BY-LAWS

FRIENDS OF CHEROKEE COUNTY PUBLIC LIBRARIES

ARTICLE I - MEMBERSHIP

SECTION 1

Any person or association interested in the mission of this corporation as outlined in the Articles of Incorporation and the Constitution of the Friends of Cherokee County Public Libraries, shall be eligible for membership upon payment of dues.

SECTION 2

Membership and annual fees are as follows:
   a. Individual $15
   b. Family $25
   c. Sponsor $50
   d. Patron $100
   e. Business Partner $100
   f. Benefactor $500 or More

ARTICLE II - OFFICERS AND COMMITTEE MEMBERS

SECTION 1

The officers of this corporation shall consist of Chairperson, Co-Chairperson, Secretary, and Treasurer who shall be nominated and elected from the membership of the Corporation.

SECTION 2

The election of officers shall occur each year at the January annual meeting of the Corporation. The Chairperson will appoint at least a two person nominating committee which will present its recommendations to the membership at said meeting. The Chairperson will solicit further nominations from the membership prior to the vote. Officers shall serve in their positions until their successors have been duly elected and qualified.

SECTION 3

Members shall be elected to the Executive Committee, two from each Library Branch and Book Sale Chairman. A liaison to the Library Board of Trustees shall be appointed by the Executive Committee. Initially, one member from each Branch will serve a two-year term, and one member,
from each Branch Group will serve a one year term. As these terms expire the Executive members will be replaced or reelected for a new two-year term. In the event any member shall cease to be a member of the Corporation, he/she shall there upon cease to be a member of the Executive Committee. Each Executive member shall serve until his/her successor has been duly elected and qualified.

SECTION 4

The Director of Cherokee County Public Libraries, or a designated substitute shall be present, if possible, at the Friends of Cherokee County Public Library Executive Committee meetings, and shall have a voice in the deliberations of the Committee. Also, as stated in the Constitution of the Cherokee County Library System; one of the Trustees shall be appointed to serve as an active member of the Executive Committee and will act as liaison between the Executive Committee and the Board of Trustees.

ARTICLE 111- DUTIES AND POWERS OF OFFICERS AND COMMITTEE MEMBERS

SECTION 1

The Chairperson shall preside at all general meetings of the Corporation and of the Executive Committee. The Chairperson shall appoint all standing and special committees, subject to the approval of the Executive Committee; and such Chairperson shall be an ex-officio member of such committees. The Chairperson shall call regular and/or special meetings of the Executive Committee at such times as noted in Article III. Section 6, of these By-Laws. It shall be the duty of the Chairperson to carry out the will of the Executive Committee and of the Corporation as expressed at their respective meetings, and in general to conduct the affairs of the Corporation in a manner consistent with the authority and responsibility pertaining to that office.

SECTION 2

In the absence of the Chairperson, or in the event of his/her inability to act, the Co-Chairperson, or the next available officer, shall discharge the duties of the Chairperson.
SECTION 3

The Secretary shall give appropriate notice of all meetings of the Executive Committee and/or of the Corporation and shall attend all such meetings and keep a complete list of the names and addresses of all members of the Corporation, and issue acknowledgement of fees received. The Secretary shall manage the correspondence of the Corporation as instructed by the Executive Committee and/or by the Chairperson of the Corporation. The Secretary shall record the minutes at each Executive Committee meeting. A minute book will be maintained which will include a list of the Executive Committee members, their address and phone numbers, and dates of service; record of attendance; list of officers and special committee appointments; recorded minutes; Treasurers report; and a copy of the Constitution and By-Laws. Copies of the minutes and Treasurer’s report will be sent to the Director of Cherokee County Public Libraries, the Branch Managers, and each Committee member by the Secretary at least ten days prior to the subsequent meeting. Upon leaving office, the Secretary shall deliver to his/her successors all records and papers and other property belonging to the Corporation.

SECTION 4

The Treasurer shall deposit all funds received by this Corporation into such depository and into such accounts as the Executive Committee may, from time to time, direct. As dictated by Article V, Section 1 of the By-Laws, all membership fees shall be deposited into the general fund of the Corporation with 50% of these fees credited to the member’s respective individual branch. Monies raised by the entire Corporation will be dispersed evenly among the individual branches, with a designated 10 percent allotted to the general fund of the Corporation, as necessary. The Treasurer shall keep an account of all monies received by and expended on behalf of this Corporation and shall make disbursements in excess of $500.00 only upon the order of the Executive Committee. (However, certain funds may from time to time be allocated by the Executive Committee for specific purchase of books or other materials for the Cherokee County Public Libraries and such specific funds shall then be disbursed by the Treasurer.) All checks dispersed shall require the signature of a designated signature holder. In addition to the Treasurer, the Chairperson shall be authorized to sign checks. The Treasurer will be responsible for filing the necessary annual NOT FOR PROFIT CORPORATION REPORTS to both the State of Georgia and to the Federal I.R.S. Such filings must be prior to official deadlines for these reports to avoid costly penalties. Upon leaving office, the Treasurer shall deliver to his/her successor all funds, financial records, papers and other property belonging to the Corporation which may then be in his/her possession and control. In the absence of such a successor, all such items as noted above, shall be delivered to the Secretary of the Executive Committee. In event of the absence of, or the inability of, the Treasurer or acting Treasurer to perform his/her duties, the Executive Committee may authorize the Chairperson or Secretary to issue checks and/or perform such other duties of the Treasurer as may become necessary.
The Treasurer may at any time be required to post a bond in such a sum as the Executive Committee may deem advisable; the cost of such a bond will be paid from Corporate funds. The Treasurer's accounts shall be audited by an independent auditor as deemed necessary by the Executive Committee.

SECTION 5

It shall be the responsibility of the Executive Committee to care for and safeguard all the property and interests of the Corporation and to determine the policies for the conduct of its affairs. The Executive Committee shall have the power to raise and expend funds to promote the welfare of the Corporation and to employ any lawful means it may deem proper and expedient to achieve the objectives for which the Corporation was organized. The foregoing is subject always to the provisions of Article 5, Section 2 of these By-Laws.

SECTION 6

The Executive Committee shall regularly meet in January, April, July, and October at a time and place designated in the written notices to be transmitted at least ten days prior to meetings. Special meetings of the Executive Committee may be called at the discretion of the Chairperson and also at the written request of not less than five members of the Executive Committee. Notification of such special meetings will be by phone or e-mail, and at least 24 hours in advance.

SECTION 7

The Executive Committee, by a majority vote of the Committee present at any stated meeting, may at their option, drop any Committee member who has failed to attend three or more consecutive meetings of the Executive Committee without just cause, and said Committee member shall be duly notified.

SECTION 8

The Executive Committee is authorized to fill any Committee member vacancy by temporary appointment for the remainder of the term of that position from the appropriate Library Branch Group.

ARTICLE IV—MEETINGS OF THE CORPORATION

SECTION 1

The annual public membership meeting of the Corporation shall be held in January at the R. T. Jones Memorial Library or at such place and time within Cherokee County as the Executive Committee shall designate. Notices of such annual meetings shall be transmitted by the Secretary at least ten days prior to said meeting.

Revised April 14, 2012 by Executive Committee
SECTION 2

Special meetings of the Corporation may be called by the Chairperson or by a majority of the Executive Committee whenever they deem a special meeting necessary or advisable. Notification of special meetings shall be handled by the Secretary using the same procedure as noted in Section 1. above. Special meetings will also be called in the prescribed manner by the Secretary upon the written request of a majority of current members of the Corporation. The purpose of any special meeting must therefore be stated in the call.

ARTICLE V FEES, DELINQUENCY, AND LIABILITIES

SECTION 1

Fees for membership in this Corporation shall be in the amounts set forth in Article I, Section 2 of these By-Laws. All membership fees will be deposited in the general operating fund for the Corporation: Any annual Membership fee not paid within 30 days of renewal date will be cause for dropping that member from the Corporate Roster.

SECTION 2

No member of this Corporation shall inherit any form of liability because of said membership; and no personal liability shall in any event attach to any member of this Corporation in connection with any of its undertakings; and all corporate liabilities shall be limited to its unencumbered funds and assets; nor shall the Executive Committee or the Corporate Officers have any authority to incur financial indebtedness for or on behalf of the Corporation in excess of the Corporation's prevailing assets which could be utilized as collateral; if necessary.

ARTICLE VI- QUORUMS AND PROXIES

SECTION 1

Fifty percent of the Committee members, present in person, shall constitute a quorum at all meetings of the Executive Committee.

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Revised April 14, 2012 by Executive Committee
ARTICLE VII - AMENDMENTS

SECTION 1

These By-Laws may be amended at any meeting of the Corporation by a two-thirds majority vote of the members present and voting. Amendments to the By-Laws must be submitted to the Executive Committee at least thirty days prior to a regularly scheduled meeting. The Executive Committee, after ensuring that the proposed amendment(s) are legal, compatible with the remaining By-Laws, and are constructive in nature and intent will instruct the Secretary to send copies of the proposed amendment(s) to all members, at least ten days before the scheduled meeting.

ARTICLE VIII - SALARIES AND EXPENSES

SECTION 1

All officers and committee members shall serve without compensation. However, the Executive Committee may authorize the payment of such necessary incidental expenses as may be properly incurred by officers or committee members in the transaction of business of the Corporation.

ARTICLE IX - RULES OF ORDER

SECTION 1

All meetings of the Corporation and of the Executive Committee shall be conducted in accordance with the latest revised edition of "Robert's Rules of Order". However, the provisions of these By-Laws shall take precedence, should there be a conflict.

Revised April 14, 2012 by Executive Committee