

.Bylaws of
Friends of the Albany Library
(updated with amendments as of September 2025)

A California Nonprofit public benefit corporation

Article I - NAME

The name of this organization shall be Friends of the Albany Library.

Article II - STATEMENT OF PURPOSE

Section 1. Friends of the Albany Library will act as a liaison between the community and the library; will help to extend and improve local library services; and will stimulate public support of the Library and other charitable organizations in the community.

Section 2. In the event of dissolution of the organization, all assets will be turned over to the Albany Library Trust Fund at time of dissolution.

Article III - MEMBERSHIP

Section 1. Membership in this organization shall be open to all interested individuals in sympathy with its purposes.

Section 2. The membership year will commence on October 1, and end on September 30, of each year.

Section 3. Each member in good standing must pay, within the time and on the conditions set by the Board of Directors, annual dues in amounts to be fixed from time to time by the Board of Directors.

Section 4. A member may terminate his membership by submitting a letter of resignation to the President or Secretary. A member whose dues have become delinquent may be reinstated at any time by paying the current year's dues in full. The Board of Directors shall designate the categories of membership and dues.

ARTICLE IV - OFFICERS

Section 1. The officers of this organization shall be President, Vice-President, Recording Secretary, Corresponding Secretary, and Treasurer.¹

¹ Amended 1999 to divide the Secretary role into Corresponding and Recording Secretaries.

Section 2. Officers shall be nominated by a committee of Friends of the Library Board Members appointed by the President.² The nominations shall be submitted to the membership at the annual meeting. Additional nominations may be made from the floor.

Section 3. Officers shall be elected by majority vote of those members present at the annual meeting. The term of office shall be for two years and shall begin on November 1st. An officer may serve in the same capacity for no more than two consecutive 2-year terms, unless there are no other nominated qualified candidates.³

Section 4. Vacancies shall be filled by appointment by the President until the next regular election.

Article V - DUTIES OF OFFICERS

Section 1. The officers shall have the usual duties and authority exercised by officers of a non-profit organization.

Section 2. The President shall be an ex-officio member of all committees, with the exception of the nominating committee. The Vice-President shall serve as President in the absence of the President.

Article VI – BOARD OF DIRECTORS

Section 1. The Board of Directors shall consist of the 1) immediate past-President; 2) elected officers; 3) six⁴ other Directors to be appointed by the Friends of the Library Board.⁵ The Branch Manager shall⁶ attend Board meetings in an advisory capacity.

Section 2. The Board shall hold regular meetings, open to active membership. A quorum for voting purposes shall consist of six directors.⁷

Section 3. Special meetings of the Board of Directors may be called by the President, the Vice-President, the Secretary, or by any two Directors, and such meetings shall be held at the place, within or without the State of California, designated by the person or persons calling the meeting.

Section 4. An emergency vote may be made by the President notifying⁸ the Board of Directors and obtaining a majority vote.

² Amended 2025, adding “of Friends of the Library Board Members”

³ “Unless there are no other nominated qualified candidates” Added/amended 2001.

⁴ Amended 2011 from four; amended 2009 from three.

⁵ Remainder of sentence “and 4) four (amended 2009 from three) alternates to be appointed by the officers” was deleted in 2011. Amended 2025 to replace “officers” with “Friends of the Library Board.”

⁶ “Be an ex-officio Member of the board, serving” deleted in 2011.

⁷ Amended from four to five directors, when added second Secretary office in 1999; amended to six in 2009.

⁸ Amended from “telephoning” October 2011.

Section 5. Any Director having three consecutive unexcused absences may be removed from the Board.

Article VII – MEETINGS

Section 1. This organization shall hold at least one meeting a year.

Section 2. The Annual Meeting shall be held in October. Members shall be notified at least two weeks prior to the date of the meeting.

Section 3. The annual meeting shall consist of the election of officers, a report of finances, and such other business as necessary. The fiscal year shall be from October 1 to September 30.

Section 4. A meeting of this organization may be called at any time by the Board of Directors or by five members.

Article VIII – AMENDMENTS

Amendments to **these Bylaws** may be made by a two-thirds vote of the membership present at a meeting and only after 15 days advance posted notice of such proposed amendments is provided to the general membership.⁹

Article IX – PARLIMENTARY PROCEDURE

Robert's Rules of Order, Revised, when not in conflict with **these Bylaws**, shall govern the proceedings of this organization.¹⁰

Article X

(signatures of initial directors in the articles of incorporation who adopted the original bylaws June 17, 1987)

⁹ Amended to replace “written” with “posted.” Explicitly told membership that posting on the library bulletin board and/or Intranet site of the Alameda County Library, FAL section, would suffice for notice regarding amendments. Amended 2025 to replace “this constitution and By-laws” with “these Bylaws”

¹⁰ Amended 2025 to replace “this constitution and By-laws” with “these Bylaws”