

**FRIENDS OF THE HALL MEMORIAL LIBRARY
Ellington, Connecticut**

Organized in May 1986 in Ellington, Connecticut
Incorporated as a Non-Stock Corporation by the State of Connecticut in September 1987
Awarded Tax Exempt Status by the Internal Revenue Service in May 1989

BYLAWS

With amendments through September 16, 2021

ARTICLE I. NAME AND PURPOSE

The name of the organization shall be Friends of the Hall Memorial Library, Inc.

The purpose of the organization shall be to foster closer relations between the Hall Memorial Library of Ellington, Connecticut and the citizens of Ellington; to promote knowledge of the functions, resources, and needs of the library; and to cooperate with the Library Board of Trustees and the Library Director in the development of the resources, facilities, and programs of the Library.

ARTICLE II. MEMBERSHIP IN THE ORGANIZATION

Section 1:

Membership in the organization shall be open to all persons, business firms and organizations interested in its purposes. An annual donation is required from each member, in an amount determined by said member.

Section 2:

All members are invited to be actively involved in the activities of the organization and are welcome to attend all meetings. Each member shall be entitled to one vote.

Section 3:

Membership information shall only be used for the purposes of Friends of the Hall Memorial Library.

Section 4:

Any member shall abstain from voting if they will be financially enriched by the action under consideration.

ARTICLE III. OFFICERS

Section 1.

The officers of this organization shall be a President, a maximum of two Vice Presidents, a Secretary and a Treasurer.

Section 2:

Prior to the Annual Meeting, the Executive Board will solicit members who are willing to serve as officers. Additional nominations may be made from the floor at the Annual Meeting with the consent of the nominee.

It is desirable for anyone nominated to be President, to have served a minimum of one year on the Executive Board.

Section 3:

Officers shall be elected at the Annual Meeting by majority vote of the members present and shall take office upon adjournment of that meeting. The term of office shall be one year or until successors have been elected. In the event an officer is unable to complete the term, the Executive Board shall appoint someone to fulfill the term.

Section 4.

The President shall preside at all meetings, appoint all committees as directed by the Executive Board, and carry on any other duties connected with the office

Section 5:

The Vice-President(s) shall assist the President and shall serve as President in the absence of the President.

Section 6:

The Treasurer shall process all contributions and administer the funds of the organization as directed by the Executive Board and shall report on the status of the funds at the organization's meetings. The Treasurer shall insure that all required reports to local, state and federal governments are submitted.

The Treasurer shall assist the appointed auditor(s) by providing all requested financial records for the annual review.

Section 7:

The Secretary shall record and distribute the proceedings of all meetings of the organization and shall maintain the legal records of the organization.

ARTICLE IV: EXECUTIVE BOARD

Section 1.

The Executive Board shall consist of the officers of the organization and shall be charged with managing the affairs of the organization, including the disbursement of funds.

Section 2.

In fulfillment of these duties, members of the Executive Board shall regularly attend the organization's meetings and participate in discussions and decisions at these meetings, as well as in matters that may arise outside of meetings. To facilitate communication and to conduct business electronically, all members of the Executive Board must have access to email.

ARTICLE V: FISCAL MATTERS

Section 1:

The fiscal year shall be June 1 to May 31.

Section 2:

The President shall appoint an auditor each year to review the Treasurer's records and to submit a written report to the President. The results of the audit shall be presented to the members at the Annual Meeting, after approval by the Executive Board.

ARTICLE VI. MEETINGS

Section 1.

Friends of the Hall Memorial Library shall hold as many meetings as necessary to conduct the affairs of the organization.

Section 2:

A special meeting of the organization may be called at any time by the Executive Board. Further, if deemed expedient by the President, the Executive Board may vote on matters outside of a meeting, provided the purpose is communicated to all members of the Executive Board. The results of special meetings or actions taken outside of meetings shall be reported at the next scheduled meeting.

Section 3.

The President (or Vice President serving in the absence of the President) plus one other member of the Executive Board constitutes a quorum. A majority vote of the members present shall constitute a legal vote, except for amendments to the articles of incorporation or the bylaws, which shall require a two-thirds majority of members present

Section 4.

The annual meeting of this organization shall be held in September at a time and place determined by the Executive Board. Members shall be notified at least two weeks prior to the date of the meeting.

The notice shall include all information regarding election of officers for the upcoming year.

Section 5.

There is no provision to vote by proxy.

ARTICLE VII. AMENDMENTS TO THE BYLAWS

These bylaws may be amended at the annual meeting of the organization, provided that the membership has been advised of the proposed amendments at least ten days before the annual meeting.

ARTICLE VIII. DISSOLUTION OF THE ORGANIZATION

Upon dissolution of Friends of the Hall Memorial Library, the assets will be distributed to the Hall Memorial Library of Ellington, Connecticut. If the library is unable, unwilling, or ineligible to receive the assets, they will be distributed to the State of Connecticut or to a municipality for a public purpose or to an organization exempt under section 501 (c) (3) of the Internal Revenue Code.