

**BYLAWS OF THE Friends of BAXTER MEMORIAL
LIBRARY**

ARTICLE 1

Name

The name of this organization is the Friends of Baxter Memorial Library. It is a non-profit corporation organized under Section 501(c) (3) of the Internal Revenue Code.

ARTICLE II

Purpose

The purpose of the organization shall be to promote the services of the Baxter Memorial Library (the "Library") and to support the Library through fundraising and other activities.

ARTICLE III

Members

Section 1: Membership in the Friends of Baxter Memorial Library shall be open to anyone who has an interest in supporting the Library.

Section 2: Members will pay annual dues in an amount and on a date to be determined by the Executive Board.

Section 3: Members not paying the annual dues will be dropped from the membership role.

ARTICLE IV

The Executive
Board

Section 1: The Executive Board of the Friends of Baxter Memorial Library shall be composed of the officers and the chairmen of standing and special committees.

Section 2: The Executive Board of the Friends of Baxter Memorial Library shall have general supervision of the affairs of the organization between regular meetings.. The Board may make recommendations and fix the hour and place of meetings and perform such other duties as specified in these bylaws.

Section 3: Regular meetings of The Executive Board shall be held at least six times per year.

Section 4: Four members of The Executive Board shall constitute a quorum.

Officers

Section 1: The officers of the Friends of Baxter Memorial Library shall be a President, a Vice President, a Secretary, and a Treasurer. Officers cannot be current members of the Library Board of Trustees.

Section 2: The officers shall have duties and powers not inconsistent with the Articles of Incorporation and these Bylaws. In addition the officers shall have the following duties and powers:

President: The President shall have and exercise general charge and supervision of the affairs of the Friends of Baxter Memorial Library as directed by the Executive Board and shall do and perform such other duties as are customary to that office. The President shall appoint a Volunteer Coordinator.

Vice-President: The Vice-President shall have and exercise such authority and responsibilities as shall from time to time be delegated or assigned to that office by the President and shall do and perform such other duties as are customary to that office.

Secretary: The Secretary shall keep the minutes of all meetings of the Executive Board and the annual meeting.

Treasurer: The Treasurer shall review the monthly financial reports and disseminate such information at meetings.

Section 3: The officers will be elected by the general membership at the annual meeting.

Section 4: Nomination of Officers. A nominating committee consisting of three members of the Friends of Baxter Memorial Library will be appointed by the Executive Board. This committee shall submit the slate of officer candidates to the Executive Board at the meeting held two months prior to the Annual Meeting and will be distributed to the membership at large two weeks prior to the annual meeting.

Section 5: Terms shall be limited to two, consecutive two year terms for each of the officers of the Executive Board.

ARTICLE V

Meetings

Section 1: There shall be an annual meeting of the membership with a date to be determined by the Executive Board.

Section 2: All members of The Friends of Baxter Memorial Library present at the annual meeting shall constitute a quorum.

Section 3: The purpose of the annual meeting shall be to elect officers and read annual reports from the officers and the chairmen of the standing committees.

Section 4: Special meetings may be called by the Executive Board or may be called upon the written request of ten members. The purpose of the meeting shall be stated in the call.

ARTICLE VII

Committees

Section 1: There will be standing committees concerning membership and special events.

Membership: The Membership Committee will take all appropriate measures to encourage individuals to join The Friends of Baxter Memorial Library as members and will maintain the membership roll.

Special Events: The Special Events Committee will coordinate those fundraising, social, and other events approved by the Executive Board or the general membership.

Section 2: Other: Such other committees, standing or special, shall be appointed by the President as the organization or Executive Board deems necessary to carry on the work of The Friends of Baxter Memorial Library. The President shall be ex officio member of all committees with the exception of the nominating committee.

ARTICLE VIII

Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the organization may adopt.

ARTICLE IX

Amendment of Bylaws

Section 1: These bylaws may be amended at the annual meeting of the membership by a two-thirds vote, provided that the amendment has been submitted in writing at least ten days before the meeting.

ARTICLE X

Dissolution

Upon dissolution of the Friends of Baxter Memorial Library, any remaining funds shall be conveyed to the discretionary account of the Baxter Memorial Library Board of Trustees.

Approved: April 2,
2008 Amended: April
4, 2012 Amended:
May.....