

THE FRIENDS OF THE MOUNT HOREB PUBLIC LIBRARY

BYLAWS

Amendment No 3, adopted 12 June 2025

ARTICLE I – NAME

Section 1. The name of this association shall be The Friends of the Mount Horeb Public Library, hereinafter referred to as the Association (“Association”).

Section 2. The mailing address of the Association is 105 Perimeter Road, Mount Horeb, Wisconsin 53572.

ARTICLE II – PURPOSE

Section 1. The purpose of the Association shall be to promote and improve library services and materials; to stimulate gifts and bequests to the library; to provide volunteer support in strengthening the library’s programs; and to encourage the broadest possible use of the library’s facilities, materials, and services.

Section 2. The Association shall operate in full compliance with IRS Code Section 501 (c) (3).

ARTICLE III – MEMBERSHIP AND DUES

Section 1. Any person or organization who supports the purposes of the Association may become a member of the Association by the completion of the membership application process and the payment of annual dues. Members are known as Friends.

Section 2. The dues schedule shall be determined by the Association’s Board at the Annual Meeting.

Section 3. The Association’s Board may grant unpaid annual memberships to any person or organization that makes significant contributions to the Association.

Section 4. Annual memberships in the Association start and end with the Association’s Fiscal period, see Article 6, Section1.

Section 5. Each Friend shall be entitled to cast one vote at the Association’s Annual Meeting.

ARTICLE IV – OFFICERS AND BOARD OF DIRECTORS

Section 1. Only Friends of the Association may be Officers. The officers shall be a President, a Vice President, a Secretary, and a Treasurer.

Section 2. Only Friends of the Association may be Directors. Up to six Directors may be elected.

Section 3. The Officers, the Directors, and the immediate past President shall constitute the Board of Directors. Each member of the Board of Directors is entitled to one vote. The Library Director may participate in Board meetings on a non-voting basis.

Section 4. Officers and Directors shall be elected at the Association's annual meeting by the majority of Friends present and voting. A nominating committee may be appointed by the President to submit a slate of candidates and nominations may also be made from the floor.

Section 5. The duties of each Officer shall be those associated with their title. All Directors, including Officers, shall be assignable to lead committees needed to achieve the purpose of the Association.

Section 6. When a vacancy occurs among the Officers, a Friend may be nominated to fill the unexpired term. A vacancy shall be filled at any regular Board meeting by a majority vote.

Section 7. When a vacancy occurs among the Directors, a Friend may be nominated to fill the unexpired term or be left open until the next annual meeting. A vacancy may be filled at a regular Board or Annual meeting by a majority vote.

Section 8. An Officer or Board member may be removed for cause by vote of two-thirds of the Board members attending a regularly scheduled Board meeting where the item was placed on the agenda.

ARTICLE V – MEETINGS

Section 1. Regular meetings of the Board of Directors shall take place at least eleven times a year. Notices and the meeting agenda shall be sent to board members at least twenty-four hours before the meeting. Five (5) board members shall constitute a quorum, and motions shall be carried by a vote of the majority of those present. Meetings can be attended in person or online. The meeting dates, times, and minutes shall be posted on the Friends of the Library page on the Mount Horeb Public Library's website.

Section 2. The Library Director, any member of the library board, and/or other staff members may be invited to participate in regular board meetings on a non-voting basis. The Library Director is not a Friend and shall not be required to pay dues to the Association.

Section 3. The Annual meeting of the Association shall be held once a year, at a time and place determined by the board. The meeting can be attended in person or online and each Friend attending the meeting shall be entitled to one vote. The meeting date, time, and minutes shall be posted on the Friends of the Library page on the Mount Horeb Public Library's website.

ARTICLE VI– FISCAL PERIOD

Section 1. The fiscal period of the Association is one year and shall start on February 1 and end on January 31.

ARTICLE VII – CONFLICT OF INTEREST

Section 1. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, directors, 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 of the association. Where conflict of interest may be thought to exist for a board member, the member shall inform the Board and abstain from any inappropriate participation in the matter.

ARTICLE VIII – AMENDMENTS TO BYLAWS

Section 1. These bylaws may be amended, in whole or in part, by two-thirds of the vote of those present at a meeting of the Association provided that the meeting notice contains specific notice of Intention and that a summary of proposed change/changes is included.

ARTICLE IX – PARLIMENTARY PROCEDURE

Section 1. When any formality beyond the ordinary courtesies of joint action is required, Roberts Rules of Order (most recent edition) shall govern the proceedings.

ARTICLE X – DISSOLUTION

Section 1. Upon the dissolution of the Association, assets shall be distributed for tax exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future tax code, to the Mount Horeb Public Library, Mount Horeb, Wisconsin, 53572.

This amendment No 3 adopted on 12 June 2025, supersedes all previously adopted bylaws, amendments, and revisions to the Bylaws of The Friends of the Mount Horeb Public library.

Bylaws of The Friends of the Mount Horeb Public Library adopted in November 1980.

Amendment No 1, adopted on 14 September 1983.

Amendment No 2, adopted on 18 May 1987.

Revised Bylaws of The Friends of the Mount Horeb Public Library, adopted in May 2023.

Copies of all documents superseded by this amendment are attached.

The Friends of the Mt. Horeb Public Library

Mt. Horeb, Wisconsin

November, 1980

CONSTITUTION AND BY - LAWS

ARTICLE 1. Name

The name of this association shall be the Friends of the Mt. Horeb Public Library.

ARTICLE 11. Purpose

The purpose of this association shall be to promote and improve library services, materials, and facilities for the Mt. Horeb community; to stimulate gifts and bequests to the library; to provide volunteer support in strengthening the Library's program, and to encourage the broadest possible use of its facilities, materials, and services.

ARTICLE 111. Membership and Dues

Section 1. Membership in the association shall be open to all persons or organizations who are interested in its purpose

Section 2. Dues shall be determined by the Board at the Annual Meeting. Each member, who attends an association meeting, shall be entitled to one vote.

ARTICLE 1V. Officers

Section 1. The officers of this association shall be a President, Vice-President, Secretary, and Treasurer. These together with three directors, the Librarian, and one representative of the Library Board serving ex-officio, shall constitute the Executive Board. The Vice-President shall assume the presidency for one year, after serving one term as Vice-President.

Section 2. Officers and directors shall be elected at the annual meeting by a majority of those present and voting. A nominating committee, appointed by the President, shall submit a slate of candidates, and nominations may also be made from the floor. The term of office shall be for one year.

Section 3. All duties of each officer shall be those usually associated with his title. All directors, including officers, shall be assignable to lead whatever standing committees may be needed to carry out the activities of the association.

Mary Thompson - President
Brian K. McLaughlin - Vice President
Susan Baumgartner - Treasurer
Sharon S. Richardson, Secretary

AMENDMENT TO THE MOUNT HOREB FRIENDS OF THE LIBRARY
BY-LAWS AND CONSTITUTION
September 14, 1983

Feb 1987

AMENDMENT NO. 1

- a) The organization purposes of the Friends of the Mount Horeb Public Library are limited exclusively to charitable and educational within the meaning of Section 501(c) (3) of the Internal Revenue Code.

b) Inurement of Income

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.

c) Legislative or Political Activities

No substantial part of the activities of the Friends of the Mount Horeb Public Library 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.

d) Operational Limitations

Notwithstanding any other provisions of these articles, the Friends of the Mount Horeb Public Library 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 provisions 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 provisions of any future United States Internal Revenue Law).

e) Dissolution Clause

Upon the dissolution of the Friends of the Mount Horeb Public Library, the Board of Trustees shall, after paying or making provisions for the payment of all of the liabilities of the organization, dispose of all of the assets of the organization exclusively for the purposes of the organization in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future U. S. Internal Revenue Law), as the Board of Trustees shall determine. Any of such assets not

**AMENDMENT TO THE MOUNT HOREB FRIENDS OF THE LIBRARY
BY-LAWS AND CONSTITUTION
MAY 18, 1987**

Amendment #2 replaces the last sentence of Article 4 Section 1. Amendment #2 reads as follows:

Any officer(s) shall be encouraged to hold an office for a second term to promote continuity of the Friends Organization.

Cheryl A. Burbank, President
Linda S. Gross, Treasurer
Kim Christensen, Secretary
Susan Bruce, Director

The Friends of the Mount Horeb Public Library

Mount Horeb, Wisconsin

May 2023

Bylaws

Article I: Name

The name of this association shall be the Friends of the Mount Horeb Public Library (hereafter "Association").

Article II: Purpose

The purpose of this Association shall be to add to and improve library services, materials, and facilities for the Mount Horeb community; to raise funds to support the library's programs and immediate and long range library projects; and to encourage the broadest possible use of the library's facilities, materials, and services.

Article III: Membership and Contributions

1. Membership in the Association shall be open to all persons or organizations who are interested in its purposes. Each Association member shall be entitled to one vote.
2. Members are encouraged to make voluntary contributions of money and time to the Association.

Article IV: Officers

1. The officers of this Association shall be a President, Vice President, Secretary, and Treasurer. These, together with the Library Director, shall constitute the Executive Board.
2. Officers and up to six Board Members shall be elected at the annual meeting in January by a majority of the members present

and voting. A nominating committee, appointed by the President, shall submit a slate of candidates, and nominations may also be made from the floor. The term of office shall be for two years, commencing February 1; an extension of the term may be done with approval from the Board.

3. All duties of each officer shall be those usually associated with the officer's title. All board members, including officers, shall be assignable to lead whatever standing committees may be needed to carry out the activities of the Association.

Article V: Committees

1. The Board may appoint committees as it deems advisable and assign each of the same with the necessary responsibilities and authority. Persons serving on committees shall be appointed by the Board or by the Board-designated head of the said committee and may be any member of the Association.
2. There shall be two standing committees of the Association: Membership and Operations.

Article VI: Meetings

1. The Board will hold meetings once a month, on the 2nd Thursday of the month, in person, online, or both, January through November, each fiscal year. Amendments to the meeting dates and times need to be approved by members of the Association and should be posted at least 24 hours prior to the meeting on the Library's online calendar.
2. The Association shall hold its annual meeting in January for elections and for the Board's reporting to members. The date and time of the annual meeting will be posted on the library's online calendar.

3. Additional meetings of the Association may be called at any time by the majority of the Board; the date, time, and place of any such meeting shall be communicated by an officer promptly and directly to each board member and notice of the same shall be prominently posted by the library director 24 hours in advance on the library's online calendar.
4. Special meeting of the Board may be called by the president or upon request of any three members of the Board. The president or the members of the Board desiring to call a special meeting shall make an application to the secretary, and the secretary shall give at least 24 hour advance notice of said meeting to each member of the Board.
5. Minutes of all Board and Association meetings shall be submitted to and retained on the Association's shared drive for the viewing by members of the Association and a link shall be posted on the Association's page on the library's website.

Article VII: Financial Affairs

1. The fiscal year ends January 31
2. Monetary assets of the Association shall be deposited to its bank account and shall be disbursed by the treasurer as authorized by one of the Association's officers or by the Board.
3. Money received from memberships, projects, gifts, grants and memorials shall be used to further the purpose of the Association.
4. No member of the Association shall be liable and no personal liability shall in any event attach to any member of the organization in connection with any of its activities or

undertakings. All liabilities of the organization shall be limited to its deposited funds.

5. No part of the net earnings of the Association shall inure to the benefit of, or be distributable to, its members, officers, or other private persons, except that the Association shall be authorized to pay reasonable compensation for services rendered or reimbursements.

Article VIII: Amendments

Amendments to these Bylaws may be proposed by any member of the Association. Any said proposed amendments will be considered and may be adopted at the next meeting of the general membership by a two-thirds vote of those present; notice and the complete content of the proposed amendment shall be submitted to the secretary for distribution to each of the officers and to the library director for posting on the library's website for at least one week prior to the meeting.

Article IX: Parliamentary Procedure

Robert's Rules of order, revised, when not in conflict with these Bylaws, shall govern the proceedings for this Association and the Board.

Article X: Dissolution

Upon the dissolution of the Association, after paying or adequately providing for the debts and obligations of the Association, the remaining assets shall be distributed to a non-profit fund, foundation, or corporation which is organized and operated exclusively for charitable, educational, religious, and or scientific purposes and which has established its tax exempt status under Section 501 © (3) of the Internal Revenue Code.