

FRIENDS OF LINEBAUGH PUBLIC LIBRARY

CONSTITUTION

Revised December 20, 2020

ARTICLE I. NAME

The name of this organization shall be Friends of Linebaugh Public Library.

ARTICLE II. PURPOSE

Friends of Linebaugh Public Library shall be a non-profit organization whose object shall be to promote the interest and welfare of Linebaugh Public Library, Myrtle Glanton Lord Library and the Technology Engagement Center as cultural, educational, and recreational assets to the city of Murfreesboro and Rutherford County, including contributing to reading engagement in the local community via donations of books and educational materials to non-profit, community, and governmental agencies.

ARTICLE III. MEMBERSHIP

Section 1. All individuals and organizations interested in the purpose of this organization shall be eligible for membership upon payment of dues.

Section 2. Each member shall be entitled to one vote.

Section 3. Any person who has performed distinguished service may, on the recommendation of the Board of Directors, be elected by the organization an Honorary Life Member without dues.

ARTICLE IV. BOARD OF DIRECTORSS AND OFFICERS

Section 1. No fewer than seven and no more than thirteen, always being an odd number, directors shall constitute the elected governing body of this organization, four of whom shall be elected to serve as officers. The officers shall be President, Vice-President, Secretary, and Treasurer. One of the Board of Directors' positions shall be filled by the prior year's president and shall not be subject to election by the membership. The director of the Rutherford County Library System, or designee, shall serve as an ex-officio member of the board.

Section 2. Not less than one month prior to the annual meeting, a slate of both the Board of Directors and officers shall be nominated by a committee selected by the president. The slate shall be approved by the Board of Directors. The nominating committee shall consist of three members, one of whom shall be a member of the Board of Directors. The nominations shall be submitted in writing and posted in the library two weeks prior to the annual meeting. Additional nominations may be made from the floor with the consent of the prospective nominee. The slate of nominees for Board of Directors and officers shall be presented to the members for election at the annual meeting.

Section 3. Board of Directors' officers shall assume their official duties at the beginning of the calendar year following the Annual Meeting and shall serve for a term as specified in Article III of the Bylaws. A person shall not be eligible to serve more than two consecutive terms in the same office. However, the directors may be elected to multiple terms without such limitation.

Section 4. When a vacancy occurs on the Board of Directors, a replacement director shall be nominated by the current board members and approved at a Board of Directors' meeting.

Section 5. The Board of Directors shall fill vacancies in elective offices for the unexpired term.

Section 6. Any board member who misses three consecutive meetings without good cause may be replaced by selection of another member.

Section 7. Should the Board of Directors be unable to hold an election before the end of the calendar year due to unforeseen circumstances (such as a pandemic or library closure), the Board members shall remain in office after their term ends until an election is held. They shall have the authority to appoint interim officers for the new calendar year to fulfill those necessary functions until an election can be held.

ARTICLE V. FUNDS AND LIABILITY

Section 1. All funds shall be deposited to the account of the Friends of Linebaugh Public Library and shall be disbursed by the treasurer upon the authorization of the Board of Directors.

Section 2. The treasurer shall submit an annual financial report to the Board of Directors. The financial records shall be open for inspection by the Board of Directors, FOLL members and the public at any reasonable time.

Section 3. No member of this organization shall be held personally liable financially in connection with any of its undertakings.

Section 4. The organization's liabilities shall be limited to its common funds and assets.

Section 5. Neither the Board of Directors nor the officers shall have any authority to borrow money or incur any indebtedness or liability, other than current expenses, in the name of or on behalf of this organization.

Section 6. No contract shall be entered into and no obligation shall be incurred beyond the amount on hand or in the bank after deducting therefrom, or providing for, the total of all unpaid accounts and unpaid obligations and liabilities.

ARTICLE VI. AMENDMENTS

This constitution may be amended at any Annual Meeting by a three-fifths vote of the members present and voting, provided a written proposed amendment has been submitted to the Board of Directors at least thirty days prior to the Annual Meeting and posted in the library not later than two weeks prior to the meeting.