

BYLAWS OF THE  
FRIENDS OF BEACON FALLS LIBRARY, INC.

ARTICLE I  
Name

Section 1. The name of this association shall be “Friends of Beacon Falls Library, Inc.”; it shall be a Connecticut nonstock corporation and hereinafter referred to as ‘FRIENDS’.

ARTICLE II  
Purpose

Section 1. It is recognized that the administration of the Beacon Falls Library, hereinafter referred to as “LIBRARY”, is vested in the Town of Beacon Falls through the Board of Selectmen, the Library Board of Trustees and the Library Director.

Section 2. The purpose of the Friends shall be to maintain an association of persons and organizations interested in good library service and to foster closer relations between the Beacon Falls Library and the residents of Beacon Falls.

Section 3. The activities of the Friends shall include, but not be limited to, sponsorship of special projects; informing the public of the resources and services of the Library; securing materials that are beyond the command of the ordinary Library budget; and performing other services deemed helpful to the Library.

ARTICLE III  
Membership

Section 1. Membership in this organization shall be open to individuals, organizations and businesses in agreement with its purposes.

Section 2. There shall be various categories of membership as determined by the Board of Directors from time to time. Dues of each category shall be determined annually by said Board prior to the annual meeting.

Section 3. Each member who has paid dues shall be entitled to one vote.

ARTICLE IV  
Officers and Directors

Section 1. The officers of the Friends shall be a President, a Vice President, a Secretary and a Treasurer, who shall also serve as Directors.

Section 2. The Library Director and a representative from the Library Board of Trustees may serve as ex-officio members of the Board of Directors.

Section 3. The Board of Directors shall manage the affairs of the corporation.

Section 4. The Board of Directors may authorize committees consistent with the purposes and resources of the corporation. The President may appoint chairpersons of such committees.

Section 5. The duties of the officers shall be as follows:

- A. The President shall preside at all meetings of the members and of the Board of Directors and shall direct the administration of the business of the Friends. The President shall be an ex-officio member of all committees.
- B. The Vice President shall act for the President in his or her absence at all meetings. In the event of the resignation, incapacity or death of the President, the Vice President shall become President for the remainder of the term of office.
- C. The Secretary shall be responsible for keeping all records and minutes and for all correspondence.
- D. The Treasurer shall collect all dues, assessments and other receipts, make disbursements and keep such records as are ordinarily required of that office and as may be required by the Board of Directors. Books of account and banking records shall be maintained by the Treasurer. Reports shall be rendered at meetings or at such other times as the Board of Directors shall determine.

## ARTICLE V Funds & Liability

Section 1. Activities of the Friends shall be self supporting. All funds accrued by the corporation shall be deposited to the accounts of Friends of Beacon Falls Library, Inc. as established and authorized by the Board of Directors, to be used for the purposes of the Library. Checks shall be signed by the Treasurer or the President. The signatures of both the Treasurer and the President shall be required on checks in an amount in excess of One Thousand (\$1,000.00) Dollars.

Section 2. The Board of Directors shall appoint an accountant or other qualified individual, not an officer of the corporation, to review the books and accounts of the corporation at such times as it shall determine.

Section 3. No personal liability shall in any event be attached to any member of this corporation in connection with any of its undertakings.

ARTICLE VI  
Meetings

Section 1. The Friends shall meet annually on a date in October set by the Board of Directors for the election of officers and Directors and transaction of other business.

Section 2. Meetings shall be held whenever scheduled by the President. A special meeting of the Friends may be called at any time by the President or by two members of the Board of Directors.

Section 3. Three members and a minimum of one member of the Board of Directors present and voting shall constitute a quorum for transaction of business or the organization at all general membership meetings of the organization.

Section 4. Notice shall be made prior to the general meeting.

Section 5. A written record of all meetings of the Board of Directors and the Friends shall be maintained by the Secretary. A copy shall be given to the President, the Liaison to the Library Board of Trustees and the Library Director.

Section 6. The rules contained in Robert's Rules of Order Revised shall govern all proceedings of this association, the Board and committees. If any conflicts should arise between the Bylaws and Robert's Rules of Order, the Bylaws shall take precedence.

ARTICLE VII  
Election of Officers

Section 1. Nominations will be presented at the September meeting and may be made from the floor at the Annual Meeting by any member, provided the consent of the nominee shall have been secured beforehand.

Section 2. The terms of officers and directors so elected shall begin at the conclusion of the Annual Meeting and continue for a period of one year, or until their successors are chosen.

Section 3. A vacancy in any office shall be filled for the remainder of the term through appointment by the Board of Directors.

ARTICLE VIII  
Amendments

Section 1. Amendments to the Bylaws may be made at any meeting of the general membership by a two-thirds vote of those present, after a notification at which voting is to take place as required by statute.

ARTICLE IX  
Fiscal Year

Section 1. The Friends shall recognize a fiscal year commencing October 1<sup>st</sup> and ending September 30<sup>th</sup>.

ARTICLE X  
501(c)(3) Clauses

1. Notwithstanding any other provisions of these articles, the corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code of 1986 and shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under IRC Section 501(c)(3) or corresponding provisions of any subsequent Federal tax laws.
2. No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, director, officer of the corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation) and no member, trustee, officer of the corporation or any private individual shall be entitled to share in distribution of any of the corporate assets on dissolution of the corporation.
3. No substantial part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting, to influence legislation (except as otherwise provided by the Internal Revenue Code Section 501(h)), and does not participate in, or intervene in including the publication or distribution of statements, any political campaign on behalf of any candidate for public office.
4. In the event of dissolution, all of the remaining assets and property of the corporation shall, after necessary expenses thereof, be distributed to another organization exempt under IRC Section 501(c)(3), or corresponding provisions of any subsequent Federal Tax laws, or to the Federal government, or state or local government for a public purpose, subject to the approval of a court of competent jurisdiction of the State of Connecticut.
5. In any taxable year in which the corporation is a private foundation as described in IRC Section 509(a), the corporation shall distribute its income for said period at such time and manner so as not to subject it to tax under IRC Section 4942 and the corporation shall not:
  - a. Engage in any act of self-dealing as defined in IRC Section 4941(d), retain any excess business holding as defined in IRC Section 4943(c);
  - b. Make any investments in such manner as to subject the corporation to tax under IRC Section 4944; or

c. Make any taxable expenditure as defined in IRC Section 4945(d) or corresponding provisions of any subsequent Federal tax laws.

In effect since 1991  
Revised October 7, 2008  
Review April 20, 2011  
Reviewed January 24, 2018