

Friends of the Nashua Public Library

Bylaws



Original watercolor by Paula Super. Used with permission of the artist.

**P.O. Box 150
Nashua, New Hampshire 03061**

Signatory Authorization of Officers

The undersigned, being persons of lawful age, associate under the provisions of the New Hampshire revised statutes annotated, chapter 292 hereby approve the Bylaws of the Friends of the Nashua Public Library:

Judy Blachek, president

Date

Ken Bateman, first vice president

Date

Carole Barker, second vice president

Date

Diane Aiello, treasurer

Date _____

Marjorie Morse, secretary

Date

Article I – General

1. The name of this organization is Friends of the Nashua Public Library, referred to in these articles as the Friends.
2. The Friends are not directly, or indirectly, affiliated with any other organizations.

Article II – Purposes

1. The purposes of this organization are:
 - a. To maintain an association of persons interested in the Nashua Public Library. Nashua Public Library is referred to in these bylaws as NPL.
 - b. To cooperate with and support NPL in developing library services and facilities for the community.
 - c. To focus attention on NPL by acting as advocates and champions for the library.
 - d. To stimulate the use of NPL's resources and services.
 - e. To receive and encourage gifts and bequests to NPL.

Article III – Membership

1. Membership in this organization is open to all who support its purposes, including individuals, corporations, and other organizations.
2. Each membership shall be entitled to one vote.
3. Categories of membership and the amount of annual dues are determined by the executive board.

Article IV – Tax Exempt Status

Section 1:

A: Friends of the Nashua Public Library is organized exclusively for educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

B: No part of the net earnings of the Friends of the Nashua Public Library shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the Friends of the Nashua Public Library shall be the carrying on of

propaganda, or otherwise attempting to influence legislation, and the Friends of the Nashua Public Library shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the Friends of the Nashua Public Library shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

C: Upon the dissolution of the Friends of the Nashua Public Library, assets 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. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the country in which the principal office of the Friends of the Nashua Public Library is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

D: The Treasurer of the Friends of the Nashua Public Library board is responsible for submitting a federal tax return annually. This return will be submitted to the board in January of each year for board approval prior to it being forwarded to the Internal Revenue Service.

Article V – Officers

1. The officers of the Friends are: President, First Vice President, Second Vice President, Treasurer, and Secretary. Each officer is responsible for the duties listed, but may delegate their performance.
2. The president serves as spokesperson for the Friends, conducts executive and membership meetings, appoints committees, serves as an ex-officio member of all committees except the nominating committee, makes an annual report on the organization at the annual meeting, and makes periodic reports on the organization to the executive board and the Board of Library Trustees.
3. The first vice president performs duties of the president in the absence or at the request of the president.
4. The second vice president performs duties of the president or first vice president in the absence or request of the president.
5. The treasurer is responsible for the collection, safe-keeping, and expenditure of all funds, keeps the financial records of the organization, makes regular reports to the president and the executive board of all financial transactions, including a

financial statement, and submits a written financial report at the annual meeting.

6. The secretary records attendance and takes minutes at all meetings;; notifies the members of the time and place of meetings; conducts the correspondence of the organization; and maintains the records of all meetings, votes, and elections.

Article VI – Elections

1. The executive board appoints a nominating committee at least two months before the annual meeting. The nominating committee submits a written slate of candidates for positions as officers to the membership at least two weeks before the annual meeting. Additional nominations may be made from the floor at the annual meeting. No individual may be nominated without the individual's consent.
2. Officers are elected to two-year terms by the majority vote of those present at the annual meeting. The terms run from January 1 to December 31 of a given year. The President, Second Vice President, and Secretary will be elected in years ending in an even number. The First Vice President and Treasurer will be elected in years ending in an odd number.
3. The executive board shall fill any vacancies and such persons shall serve until the next election.

Article VII – Executive Board

1. The executive board consists of the officers and the chairpersons of any standing committees. The librarian, or a designee, the past president, and a representative of the Board of Library Trustees may serve as ex-officio members of the executive board, without vote.
2. The president may establish standing or special committees with the approval of the executive board. Suggested standing committees are: Membership, Program, Publicity, Hospitality, and Ways and Means.
3. Meetings of the executive board shall be held at least quarterly. Special meetings may be called by the president, or shall be called at the request of three or more members of the executive board.
4. A majority of the executive board shall constitute a quorum.
5. The relationship between the Executive Board and the Board of Library Trustees shall be to provide meeting minutes and attend meetings of the other board, upon request.

Article VIII – Meetings of the Membership

1. The annual meeting is held in the last quarter of the calendar year on a date set by the executive board. Members shall receive at least two weeks written notice of

the meeting.

2. Additional meetings may be called by the executive board.

Article IX – Finances

1. The fiscal year of the organization shall begin on January 1 of each year and end on December 31.
2. No funds shall be disbursed without the authority of the president or treasurer.
3. All requested funds should be voted on at an executive board or general meeting. If an emergency expenditure is requested, a simple majority of the executive board can approve such funding via email. This decision will be announced at the next board meeting and be recorded in the minutes of that meeting.
4. A petty cash fund shall be managed by the Director of the Library, or a designee, with a monthly accounting being provided to the Executive board. The Executive Board needs to be informed of the designee at a meeting or via email. The petty cash fund can be replenished by the Treasurer at the request of the Director or the Designee. This request must be copied to the Executive Board via email notification or at a meeting.
5. The executive board provides for a review of the financial records by a qualified person prior to the annual meeting.
6. No member of this organization shall be liable except for unpaid dues. No personal liability shall be attached to any member of this organization in connection with any of its activities.
7. No part of the net earnings of the corporation shall benefit any member, trustee, official, or individual. The Friends shall not engage in propaganda or intervention in any political campaign on behalf of any candidate for public office. No substantial part of the activities of the organization shall involve attempts to influence legislation.
8. In the event of the dissolution of the Friends, and prior to the completion thereof, all liabilities and obligations of the organization shall be paid, and all of the remaining assets, property, and income owned or held by the organization shall be expended for, or applied to, one or more of the purposes of this organization, by transferring the assets, property, and income to one or more corporations or organizations organized and operated exclusively for religious, charitable, scientific, literary, or educational purposes to which exemption from income taxes has been granted under Section 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law. No part of the remaining assets, property, or income shall be distributed to members or to any other persons.

Article X – Procedures

1. Procedural matters not covered by these bylaws, or the laws of New Hampshire, shall be decided according to *Robert's Rules of Order*.

Article XI – Amendments

1. These bylaws may be amended at any meeting of the membership by affirmative vote of two-thirds of those present, after written notice to each member at least two weeks before the meeting.