

CONSTITUTION AND BYLAWS OF THE FRIENDS OF THE CLAYMONT LIBRARY

ARTICLE I: NAME

The name of this organization shall be: "Friends of the Claymont Library" herein after referred to as the "Friends".

ARTICLE II: PURPOSE

The purpose of the organization shall be to encourage and promote the growth of library services in the Claymont area through voluntary services as well as gifts of books and other appropriate materials. Friends may assist with special programs during the year.

The Friends of the Claymont Library is organized exclusively for educational purposes, including, for such purpose the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future Internal Revenue Service Law).

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the preceding paragraph. No substantial part of the activities of the organization shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE III: MEMBERSHIP

Membership shall be open to any individual, business firm or group interested in the objectives of the Friends. Each membership category (individual, household, corporate, life) shall be entitled to one vote.

ARTICLE IV: OFFICERS

Section 1. This organization shall have the following officers: President, Vice President, Secretary and Treasurer. The officers shall constitute the Executive Committee and the terms of the officers will be for two years, commencing at the September meeting of each year. Any officer may serve more than one consecutive term.

Section 2. A nominating committee, appointed by the President, shall submit names of candidates for office and nominations may be made from the floor. Officers shall be elected at the annual meeting by majority vote of voting members present. Any vacancies among the officers due to an unexpired term shall be filled by the Executive Committee. (In addition, the Committee may provide from time to time for ex-officio members they deem advisable).

ARTICLE V: DUTIES OF OFFICERS

Section 1. President: To preside over and conduct meetings and to appoint all committees and be an ex-officio member thereof, except as limited herein.

Section 2. Vice-President: To perform the duties of the President in the absence of the President.

Section 3. Treasurer: To keep and maintain the financial records of the organization.

Section 4. Secretary: To record attendance at all meetings; to take the minutes of all meetings; to notify members of the time and place of meetings; and to conduct the correspondence of the organization.

ARTICLE VI: EXECUTIVE COMMITTEE

The Executive Committee shall consist of the officers of the organization and the chairman of all the standing committees. The librarian may serve as ex-officio member of the Executive Committee.

ARTICLE VII: COMMITTEES

The Executive Committee may appoint committees as they deem advisable with necessary powers and authorities.

ARTICLE VIII: MEETINGS

Section 1. The Executive Committee shall hold meetings once each month except in July and August, on a date and at a time and place the Committee chooses. Any member of the organization may attend these meetings.

Section 2. A special meeting of the organization may be called at any time by the Executive committee.

Section 3. A majority of the Executive Committee shall constitute a quorum.

Section 4. An Annual meeting shall be held in the month of June.

Section 5. Roberts' Rules of Order, Newly Revised, when not in conflict with this Constitution and Bylaws, shall govern the proceedings of this organization.

ARTICLE IX: DUES

Dues shall be payable annually and shall become due on the second day of January.

The classes of dues are:

- Individual
- Household
- Corporate
- Life

ARTICLE X: FISCAL POLICIES

The fiscal year shall run from January 1 to December 31. Funds shall be deposited to the account of the Friends of the Claymont Library and shall be disbursed on the authorization of the Executive Committee by the Treasurer for the sole purpose of the Claymont Library.

ARTICLE XI: INDEMNIFICATION

The Friends of Claymont Library shall indemnify and hold harmless any and all persons who may serve or have served at any time as elected or appointed officers or members of the Friends and respective heirs, administrators, successors, and assigns, against any and all expenses, judgments, fines, and amounts paid in settlement except in relation to matters as to which any such elected or appointed officer or director shall be adjudged to be liable for his or her own negligence or misconduct in the performance of his or her duty. Such indemnification shall be in addition to any other rights to which officers and directors may be entitled under the laws of the State of Delaware.

ARTICLE XII: AMENDMENTS

Amendments to this Constitution and Bylaws may be made at any meeting by a two-third vote of those present provided notice of the amendment has been given to all members at least one week before the meeting.

ARTICLE XIII: DISSOLUTION

Upon dissolution of the Friends of the Claymont Public Library, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or shall be distributed to the federal government , or to a state or local government, for a public purpose.

Amended: 10/6/2014

Amended: 5/30/1984

Adopted: 3/12/1984

Bylaws Committee:

Ann Archer, President

Mary Modesti

Anita Sterling