

Friends of the Summerville Library

Bylaws

Adopted and Effective August 15, 2005
(Amended November 14, 2017)

Article I. – NAME

The name of this organization shall be “Friends of the Summerville Library” (FOSL). FOSL is an independent 501(c)3 organization in the state of South Carolina for state and federal tax and legal purposes.

Article II. – MISSION STATEMENT

The mission of FOSL shall be to act as a bridge between the George H. Seago, Jr. Library, commonly known as the Summerville Library (hereafter in this document, “the Library”) and the community by:

- 1) Increasing public awareness of, focusing attention on, and expanding the use of the Library as a valuable resource for an informed community;
- 2) Initiating, organizing, promoting, and encouraging cultural and educational activities;
- 3) Encouraging gifts and endowments as well as raising funds in support of the Library and FOSL activities;
- 4) Working with the Dorchester County Library Board of Trustees, the Dorchester County Library Director, and the Summerville Library Branch Manager in a spirit of mutual cooperation.

Article III. – MEMBERSHIP

Membership is granted upon acceptance of payment of annual dues. Dues shall be payable annually during the month of initial membership at a rate proposed by the Board of Directors and approved by the general membership at an annual meeting. Levels of membership may be established by vote of the organization. Each member shall have one vote on any issue. Only members in good standing (dues paid up-to-date) may vote and are eligible to serve on the Board of Directors.

Article IV. – OFFICERS

Officers of the organization shall be President, Vice President, Secretary, and Treasurer. Their duties are as follows:

- 1) President - The President shall preside at organizational meetings and preserve order. The President shall serve as official representative and sign documents on behalf of the organization. The President shall enforce the bylaws, make appointments as outlined in the bylaws, make an annual report to the membership, and perform such other duties as may be appropriate. The President shall appoint such committees as are necessary for the running of the organization and is an ex-officio member of all committees. The President has the authority to call meetings of all committees as deemed necessary and will serve as chair of the Board of Directors.
- 2) Vice President - The Vice President shall perform the duties of the President in the President's absence and shall succeed to the office of President should the office become vacant. The Vice President shall assist the President as needed and be responsible for member retention/recruitment and maintenance of official membership records. The Vice President shall be responsible for sending out dues notices prior to each member's renewal date.
- 3) Secretary - The Secretary shall attend and record minutes of all general FOSL meetings and Board of Directors meetings. The Secretary shall be responsible for the maintenance and safe-keeping of all records of the organization other than those maintained by the Treasurer. The Secretary shall be responsible for the timely distribution of all meeting notices, minutes, and any communication to the general membership.
- 4) Treasurer - The Treasurer shall be responsible for the direct collection and timely deposit of all dues monies and any other funds coming into the organization. The Treasurer shall keep an accurate record of all monies received and disbursed by the organization; present a report of such at each general FOSL meeting; and present an annual financial report at the annual meeting. During the first quarter of each year the Treasurer shall make the financial records of the previous year available for an annual internal review.

The Treasurer or President must sign all bank drafts and checks. Reimbursements will be issued only with a valid receipt. If reimbursement is due to the President or Treasurer, the opposite party must sign the check. The Treasurer shall be responsible for filing all required documents relevant to the finances of the organization, including tax returns and non-profit status of FOSL.

The fiscal year shall commence on January 1. The Treasurer shall chair a committee to prepare an annual budget to be presented to the membership at least fourteen days prior to approval at the November meeting.

All emergency expenditures not covered by the current budget must be voted on and approved initially by the Board at which time funds may be dispersed. Then at the next general meeting membership shall be informed. All non-emergency new expenses not covered by the current budget must be approved at a general meeting prior to dispersing funds.

Article V. – MEETINGS

The annual meeting shall be held in June and shall be for the purpose of electing officers in odd-numbered years and each year for the presenting of the President’s report and the Treasurer’s accounting reports for the preceding year. Notice of all general and annual meetings shall be posted to the website and announced to the entire FOSL membership. A quorum at any meeting shall be the current dues-paying members in attendance. Special meetings may be called by a petition bearing the signatures of seven members. Monthly general membership meetings may be held as a customary practice, without petition, at the pleasure of the Board of Directors.

Article VI. – ELECTIONS

The President shall appoint a Nominating Committee in March of odd-numbered years preceding an election in June at the annual meeting. The committee will present a slate of one name for each vacant office on the Board of Directors and nominations may also be made from the floor at the annual meeting. Voting shall be by secret ballot. Officers will assume duty July 1.

Officers will serve a two-year term with a maximum of six consecutive years as an officer, with a maximum of four years in any one office. Officers who have reached the six-year limit may be elected to an office again after a two-year hiatus.

If a vacancy occurs in any office (other than President) less than one year prior to next the election, the President shall appoint, subject to Board approval, a member to complete the term. The Board approval shall be by a two-thirds majority. If the appointed person is currently serving as an officer, the President shall appoint, subject to Board approval, a replacement who will complete the appointed term. If an elected office becomes vacant with one year or more remaining in the term, a special election shall be held to fill that position until the next regular election.

Article VII. – BOARD OF DIRECTORS

Between annual meetings, FOSL will be governed by a Board of Directors (Board). The Board of Directors will consist of the four elected officers and up to two members-at-large in good standing appointed by the President, subject to Board approval. The members-at-large have voting privileges on the Board. The immediate past president may serve as a non-voting member of the Board. The President will serve as chair of the Board of Directors.

Note: See Article IV for clarification of policy regarding disbursement of emergency expenditures.

Any Director who is absent for three consecutive general membership and/or Board meetings without providing reasonable cause shall be deemed to have resigned from the Board of Directors and from office, if applicable. At the next or concurrent Board meeting being, or following, the member's third absence, the President must report the absences to the Board. A majority of the Board of Directors shall act to accept the implied resignation. The President shall then appoint a replacement as outlined in Article VI – Elections.

If any member of the Board of Directors is not performing to the satisfaction of the Board, this procedure shall be followed:

Three other Board members will meet with the individual to discuss concerns. If concerns cannot be resolved, then the individual will be asked to resign from the Board of Directors and office if applicable. Refusal to resign from the Board of Directors will result in removal upon a two-thirds vote by the entire Board of Directors. The President shall then appoint a replacement as outlined in Article VI – Elections.

Article VIII. –COMMITTEES

Standing Committees may include:

- 1) Advocacy
- 2) Book Sale
- 3) Events
- 4) Fundraising
- 5) Public Relations and Publicity
- 6) Long-range planning

Committee Chairs shall be selected by the President, subject to Board approval. Each committee will establish goals and guidelines to present to the Board of Directors, along with ongoing updates. When money is involved with any committee activity, specific written policies and procedures (for both the protection of the organization and members) must be established, with Board of Directors' approval, and followed. Each standing committee will perform specific duties as denoted by their office and work in cooperation with the other committees.

Special Committees may include:

- 1) Budget
- 2) Financial review
- 3) Nominating
- 4) Bylaw

Each special committee will perform specific temporary duties as denoted by their office and disband when their purpose is completed.

Article IX. – PARLIAMENTARY AUTHORITY

Robert's Rules of Order, the most current edition, will be used as a reference, subject to local custom, during the conduct of and reporting of the proceedings of FOSL.

Article X. – AMENDMENTS

These bylaws will be reviewed for necessary revisions and/or amendments every two years, following, as soon as possible, the beginning of each new presidential term. With at least a fourteen-day notice, proposed revisions and/or amendments to these bylaws shall be sent to the FOSL membership. Proposed revisions and/or amendments shall then be presented for approval by vote of two-thirds of members present at the next monthly general membership meeting

Article XI. – DISSOLUTION

Should it become desirable or necessary to dissolve the FOSL organization, notification must be given to all FOSL members, the Dorchester County Library Board of Trustees, the Dorchester County Library Director, and the Library Branch Manager, and necessary state and federal authorities. Notice shall be given to the public in the principal geographic area served by the organization. After all obligations have been satisfied, all assets shall be promptly donated to the George H. Seago, Jr. Library. In no instance shall any of the assets of the FOSL Organization accrue to any member other than as reimbursements.

Nancy Nicodemus, President

Committee members: Carole Brier, Jamie Gregson, Ellen Hyatt, Rebecca Westfall

July 8, 2008; July 14, 2009; September, 2011; August, 2013; August 11, 2015; November 14, 2017