

**BY-LAWS OF FRIENDS OF THE TEANECK PUBLIC LIBRARY**

*[Revisions approved April 3, 2017]*

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**ARTICLE I  
NAME**

This association shall be known as the Friends of the Teaneck Public Library.

**ARTICLE II  
PURPOSE**

The purposes of this association shall be the following:

1. To provide a voice for improving and making better known the resources and services of the Library.
2. To increase public understanding, use, and support of the Library as an informational and cultural center.
3. To support the Library in contacts with the public and public bodies.
4. To maintain an association of persons interested in libraries, books, and related materials and services.

This association recognizes that the administration of the Library is vested in the Trustees and administrators of the Teaneck Public Library.

**ARTICLE III  
MEMBERSHIP**

Section I. Any person who is in accord with the purposes of this association shall be eligible for membership. Members in good standing shall be those whose annual dues are paid.

Section 2. The Board of Directors shall provide “family” membership and such other categories of membership as it shall decide.

**ARTICLE IV  
DUES**

The annual dues for all members shall be prescribed by the Board of Directors. In order for members to remain in good standing, membership dues must be received within two weeks of the fiscal year for this organization, which begins January 1<sup>st</sup> and runs through December 31<sup>st</sup>.

**ARTICLE V  
MEMBERSHIP MEETINGS**

Section 1. The association shall hold its Annual meeting to elect officers and can hold additional general membership meetings each year if necessary. A quorum for such meetings shall be 30 paid-up members.

Section 2. Meeting notices shall be mailed to the members at least two (2) weeks prior to a general meeting.

Section 3. The President, or in the President's absence, the First Vice President, or in the First Vice President's absence, the Second Vice President, may call a special meeting at the discretion of such officer. It shall also be the duty of such officer to call a special meeting when directed by a majority of the Board of Directors or whenever requested to do so in writing by 25 members in good standing. At least seven (7) days' notice in writing shall be given to members by the Corresponding Secretary. The purpose of the special meeting must be stated in the notice and only that business shall be transacted at such special meeting.

Section 4. Paid-up members shall be entitled to one vote per membership, and must be present in order to vote.

**ARTICLE VI  
OFFICERS**

Section I. The elected officers shall be a President, First Vice-President, Second Vice-President, Recording Secretary, Corresponding Secretary, Treasurer.

Section 2. Each officer shall be elected for a term of one year or until a successor is elected. All officers may serve for an unlimited number of terms.

Section 3. In the event of death, resignation, or incapacity of any officer, a successor shall be elected by the Board of Directors to fill the vacancy for the unexpired term.

**ARTICLE VII  
DUTIES OF OFFICERS**

Section I. President. The President shall manage the affairs of the association subject to the policies and directions of the Board and the members. The President shall preside at all meetings of the members and of the Board of Directors, and shall be an ex-officio member of all committees other than the Nominating Committee.

Section 2. First Vice President. The First Vice President shall perform such duties as may be assigned by the Board or by the President. In addition, the First Vice President shall perform the duties of the President in the absence or disability of the President.

Section 3: Second Vice President. The Second Vice President shall perform such duties as may be assigned by the Board or by the President. In addition, the Second Vice President shall perform the duties of the President in the absence or disability of the President and First Vice President.

Section 4. Recording Secretary. The Recording Secretary shall keep the minutes of all the meetings of the members and of the Board and shall have charge of the custody of the records and reports of the association.

Section 5. Corresponding Secretary. The Corresponding Secretary shall conduct the correspondence of the association, maintain accurate lists of the names, addresses, and telephone numbers of the members, and be responsible for the preparation and distribution of such notices of membership and Board meetings as may be required by this Constitution or any By-Laws.

Section 6. Treasurer. The Treasurer shall have charge of the custody of all funds of the association and shall maintain an accounting system in such manner as to provide a true and accurate record of the accounts for financial reports to the Board and the members.

## **ARTICLE VIII BOARD OF DIRECTORS**

Section I. The Board of Directors shall consist of the aforementioned officers and six directors-at-large.

Section 2. The Board of Directors shall have general supervision of the affairs of the association.

Section 3. The Board of Directors shall hold monthly meetings with a minimum of eight meetings per year. The first meeting of the new Board each year shall be held within one (1) month following the Annual meeting of members. Special meetings shall be held at the call of the President or upon the written request of three (3) members of the Board. Notice of a special meeting of the Board shall be sent at least three (3) days in advance of such meeting. A quorum for a meeting of the Board shall be four (4) members of the Board of which at least three (3) are elected officers.

Section 4. A member of the Board who is not present for more than three consecutive Board meetings without valid notification may be removed and replaced by the President with the approval of the Board and shall be notified of such replacement by the President. In the event of death, resignation, or incapacity of any director, a successor shall be elected by the remaining members of the Board to fill the vacancy for the unexpired term.

## **ARTICLE IX BOARD OF DIRECTOR MEETINGS**

Section 1. Board of Directors Meetings shall be held the first Monday of each month except when it falls on a holiday or otherwise is rescheduled by the Board. These meetings shall be open to the public, except when necessary for the Board to go into a closed session. It will take a majority vote of the Board to go into a closed session.

Section 2. When it becomes necessary to resolve an issue before the next scheduled meeting, such as during the summer months, the President may call a special meeting of the Board of Directors or resolve the issue via email through a vote of the Board of Directors. The issue, the rationale for expedited handling, and the outcome will be presented at the next regular meeting

of the Friends. **1.** Directors may vote via email by sending an email that reaches the Recording Secretary between one (1) and fifteen (15) days before the issue at hand is scheduled to be voted on or otherwise resolved. **2.** The email must identify the issue and clearly state whether the voting Board Member approves or disapproves of the issue. **3.** If email votes are not counted (e.g., because the issue materially changed or was tabled), each voting Board Member will be so advised.

## **ARTICLE X NOMINATIONS AND ELECTIONS**

A nominating committee shall consist of two (2) Board members and one (1) general member or three (3) Board members. It shall be in place by January to nominate a slate of six (6) officers to present to the Board in March. The chairperson shall be determined by the committee. Additional nominations may be made from the floor at the Annual meeting. Elections shall be by a majority vote of the members present at the Annual meeting. In the event of a contest, the vote for that position shall be by secret ballot.

## **ARTICLE XI COMMITTEES**

The President, in consultation with the elected members of the Board of Directors, shall create Committees as necessary and appoint the Chairpersons of these Committees. These committees may consist of standing or special committees based on the needs of the organization.

## **ARTICLE XII FINANCES**

Section I. The fiscal year of this association shall begin on January 1 of each year and end on the last day of December 31.

Section 2. The Treasurer shall maintain accurate records of income and disbursements, and shall render a report of disbursements at each meeting of the Board of Directors. The Board of Directors shall appoint a person who is not an officer of this association to audit the financial records of this association every three years, and the Treasurer shall present a report of disbursements to the general membership at the Annual meeting of members.

Section 3. All monies received by the association shall be remitted to the custody of the Treasurer as soon as possible after receipt thereof. The Treasurer shall promptly deposit all monies received in the bank account of the association maintained at the bank designated by the Board of Directors for its account. Payment of all approved disbursements shall be by check signed by any one of the following two officers: the President or Treasurer. Disbursements of \$150.00 or less may be authorized by the President or Vice Presidents. Disbursements greater than \$150.00 must be approved by the Board of Directors. The Treasurer is to report on all checks written at Board of Directors meetings.

Section 4. In the event of the dissolution of this association, all of its assets remaining after the payment of its debts and liabilities shall be donated to the Township of Teaneck for the use and benefit of the Teaneck Public Library, both of which are tax exempt pursuant to Section 501(c)(3) of the Internal Revenue Code of 1954, as amended.

**ARTICLE XIII  
RULES OF ORDER**

All meetings shall be conducted according to the latest revision of Robert's Rules of Order, except that in event of the conflict of such Rules of Order with this Constitution, the terms of this Constitution shall prevail.

**ARTICLE XIV  
AMENDMENTS**

These by-laws may be amended as needed by the Board at any meeting of the Board as allowed under New Jersey Law. Any item that requires a vote of the membership shall be voted upon at a meeting of the members of this association by a two-thirds vote of those members in good standing present, provided that notice of any proposed amendment shall have been mailed to all members not less than two (2) weeks prior to such meeting.