

BYLAWS OF FRIENDS OF THE FOREST GROVE LIBRARY

ARTICLE I NAME

The name of this organization shall be Friends of the Forest Grove Library.

ARTICLE II PURPOSE

Sec. 1 This corporation shall be organized and operated exclusively for charitable purposes. It shall engage solely in lawful activities, none of which are for profit, for which corporations may be organized under **Chapter 65** of the Oregon Revised Statutes (or its corresponding future provisions) and **Section 501(c)(3)** of the Internal Revenue Code of 1954 (or its corresponding future provisions).

Sec. 2 The purpose of this organization shall be to maintain an association of persons interested in libraries, to focus public attention on the library; to stimulate the use of the library's resources and services, to receive and encourage gifts, endowments and bequests to the library to support and cooperate with the library in developing library services and facilities for the community; to lend legislative support where needed; and to support the freedom to read as expressed in the American Library Association "Library Bill of Rights."

Sec. 3 Friends' expenditures: 1) shall not serve to reduce City support for Library programs or services or pay for Library utilities, maintenance, personnel, books, except individual books may be donated, or other library materials for the Library's collection which are the responsibility of the City of Forest Grove; 2) may help with capital improvements but only through capital campaigns managed by the Library Foundation of Forest Grove; 3) may help pay for cultural programs, children's' programs, Summer Reading Program, Library promotion and other for similar purposes. Friends' expenditures shall be at the exclusive discretion of the Friends Board.

Sec. 4 The fiscal year of the Friends will coincide with that of the City of Forest Grove, unless the Board decides otherwise. Prior to the end of the current fiscal year, the Board will adopt an annual budget for the next fiscal year, based on earnings and expenses during the current fiscal year. They shall maintain an **Operating Reserve Fund**, which is an unrestricted, Board-designated fund balance. The target minimum amount shall be an amount equal to **[3-6-months]** of the average annual expenses. The balance of the funds available may be allotted to the following categories: 1) Friends operating costs; 2) requests from library staff, monitored by a Library Supervisor and the Treasurer within the budgeted allowance. The Board may review these and/or additional requests in an ongoing capacity during regularly scheduled meetings and/or via a call for special consideration voting.; and 3) programs directly produced and/or funded by the Friends. Categories may be added at the discretion of the Board. The Board may approve expenditures outside the budget categories from the Reserve Fund at any time. The treasurer shall track expenditures according to the approved budget categories and report to the Board periodically.

ARTICLE III MEMBERSHIP

Sec. 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.

Sec. 2 There shall be one class of member. Each member shall be entitled to one vote.

ARTICLE IV OFFICERS

Sec. 1 The officers of this organization shall be a president, a vice-president, a treasurer, a secretary, and no less than four and no more than six additional members.

Sec. 2 Officers for the coming year shall be nominated by the Executive Board at least one month before the annual meeting. The nominations shall be submitted in writing to the membership with the consent of the nominees at least two weeks prior to the annual meeting. Additional nominations may be made from the floor with the consent of the nominee.

Sec. 3 Officers shall be elected by majority vote of those present at the annual meeting for the term of one year.

Sec. 4 If the President is unable to serve, the Vice-President shall assume the office of President. Any other vacancies on the board shall be temporarily filled with appointment by the Executive Board; such appointments shall last until the next annual membership meeting.

ARTICLE V DUTIES OF OFFICERS

Sec. 1 President: To preside over and conduct meetings and to appoint all committees and be an ex-officio member thereof.

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

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

Sec. 4 Secretary: To record attendance at all meetings; to take the minutes of all meetings; to keep a list of the membership, together with their addressees, to notify the members of the time and place of meetings; and to conduct the correspondence of the organization.

ARTICLE VI EXECUTIVE BOARD

Sec. 1 The Executive Board shall consist of the officers of the organization and no less than four and no more than six additional members; the City Library Director and the immediate past President of Friends shall be ex-officio members of the Executive Board. The members of the Executive Board shall serve without salary.

Sec. 2 The Executive Board shall direct all business of the organization and set policies consistent with the purpose of the organization.

Sec. 3 Regular meetings of the Executive Board shall be held at the time and place determined by the Executive Board. No other notice of the date, time, place or purpose of these meetings is required. Special meetings may be called by the President.

Sec. 4 Special meetings may be called by the President. Notice of such meetings, describing the date, time, place and purpose of the meeting, shall be delivered to each member of the Executive Board personally or by other reasonable means not less than two days prior to the special meeting.

Sec. 5 Any regular or special meeting of the Executive Board may be held by electronic telecommunications.

Sec. 6 Executive Board members may vote by proxy delivered to another member of the Executive Board.

Sec. 7 A simple majority of the Executive Board shall constitute a quorum.

Sec. 8 Every Board member shall remain in "Good Standing". To be in Good Standing, a Board Member shall first submit a written application, to be reviewed by the current board, prior to an election. Board members, among other duties, must attend at least **seventy percent (70%)** of all Board meetings held within a fiscal year. If attendance falls below this threshold, the Board may, at its discretion, initiate a review for removal or request the board member's resignation. The Board may also, by a majority vote, waive this provision in the event of extenuating circumstances (such as a medical or family emergency).

Sec. 9 The Executive Board shall serve a term of **three (3) years**. No board member may serve more than **two (2) consecutive** full terms. After a board member has reached the term limit(s), they must step off the Board for at least **one (1) year** before becoming eligible for re-election. Terms shall be staggered so that only approximately **one-third (1/3)** of the Board will be up for re-election in a given year

Sec. 10 To demonstrate a personal commitment to the Friend's mission and extend the support for the library, every board member shall make a personal financial contribution to Friends' annually. There is no minimum required amount and contributions shall be made at a level that is personally meaningful to the individual board member.

Sec 11 Any member of the Executive Board may be removed, with or without cause, at a meeting called for that purpose, by vote of a majority of the members entitled to vote at an election of board members.

ARTICLE VII MEETINGS OF THE GENERAL MEMBERSHIP

Sec. 1 An annual meeting shall be held on a date in the month of February, March, or April to be determined by the Executive Board. Members shall be notified at least **two weeks** prior to the date of the meeting. Notifications will be by any reasonable written method used by the community which may include electronic communications or traditional paper mailings.

Sec. 2 A special meeting of this organization may be called at any time by the Executive Board.

ARTICLE VIII DUES

Sec. 1 Dues shall be payable at any time and shall entitle membership for a 12 month period starting with the month dues are paid.

Sec. 2 Dues shall be set by vote of the Executive Board.

ARTICLE IX AMENDMENTS

Amendments to these bylaws may be made at any meeting of the general membership by a **two-thirds** vote of those present after notification in writing to each member at least two weeks before the meeting at which the voting is to take place.

ARTICLE X PARLIAMENTARY & OTHER PROCEDURAL QUESTIONS

The Rules contained in "Robert's Rules of Order, Revised" shall govern the organization in all cases to which they are applicable, and in which they are not inconsistent with the bylaws or, the special rules of order of this organization.

Reviewed and amended at the membership meeting of April 8, **2026**.