

THE FRIENDS & FOUNDATION OF THE GODDARD PUBLIC LIBRARY, INC.
BYLAWS

APPROVED: September 2nd, 2025, Amended October 6th, 2026

ARTICLE I – NAME

Section 1. The name of this corporation shall be The Friends & Foundation of the Goddard Public Library, Inc., referred to hereinafter as the Friends & Foundation (“F&F”).

Section 2. The headquarters of the F&F is located at the Goddard Public Library, 201 North Main Street, Goddard, KS 67052.

ARTICLE II – PURPOSE

Section 1. The purpose of the F&F shall be to maintain a nonprofit organization of interested persons to advance and encourage appreciation, understanding, enjoyment and public use of the educational and cultural facilities at the library, and to cooperate, when appropriate, with other groups to improve the educational and cultural activities of the community. It will also operate as a mechanism through which interested persons may provide funding and support for materials, projects and programming in accord with the library’s policies and needs.

Section 2. The F&F shall work in conjunction with the Goddard Public Library Director and staff of the library to achieve these ends, to acquaint the community with the needs of the library and to help improve their facilities.

Section 3. The F&F shall operate in full compliance with IRS Code Section 501 (c) (3) and Kansas Statutes Annotated, Chapter 17, Corporations, et seq.

ARTICLE III – MEMBERSHIP

Section 1. Any person or organization who supports the purposes of the F&F may become a member of the Friends by the payment of annual dues in effect at the time. Members are known as Friends. Those interested in the Foundation side

can donate funds at any time.

Section 2. The dues schedule, recommended by the F&F Board, shall be approved by vote of the F&F members at its annual meeting.

Section 3. Each Friends member shall be entitled to cast one vote on all matters which come before a meeting of the Friends members.

ARTICLE IV – BOARD OF DIRECTORS

Section 1. The management of the F&F shall be vested in a board of directors (“the board”) consisting of at least 5 but not more than 11 members, including the officers.

Section 2. The F&F Board will serve as the Executive Planning Team to determine and oversee projects and programs that will increase fundraising for the Friends as well as provide public awareness about the importance of the library and of the F&F.

Section 3. A new member of the Board must be nominated and approved by current board members with a majority vote. Terms of members shall run for four years starting from July 1 of one year and ending June 30 four years after.

Section 4. Three or four of the F&F board shall be elected by the F&F members each year at the annual meeting to replace those board members whose terms are expiring in that year.

Section 5. The officers of the F&F board shall be a president, vice president, treasurer, secretary, each being a board member. The vice president shall serve as the fundraising chair and the treasurer as membership chair. All officers are to be actively involved in promoting and planning community awareness activities.

Section 6. The term of the president, vice president and other officers is one year; however, they may continue to serve, if re-elected, for an additional term.

Section 7. The president shall appoint a nominating committee of least three Friends members at the February board meeting. The committee shall present a slate of nominees for election as F&F board members at the June meeting of that year. Election requires a majority vote by those present.

Section 8. When a vacancy occurs among the officers, the nominating committee shall present for nomination one or more names of current Friends members to fill the unexpired term to the board. Vacancies shall be filled by a majority vote of board members at any duly constituted meeting of the board.

Section 9. Vacancies among the F&F board may be left open until the next annual meeting or may be filled at any regular board meeting by a majority vote. F&F board members so elected serve until the next annual meeting, when they could stand for election to a full term as outlined in Section 3 above.

Section 10. Cause for removal from the F&F board includes missing three (3) consecutive F&F board meetings without a legitimate cause. This includes attending the meeting in person or virtually.

Section 11. Removal Procedure. An F&F board member or officer may be removed for cause by vote of the majority of board members attending a regularly scheduled meeting where the item had been placed on the written agenda distributed at least two weeks prior to the meeting.

ARTICLE V – DUTIES OF THE OFFICERS

Section 1. The president shall preside at all meetings of the F&F members and of the F&F board. The president is an ex-officio member of all committees, except the nominating committee. As the need arises, the president can appoint an ad hoc committee. The president works in conjunction with the library director to prepare and send the agenda to the F&F board prior to their regular or special meetings. The president maintains and updates the F&F annual calendar. All officers: president, treasurer, and secretary are primary signers and must currently be on the F&F bank account (s).

Section 2. The vice president shall, in the absence or disability of the president,

perform all the functions of the president. The vice president is also responsible for locating and submitting grant applications, as well as other funding sources, on behalf of the F&F. The vice president plans, schedules, and coordinates fundraising activities such as the library book sale.

Section 3. The treasurer shall be responsible for handling all monies of the Friends & Foundation of the Goddard Public Library and shall keep appropriate and accurate records. The treasurer shall be responsible for issuing checks or disbursements. A financial report shall be presented at all meetings of the board. An annual audit, completed by an impartial party, will be conducted of the F&F finances. The treasurer all works with the library director to keep membership files updates and to collect membership dues. The treasurer may organize a committee to help with this process.

Section 4. The secretary shall keep a record of all meetings of the board and of the F&F members. The secretary shall distribute a draft of the minutes prior to each meeting and record, for the permanent record, any corrections made at the time of acceptance of the minutes by the board. At the end of each year, the secretary shall provide a complete set of the official minutes to the Goddard Public Library for long-term retention with the other F&F property.

ARTICLE VI – EXECUTIVE COMMITTEE

Section 1. An executive committee shall consist of the officers and the immediate past president and shall meet at the discretion of the F&F president between meetings of the F&F board. Recommendations made by the executive committee shall be submitted to the F&F board for approval at its next meeting.

ARTICLE VII – EXECUTIVE LEADERSHIP TEAM

Section 1. An executive leadership team, comprised of the F&F board, the Director of the Goddard Public Library, and other interested F&F members, may be appointed by the president to focus on developing specific programs and projects to promote the welfare and visibility of the library. The Executive Leadership Team may assign task forces to implement these programs and projects and will oversee their accomplishments. Meetings for this leadership

team are scheduled by the president.

ARTICLE VIII – MEETINGS

Section 1. The annual meeting of the F&F members shall be held in November, at a time and place determined by the F&F board. Action on motions shall be decided by a vote of a majority of those present. Notices of meetings shall be sent to the F&F board and members by the president two weeks in advance of the date thereof.

Section 2. Special meetings of the F&F members may be called by the president of the F&F board or upon written request of five (5) F&F members. The notice shall be sent by the F&F president at least two weeks prior to the date of the meeting. The business to be discussed shall be stated in the notification to all F&F members.

Section 3. Regular meetings of the F&F board shall take place at least six (6) times a year. Five F&F members constitute a quorum, and all votes are passed by majority vote of those present. Notices shall be sent by the F&F president to board members at least one week before the meeting. Special board meetings may be called by the F&F president with at least forty-eight hours notice to board members.

Section 4. The Director of the Goddard Public Library and a representative of the Goddard Library Board will be invited to participate in F&F board meetings on a non-voting basis.

ARTICLE IX – FISCAL PERIOD

Section 1. The fiscal year of the F&F shall start on January 1 and end December 31.

ARTICLE X – CONFLICT OF INTEREST

No part of the net earnings of the Friends & Foundation of the Goddard Public

Library shall inure to the benefit of or be distributable to its' members or other private persons. The organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of the Friends & Foundation of the Goddard Public Library. Where 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 XI – AMENDMENTS TO BYLAWS

Section 1. The bylaws will be reviewed annually prior to the annual meeting. These bylaws may be amended, in whole or in part, by the F&F board after the recommended change(s) are communicated to the membership and a request for responses, with a deadline stated, are received. The F&F board will consider the responses and then the F&F board will vote on the change(s).

ARTICLE XII – PARLIMENTARY PROCEDURE

When any formality beyond the ordinary courtesies of joint action is required, Roberts Rules of Order (most recent edition) shall govern the proceedings.

ARTICLE XIII – DISSOLUTION

Upon the dissolution of the organization, assets shall be distributed for tax exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future tax code, to the Goddard Public Library, Goddard, KS.