

**FRIENDS OF THE LEBANON-LACLEDE COUNTY LIBRARY  
LEBANON, MISSOURI**

**BYLAWS**

**Vision Statement**

The Friends of the Lebanon-Laclede County Library has a vision of getting more media materials into the hands of the Laclede County citizens at an economical price as long as there is a need.

Article I

Name

The name of the organization shall be THE FRIENDS OF THE LEBANON-LACLEDE COUNTY LIBRARY (hereafter referred to as the FRIENDS).

Article II

Mission Statement

- The Friends of the Lebanon- Laclede County Library is a not-for-profit organization known as 501(c)3
- To promote the continued existence and effectiveness of Lebanon- Laclede County Library to the community
- To promote the library as a vital informational, cultural, educational and recreational asset to Laclede County and its citizens
- To assist the library with volunteer services when needed
- To raise funds when possible to supplement special items that are not provided by the library budget

Article III

Purposes

Section 1. The Friends are organized exclusively for educational or charitable purposes, including, for such purposes, the making of distributions to Lebanon-Laclede County Library under section 501(c)3 of the Internal Revenue Code, or corresponding section of any future federal tax code. The purposes further defined include:

- a. To maintain an association of persons interested in supporting the Lebanon-Laclede County Library.
- b. To focus public attention on the Lebanon-Laclede County Library in order to develop support for the library's normal activities.
- c. To support and assist the Library in developing library services through such activities as service to the homebound.
- d. To stimulate the use of the Library's resources and services by sponsoring such activities as authors presentations, adult reading groups, family nights, etc.

- e. To receive and encourage gifts, endowments and bequests to support Friend's activities. Further to supplement these funds by conducting Book Fairs.

Section 2. No part of the net earnings or any assets of the Friends shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Friends shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. A majority of the membership must approve all expenditures in excess of \$100. No substantial part of the activities of the Friends of the Lebanon-Laclede County Library shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Friends shall not participate in, or intervene in (including the publishing or distribution of statements) in political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on (a) by an organization exempt from federal income tax under section 501(c)3 of the Internal Revenue Code, or corresponding section of any future federal tax code or

(b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Section 3. Upon the dissolution of the Friends, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)3 of the Internal Revenue Code, or 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. The remaining assets, property, and income owned or held by The Friends of the Lebanon- Laclede County Library should be paid or given to the Lebanon-Laclede County Library. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organizations or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

#### Article IV Membership

Section 1. Membership in the Friends shall be open to all individuals in sympathy with its purposes and to representatives of organizations and clubs when such representation is desired.

Section 2. Each member currently registered with the Friend's Secretary shall be entitled to one vote on motions at meetings and during election of officers.

Section 3. Dues are to be \$2 for Juniors (persons 18 and under) and Seniors (persons 55 and over), \$5 for individuals and \$10 for a family membership. Dues are to run from January through December. Dues will be due in January.

#### Article V

## Officers

Section 1. The officers of this organization shall be a President, Vice-President, Treasurer and Secretary. These officers will serve as Board members for the Friends.

Section 2. Officers shall be nominated at the November monthly meeting and then elected by a majority of members present. To be nominated, a person must be a member in good standing. A nominating committee shall be appointed by the President 2 months prior to the November meeting. The function of the nominating committee will be to find members that are interested in holding office and to nominate them during the November meeting. There may also be nominations from the floor.

Section 3. Officers shall serve for a term of two years commencing in January. The election of the President and Treasurer will be in odd years. The election of Vice President and Secretary will be in even years. All prior officers will turn over all existing records and supplies held for the Friends to the new Officers. All existing committees may be terminated at the discretion of the president, annually. New committees may be appointed as needed by the incoming president.

Section 4. In the event of a vacancy, the remaining officers shall select a replacement to complete the term, and will ask members to ratify the selection during the next meeting.

Section 5. The Library Director is an ex-officio member of the Friends Board.

## Article VI Duties of Officers

Section 1. President: To preside over and conduct meetings and to appoint all committees and be an ex-officio member thereof.

Section 2. Vice President: To perform the duties of the President in the absence of the President.

Section 3. Treasurer: To keep and maintain the financial records of the organization.

Section 4. Secretary: To record and subsequently distribute the minutes of all meetings; to notify the membership of the place and time of all meetings prior to the date of the meetings; and to conduct the correspondence of the organization.

## Article VII Meetings

Section 1. Meetings shall be held at whatever schedule that the officers may decide. Special meetings can be called by any officer with the concurrence of the President.

Section 2. Newly elected officers will be installed during the December monthly meeting.

Article VIII  
Amendments

Amendments to these bylaws may be made at any meeting of the membership by a majority of those members present.

Article IX  
Parliamentary Procedures

Robert’s Rules of Order Revised, when not in conflict with these bylaws, shall govern the proceedings of this organization.

Article X  
Liquidation, dissolution, termination of The Friends of the Lebanon-Laclede County Library

The Board has to adopt a resolution to dissolve. This decision should be made during a formally convened meeting of the board and its members ensuring quorum requirements are met. The resolution to dissolve should be documented in the meeting minutes. Once the resolution to dissolve has been adopted, the nonprofit must file a notice of intent to dissolve with the state’s Secretary of State, or other body regulating nonprofit corporations in that state. This filing, which often involves a fee, officially starts the dissolution process and may trigger the requirement to notify creditors and other stakeholders of the organization’s intent to dissolve. Before final dissolution, the nonprofit must settle its debts and fulfill its obligations. This includes paying off all liabilities, canceling any leases or contracts, and ensuring that all employee-related obligations (if any) are handled appropriately. After settling debts, any remaining assets must be distributed in accordance with the organization’s purpose and state laws. See Article II, Section 3. Resource From: Dissolving a 501(c)3 Nonprofit: A Comprehensive Guide URL: <https://www.501c3.org> 11-16-2024

The IRS needs to be notified if there is a of termination of the organization. When filing the annual tax return Form 990-N (e-Postcard) answer yes to the question asking whether organization has terminated or gone out of business. This is normally filed by the 15<sup>th</sup> day of the fifth month after the end of its normal tax year.

Notice of Dissolution  
See attachment.

(Date)

(Contact Name)

(Address)

(City, ST, ZIP)

SUBJECT: NOTICE OF DISSOLUTION

Attention: (Contact Name)

Notice is hereby given per the provision of (agreement title), section (section) that:

The organization of The Friends of the Lebanon-Laclede County Library is now dissolved by a majority of the previous members' vote.

That The Friends of the Lebanon-Laclede County Library has withdrawn from the 501(c)3 status and is no longer associated with the conduction of a not-for-profit organization. There are no outstanding obligations of the organization. All cash, assets, and records have been turned over to the Lebanon-Laclede County Library in Lebanon, Missouri.

Said organization is dissolved as of (Date).

Sincerely,

(Your Name)

(Your Title)

(Your Address)

(Your Phone Number)

(Your email address)

Composed for consideration June 19, 2002  
Adopted June 27, 2002  
Amended November 29, 2002  
Amended December 20, 2003  
Amended November 17, 2003  
Amended January 17, 2012 to eliminate reference to annual meetings and to extend  
  officer's terms to 2 years.  
Amended March 15, 2021 Article IV, Section 3  
Amended February 22, 2022 to eliminate "at least two weeks" in Article V, Duties of the Officers, Section  
4.

Composed for consideration on October 21, 2024  
Amended November 18, 2024  
Tabled December 16, 2024  
Reviewed by Committee on January 8, 2025  
Review by Members January 21, 2025, changes to be made  
Reviewed by Members on February 18, 2025  
Submitted for Vote to approve on March 17, 2025  
Approved on