

FRIENDS OF THE DESCANSO LIBRARY

Articles of Association

Article I: Name

The name of this association shall be the FRIENDS OF THE DESCANSO LIBRARY. It is recognized that the administration of the San Diego County Library Descanso Branch, is vested in the San Diego County Library System.

Article II: Purpose and Mission

This organization is organized exclusively for charitable purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code.

This organization shall promote the growth and welfare of the San Diego Library Descanso Branch by enriching its resources, making its services better known to the community, and working with the Branch Manager to make these services more readily available.

Article III. Membership

Section 1 Membership in this organization shall be open to all individuals, families, and organizations in agreement with its purposes. The Branch Manager of the San Diego County Library Descanso Branch shall be accorded a complimentary membership, without voting rights.

Section 2 There shall be five classes of memberships: Individual, Family, Associate, Business/Organization, and Benefactor

Section 3 Each member shall be entitled to one vote.

Article IV. Officers and Committees

Section 1 The Officers shall be a President, a Vice President, a Secretary, and a Treasurer. The term shall be for one year. No person shall serve more than two consecutive one-year terms without board approval.

Duties of the Officers shall be:

President: shall be the principle administrator; preside at all meetings, and such other duties as are appropriate or may be prescribed by the Board.

Vice President: shall take over the duties of the President as needed

Secretary: shall produce and maintain the minutes of each meeting as well as report and reply to correspondence as needed

Treasurer: shall be responsible for receipt, disbursement, and custody of all funds, maintenance of financial records, and the preparation of monthly and annual reports

Immediate Past President: shall serve as a resource person to the Board

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Section 2: The Officers and Committee Chairpersons shall be known as the Board of Directors (hereafter known as “the Board”) and shall serve as the governing body of the Association, the President serving as Chairperson. A majority of the Board present or by electronic contact shall serve as a quorum for the transaction of business.

The chairs of the Standing Committees shall be appointed by the President and approved by the Board: Book Room, Gift Items, Publicity, History, Landscaping, Community Outreach, School Reading Program, Scholarship, and Membership.

Only the Board can authorize the use of the name *Friends of the Descanso Library* as a sponsor or supporter or any group, cause, candidate, or program.

Section 3: Ad Hoc Committees as may be necessary from time to time shall be appointed by the President, with the approval of the Board.

Section 4: The President can be an ex-officio member of all Committees with the exception of the Nominating Committee

Section 5: A Nominating Committee of three members shall be appointed by the President and approved by the Board in August.

Section 6: Nominations of Officers shall be presented to attending members and voted upon at the September meeting.

Section 7: Elected Officers shall take office in October

Section 8: Vacancies arising on the Board shall be filled by appointment made by the remaining Board Members.

Article V: Meetings

Section 1: This Association shall hold its annual meeting in September for the purpose of electing officers, receiving reports, submitting to the membership an account of any finances and activities and enacting any other business.

Section 2: The Board shall meet monthly to conduct the business of the Association.

Section 3 A special Board meeting may be called by the President if deemed necessary.

Article VI: Dues

Section 1: The annual dues shall be determined by the Board of Directors

Section 2: The fiscal year shall begin on October 1 and end on September 30 of the following year.

Article VII: Funds

Section 1: Allocation of any funds shall be determined by the Board of Directors prior to distribution.

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Section 2: Adequate books of account shall be maintained by the Treasurer.

Section 3: Checks and the opening of transfer of other accounts shall be signed by any two of the following Officers: President, Vice President, Treasurer, or Secretary.

Section 4: An audit may be requested by the Board of Directors.

Article III: Amendments

The Bylaws may be amended at any regular meeting by two-thirds of the members present, provided that notice of the proposed amendment shall have been distributed to members at least two weeks before said meeting.

Article IX: Parliamentary Authority

All meetings shall be conducted according to Robert's Rules of Order Revised, except when in conflict with these Bylaws or the laws of the State of California.

Article X: Dissolution

The property of this Association is irrevocably dedicated to non-profit purposes and no part of the net income or assets of this organization shall ever inure to benefit of any officer or member thereof or any private person.

In the event of the dissolution of this organization, all assets will be turned over to the San Diego County Library Descanso Branch. In the event that this entity is no longer in operation, all assets will be distributed to such organizations as are operated exclusively for charitable, educational, religious or scientific purposes and at that time qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code.

Article XI: Limitations

Notwithstanding any other provisions of these articles, the organization 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 provision of any future United States Internal Revenue Law), **or**
- b) By an organization contributions to which are contributable under Section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

No substantial part of the activities of this organization shall consist of the carrying of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

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Approved September 5, 1985
Amended September 8, 1987
Amended August 12, 1997
Amended March 11, 1999
Amended June 14, 2001
Amended February 7, 2002
Amended February 17, 2005
Amended November 8, 2013

Amended and Signed on October 9, 2015

Malinda Henry, *President* _____

Shirley Somes, *Vice President* _____

Peggy Machado, *Secretary* _____

K. C. Garbani, *Treasurer* _____