

ARTICLE IV

Officers

Section 4.1 Number. The officers of the Corporation shall consist of the President, two Vice Presidents, a Secretary and a Treasurer and, in addition, such other officers and agents as may be deemed necessary and elected or appointed by the Board of Directors. No person shall hold more than one office. In its discretion the Board of Directors may leave unfilled any office except those of the President, one Vice President, Treasurer and Secretary.

Section 4.2 Election: Term, Qualification. Officers shall be chosen by the Board of Directors at the annual meeting and each shall serve until a successor has been chosen and qualified, or until his death, or resignation, or removal. Officers shall be members of the Corporation. The President shall have served on the Board of Directors for a minimum of one year. The Officers take office on the first day of the fiscal year.

Section 4.3 Removal. Any officer or agent elected or appointed by the Board of Directors may be removed by the Board of Directors after due consideration of cause considered proper to such action.

Section 4.4 Vacancies. Any vacancy in any office for any cause may be filled by the Board of Directors at any meeting.

Section 4.5 Duties. The officers of the Corporation shall have such powers and duties, except as modified by the Board of Directors, as generally pertain to their offices, respectively, as well as such powers and duties from time to time as shall be conferred by the Board of Directors and by these bylaws.

Section 4.6 The President. The President shall be the chief executive officer of the Corporation and shall have general direction of the affairs of the Corporation and general supervision over its several officers. The President shall at each annual meeting, and from time to time, report to the Board of Directors all matters within his knowledge which, in his opinion, the interest of the Corporation may require to be brought to their notice; shall sign and execute in the name of the Corporation all contracts or other instruments authorized by the Board of Directors, except in cases where the signing and execution thereof shall be expressly delegated or permitted by the Board or by these bylaws to some other officer or agent of the Corporation; and in general shall perform all duties incident to the office of President, and such other duties as from time to time may be assigned to him by the Board of Directors or as are prescribed by these bylaws. The President shall be an ex officio member of all committees save the nominating and the audit committee.

Section 4.7 The Vice Presidents. At the request of the President, or in the President's absence or disability, the First Vice President shall perform the duties and exercise the powers of the President, and shall perform such other duties as the Board of Directors shall prescribe. In the

absence of the First Vice President, the Second Vice President shall perform these duties and exercise the powers of the President.

Section 4.8 The Secretary. The Secretary shall attend all sessions of the Board and record all votes and the minutes of all proceedings in a book to be kept for that purpose. The Secretary shall give, or cause to be given, notice of all meetings of the Board of Directors, and shall perform such other duties as may be prescribed by the Board of Directors or President.

Section 4.9 Treasurer. The Treasurer shall: (a) have charge and custody of and be responsible for all funds, notes, and other valuables of the Corporation, (b) deposit all funds in the name of the Corporation in such banks, trust companies or depositories as shall be selected in accordance with the provisions of these bylaws, (c) keep complete and accurate records of account, showing accurately at all times the financial condition of the Corporation, (d) render a statement of the conditions of the finances of the Corporation at all annual meetings of the Board of Directors, and (e) in general perform all duties and exercise all powers incident to the office of Treasurer and such other duties and powers as the Board of Directors, President or the Vice Presidents from time to time may assign to or confer on him. An annual audit of the office and pertinent records shall be conducted annually by an audit committee appointed by the President.

Section 4.10 Assistant Officers. Any Assistant Secretary or Assistant Treasurer appointed by the Board of Directors shall have power to perform, and shall perform, all duties incumbent upon the Secretary or the Treasurer of the Corporation, respectively, subject to the general direction of such officers, and shall perform such other duties as the bylaws may require or the Board of Directors may prescribe.

Section 4.11 Delegation. The Board of Directors may delegate temporarily the powers and duties of any officer of the Corporation, in the case of absence or for any other reason, to any other officer, and may authorize the delegation by any officer of the Corporation of any of that officer's powers and duties to any agent or employee subject to the general supervision of such officer.

DUTIES OF STANDING COMMITTEES

Section 4.12 Annual Meeting. So long as it is the decision of the Board of Directors of the Corporation to meet in conjunction with the annual meeting of the Oklahoma Library Association, this committee shall coordinate with the OLA to plan and execute an annual meeting of the Corporation in connection with the OLA annual meeting. The planning shall be subject to the approval of the Board of Directors and should include coordination with the local Friends group of the area where the meeting will be held.

Section 4.13 Bylaws. This committee will study existing bylaws of the Corporation and make, from time to time, recommendations in writing to the Board of Directors of such changes and additions to the bylaws as may be deemed advisable.

Section 4.14 Directory. This committee shall collect, organize, update, correct, and cause to be designed, printed, and distributed an annual directory of FOLIO board members, plus their addresses, as well as the names and addresses of all state Friends groups, in so far as possible.

Section 4.15 Finance. This committee, chaired by the Treasurer of the Corporation, shall study the financial needs of the Corporation, analyze the expenses and income, and prepare a realistic budget for the year. The committee further has the duty to see that all pending bills are paid.

Section 4.16 Legislative. The committee shall be responsible for planning the Corporation's part in the annual Legislative Day in conjunction with the Oklahoma Library Association, and coordinating with OLA visits to the legislators. The committee also will monitor legislative activities and issues throughout the year that concern our state libraries, and keep the FOLIO Board informed of these during the year.

Section 4.17 Literary Landmarks. The committee shall coordinate Literary Landmark™ designations within Oklahoma by following the ALTAFF Literary Landmark™ guidelines and application process. Committee activities shall include selecting sites, submitting applications to ALTAFF, and collaborating with local groups to secure sponsors, coordinate publicity, and plan a public event. The committee shall maintain contact with the group or individual responsible for the site and its continued designation.

Section 4.18 Membership. Working with the Treasurer and Directory chairman, this committee will be responsible for keeping membership records current, sending out notices of dues, and encouraging not only membership in FOLIO but also membership in local Friends organization.

Section 4.19 Newsletter. The chair of this committee shall be the Editor of the Newsletter, which shall be published at least two (2) times annually. The committee members shall be advisory to the editor and assist in gathering newsworthy items for the editor's consideration.

Section 4.20 Nominating. The committee, to be chaired by the Immediate Past President of the Corporation, shall have at least two other members to be duly appointed. The committee shall prepare a slate of officers and a listing of board members to be approved by the Board at the February meeting and then presented to the Corporation membership for vote at the annual meeting.

Section 4.21 Grants. The committee shall have responsibility of oversight and processing of applications for grants from state Friends groups, and present such to the Board of Directors of the Corporation for approval.

Section 4.22 Outreach. The committee shall have the responsibility of promotion and expansion of Friends groups throughout the state, informing interested parties of available grants to assist in formation and development, including the availability of project grants money.

Section 4.23 Publicity. The committee shall have the duty to publicize the activities of the Folio organization and, if possible, the activities of local Friends groups throughout the state. Their main goal shall be to inform and educate the general public throughout the state of the purpose of FOLIO and Friends groups, with a view to promotion of support for public libraries of all types.

Section 4.24 Special Projects. This committee shall formulate rules and deadlines and judging criteria for such events as may be established by the Board of Directors, and shall publicize them among Friends groups and the general public, with winners to be announced and prizes awarded at the annual meeting. Due attention will be given to the mission statement of FOLIO, and proper display of materials submitted for judging and appropriate honors to the chief person(s) responsible will be rendered. The committee may, at its discretion, suggest projects, and may solicit others to judge entries.

Section 4.25 History and Archives. The chair of the committee shall be known as the Historian of the Corporation, and shall prepare, with the advice of the committee, a history of the Corporation and its impact on public perception of libraries in Oklahoma. The committee as a whole shall, from time to time, examine such materials pertinent to the Corporation's history as may be available and evaluate them, and seek out, in so far as possible, items which are deemed to be worthy of retention in the archival files.

Section 4.26 Scholarship. The committee shall coordinate with the Oklahoma Library Association regarding the award of annual Support Staff Scholarships. The organization may award up to two Mary Lu Atkinson Scholarships and up to two Lillian Norberg Scholarships. Scholarships shall be a budget item for FOLIO. The committee shall also be in charge of such other scholarships as may be established by the organization.

Section 4.27 Special Committees and Advisory Board Memberships. To further the purposes of the organization, the president may appoint, with consent of the Board of Directors, such Ad Hoc committees as may be deemed appropriate, and also appoint as advisory members of the Board such persons as may be appropriate to further the missions of FOLIO and/or special projects undertaken by the organization. Such Advisory Board members, who need not be Board members, will not have a vote on the Board, nor will they have term limits. The current President and Executive Secretary of the Oklahoma Library Association should be among these advisory members.

Section 4.28 Audit Committee. The committee shall review the accounts of the Corporation at the end of each fiscal year. The audit shall be completed prior to the first meeting of the new fiscal year. They shall conduct an informal review of the financial records. Any discrepancies should be resolved immediately. The committee shall review the following items for accuracy and reasonableness: the checkbook, bank statements and canceled checks, cash receipts journal, cash disbursement journal, paid bills, deposit slips, financial statements, unpaid bills and any other material the committee feels is relevant to the Corporation's financial condition.

The audit shall be completed prior to the first meeting of the new fiscal year. A report shall be made to the Board.