

Constitution of the Friends of the Ogden Farmers' Library
Approved on January 23, 2012

CONSTITUTION OF THE FRIENDS OF THE OGDEN FARMERS' LIBRARY

Company of the Town of Ogden

Known As OGDEN FARMERS' LIBRARY

Article I

Name

The name of this Association shall be Friends of the Ogden Farmers' Library.

Article II

Purpose

Section 1. The purpose of this organization shall be to maintain an association of persons interested in libraries and library material; to promote an informed interest in the Ogden Farmers' Library, its services, facilities and needs; to receive and administer gifts, endowments, and bequests for the promotion of the objectives of the Ogden Farmers' Library; and to engage in programs that will foster library awareness in the Town of Ogden.

Section 2. This organization shall be a non-stock corporation organized and operated exclusively for educational purposes. No part of the net income of the organization shall inure to the benefit of any private member or individual, and the organization shall not engage, nor shall any of its funds, property, or income be used, in carrying on propaganda or otherwise attempting to influence legislation.

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Article III

Membership

Section 1. Membership in this organization shall be open to all individuals in sympathy with its purposes and to representatives of organizations and clubs.

Section 2. Annual dues:

(a.) The dues for Adult, Family, and Business membership are listed in the current membership brochure.

(b.) An Honorary Membership (no fee) is conferred only by unanimous election by the Board.

Section 3. The annual dues may be adjusted at any time. These adjusted dues must be approved through a vote by a quorum.

Section 4. Each membership shall be entitled to one vote.

Article IV

Code of Conduct

While at any Friends' function, all members will treat all others with respect and trust.

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Article V

Officers

Section 1. The officers of this organization shall be President, Vice President, Secretary, and Treasurer, and Committee Chairmen which shall constitute the Executive Board.

Section 2. Officers shall be nominated by a Nominating Committee appointed by the President with consent of two-thirds of those present. Additional nominations may be made from the floor with the consent of the nominee.

Section 3. Officers shall be elected by majority vote of those present at the annual meeting for the term of one year. Terms of elected officers shall begin immediately following the annual meeting of the organization.

Section 4. Removal of Officers or Executive Board members

(a.) Grounds for removal of an officer or board member include violations of Association policy, failure to perform the duties of the office as set forth in the Constitution of the Association, and failure to uphold the provisions of this Constitution.

(b.) A member of the Executive Board may be removed from office for just cause by a two-thirds vote of the Executive Board. Before such vote can be taken, the member in question must receive written notification of intent of removal from the Executive Board. The concerned member in question shall be given at least two weeks to respond in writing before a vote is taken. Any and all responses from the member in question must be shared with all Executive Board members at a scheduled Executive Board meeting preceding the vote.

Section 5. A vacancy in any office shall be filled for the remainder of the term by a vote of the membership.

Section 6. Officers not in attendance at three consecutive board meetings, without sufficient reason, shall automatically be subject to replacement by the Executive Board.

Section 7. If there are no nominees for the position of Vice President, the membership may decide, through a majority vote, to leave this position vacant for the year.

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Article VI

Duties of Officers

Section 1. President

- (a.) To preside over and conduct meetings.
- (b.) If the position of Vice President is not filled, then the President will assume the duties of the Vice President.

Section 2. Vice President

- (a.) To perform the duties of the President in the absence of the President.
- (b.) To assist the President.
- (c.) To maintain the archives.

Section 3. Treasurer/Membership

- (a.) To collect all dues and to administer all funds as directed by vote.
- (b.) To keep membership lists together with addresses.

Section 4. Secretary

- (a.) To record attendance at all meetings of the organization.
- (b.) To keep minutes of all meetings.
- (c.) To conduct correspondence of the organization.

Article VII

Committees

Section 1. The Executive Board may authorize and appoint committees consistent with the purpose and resources of this association. Chairpersons and members of committees shall be appointed annually.

Section 2. No committee or member thereof shall have any authority to make any contract, or to incur any indebtedness, obligation or liability in the name of, or in behalf of the organization, without the authority and approval of the Executive Board.

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Article VIII

Funds and Liability

Section 1. All funds shall be deposited to the account of the Friends of the Ogden Farmers' Library and shall be disbursed by the Treasurer of the Friends as authorized by the Executive Board.

Section 2. No member of this Association shall be liable except for unpaid dues; and no personal liability shall in any event be attached to any members of this Association in connection with any of its undertakings.

Section 3. In the event this organization is dissolved, any funds in the Friends of the Ogden Farmers' Library account must be transferred to the tax exempt organization: The Ogden Farmers' Library.

Section 4. Elected officials of the Executive Board shall serve without remuneration for their services.

Section 5. The Executive Board, which is composed of the officers and committee chairpersons, is authorized to vote, between regularly scheduled meetings, to dispense funds for special purposes.

Article IX

Meetings

Section 1. The annual meeting shall be held in October.

Section 2. A special meeting of this Association may be called at any time with the approval of the Executive Board.

Section 3. A majority of the paid membership present at the time of the vote shall constitute a quorum for transaction of business by the Association. A majority is defined as more than fifty percent (50%) of those present at the meeting and voting.

Section 4. All meetings are publicized. Meetings are held as needed.

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Article X

Amendments

This Constitution may be amended at any regular or special meeting by a two-thirds vote of the members present and voting.

Article XI

Parliamentary Procedure

Robert's Rules of Order, Revised, when not in conflict with this Constitution, shall govern the proceedings of this organization.

Article XII

Approved Changes

This version of the Constitution of the Friends of the Ogden Farmers' Library were approved by a quorum on January 23, 2012.