

# Friends of the Millville Library, Incorporated

## Articles of Association

### **Article I. Name**

The name of the Association shall be Friends of the Millville Library, Incorporated.

### **Article II. Mission**

#### **Section 1.**

It is recognized that the administration of the Millville Library is vested in the town of Millville through the Town Council, the Library Board of Trustees, and the Library Director.

#### **Section 2.**

The mission of the Friends shall be to maintain an association of persons interested in good library service; to increase the services of the Millville Free Public Library; and thus to enrich the cultural opportunities available to the citizens of Millville.

#### **Section 3.**

The activities of the Association shall include 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 Executive Board. There shall be, at minimum, a Student/Senior category and a Life Member category. Dues of each category shall be determined annually by the Executive Board prior to the Annual Meeting.

#### **Section 3.**

Life Membership shall be available to an individual or family only. Upon payment of the prescribed dues charge for Life Member category, such an individual/family shall be relieved of payment of dues thereafter.

**Section 4.**

Each member who has paid dues for the current fiscal year shall be entitled to one vote.

**Article IV. Officers****Section 1.**

The officers of this Association shall be a President, a Vice President, a Secretary, a Corresponding Secretary, and a Treasurer. The officers of the Association, along with at least two other individuals, shall constitute the Executive Board. The Library Director or designee, and a Library Trustee, shall be ex-officio members of the Board.

**Section 2.**

The Executive Board shall meet at the call of the President. A majority of the Board shall constitute a quorum.

**Section 3.**

The direction of affairs of this Association shall rest with the Executive Board, the President acting as chairperson.

**Section 4.**

The President may appoint chairpersons of standing and ad-hoc committees. Standing committees shall be Membership, Program, Publicity/Public Relations, Finance, and Gifts and Endowments. Other standing or ad-hoc committees shall be formed as deemed necessary, with the approval of the Executive Board.

**Section 5.**

The President is an ex-officio member of all committees with the exception of the Nominating Committee.

**Section 6.**

Nominations for officers and the Executive Board shall be presented by a Nominating committee of at least two, to be appointed by the Board.

**Section 7.**

The officers of the Executive Board shall be elected at the annual meeting.

**Section 8.**

Vacancies arising on the Board shall be filled by appointment made by the remaining Board members.

**Section 9.**

All Executive Board members shall be eligible for a second consecutive term, but not for a third consecutive term in the same office.

## **Section 10.**

The duties of the officers shall be:

- a. The President shall preside at all meetings of the association and of the Executive Board. This person shall be the Chief Executive of the association and shall direct the administration of the business of the association with the advice and consent of the Executive Librarian and the Library Board of Directors. The President shall be an ex-officio member of all committees.
- b. The Vice-President shall act in the President's absence at all meetings of the association, of the Executive Board and of the Committees. In the event of the resignation, incapacitation or death of the President, the Vice-President shall then become President for the remainder of that term of office.
- c. The Secretary shall be responsible for keeping all records, minutes and correspondence of the association, except financial records.
- d. The Treasurer shall, as required by the Executive Board, collect all dues, assessments, and other receipts, make disbursements and keep such records as are ordinarily required by that office.
- e. The Members at Large shall assist in the administration of the association.

## **Section 11.**

All Officers and Committee Chairmen shall deliver to their successors, immediately upon relinquishing office, all records, correspondence and other properties belonging to the association.

## **Article V. Meetings**

### **Section 1.**

This association shall hold its annual meeting in the Spring for the purpose of election of officers, to receive various reports, and to enact other business. Public notice shall be made prior to the meeting.

### **Section 2.**

Additional meetings shall be scheduled as recommended by any special committees and approved by the Board.

## **Article VI. Funds**

### **Section 1.**

Adequate books of account shall be maintained by the Treasurer who shall be responsible thereof.

### **Section 2.**

All checks shall be signed by the Treasurer and one other standing Executive Board member.

### **Section 3.**

The Executive Board shall appoint an auditing committee, not an officer, to review the Treasurer's books prior to the annual meeting.

#### **Section 4.**

No member of this Association shall be liable except for unpaid dues; and no personal liability shall in any event be attached to any member in connection with any of its undertakings.

#### **Section 5.**

The fiscal year of this Association shall be from July 1 to June 30.

#### **Section 6.**

One-half of the dues paid by each Life Member shall be held by the Treasurer and shall be expended by the Association.

### **Article VII Activities and Dissolution**

#### **Section 1.**

Notwithstanding any other provision of these articles, the Association is organized exclusively for one or more of the following purposes: religious, charitable, scientific, testing for public safety, literary, or educational purposes, or to foster national or international amateur sports competition (but only if no part of its activities involve the providing of facilities or equipment) or for the prevention of cruelty to children or animals, as specified in Section 501 (c) (3) of the Internal Revenue Code of 1954.

#### **Section 2.**

No substantial part of the activities of the Association shall be carrying on propaganda, or otherwise attempting to influence legislation (except otherwise provided by Internal Revenue Code Section 501 (h), or participating in, or intervening in (including the publication or distribution or statements), any political campaign on behalf of any candidate for public office.

#### **Section 3.**

No part of the net earnings of the Association shall inure to the benefit of any member, trustee, director, officer of the Association, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Association), and no member, trustee, or officer shall be entitled to share in the distribution of any of the assets upon dissolution of the Association.

#### **Section 4.**

In the event of dissolution of the organization, the assets of the Association shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code or corresponding section of any future Federal tax code, or shall be distributed to the Federal Government, or to a state or local government, for a public purpose.

### **Article VIII. Amendments**

These Articles of Association may be amended on prior notice at any meeting of this Association, by a three-fourths vote of the members present, provided that notice of the proposed change was provided with all notices of the meeting.