

BYLAWS OF THE CULVER CITY FRIENDS OF THE LIBRARY

ARTICLE 1 – NAME

The name of this organization shall be the Culver City Friends of the Library. When the word Library is used, it will denote the Culver City Julian Dixon Library.

ARTICLE II – PURPOSES

Section 1. To maintain an association of people interested in supporting the Library.

Section 2. To heighten public awareness of the Library's resources, services and needs.

Section 3. To enrich the Library's resources through funds derived from memberships and special projects; to stimulate gifts to the Library of books and other publications and materials that will be compatible with the objectives of the Library; and to encourage endowments and bequests.

Section 4. To enable the Library to enhance services, expand programs and add new dimensions that maximize the Library's role and usefulness in the community.

Section 5. To develop support among legislators and other elected officials to enable the Library to better serve the community.

ARTICLE III – MEMBERSHIP AND DUES

Section 1. Any individual, business or organization interested in the purposes of this organization may become a member upon payment of annual dues. The following categories constitute the current types of membership and dues structure:

- a. Student Membership (under 18 years of age): \$5.00 per year
- b. Individual Membership: \$10.00 per year
- c. Senior Membership (over 55 years of age): \$5.00 per year
- d. Family Membership: \$20.00 per year
- e. Business and Organization Membership: \$100.00 per year
- f. Lifetime Membership: \$200.00

Section 2. The organization shall conduct an annual enrollment of members but may admit members at any time. The membership year shall be from the first day of January through the 31st day of December.

Section 3. The Executive Board shall set the annual dues. The dues structure may be changed by a majority vote of the Board.

Section 4. Dues for members joining the organization after November 1 of each year shall be considered paid up for the following calendar year.

Section 5. The right to hold office, introduce motions, debate, vote and serve as a chairperson or member of a standing or an ad hoc committee shall be limited to members of the organization whose current dues are paid.

Section 6. Nominees for office and persons voting at the annual election for officers shall have been members in good standing for a minimum of thirty (30) days prior to the election.

Section 7. Voting and Membership Privileges

- a. Student Members, Individual Members and Senior Members shall each be entitled to one (1) vote. Each member is entitled to all the privileges of membership.

- b. Family Memberships are available for two or more people. Membership entitles the family to designate two representatives, each of whom is entitled to one (1) vote and all other privileges of membership.
- c. Business and Organization Memberships are for civic and fraternal groups and industrial organizations. Membership entitles the business or organization to designate two representatives, each of whom is entitled to one (1) vote and all other privileges of membership.
- d. A Lifetime Member shall be entitled to one (1) vote. The Lifetime Member is entitled to all the privileges of membership. Existing Lifetime Members will not be affected by any changes in dues structure.
- e. Honorary Membership may be conferred upon persons upon special action of the Executive Board. The Honorary Member shall be entitled to one (1) vote and all the privileges of membership.

ARTICLE IV – OFFICERS

Section 1. Officers

- a. Only a member of the organization, in good standing, shall serve as an officer.
- b. The officers of this organization shall be President, Vice President, Secretary and Treasurer.

Section 2. Nominations

- a. Nominations for officers shall be solicited in the Newsletter or by special letter and shall be mailed at least thirty (30) days prior to the November Executive Board meeting. Any individual interested in serving as an officer shall make it known to the Board by the close of the November Board meeting.
- b. Only those individuals who have given their consent to serve shall be nominated for or elected to such office.
- c. If more than one candidate seeks an office, either a ballot will be mailed to the membership or a vote will be taken at the annual membership meeting. The procedure will be decided by a majority vote of the Executive Board.

ARTICLE V – DUTIES OF OFFICERS

Section 1. The President shall preside at all meetings of the Executive Board and the organization; appoint the chairperson and members of all committees and be an ex-officio member of such committees; perform such other duties as may be prescribed in these Bylaws or assigned him/her by the Executive Board or by the organization; and assist with and coordinate the work of the officers and committees, in order that the organization's purposes may be promoted.

Section 2. The Vice President shall act as an aid to the President and shall assume the duties of the President in his/her absence or incapacity.

Section 3. The Secretary shall take minutes at all meetings of the organization; maintain a file of such minutes; and conduct the correspondence delegated to him/her.

Section 4. The Treasurer shall be the Chief Financial Officer of the organization; have custody of all the funds and financial records of the organization; present monthly financial reports at each Executive Board meeting and at other times when requested by the Board; keep an accurate account of all money received by the organization and deposit the same in the bank designated by the Executive Board; make disbursements as approved by the Executive Board and keep an accurate account of such disbursements; and prepare an annual report for the annual meeting.

Section 5. All officers shall perform the duties prescribed in the parliamentary authority in addition to those outlined in these Bylaws and those assigned from time to time. They shall deliver to their successor all official material not later than ten (10) days following the expiration of their term of office.

ARTICLE VI – EXECUTIVE BOARD

Section 1. The Executive Board shall consist of the officers of this organization, a Membership chairperson, a Program chairperson, a Publication chairperson, and a Book Sale chairperson. The Library’s Community Library Manager (CLM) shall be an ex-officio member of the Executive Board, without vote.

Section 2. Nominations

- a. Nominations for board members shall be solicited in the Newsletter or by special letter and shall be mailed at least thirty (30) days prior to the November Executive Board meeting. Any individual interested in serving as a board member shall make it known to the Board by the close of the November Board meeting.
- b. Only those individuals who have given their consent to serve shall be nominated for or elected to such office.
- c. If more than one candidate seeks an office, either a ballot will be mailed to the membership or a vote will be taken at the annual membership meeting. The procedure will be decided by a majority vote of the Executive Board.

Section 3. Members of the Executive Board shall assume their official duties at the first Board meeting following the close of the annual meeting, serve for a term of one (1) year, and shall remain in office until their successors assume office.

Section 4. A person shall not be eligible to serve more than two (2) consecutive terms in the same position. In the event that no other person wishes to hold a particular position, the term limitation can be waived by a majority vote of the Board.

Section 5. The duties of the Executive Board shall be to transact business of the organization; to approve routine bills within the limits of the budget; to create such standing and ad hoc committees as the Board shall determine to be of advantage to the organization and define their powers and duties; to approve plans of work of the standing and ad hoc committees; and to present a report at the meetings of this organization.

Section 6. Vacancies arising on the Executive Board, with the exception of the President, shall be filled for the unexpired term by a person elected by a majority vote of the remaining Board members.

Section 7. Should any member of the Executive Board be absent without reasonable cause or without notification to any of the officers for three (3) consecutive regular meetings of the Board, the absences shall be understood as an implied resignation from the Board.

ARTICLE VII – MEETINGS

Section 1. This organization shall hold at least one (1) general membership meeting per year, known as the annual meeting, to elect and/or install officers and board members, receive reports and conduct any other business. It will be held in January in Culver City at a date, time and place set by the Executive Board. Notice of time and place of the annual meeting shall be published in the newsletter or special letter and shall be mailed at least two (2) weeks prior to the meeting.

Section 2. Regular meetings of the Executive Board shall be held monthly or at the discretion of the Board. The day, time, and place of the meetings shall be determined by the new Board at its first meeting of the year.

Section 3. A special meeting of this organization may be called at any time by the President, by two (2) members of the Executive Board, or by ten (10) members of the organization provided the membership is notified by mail (with the business to be transacted stated) at least seven (7) days before the meeting date.

Section 4. A majority of the Executive Board shall constitute a quorum for the transaction of business in any annual, general, board or special meeting of this organization.

ARTICLE VIII – STANDING AND AD HOC COMMITTEES

Section 1. The Executive Board may create such standing or ad hoc committees as it may deem necessary to promote the purpose and carry on the work of this organization. The President shall appoint the chairperson and members of these committees, subject to the approval of a majority of the Board.

Section 2. The President shall be an ex-officio member of all committees.

Section 3. The Chairperson of all committees shall present plans of work to the Executive Board and no committee work shall be undertaken without the approval of the Board.

Section 4. The Standing Committees and their duties include the following:

- a. **Membership Committee:** This committee shall be responsible for increasing membership in the organization and promoting participation in and support of this organization. The chairperson shall keep an accurate and up-to-date list of the members, their contact information, and their type of membership.
- b. **Program Committee:** This committee shall be responsible for planning and implementing programs for this organization.
- c. **Publication Committee:** This committee shall be responsible for preparing a newsletter to be sent out quarterly to inform the membership-at-large of the goals and accomplishments of the organization and to promote events sponsored by the organization. This committee will also be responsible for preparing promotional material, such as brochures and flyers.
- d. **Book Sale Committee:** This committee shall be responsible for planing, promoting, and conducting the organization's book sales. The book sale chairperson is exempt from term limitations.

Section 5. No committee or member thereof shall have any authority to make any contract, or to incur any indebtedness, obligation, or liability in the name of, or on behalf of, the organization without the authority and approval of the Executive Board.

ARTICLE IX – PARLIAMENTARY PROCEDURE

The rules contained in the current edition of Robert's Rules of Order shall govern the proceedings of this organization in all cases in which they are applicable and in which they are not in conflict with these Bylaws.

ARTICLE X – PROPERTY, EXPENDITURES, AND DISSOLUTION

Section 1. The organization's property and funds are irrevocably dedicated to the Library.

Section 2. The organization may accept donations, contributions, gifts and legacies in any amount and in any form as decided by the Executive Board.

Section 3. Checks issued by the organization shall be signed by the Treasurer, the President, and/or the Vice President. All checks shall be signed by two of the above Officers.

Section 4. Dissolution

- a. Approval of dissolution of this organization shall require the affirmative vote of at least two-thirds (2/3) of the members present at a meeting where the membership has been notified of the proposed dissolution by mail at least two (2) weeks before the meeting date.
- b. Only those persons who are members in good standing thirty (30) days prior to date of the vote of dissolution shall be entitled to vote.
- c. Upon dissolution of this organization, any assets remaining after payment, or provision for payment, of debts and liabilities shall be distributed to the Library or a nonprofit fund organized and operated exclusively for charitable purposes whose tax-exempt status is established under Internal Revenue Code Section 501(c)(3).

ARTICLE XI – ADDITIONAL PROVISIONS

Section 1. This organization is organized exclusively for the above stated purposes, including for the making of distributions to the Library under Section 501(c)(3) of the Internal Revenue Code.

Section 2. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members. The organization shall be authorized and empowered to compensate individuals for expenses incurred, to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501(c)(3) purposes.

Section 3. Notwithstanding any other provision of these articles, the organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income tax under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE XII – LIABILITY OF MEMBERS

No officer or member shall be personally or otherwise liable for any of the organization's debts, liabilities or obligations.

ARTICLE XIII – AMENDMENTS

Section 1. Amendments to these Bylaws may be adopted by a two-thirds (2/3) vote at any meeting of the organization, provided that notice of the proposed amendments has been furnished to all members at least two (2) weeks prior to such meeting.

Section 2. With the exception of the dues structure, which will become effective January 1, 2005, these Bylaws will become effective immediately upon adoption by the membership.

To be presented to the membership for approval on January 31, 2006