

**BYLAWS
OF
FRIENDS OF THE ALMADEN LIBRARY**

**as amended on November 14, 2006
and amended on May 6, 2008**

**ARTICLE 1
Name and Offices**

Section 1. The name of this organization shall be Friends of the Almaden Library.

Section 2. The principal office of the organization for the transaction of business is located at the Almaden Branch Library in Santa Clara County, California.

**ARTICLE 2
Purpose**

Section 1. It is recognized that the administration of the San Jose Public Library is vested in the San Jose City Council. The San Jose Public Library Commission acts in an advisory capacity to the council.

Section 2. The purpose of this organization shall be: (a) to maintain an association of persons committed to the support of the Almaden Branch Library; (b) to organize and implement fundraising activities for the express purpose of providing financial support to the Almaden Branch Library; (c) to advocate for, and focus public attention on, public library services, facilities, and needs.

**ARTICLE 3
Membership**

Section 1. Membership in this organization shall be open to all individuals who support the purpose of the Friends of the Almaden Library and to representatives of organizations and clubs when such representation is mutually desired. Membership also requires payment of dues as detailed below.

Section 2. Each member and each organization or club shall be entitled to one vote.

Section 3. Annual membership, with the exception of Patron, or Lifetime, membership, is from September 1 through August 31 of the following calendar year.

Section 4. Membership privileges include subscription to the Friends of the Almaden Library Newsletter which will be mailed and/or emailed several times each year to advise members of library events and special programs, Friends of the Almaden Library projects, and ways in which members can volunteer to assist the organization in support of the Almaden Branch Library.

ARTICLE 4
Officers and Committees

Section 1. The number of officers of the organization shall be not less than three (3) nor more than five (5), with the exact number fixed within these limits by approval of the Board of Directors. The elected officers shall include President, Vice President, Membership Chairman, Secretary, and Treasurer, with duties combined if there are fewer than five (5) officers.

Section 2. Officers serve as the Board of Directors.

Section 3. Nominations for officers shall be presented by a Nominating Committee of three (3) members to be appointed by the Board. At the annual meeting, nominations from the floor will be invited. No one shall be nominated without his or her consent.

Section 4. Officers must be members of the Friends of the Almaden Library and must be current with their dues.

Section 5. Officers shall be elected at the annual meeting.

Section 6. Each term of the officers shall be for one year, from the beginning of the fiscal year, September 1, to the end of the fiscal year, August 31 of the following year.

Section 7. Officers shall serve without compensation, but may be reimbursed for their expenses on behalf of the organization.

Section 8. A majority of the members of the Board of Directors shall constitute a quorum for the transaction of business. In emergency situations, a telephone or Internet tally may be utilized for voting if a majority of the Board can be contacted.

Section 9. Each officer shall have one vote on Board motions, and a majority vote shall decide the motion.

Section 10. In the event that any officer position is vacated, the remaining officers shall appoint a Friends member, by majority vote and with the member's consent, to fill the position until the end of the term.

Section 11. An officer may be removed from the Board for three reasons: a) excessive absence, b) incapacity, or c) becoming an impediment to the functioning of the Board.

- a. Excessive absence: Should an officer miss three Board meetings and have no communication with the Board, he or she will be considered inactive. The inactive officer may be removed from the Board by a majority vote of the other Board members at the meeting following the third absence. Good faith efforts shall be made by the President or a designated Board member to contact the inactive officer first to advise him or her of the situation.
- b. Incapacity: Should an officer become incapable of performing his or her duties, said officer may be removed from the Board by a majority vote of the other Board members.

- c. Impediment: Should an officer become an impediment to the functioning of the Board, said officer may be removed from the Board by a majority vote of the other Board members.

Section 12. Employees of the library may participate in the organization, but may not hold an elected officer position.

Section 13. Ad Hoc Committees shall be appointed as needed. Examples: Hospitality, Exhibits, Publicity, Gifts and Bequests, Book Sale, and Services/Support.

ARTICLE 5

Duties of the Officers

Section 1. Duties of the President:

- Set the agenda for this organization's Board and membership meetings, and distribute it to attendees prior to or at the meetings, as appropriate
- Conduct Board and membership meetings
- Keep official records of the organization
- Work with the Board to create, implement, manage, and maintain sustainable means of raising funds to support extra services and programs of the Almaden Branch Library
- Maintain close communication with the Branch Manager and other library staff members regarding library services, programs, and needs
- Appoint committee chairpersons and committee members. The President shall be an ex-officio member of each committee with the exception of the Nominating Committee
- Assist in recruiting new Board members and in conducting new Board members' orientations

Section 2. Duties of the Vice President:

- Perform duties as requested by the President
- Assume duties of the President, if necessary
- With input from other officers, write and distribute newsletters to members at least twice per year

Section 3. Duties of the Membership Chairman:

- Maintain the database of Friends of the Almaden Library members
- Create address labels for envelopes and address lists for email to send newsletters and other communications to members
- Ensure that members receive newsletters and other communications, as applicable, by mail and/or email
- Prepare documents needed for book sales including the procedure for holding a book sale, lists of past workers, signup sheets, sale prices, and signs for the tables and walls

Section 4. Duties of the Treasurer:

- Maintain the financial records of the Friends of the Almaden Library

- Prepare regular financial reports including a report for the annual meeting and reports for membership meetings
- Collect membership dues, income from sales of books and other items, donations, and grants, and make bank deposits
- Monitor expenditures and notify Board members if there is unusual activity

Section 5. Duties of the Secretary:

- Keep the minutes of Board and membership meetings, and distribute them, as appropriate
- Receive and respond to correspondence, as appropriate

ARTICLE 6

Membership Meetings

Section 1. This organization shall hold its annual meeting in May for the purpose of election of officers, to receive various reports, and to enact any other business. The date, time, and location of the meeting shall be posted on the library Web site, displayed in the library, and sent to all members via email or regular mail.

Section 2. Membership meetings shall also be held a) on the Tuesday about 6 weeks prior to each book sale to prepare for the sale and conduct other business and b) on the Tuesday about 2 weeks following each book sale to hear the librarians' needs and wishes for library programs and materials to be funded by monies earned at the sale, to distribute said monies to the Almaden Branch Library, and to conduct other business. The date, time, and location of each of these meetings shall be posted on the library Web site, displayed in the library, and sent to all members via email or regular mail.

ARTICLE 7

Dues

Section 1. The annual dues shall be five dollars (\$5) for a student, ten dollars (\$10) for an individual or family, five dollars (\$5) for a senior individual or family (at least one person age 65 or over), and fifty dollars (\$50) for a business or organization.

Section 2. A Patron or Lifetime Membership is accorded to an individual or family who makes a fifty-dollar (\$50) payment to the organization in one year. Annual dues shall no longer be required from this individual or family.

Section 3. Donations are always gladly accepted.

Section 4. A letter will be sent to all annual members in August or September requesting that they pay their annual dues. Those members whose dues have not been received by the end of October will be sent a reminder stating that the Friends regretfully must discontinue their membership if their dues payment is not received in the next month.

ARTICLE 8
Fiscal Issues

Section 1. The fiscal year of this organization shall begin on September 1 of each year and end on August 31 of the following year.

Section 2. Adequate records shall be maintained by the Treasurer.

Section 3. At the time of a change in Treasurers, a review of accounts may be conducted on request. An audit may also be requested by an officer, as needed.

Section 4. Checks must be signed by two authorities on record at the financial institution. The check signing authorities shall be the President, the Treasurer, one other officer of the organization, and one library staff member. The President or Treasurer must be one of the two signing authorities on each individual check.

ARTICLE 9
Liability

The Board shall seek legal advice regarding protection against individual Board member and overall Board liability in the occurrence of potential financial risk which exceeds the organization's assets.

ARTICLE 10
Conflict of Interest

The Friends of the Almaden Library shall follow all applicable California law and shall not enter into any contract in which any Board member has a personal interest. No Board member shall vote on any issue in which he or she has a personal interest.

ARTICLE 11
Amendments

The Bylaws may be amended at any regular meeting of this organization by two-thirds of the members present, provided that notice of the proposed amendments has been communicated to all members at least two weeks before said meeting.

ARTICLE 12
Parliamentary Authority

All meetings shall be conducted according to Roberts Rules of Order, Revised, except when in conflict with these Bylaws or with the laws of the State of California.

Duly adopted and approved on

Date

May 6, 2008

by:

Edna Sewill

Edna Sewill, President