

FRIENDS OF THE LIBRARY IN PELHAM BY-LAWS

Revised 03/2025

MISSION STATEMENT

The mission of the Friends of the Library In Pelham is to promote understanding and appreciation for the services and programs that the Pelham Library offers.

Article I: Name

The name of this association shall be Friends of the Library in Pelham, Inc., hereafter known as FLIP. The library refers to the Pelham Library, 24 Village Green, Pelham, NH.

Article II: Purpose

Section 1. The purpose of The Friends of the Library In Pelham (FLIP) shall be to maintain a nonprofit organization of interested persons to advance appreciation and enjoyment of quality library services at the Pelham Public Library, to foster public support for the facilities and services of the library, and to enrich the cultural opportunities available to the citizens of Pelham.

Section 2. The activities of FLIP shall include sponsorship of special projects and programs; securing materials, both physical and digital, that are beyond the command of the library budget, providing programs and events for the community; and performing other services deemed helpful to the library.

Article III: Membership

Section 1. Membership in this organization shall be open to individuals/ households, organizations, and businesses in agreement with its purposes.

Section 2. Membership is open to those who support the purposes of FLIP and who pay membership dues due annually.

2.1: Membership Dues is a rolling annum.

2.2: All FLIP Members are invited to attend monthly meetings and are encouraged to actively participate in planning of and implementing FLIP events and fundraisers.

Section 3. Each member, 18 years or older, in good standing shall be entitled to cast one vote at the Annual Meeting, hold office if elected, and attend and participate in monthly meetings.

Article IV: Executive Board

Section 1. In accordance with RSA 292:6, FLIP shall have an **Executive Board** consisting of five (5) members on the **Board of Directors** and optionally, qualified **Executive Members**. The Executive Board shall support the purpose and activities of FLIP and the library.

Section 1.1: Elected **Board of Directors** officers shall consist of a President, Vice President, Secretary, Treasurer, and Membership Coordinator.

Section 1.2: A member may become an **Executive Member** if they have regular attendance at monthly meetings (defined as at least five meetings in the previous 12-months) and are actively involved in fundraising, sponsored activities and/or programs.

Section 1.2A: Executive Members must maintain an average of attendance at 50% of monthly meetings to retain Executive Membership.

Section 1.3: The Library Director and Library Trustee Liaison, or designee, shall be ex-officio members of the Board of Directors. They shall be allowed the same voting privileges, except in cases of conflict of interest, where they must enter an abstention vote.

Section 2. The direction of affairs of FLIP shall rest with the Board of Directors, the President acting as chairperson.

Section 3. The Board of Directors and Executive Members shall meet at the call of the President. A majority of the Board shall constitute a quorum.

Section 4. The Board of Directors shall have oversight of the business affairs of FLIP; shall be charged with planning long term goals; and have the power to conduct business on behalf of FLIP, including filing of reports and disbursement of funds.

Section 5. Officers shall be **elected** by majority vote of those present at the Annual Meeting for a term of two years on a rolling basis in accordance with the terms of these by-Laws.

Section 5.1: At the meeting immediately prior to the Annual Meeting, nominations from the floor will be invited. No one shall be nominated without their consent.

Section 5.2: The PRESIDENT, SECRETARY, & MEMBERSHIP COORDINATOR shall be elected during EVEN years; the VICE PRESIDENT & TREASURER shall be elected during ODD years, therefore eliminating any lapse in leadership and those familiar with the functions and responsibilities of the operating procedures of the Board of Directors.

Section 5.2A: The exception to the above shall be in the event a position that has been vacated and / or an Interim Officer has been fulfilling the role until the Annual Meeting Elections.

Section 5.3: All officers shall turn over to their successors all official materials of their office no later than ten (10) days following the election of Officers.

Section 6. Vacancies arising on the Board of Directors shall be filled by a simple majority vote of the remaining Board of Directors and Executive Members. Nominations for such vacancies may be made from the general membership. Interim Board members shall serve until the next election.

Article V: Board of Directors' Officer Duties

The duties of the officers shall be:

Section 1. The **President** shall preside at all meetings and shall perform such duties as prescribed by these By-Laws. The President shall conduct the meeting in accordance with [Robert's Rules of Order](#). The President shall submit an annual report for presentation to FLIP at the Annual Meeting.

Section 2. The **Vice-President** shall assist the President in carrying out the former's duties, preside at all meetings in the absence of the President, and shall perform such other duties as the President may direct.

Section 3. The **Secretary** shall report to the President and maintain all official records of the organization and record the activities of all meetings. The Secretary shall present the minutes of the previous meeting to the Board. The Secretary shall retain: the minutes of the meetings; the By-Laws and Amendments thereto; Articles of Incorporation and changes thereto; and documents as required to maintain non-profit status.

Section 4. The **Treasurer** shall report to the President and shall be the Chief Financial Officer of FLIP. The Treasurer shall oversee all FLIP funds, shall keep a full account of receipts and expenditures, and shall make disbursements as authorized by the Board. The Treasurer shall deposit and record dues, monies collected at fundraisers, and donations. The Treasurer shall present a Financial Statement at regular meetings of the Board, for review and approval by majority vote. The Treasurer shall file and hold the financial statements and assist in the annual audit. The Treasurer shall assist in filing reports with the state and IRS regarding FLIP's non-profit status. The Treasurer shall also prepare a yearly report to present at the Member Annual Meeting.

An audit of the Treasurer's accounts shall be performed for the previous calendar year. The audit may be conducted by either an internal or external audit. The audit results shall be presented to FLIP. Recommendations and findings by the auditor(s) shall be brought to FLIP.

Section 5. The **Membership Chairperson** shall report to the President and shall be the Chief Membership Officer of FLIP. His / Her responsibilities shall include maintaining the database of members and donors; managing and process membership renewal mailing; generate mailing labels and/or email addresses; and shall help with FLIP events to encourage new memberships. The Membership Chairperson shall report to the Board to keep them up-to-date on the membership database. The Membership Chairperson shall also prepare a yearly report to present at the Member Annual Meeting.

Article VI: Committees

Section 1. The Board of Directors may authorize ad hoc / sub-separate committees consistent with the purposes and resources of FLIP and appoint chairpersons for each committee.

Article VII: Meetings

Section 1. FLIP shall hold its ***Annual Meeting*** on the same evening as the regularly scheduled FLIP meeting every April, unless conflicts or predicted attendance numbers necessitate an alternate date. The Annual Meeting will be led by the Board of Directors and will include the election of Officers (whose term will begin May 1st following the vote), presentation of various reports, and to enact any other business. All members of FLIP are invited to attend. Public notice of the time and place shall be made at least one (1) week prior to the meeting.

Section 1.1: All adult members in good standing are eligible to vote on ballot items at the Annual General Meeting including but not limited to, the election of the new slate of Officers, Museum Pass choices, the Annual Reports as presented, and other such matters as determined at the discretion of the Board that may benefit from a membership vote.

Section 2. *Monthly meetings* will be scheduled for the second Thursday of every month. Changes to the monthly regular meetings and/or additional special meetings will be scheduled as needed with the approval of the Board of Directors.

Section 2.1: There shall be at least ten (10) regular monthly meetings shall be held annually, with exceptions for emergencies or unforeseen circumstances.

Section 2.2: The Executive Board including the Board of Directors, ex-officio Directors, and Executive Members are eligible to vote to carry any motion proper thereto by a simple majority of those present.

Section 3. A special meeting of FLIP may be called at any time by the President or by two (2) members of the Board of Directors.

Section 4. Rules of Order shall govern all proceedings of FLIP, the Board of Directors, and Committees.

Article VIII: Fiscal Year, Financial Matters, Audit

Section 1. The Board of Directors shall administer all FLIP funds and shall direct disbursement of such funds.

Section 2. Adequate books of account shall be maintained by the Treasurer, who shall be responsible thereof.

Section 3. All checks written, up to and including \$500, shall be signed by the Treasurer. All checks written, for \$500.01 and above, shall require an additional signature, as appointed by the Board of Directors.

Section 4. The Board of Directors shall appoint an auditor, not an officer, to audit the Treasurer's books prior to and ready to present at the Annual Meeting.

Section 5. The fiscal year of FLIP shall begin on January 1 and end December 31.

Article IX: Activities

Section 1. Activities of FLIP shall be self-supporting. All funds accrued by FLIP shall be deposited into the account of Friends of the Library in Pelham Inc. and shall be disbursed by the Treasurer after such disbursement has been approved by the Board of Directors and Executive Board.

Section 2. Notwithstanding any provision of these By-Laws, FLIP is organized and will be operated exclusively for charitable and educational purposes. As such, an organization may be exempt from Federal Taxation under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Section 3. No substantial part of the activities of FLIP shall carry propaganda or otherwise attempt to influence legislation (except as otherwise provided by Internal Revenue Code Section 501(h), or participating in or intervening in (including the publication or distribution of statements) and political campaign on behalf of any candidate for public office.

Section 4. No part of the net earnings of FLIP shall benefit any member, trustee, director, officer of FLIP, or any private individual (except that reasonable compensation may be paid for goods or services rendered to FLIP), and no member, trustee, or officer shall be entitled to share in the distribution of any of the assets upon dissolution of FLIP. Where a conflict of interest may be thought to exist for a Board member, the member shall inform the Board and abstain from any inappropriate participation in the matter.

Article X: Dissolution

Section 1. Upon the dissolution of FLIP, assets shall be distributed for one or more exempt purposes within the meaning of **Section 501(c)(3)** of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

Section 2. In the event of the dissolution of the organization known as Friends of the Library in Pelham, Inc. (FLIP), any remaining funds and/or assets in said account shall be distributed to the Trustees of the Pelham Public Library's General Fund.

Article XI: Amendments

These by-laws may be amended, in whole or in part, by three-fourths vote of the Executive Board present at a FLIP meeting, provided that the meeting notice contains specific notice of intention and a summary of proposed changes.

These By-Laws were originally adopted by the Board of Directors in 2007.

These By-Laws were amended and adopted at the **March 13, 2025** meeting by the Board of Directors and Executive Board.

Revision Committee: Jennifer Greene, Director, Pelham Public Library

Meghan McGinley Crowe, Board of Trustees Liaison

Ray Graham, FLIP President 2023-2024

Leslie Blake, FLIP Executive Board Member