

**FRIENDS OF THE GLENDALE PUBLIC LIBRARY
BYLAWS**

**ARTICLE I
Name**

The name of the organization shall be FRIENDS OF THE GLENDALE PUBLIC LIBRARY (Friends).

**ARTICLE II
Mission Statement and Purposes**

The mission of the Friends is to promote the presence of the library for the benefit of the community and to create public awareness by serving as an advocate for the library.

Purposes

The purposes of the organization shall be:

- a. To advocate for the library on the local, state, and federal levels to the extent that such advocacy does not conflict with the Articles of Incorporation and the laws of the State of Arizona;
- b. To support the Glendale Public Library system through gifts and programs;
- c. To provide the Glendale community with an awareness of the full spectrum of library services; and
- d. To promote the library system as a center for learning, culture, self-improvement, and pride in Glendale's history.

**ARTICLE III
Fairness**

No set of Bylaws can cover all circumstances. In the event of an issue arising which is not covered by these Bylaws, the issue will be decided upon the basis of fairness, the good of the Friends of the Glendale Library, and common sense by the Board.

**ARTICLE IV
Membership**

Section 1. Membership in this organization shall be open to all interested individuals, families and business/corporations/sponsors in agreement with its purposes upon payment of dues.

Section 2. There shall be six (6) classes of memberships: Youth (18 and under); Adult; Family, Business/Corporate/Sponsor; Individual Life and Benefactor.

Section 3. Each member shall be entitled to one vote.

Section 4. Only members of the organization shall be entitled to participate in the business meetings.

Section 5. Termination of Membership by Board of Directors (Board) – The Board, with a two-thirds vote (2/3), may terminate the membership of any member for inappropriate behavior, behavior hurting someone else or behaviors not representative of a Friend of the Library. The

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member must be notified at least fifteen (15) days prior to the proposed termination. Additionally, a member must be afforded an opportunity to be heard by the Board at least five (5) days before the proposed termination is effective.

Section 6. Annual dues shall be payable March 1, but no later than April 1.

**ARTICLE V
Elections**

Section 1. The officers of the organization shall be elected by the membership.

Section 2. Election of officers shall take place at the Annual Meeting in March. The new officers shall assume their official duties April 1.

Section 3. The term of each officer shall be one year, and no officer shall be eligible to serve for more than two consecutive terms in the same office, except for the Treasurer.

Section 4. Only members are current with their dues shall be permitted to vote.

**ARTICLE VI
Officers and Directors**

Section 1. The officers of the organization shall be President, Vice President, Secretary, Treasurer, and Immediate Past President.

Section 2. The library director or his/her representative shall be an *ex-officio*, non-voting, officer. Because he/she is non-voting, they will not be counted as part of the quorum.

Section 3. Removal – any officer or director may be removed by two-thirds (2/3) vote of a full Board whenever, in its judgment, the best interests of the Friends would be served thereby. Except where good cause for absences is shown to the satisfaction of the Board, any member of the Board failing to attend any three (3) consecutive meeting of the Board shall be conclusively presumed to have resigned from office. Upon the third absence, or at any time following the meeting, the Board may in its discretion accept the presumed resignation and declare the office vacant effective as of that date.

Section 4. Vacancy – Should a vacancy occur in any elective office it shall be filled by the President with the approval of the Board or by one of the remaining members of the Board for the unexpired term, excepting the office of President, which shall be assumed by the Vice President. A new Vice President may then be elected.

Section 5. Compensation – No officer or director shall receive, directly or indirectly, any compensation for his or her services as a Board member.

Section 6. To be an officer or director the individual must be at least 18-years-old.

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**ARTICLE VII
Duties of Officers**

Section 1. The President shall

- a. Preside over and conduct meetings;
- b. Appoint committee chairs as needed;
- c. Coordinate the work of the officers and committees to meet the purposes of the organization;
- d. Be an *ex-officio* member of all committees, except the Nominating Committee;
- e. Prepare an agenda for all meetings;
- f. Perform such other duties as may be prescribed in these bylaws or assigned by him/her;
- g. Provide the agenda of the meeting to the officers at least one (1) week prior to scheduled meetings;
- h. With the President-elect shall coordinate Planning Committee; and
- i. Shall represent the Friends as necessary and appropriate.

Sections 2. The Vice-President shall

- a. Perform the duties of the President in the absence, resignation, or inability of that officer to act;
- b. Assist the President when requested to do so;
- c. Oversee, or in case there isn't one act as, Membership Chair and Committee; and
- d. Maintain a current membership list.

Section 3. The Secretary shall

- a. Record the minutes of meeting and distribute within two (2) weeks of such meeting;
- b. Keep the minutes in separate books and in his/her custody;
- c. Have a current copy of the bylaws at all meetings; and
- d. Oversee, direct, and adjudicate all votes taken by the Board of Directors and by the membership.

Section 4. The Treasurer shall

- a. Be responsible for receiving all funds of the organization and depositing them in a bank;
- b. Keep a full and accurate account of receipts and expenditures;
- c. Make disbursements as authorized by officers;
- d. Recommend appropriate levels of membership fees to the Board;
- e. Give a financial report at each meeting and a report at the Annual meeting;
- f. Present financial record for the annual audit at the request of the President;
- g. Chair the Budget Committee and prepare the Annual Budget and
- h. Prepare or have prepared annual tax returns for submission to the State of Arizona and the Federal Internal Revenue Service in compliance with State and Federal Regulations; and
- i. Perform other duties as may be assigned by the President or the Boards.

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Section 5. Immediate Past President shall

- a. Serve in an advisory capacity;
- b. Perform duties as assigned by the current President; and
- c. He/she will have full voting rights.

**ARTICLE VIII
Committees and Duties**

Section 1. Each Chair shall form a committee; size determined as necessary/members available but should be an odd number simplifying the problem of securing a majority vote.

Section 2. Committees are responsible for reporting progress to the Board and membership and, if applicable, providing a financial report with appropriate documentation to the Treasurer.

Section 3. Committees:

- a. Nominating Committee – The Nominating Committee will consist of the Committee Chair as appointed by the President and must be a member of the Board. There must be one (1) other Board member on the Committee and at least one (1) other Friend.
This Committee shall develop the slate of proposed Board members and officers and present them to the current Board no later than thirty (30) days prior to the annual meeting. Additional nominations may be made from the floor at the Annual Meeting, with prior approval from the nominee.
- b. Membership – The Membership Committee shall be responsible for developing and implementing plans for the maintenance and recruitment of the membership. It shall also maintain a roster of the membership and be responsible for the collection of dues, issue membership cards, prepare mailings to the membership and perform other duties as may be assigned by the President or Board.
- c. Social Media (Website, Facebook, Twitter, etc) – The Media Committee shall be responsible for the development and maintenance of a website, Facebook and other electronic mediums.
- d. Publicity – The Publicity Committee shall handle the advertising for the Friends for print and radio for meetings and special events (but not limited to these events). They should also work in conjunction with the Media Committee to ensure the information is also put online.
- e. Budget – The Budget Committee is chaired by the Treasurer and shall also consist of the President and at least one (1) other member. It shall be responsible for the development and oversight of annual budget.
- f. Fund Raising - The Fund Raising Committee shall be responsible for planning and coordination of the Friends fund raising activities.
- g. Advocacy – The Advocacy Committee shall be responsible for **developing strategies** for the promotion of the Library and the goals and purposes of the Friends to the public and elected officials.
- h. Editor – Produces and distributes newsletter.

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- i. Planning – The President and President-elect shall coordinate a Planning Committee and planning process in the preparation of the annual plan. A formal or informal needs assessment shall be conducted to identify current concerns and issues.
- j. Ad Hoc – Committees developed as the President sees fit.

**ARTICLE IX
Meetings and Quorum**

Section 1. The Annual Meeting of the organization shall be held in March of each year and shall include the election of officers. This meeting is open to the public. Notice shall be given at least fourteen (14) days in advance to all members of time and place as determined by the Board.

Section 2. Regular Membership Meetings are held on the first Thursday of the month. This meeting is open to the public. Notice shall be given at least fourteen (14) days in advance to all members of time and place as determined by the Board.

Section 3. Board Meetings are for all Board and invited members. The time and place will be determined by the Board.

Section 4. Additional Special Meetings may be called by the President with at least a seven (7) day notice prior to the meeting.

Section 5. A quorum, for the Annual Meeting, Regular Membership Meetings or Special Meetings, shall be twenty percent (20%) of the total membership be present or represented by Proxy.

Section 6. A quorum, for the Board Meetings, shall be the majority of the officers.

Section 7. A recognized proxy for voting shall be a signed document; signed by the member or e-mail from a member authorizing someone to vote on the members' behalf.

Section 8. On-line voting may be accepted if such vote is sent by e-mail to the Secretary prior to the vote taken at the Annual or Regular Membership Meetings.

Section 9. Voting at the Annual or Regular Membership Meetings will take place by ballot or outlined in Sections 7 and 8. A majority will constitute election or approval.

Section 10. Order of Business at a Meeting – Welcome, Reading and approval of prior meeting minutes, Treasurer's report, Old Business, New Business, Other Business, and Adjournment.

**ARTICLE X
FISCAL MATTERS**

Section 1. The fiscal year of the organization shall begin on July 1, of each year and end on June 30 of the next year.

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Section 2. Contract – The Board may authorize the Treasurer or any officer to enter into any contract or to execute and deliver any instrument in the name of and upon behalf of the Friends, and such authority may be general or confined to specific instances.

Section 3. Checks and Drafts – The Board may authorize the Treasurer to invest unappropriated funds of the Friends or other funds as the Board may direct, in accounts insured under and by virtue of the Federal Deposit Insurance Corporation.

Section 4. Gifts – The Board may accept on behalf of the Friends such contributions, endowments, gifts, grants, bequests or devices for the general purpose or any special purpose of the Friends consistent with the Articles of Corporation for Gifting for Glendale.

Section 5. Review – The Treasurer will arrange for an annual review of the financial records at the end of the fiscal year. The review will be conducted by an individual who is not an authorized signer on any of the Friends bank accounts. Copies of the review shall be furnished promptly to each member of the Board by the end of August.

Section 6. Budget – The Board shall adopt an annual budget for the operation of Friends. No budget shall be adopted or appropriations made unless the total estimated revenues, income and funds available shall be equal to or in excess of such budget of proposed appropriations.

Section 7. The Treasurer and the President shall be bonded in such amount as the Board shall deem appropriate. Other members of the Friends may also be bonded if directed by the Board.

ARTICLE XI SOCIAL MEDIA

Section 1. Social media is defined as Facebook, Twitter, Flickr, YouTube, website, Internet, etc.

Section 2. Work should be done diligently to post accurate, timely, and relevant content.

Section 3. Response to feedback will be with respect and courtesy, and we will request our friends and fans do the same.

Section 4. Encourage our community to share content with us such as photos and stories of their library experiences. We assume that anyone sharing this user generated content has the right to do so and has permission of the photographed individuals. Please do not post photos where there has not been received permission to post, including photos of children without the permission of a parent or guardian.

Section 5. Constructive feedback is welcome, but we reserve the right to remove any comments that are inappropriate due to foul language, attacking of a single person or group, unsupported accusations, or spam that explicitly promotes a product or service. If contact information is available, we will notify comment authors personally to let them know their comments have been removed. We reserve the right to ban repeat offenders.

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**ARTICLE XII
TERMINATION OF FRIENDS CHAPTER STATUS**

Section 1. The Board may at any time terminate the status of Friends under these Bylaws if:

- a. The Friends fails to abide by the provisions of these Bylaws or any other policy or guideline for this Friends Chapter by the Board pursuant to these Bylaws; or
- b. The existence of actions of Friends in any way jeopardizes the legal, financial, or nonprofit status, insurability, or public reputation of Friends; or
- c. The Board otherwise deems it in the best interest of Friends to do so.

Section 2. Unless otherwise specified in the termination notice, such termination shall take place immediately upon delivery of the termination notice to the Glendale Libraries Director.

Section 3. After a final accounting of the Friends funds by the Treasurer, the remaining funds should be directed to the Glendale Public Library.

**ARTICLE XIII
Amendments**

These bylaws may be amended at a Regular Membership Meeting by a 2/3 vote of those present, provided the amendment has first been submitted to the officers and notice of same submitted in writing to the membership fourteen (14) days prior to the meeting.

**ARTICLE XIV
Parliamentary Authority**

The rules contained in Robert's Rules of Order, Newly Revised Edition, shall govern this organization in all cases to which they are applicable and consistent with these Bylaws and the Articles of Incorporation.

**ARTICLE XIV
Adoption**

The undersigned, all being members of the Board, as of the 14th of February, 1985, hereby resolve that we adopt the foregoing Bylaws of this organization, FRIENDS OF THE GLENDALE PUBLIC LIBRARY.

Helen Bass	May Martin	Bernice Belveal	Robert McGregor
Brenda Hann	Sandra McGregor	Maxine Horst	Gwendolyn Menestrina
Joy Satori	Henryette Shanks	Wanda Yancy	Octavia Kennedy, Ph.D
Marguerite Mahoney			
Amended 3/91	Amended 6/12	Amended 7/10/2014	