



**BYLAWS OF THE
FRIENDS OF THE DOYLESTOWN LIBRARY**

**ARTICLE I
PURPOSE**

1. The objectives of the Friends of the Library (herein referred to as the Organization), a Pennsylvania non-profit corporation, are to provide financial and volunteer support for the Doylestown Branch of the Bucks County Free Library, Pennsylvania (herein referred to as the Library), and, specifically:
 - a. To stimulate, in the eyes of the public, a positive appreciation for the Library and to educate the public as to the benefits and enjoyment derived from assisting and using the Library.
 - b. To provide leadership through shared acceptance of responsibility for the consideration and adoption of comprehensive and long-range solutions to issues affecting the present and future quality of the Library.
 - c. To encourage all people to enjoy all the benefits offered by the Library.

**ARTICLE II
OFFICES**

1. The registered office of the Organization shall be at 150 Pine Street, Doylestown, Bucks County, Pennsylvania 18901.
2. The Organization may also have offices at such other places as the Friends of the Doylestown Library Board of Directors (herein referred to as the Board) may, from time to time, appoint or the activities of the Organization may require.
3. The fiscal year shall be based on the calendar year.

**ARTICLE III
MEMBERSHIP**

1. Any individual or organization interested in the welfare of the Library shall be eligible for membership and shall become a member by paying the applicable annual dues as may be adopted by the Board.
2. All members in good standing have the full right to vote on any matter coming before the Organization at the annual meeting in May provided that said members are in compliance with these Bylaws as of the date on which the vote is taken.

**ARTICLE IV
ANNUAL MEETING**

1. Meetings of the membership shall be held at the registered office of the Organization or at such other place or places as may, from time to time, be selected by the Board.
2. The annual meeting of the membership shall be held in May of each year at a time and place to be selected by the Board. The membership shall elect a Board consisting of not less than five (5) and not more than nine (9) members in good standing and transact such other business as may be properly brought before the annual meeting.
3. Thirty (30) days' notice of the date and place for the annual meeting shall be provided to the members. Notice is considered as individual E-mail, addresses provided by the members, the Organization's Web site, or the Organization's Facebook page.
4. Actions at the annual meeting of the Organization shall be by majority vote of those members present who are qualified to vote. Proxy voting shall not be permitted.

**ARTICLE V
BOARD OF DIRECTORS**

1. The business of the Organization shall be managed by the Board which shall be comprised of not less than five (5) and not more than nine (9) persons who are members in good standing. Members of the Board are elected to serve for a two (2) year term with no term limitations.
2. The Board shall meet in regularly scheduled meetings from September through May upon ten (10) days written or oral notice from the President.

3. For the transaction of business, a majority of the elected Board members shall constitute a quorum of the Board.

ARTICLE VI OFFICERS OF THE BOARD

1. Officers of the Organization shall be elected by the Board at the Annual Meeting. At that meeting, the existing officers will introduce the new officers to the Board and transfer responsibility for conduct of the meeting over to the newly elected officers. Officers may be elected to serve for a two (2) year term with no term limitations.
2. The officers of the Board will be the following.
 - a. The President shall be the executive officer of the Organization and shall preside over the agenda of all regular and special meetings. The agenda for all meetings shall be prepared by the President.
 - b. The Vice President shall serve as assistant to the President and be prepared to assume the duties of the President in case of absence.
 - c. The Secretary shall keep a record of the proceedings of all meetings and shall be responsible for the preparation and delivery of meeting notices as required by these Bylaws.
 - d. The Treasurer shall be the recipient and custodian of all monies received by the Organization. and shall receipt for monies received. The Treasurer shall countersign all corporate checks in excess of one thousand dollars (\$1,000) with the Vice President, or such other person as may be designated hereafter provided the countersigning officer or designee is not an immediate family member (e.g., spouse, parent, child, or sibling), and shall prepare a Treasurer's report for all regular meetings of the Board, and deliver a written Treasurer's report at the annual meeting. The Treasurer also supplies an annual report to the Library as required by the Memorandum of Understanding (MOU) with the Library.
 - e. The Library's Branch Manager or other designated library representative shall maintain liaison with the Organization and shall serve as an ex-officio member of the Board. The Librarian serves as a resource person for the Organization, advises on and agrees to the use of funds raised by the Organization, requests and posts

flyers in the library announcing the Organization's activities, and attends all Board meetings.

ARTICLE VII VACANCIES

1. If the office of any Director or Officer becomes vacant for any reason, the Board may choose a successor who shall hold office for the unexpired term of the Director or Officer.

ARTICLE VIII RECORDS

1. There shall be kept at the registered office or principal place of business of the Organization an original or duplicate record of the proceedings of the Board and an original or a copy of its Bylaws, including all amendments or alterations thereto, certified by the Secretary.
2. Every member shall, upon written demand stating the purpose thereof, have a right to examine, in person or by agent or attorney, during the usual hours for business for any proper purpose, the books and records of account, and records of the proceedings of the Board, and make copies or extracts therefrom. A proper purpose shall mean a purpose reasonably related to such person's interest as a member. In every instance where an attorney or other agent shall be the person who seeks the right to inspection, the demand shall be accompanied by a Power of Attorney or such other writing which authorizes the attorney or other agent to so act on behalf of the member.

ARTICLE IX FINANCES

1. The Organization may maintain checking and savings accounts in its name at any bank. All accounts established pursuant to these Bylaws shall contain the Employer Identification Number for the Organization and shall be the property of the Organization and not of any particular sub-committee.

2. The checking or savings account shall require at least two (2) signatures for the withdrawal of funds on any expenditure greater than \$1,000. The Treasurer and the Vice President or such other person as may be designated hereafter provided the countersigning officer or designee is not an immediate family member (e.g., spouse, parent, child, or sibling) shall be the normal co-signers of the general corporate account.
3. Board approval may be requested for any expenditure, but any expenditure in excess of \$1,000 shall require prior a majority approval.
4. The Board may request a review of the financial records by a Certified Public Accountant on an annual basis. If such a review indicates any discrepancy or fiduciary concern, the Board shall order a complete audit. An audit is required when income matches the State and/or Federal requirements.

ARTICLE X COMMITTEES

1. The Board shall have the authority to appoint temporary committees to carry out the work of the Organization. The President shall appoint a nominating committee from the Board on or before the 1st day of April of the year. The Nominating Committee shall be chaired by the Vice President or any other person designated by the President and shall contain additional persons all of whom must be members in good standing of the Organization. The Nominating Committee shall provide the President, on or before May 1st with a slate of candidates to be proposed for election to the Board at the annual meeting. This listing shall also include a designation of persons who have indicated willingness to serve as officers of the Organization if elected to the Board. Nominations can be added to the slate of nominees at the annual meeting. These additional nominees from the general membership must be present at the meeting.
2. There shall be the following standing committees of the Organization which committees shall be chaired by persons, not necessarily members of the Board, selected by the President and approved by the Board within thirty (30) days of his or her election by the Board.

- a. Nominating Committee
 - b. Finance Committee
 - c. Membership Committee
 - d. Publicity Committee
 - e. Fund Raising Committee (includes but is not limited to the Book Sale)
3. The Standing Committees shall be chaired by Board members or members in good standing nominated by the President and approved by the Board.

ARTICLE XI AMENDMENTS

1. These Bylaws may be amended or repealed by the majority vote of the Board at any regular or special meeting of the members, duly convened after notice for that purpose.