

**CODE OF REGULATIONS OF THE
FRIENDS OF THE FINDLAY-HANCOCK COUNTY PUBLIC LIBRARY**

ARTICLE I

TITLE AND PURPOSE

SECTION 1. Title. The legal name of the Association shall be Friends of the Findlay-Hancock County Public Library, hereinafter referred to as the “Association”.

SECTION 2. Purpose. Friends of the Findlay-Hancock County Public Library, a non-profit Association, is organized for the purpose of fostering closer relations between the County Library and the Citizens of Hancock County; to promote knowledge of the functions, resources, services, and needs of the Library; to interpret the Library’s needs to the Community and the Community’s needs to the Staff and/or Trustees of the Library; to encourage and utilize monetary donations and bequests which enrich the Library collections, enhance its environment, or support it in general; to invest funds in a prudent manner.

ARTICLE II

MEMBERSHIP

SECTION 1. Composition. Membership in this Association shall be open to all individuals in sympathy with its purposes, and to organizations, clubs, and businesses through a representative of such entity.

SECTION 2. Voting. Each member shall be entitled to one vote. Only Members in good standing shall be eligible to serve in any of its elective or appointive positions. The Director, or an appointee designated by the Director, shall be deemed to be a Member of the Association and shall be entitled to one vote.

ARTICLE III

DUES

SECTION 1. Dues. Each member shall pay dues annually through the Association, which dues shall become due concurrent with the annual meeting. Membership dues will be established by the Board and voted upon by the general membership.

Dues paid on, or after October 1 shall be applicable to the following calendar year.

ARTICLE IV

MEETINGS

SECTION 1. Annual. Annual meetings of the Association shall be held in the first quarter of the calendar year. The meeting notice shall be posted at least 10 days prior to the meeting on various library spaces. A report of Library conditions by the Director of the County Library should be a part of the program and, in addition, there should be a report from Friends of the Library.

SECTION 2. Regular. Regular meetings of the Association may also be held quarterly.

SECTION 3. Special. Special meetings of the Association will be held whenever authorized by any two of the Officers. At least four days' notice shall be given before each special meeting, and the notice shall briefly state the agenda for the meeting.

SECTION 4. Quorum. Five or more Members present, and in good standing, shall constitute a quorum for the transaction of business at any general or special meeting of the Association.

ARTICLE V

OFFICERS AND TRUSTEES-AT-LARGE

SECTION 1. Officers. The Officers of this Association shall be a President, Vice-President, Secretary, and a Treasurer. Not more than one of the Officers shall be a full-time employee of the Library. The current Manager of the Book Cellar shall be invited to become a member of the Board of Trustees; acceptance of this invitation, however, shall not be considered a requisite duty of the Manager of the Book Cellar.

SECTION 2. Trustees-at-Large. In addition to the Officers, the Board shall be comprised of no less than two and no more than five Trustees-at-Large. The Trustees-at-Large will serve two-year terms.

SECTION 3. Term of Office. With the exception of the Manager of the Book Cellar, each Officer and the Trustees-at-Large shall serve for a term of two (2) years each. The President, the Secretary, and Trustees-at-Large One, Three, and Five shall serve terms commencing with the annual meetings in even years. The Vice-President, the Treasurer, and Trustees-at-Large Two and Four shall be elected at the annual meetings in the odd years.

SECTION 4. President. The President shall preside at all meetings of the Association. He or she shall perform all duties incident to the Office including the appointment of all committees as may be deemed necessary for the conduct of the affairs of the Association.

SECTION 5. Quorum. One-half, plus one, of the members present at any meeting of the Board of Trustees of the Association shall constitute a quorum for the transaction of business.

SECTION 6. Officer Vacancies. When a vacancy occurs in the office of the President, Vice-President, Secretary, Treasurer, or Trustee-at-Large, in the interim period between elections, the President appoints an individual to fill the unexpired term. Such vacancy shall have tenure until the expiration of the term of office of the officer whom the appointee replaced.

SECTION 7. Board of Trustees. The Board of Trustees is comprised of the President, the Vice-President, the Secretary, the Treasurer, the Trustees-at-Large, and the Manager of the Book Cellar. Each member of the Board of Trustees shall be a voting member. The Board of Trustees may act to conduct the authorized business of the Association at a meeting of which members have had reasonable notice. The Board of Trustees shall, at each regular meeting, make a full report of all business conducted at its meetings including the recommendation of the Board of Trustees to the Membership of action to be taken in matters requiring a vote by the general membership.

ARTICLE VI

ELECTIONS

SECTION 1. Election. Election of Officers and Trustees-at-Large shall be held at the annual meeting of the Association.

SECTION 2. Nominating. The President shall appoint a Nominating Committee of members, who shall meet prior to the elections and prepare a recommended list of candidates for the Offices. Nominations may also be accepted from the floor. A plurality of votes cast shall be sufficient to elect, and those elected shall take Office at the close of the meeting.

SECTION 3. Board of Trustees. The Officers and the Trustees-at-Large shall serve as, and be, the Board of Trustees of this Association during their terms of Office.

ARTICLE VII

DISBURSEMENTS

SECTION 1. The Association shall operate on a calendar year.

SECTION 2. All disbursements shall be made by check written, and signed, by the Treasurer.

SECTION 3. The Board of Trustees (the four officers of the Association and the Trustees-at-Large) shall have the authority to approve the expenditure of funds for any single disbursement

not to exceed \$500.00 (five hundred dollars) or which have not been duly authorized previously. The Board of Trustees shall formulate its recommendation concerning that expenditure to present to the Membership for action at the next regular meeting of the Association.

SECTION 4. If any of the four Officers deem that a new expenditure in excess of the \$500.00 (five hundred dollars) is of an emergency nature, a special meeting of the Association may be called for Membership action on that particular disbursement pursuant to Article IV, Section 3, of the Code of regulations.

SECTION 5. Invested funds are to be used solely for future capital improvements and/or emergencies. All interest earned on the funds invested will be treated as income; investment expenses will be disbursed from the Association treasury.

ARTICLE VIII

ORDER OF BUSINESS

SECTION 1. Proceedings at meetings shall be governed by Robert's Rules of Order when such are not in conflict with express provisions of this Code of Regulations.

ARTICLE IX

PROCEDURE ON DISSOLUTION

SECTION 1. Should this Association for any reason, voluntary, by judicial order, or otherwise, be dissolved, all its unencumbered and unrestricted assets, or the residue of its assets, shall be transferred to the Findlay-Hancock County Public Library as an unrestricted gift.

ARTICLE X

INDEMNIFICATION OF OFFICERS AND OTHERS

SECTION 1. Officers, Trustees, and other persons specified in Section 1701.3 (E) of the Ohio Revised Code shall be indemnified to the full extent and in the manner specified in said Section 1701.3 (E).

ARTICLE XI
AMENDMENTS

SECTION 1. This Code of Regulations may be amended at any meeting called for such purpose, by the vote of a majority of active and qualified Members present at the meeting, provided, however, that notice of such meeting, together with a copy of the proposed amendment and an explanatory statement, has been posted or published not less than ten (10) days prior to the date upon which such meeting is to be held.