

**FRIENDS OF THE NOVI PUBLIC LIBRARY
BY-LAWS
ADOPTED JULY 7, 2015**

ARTICLE I. NAME

The name of this organization shall be Friends of the Novi Public Library, herein referred to as the Friends.

ARTICLE II. MISSION

Section 1. The Friends will operate as a charitable Section 501 (C)3 entity for the purpose of solicitation of monies, gifts, grants and bequests to supplement other library resources and services.

Section 2. The Friends shall advocate for the library and support and co-operate with the Library Board and Library Director in developing services for the benefit of the community.

ARTICLE III. MEMBERSHIP

Section 1. Membership in the Friends shall be open to individuals, families, businesses or other organizations that are in agreement with the mission of the organization.

Section 2. Payment of annual dues is required for voting privileges.

ARTICLE IV. FISCAL YEAR

The fiscal year of the Friends of the Novi Public Library begins July 1 and ends the following year on June 30.

ARTICLE V. BOARD OF DIRECTORS

Section 1. A committee made up of at least two (2) persons shall develop a slate of candidates for positions of Directors and Officers to be voted upon by the membership at the Annual Meeting. Nominations from the floor at the Annual meeting may be made.

Section 2. The Board of Directors is elected by the membership at the Annual Meeting. All members of the Friends and representatives of member organizations or businesses are eligible to serve on the Board. The Board of Directors shall consist of no less than seven (7) and no more than thirteen(13) directors. Directors' terms shall be one year in length and directors may serve more than one term. Directors will serve without compensation.

Section 3. The Board of Directors shall advocate for the Novi Public Library and establish long and short term goals, policy plans, procedures and programs for the organization consistent with its mission. At the Annual Meeting, they shall present an annual budget to the membership for adoption and present an annual report to the membership documenting revenues and expenditures and other information required by law. The Board shall maintain a bank account, control resource allocation and financial oversight of the expenditures of all monies collected by the organization and determine annual dues.

The Board shall maintain open communication with the Library Director and Library Board in order to achieve consistency with the goals, procedures and programs of the Novi Public Library. They shall perform other activities that are necessary to maintain the viability of the organization and ensure fulfillment of its mission. The Board shall fill vacancies on the Board of Directors by appointment.

ARTICLE VI. OFFICERS

Section 1. The officers of the Board of Directors shall be a president, vice-president, secretary and treasurer elected by a majority of the membership in attendance at the Annual Meeting of this organization. No member shall hold more than one office at a time. Board members may be elected to the same office more than once, however, no member shall be eligible to serve more than three consecutive terms in the same office.

Section 2. Officers shall hold office from the day of the election until the Annual Meeting of the following calendar year. In case of a vacancy in any office, the vacancy shall be filled by vote of the Board of Directors at the next regular meeting after the vacancy occurs.

Section 3. The president shall preside at meetings of the organization, call special meetings, appoint all committees, execute all documents authorized by the Board, serve as an ex-officio voting member of all committees. The president shall authorize a member of the Board to have signatory authority, along with the treasurer, over accounts containing Friends funds, as needed, and generally perform all duties associated with the office of the president.

Section 4. The vice-president shall act as the president in the absence of the president. The vice-president shall perform such other duties as may be assigned by the president.

Section 5. The secretary shall keep minutes of all meetings of the Board. The secretary shall prepare, and send to the state government, a notice of all Board and by-law changes within the period set by the government. The secretary shall perform such other duties as are generally associated with the office of secretary.

Section 6. The treasurer shall make monthly reports for the Board showing in detail the amount and investment of, additions to, and disbursements from the Friends' funds. The treasurer is authorized to sign all checks drawn on Friends' funds. The treasurer shall deposit all funds of the organization to the account of the Friends of the Novi Public Library. The treasurer shall collect all monies due to this organization and shall keep an account of all monies received by, expended by, or on behalf of the organization. The treasurer may reimburse members of the Board and others for personal expenditures necessary for carrying out authorized activities of the organization and which are within the limitations of the budget. The treasurer shall perform such other duties as are generally associated with the office of the treasurer.

ARTICLE VII. MEETINGS

Section 1. The Annual Meeting of the organization shall be held within thirty (30) days of the end of each fiscal year at such place within the City of Novi as the Board shall determine. Notice of the time and place for holding any annual meeting shall be sent to the members at least fourteen (14) days prior to such meeting.

Section 2. All Board members shall be notified of any Board meeting, and the meeting agenda, at least five days prior to the meeting. Special meetings may be called by request of a majority of the Board and/or a request of 20 percent (20%) of the membership.

Section 3. Notices of Board business including meeting notices, may be delivered in person, or sent via U.S. mail, email, telephone or other electronic methods.

Section 4. A majority of members present at any meeting of the organization, except Board meetings, regular or special, shall constitute a quorum at such meeting.

Section 5. A majority of the Board shall constitute a quorum at a meeting of the Board.

Section 6. decisions concerning routine business of the organization may be made outside of board meetings with members voting via telephone, e-mail or other electronic method. A record of such decisions shall be included in the minutes of the next meeting of the Board.

Section 7. All meetings of the organization and its Board of Directors shall be conducted in an orderly fashion according to basic rules of order.

ARTICLE VIII. AMENDMENTS

Section 1. Each year a By-laws Review Committee shall be appointed to review the by-laws and recommend changes as necessary.

Section 2. These by-laws may be amended at any meeting of the organization by a sixty percent (60%) majority vote of the voting members present and voting, provided that notice of the proposed amendment is given in writing to all of the members at least five (5) days before said meeting. Such written notice shall contain the proposed amendments(s).

ARTICLE IX. DISPOSITION OF ASSETS UPON DISSOLUTION

Upon dissolution of this organization, all remaining assets shall pass to and shall belong to the Novi Public Library.