ARTICLE I. NAME

The name of this corporation shall be Friends of the Clifton Park-Halfmoon Public Library, Inc.

ARTICLE II. MISSION

The mission of the Friends of the Clifton Park-Halfmoon Public Library, Inc. shall be to act as a bridge to the community by:

1) Increasing public awareness of, focusing attention on, and expanding the use of the Clifton Park-Halfmoon Public Library.

2) Initiating, organizing, promoting, and encouraging cultural and educational activities.

3) Procuring gifts and endowments for the Clifton Park-Halfmoon Public Library, as well as raising funds to support certain Library activities.

ARTICLE III. MEMBERSHIP

1) Membership in this corporation shall be open to individuals twelve years of age or older, groups or associations, and small businesses or corporations upon payment of prescribed dues, to be paid annually. Youth in middle school and high school shall be encouraged to join the Junior Friends of the Library, a fully supported subsidiary membership organization under the guidance of the Friends of the Library.

2) Each member shall have one vote on any issue to come before the membership of this corporation at a duly called meeting.

ARTICLE IV. BOARD OF DIRECTORS

1) The corporation shall be managed, operated, and controlled by a Board of between seven and eighteen Directors. Directors must be members of the Friends and shall be elected by the membership for three-year terms at the annual meeting of this corporation.

2) Any officer or board member may resign at any time by giving written notice to the Board of Directors, a member of the Leadership Team, or the Secretary. Any such resignation shall take effect at the time specified therein, or, if no time be specified, then upon delivery. A vacancy in any board position or office shall be filled by the Board of Directors.

3) If any Director fails to attend three consecutive meetings without excuse considered satisfactory by the Board, he or she shall be deemed to have resigned. The vacancy should be
filled by the Board of Directors, and the person so appointed shall complete the unexpired term.

4) Any officer may be removed from that office, with due cause, by the Board of Directors majority vote at any time. Any board member may be removed from the board, with due cause, by the Board of Directors majority vote at any time.

5) All officers shall be members of the Board.

6) Officers shall include a Leadership Team comprising no fewer than two nor more than four persons who will conduct Presidential activities, Secretary, and Treasurer.

7) Officers shall be elected at the last meeting of the year to terms as defined in the Standard Operating Procedures, and shall officially take office for the first meeting of the new year.

ARTICLE V. COMMITTEES

1) The Board shall establish and maintain such committees as are necessary to plan, implement, and evaluate the activities of the corporation. The responsibilities and composition of committees shall be described in detail in the Standard Operating Procedures of the corporation.

2) A quorum for the transaction of any committee business shall be a simple majority of the members of the committee.

Article VI. MEETINGS

1) The annual meeting shall be held during a monthly board meeting. All members of the corporation shall be notified in writing at least two weeks prior to the date of the meeting. The President shall submit a report on the state of the corporation at the annual meeting.

2) Special meetings of the corporation may be called at any time by the Board of Directors. The President must call for a meeting of the members at the written request of at least ten members of the corporation. All members shall be notified in writing and provided an agenda for the meeting at least two weeks prior to the meeting.

3) A quorum for membership meetings shall be defined as ten members

4) Regular meetings of the Board of Directors shall be held monthly, except that the President may suspend a meeting during a month when a quorum cannot be met and no significant business is pending. Special meetings may be called by the President or any three Directors, by written notice, to the members of the Board at least one week prior to the meeting.

5) A simple majority of the members of the Board of Directors shall constitute a quorum.

6) In case that an emergent matter requiring Board action arise and a face to face quorum cannot be achieved, the Board may take the matter to an electronic vote by email. Such a vote shall
require a response by all Board members, unless excused by the President, and the motion shall be considered passed with an aye vote of \(\frac{3}{4}\) of sitting Board Members. Such a vote must be confirmed in writing, with signature, by the time of the next regularly scheduled Board meeting. Financial decisions that would require an expenditure of more than $5000.00 may not be made by email.

ARTICLE VII. MEMBERSHIP DONATIONS

1) The fiscal year of the corporation shall commence on January 1 and end on December 31 of the same year.

2) Membership donations are payable annually on the first of January in each year.

3) Membership donation levels shall be determined annually by the Board of Directors by its November meeting. The membership will be notified of any changes prior to January 1.

ARTICLE VIII. AMENDMENTS

Amendments to the Bylaws shall be approved by two-thirds of those voting at the annual meeting. Notice of the proposed amendment(s) shall be included in the call to the annual meeting.

ARTICLE IX. PARLIAMENTARY PROCEDURE

Parliamentary authority for matters not covered in these Bylaws shall be the current edition of Robert's Rules of Order.

ARTICLE X. DISSOLUTION

Should it become desirable or necessary to dissolve this corporation, these actions will be taken in accordance with New York State Education Law:

1) Appropriate notices shall be provided to all concerned, including those listed below.
   a) Members
   b) The Board of Trustees of the Clifton Park-Halfmoon Public Library.
   c) The public residing in the Library district.

2) After all obligations have been satisfied, all remaining assets (whether monetary, material, or intellectual) shall be promptly donated to the Clifton Park-Halfmoon Public Library.

Adopted May 9, 2001
Revised May 4, 2005
Revised April 28, 2010
Adopted May 12, 2010
Revised October 27, 2010