. The President, with the approval of the Board of Directors, shall appoint a replacement for any resigned office until the next election.

ARTICLE VI DUTIES OF OFFICERS

The President shall preside at all meetings and shall have a general supervision of the affairs of the organization. The President shall be an ex-officio member of all committees except the Nominating Committee and shall have the authority to appoint committee chairmen.

The Vice-President shall fulfill the duties of the President in the absence of the President and shall serve as chairman of the Membership Committee.

The Secretary shall record minutes of all meetings, notify members of meetings, conduct the correspondence of the organization and shall service on the Publicity Committee.

The Treasurer shall keep and maintain the financial records of the organization, report on finances at all meetings and serve on the Finance Committee.

ARTICLE VII BOARD OF DIRECTORS

The Board of Directors of this organization shall consist of the officers, and the Library Director as an ex-officio, non-voting board member.

There shall be at least two (2) regular meetings of the Board of Directors annually. Special meetings of the Board of Directors may be called by the president with twenty-four (24) hour notice.

The Board of Directors shall manage the affairs of the organization. No officer, committee or member of the organization shall have the authority to make any contract or

incur any indebtedness, obligation or liability in the name of or on behalf of the organization without the authority and approval of the Board of Directors.

Any board member who fails to attend meetings of the Board of Directors, whether regular or special meetings, without just excuse, as determined by the Board of Directors, shall be deemed to have resigned from the board without notice or demand. If a board member is unable to fulfill a complete term of office, resignation will be accepted in writing. The President, with the approval of the remaining Board of Directors, shall appoint a replacement for any unfulfilled position until the next election.

ARTICLE VIII COMMITTEES

There shall be a Nomination Committee which will consist of a chairman, two additional members in good standing appointed by the President. The Nominating Committee shall prepare the slate of candidates for the vacant positions on the Board of Directors of the organization. This slate shall be distributed to the membership with the announcement of the Annual Meeting.

There shall be an Audit Committee, a Finance Committee, a Membership Committee, a Publicity Committee and any other standing or ad hoc committees as are necessary for carrying out the activities of the organization.

Committee chairmen and members shall serve for one (1) year. Successive terms shall not be limited.

ARTICLE IX FINANCES AND FISCAL YEAR

The finances of the organization shall consist of income and expenses as received or incurred respectively in the pursuit of the organization's purpose.

The business year of the organization shall begin on July 1 and end on June 30 of each year.

The President shall appoint, with the approval of the Board of Directors, an Audit Committee consisting of two members to audit the Treasurer's books after the end of each fiscal year. The Audit Committee shall not consist of members of the Board of Directors.

ARTICLE X DISSOLUTION

Upon disbanding or dissolution of this organization, all records and assets shall be surrendered to the Centralia Regional Library District.

ARTICLE XI AMENDMENT OF BY-LAWS

These by-laws may be amended at any meeting of the membership by a majority vote of those present and voting, provided written notice of the proposed amendment has been included in the notice of the meeting.