

## **By-Laws of the Friends of the Sonoma Valley Library**

**Article 1** The name of this association shall be the Friends of the Sonoma Valley Library.

**Article 2** It is recognized that the administration of the Sonoma Valley Library is vested in the Sonoma County Library Commission. The purpose of this organization shall be to maintain an association of persons interested in promoting the Sonoma Valley Library, in particular, and libraries and library services; to focus public attention on libraries, facilities, and needs; to stimulate gifts of books, magazines, desirable collections, endowments, and bequests; and to engage in fundraising activities for the benefit of these library services.

**Article 3** The principal office for the transaction of business of this organization shall be 755 Napa Street, Sonoma, California. The Board of Directors may at any time or from time to time change the location of the principal office from one location to another in Sonoma Valley.

### **Article 4**

**Section 1:** Membership in this organization shall be open to all individuals in sympathy with its purposes, and to representatives of organizations and clubs when such representation is desired, in which case dues shall be paid by the organization.

**Section 2:** Each organization and individual member shall be entitled to one vote.

**Section 3:** There shall be six classes of members. The six classes shall be individual, family, patron, life, corporate, and benefactor. The members of each class shall have the same rights as members of any other class.

**Section 4:** Dues shall be payable annually by January 1 in the following amounts for each class:

\$500 Benefactor

\$100 Corporate

\$100 Life

\$50 Patron

\$15 Family

\$10 Individual

**Section 5:** The Board may review the dues and classes of membership annually, and by approval of the Board, may revise the dues as they deem appropriate.

## **Article 5**

**Section 1:** The officers shall be:

President  
Vice President  
Secretary  
Treasurer  
Member at large

Each officer shall serve for a two-year term.

**Section 2:** The Standing Committees shall be as follows:

Membership  
Community Outreach Programs & Exhibits  
Fundraising  
Youth Services  
Book Sales

The Board shall review the Standing Committees at least annually, and by approval of the Board, may revise them to reflect the mission of the organization.

**Section 3:** The Officers shall be known as the Board of Directors and shall serve as the governing body of this association. The Board shall meet at the call of the President or a majority of the Board of Directors.

**Section 4:** The direction of affairs of this association shall rest with the Board of Directors. A majority of the members of this Board shall constitute a quorum for the transaction of business.

**Section 5:** The Board of Directors shall appoint Standing Committee Chairs, whose term shall coincide with that of the Board. Such other special committees as may be necessary from time to time shall be appointed by the President, with the approval of the Board.

**Section 6:** The President is an ex-officio member of all committees, with the exception of the Nominating Committee.

**Section 7:** Nomination for officers shall be presented by a Nominating Committee of three, to be appointed by the Board. At the annual meeting in an election year, nominations from the floor will be invited; no one shall be nominated without his/her consent.

**Section 8:** The officers shall be elected at the annual meeting in an election year.

**Section 9:** Vacancies on the Board shall be filled by appointment made by the remaining Board members.

**Section 10:** The Board of Directors may remove any member of the Board for nonperformance of duties by a vote of 2/3 of the Board. Said officer, if a vote to remove is approved, may request that the matter be taken to the full membership. The membership may then vote on the removal. A majority of the membership must approve the removal of the officer, if the officer requests a full membership vote.

## **Article 6**

**Section 1:** This association shall hold its annual meeting immediately prior to the regular meeting in October for the purpose of election of officers, to receive various reports, and to enact any other business.

**Section 2:** A special meeting may be held as directed by the Board of Directors, provided the membership is notified by mail (with the business to be transacted stated) at least two weeks prior to the proposed date.

## **Article 7**

The fiscal year of this organization shall begin on January 1 and end on December 31 of each year.

## **Article 8**

**Section 1:** Adequate books of accounts shall be maintained by the Treasurer, who shall be responsible therefore.

**Section 2:** No funds shall be disbursed without the written authority of the President and Treasurer.

**Section 3:** The Board of Directors shall appoint an auditor, not an officer, to audit the Treasurer's books prior to the annual meeting.

**Section 4:** Board approval shall be necessary for expenditures over \$500 per month (President and treasurer may approve expenditures under \$500).

## **Article 9**

These By-laws may be amended at any regular meeting of this association by ratification of two-thirds of the members present, provided that notice of the proposed amendment shall have been mailed to all members at least two weeks before the said meeting.

**Article 10**

All meetings shall be conducted according to Robert's Rules of Order, Revised except when in conflict with these By-laws or with the laws of the State of California.

**Article 11** This organization shall in no way carry on propaganda, or intervene in any political campaign on behalf of any candidate for public office (including the publishing or distribution of statements).

Certificate of Secretary I certify that I am the duly elected and acting Secretary of the Friends of the Sonoma Valley Library, a California nonprofit public benefit organization, that the above Bylaws, consisting of 3 pages, are the Bylaws of this organization as adopted by the membership on October 6, 2003, and that they have not been amended or modified since that date. Executed on October 13, 2003, at Sonoma, California \_\_\_\_\_

Darlene Nye, Secretary

A rewrite of Article 6, Section 1, as approved by Board members on Oct. 13, 2016, is reflected in this document. \_\_\_\_\_

Marge Thomas, Secretary

A rewrite of Article 6, Section 1, as approved by Board members on Oct 13, 2022, is reflected in this document. \_\_\_\_\_

Barbara Strader Sitkin, Secretary