

**BYLAWS
OF
FRIENDS OF THE PACKARD LIBRARY OF YUBA COUNTY, INCORPORATED**

ARTICLE 1. NAME AND PURPOSES

1.1 The name and purposes of this Corporation are stated in the Articles of Incorporation, and include:

ARTICLE 2. MEMBERSHIP

2.1 Any person paying the dues as hereinafter provided and agreeing to be bound by the Articles of Incorporation of this Corporation, by these Bylaws, and by such rules and regulations as the Board of Directors may from time to time adopt, is eligible for membership in this Corporation.

2.2 Regular membership shall be open to persons who are eighteen (18) years of age and older. Junior membership shall be open to persons under eighteen (18) years of age with parental consent.

2.3 Membership dues and sponsorship rates shall be set by the Board of Directors.

2.4 A member may, at any time, withdraw his/her membership by submitting written notification of withdrawal to the Secretary of the Board of Directors; paid membership fee, if any, will not be refunded.

ARTICLE 3. MEMBERSHIP MEETINGS

3.1 Regular business meetings of the Board of Directors of the Corporation shall be held monthly in the Library Community Room, unless otherwise ordered by the Board of Directors. These meetings shall be open to the membership the third Tuesday of the month.

3.2 Membership meetings shall be held each year in the Fall at which officers shall be installed. Time and place to be designated by the Board of Directors.

3.3 Special meetings of the members may be called by the President or the Board of Directors. All members attending are qualified to vote.

3.4 The privilege of holding office, making motions, debating, and voting shall be limited to members of the Corporation, whose dues are current and who have been members for at least thirty (30) days.

3.5 Members present shall constitute a quorum at regular membership meetings and shall constitute a quorum at the Business Meetings of the Board of Directors, provided that at least two (2) officers are present.

3.6 Each member shall be entitled to one vote on each matter submitted to a vote of the membership.

ARTICLE 4. OFFICERS AND THEIR ELECTIONS

4.1 The officers shall be President, Vice President, Secretary, and Treasurer.

4.2 The officers shall be elected annually.

4.3 Nominations for election of the Officers shall be made by any member attending a regular or special meeting. The consent of each candidate must be obtained before his/her name is placed in nomination.

4.4 Election shall be held by voice vote at the Annual Meeting. Officers shall be installed and assume their duties thereafter.

ARTICLE 5. BOARD OF DIRECTORS

5.1 The Board of Directors shall consist of the officers; chairs of standing committees, and representatives of the supervisorial districts.

5.2 The President shall appoint committee chairs and representatives of the supervisorial districts with the approval of the officers.

5.3 The Board of Directors shall transact necessary business and may recommend the payment of bills. It shall create such standing and ad hoc committees as are deemed necessary and shall fill all vacancies in officer, including that of President. It shall present a report at the regular membership meetings.

5.4 Any member of the Board of Directors or Chairman of a Committee may be removed by a majority vote of the Board of Directors whenever in its judgment the interests of the Corporation would be thereby best served.

5.5 The Directors of the Corporation shall not be personally liable for its debts, liabilities, or other obligations.

ARTICLE 6. DUTIES OF OFFICERS

6.1 The President shall appoint chairs of standing and ad hoc committees, subject to the approval of the elected officers; shall preside at all meetings of the Corporation and of the Board of Directors; shall be a member ex-officio of all committees except the Nominating Committee; and in general shall perform all duties incident to the office of the President and such other duties as may be prescribed by the Board. The President shall have the power to appoint an ad hoc committee to audit Corporation records as needed prior to the Fall Annual Meeting.

6.2 The Vice President shall act as an aide to the President and in the absence of the President shall perform the duties of the President.

6.3 The Secretary shall keep accurate records of the meetings of the Corporation and of the Board of Directors; shall be prepared to refer to the minutes of the previous meetings and prepare a summary of all unfinished business for the use of the President; shall take care of all correspondence of the Corporation.

6.4 The Treasurer shall receive all dues and monetary gifts and grants made to the Corporation and shall deposit them in the name of the Corporation in a bank approved by the Board of Directors, and shall pay bills under \$250 as received. Expenses in excess of \$250 shall be approved by the Board of Directors prior to payment. The Treasurer shall report to the Board of Directors a monthly accounting of all bills paid and monies received.

ARTICLE 7. PROPERTY RIGHTS

7.1 No member shall have any right, title, or interest in any of the property or assets, including any earnings or investment income of the Corporation, nor shall any of such property or assets be distributed to any member on the dissolution or winding up thereof.

ARTICLE 8. LIABILITY OF MEMBERS

8.1 No member of this Corporation shall be personally liable for any of its debts, liabilities, or obligations, nor shall any member be subject to assessment.

ARTICLE 9. AMENDMENTS

9.1 These Bylaws may be amended by a two-thirds (2/3rds) vote of members present at any regular meeting, provided notice of proposed changes has been made available to the membership prior to the meeting at which such changes are voted on.

ARTICLE 10. RULES OF ORDER

10.1 The rules contained in "Robert's Rules of Order – Revised" shall govern this Corporation in all cases which are applicable.

REVISED 18 MAY 2010. These revisions supercede all previous editions and amendments.