

sBy-Laws of the Civic Media Center & Library, Inc.

ARTICLE 1: NAME AND ADDRESS. The name of this organization shall be the Civic Media Center and Library, Inc. (hereafter CMC). Its address is 433 S. Main Street, Gainesville, FL 32601.

ARTICLE 2: PURPOSE. The CMC exists to provide public access to information and points of view not carried or incompletely carried in the for-profit, corporate media, including books, magazines, newspapers, papers and reports, talks, videotapes, audiotapes, and digital materials; to provide a reading room, meeting place, and office space where individuals and groups can study, discuss and exchange this information; and to support related projects.

ARTICLE 3: STATUS. The CMC is officially recognized by the Internal Revenue Service as a non-profit 501(c)(3) organization. **((We are still waiting for our reinstatement of this status))**

ARTICLE 4: MEMBERSHIP. The CMC extends an invitation to all persons to use the materials in its reading room and to attend meetings and events held there. Users are encouraged to become members, making an annual donation of \$10 to \$50 on a sliding scale. Members have the privilege of checking out books and audio-visual materials.

ARTICLE 5: BOARD OF DIRECTORS. The CMC is governed by a Board of Directors of at least five members. The Board meets at least twice a year, with one meeting designated as the annual meeting. Members of the Board serve indefinitely until they resign or are voted off the Board by a two-thirds vote of the other members. In case of a vacancy, remaining Board members select a replacement by a two-thirds vote.

ARTICLE 6: DUTIES OF THE BOARD. The Board has three functions: to establish broad policy, to raise money and provide logistical support, and to hire and fire employees as needed.

ARTICLE 7: OFFICERS. The following offices shall comprise the leadership of the CMC Board: Chair of the Board, Vice Chair, and Secretary/Treasurer.

ARTICLE 8: DUTIES OF OFFICERS. The Chair calls and presides at Board meetings, and represents the CMC Board in all matters. The Vice Chair acts in the absence of the Chair. The Secretary/Treasurer takes minutes of meetings, handles correspondence and memorandum, and manages the CMC's financial records.

ARTICLE 9: DUTIES OF EMPLOYEES. The Coordinator (s) is responsible for the day-to-day operations of the CMC, in coordination with the Chair of the Board.

ARTICLE 10: QUORUM. At least 3 of the 5 Board Members (or 3/5 of total number of Board Members) must be present to conduct official CMC business.

ARTICLE 11: COMMITTEES. As needs arise, the Chair of the Board shall nominate chairpersons and members of standing and special committees to be approved by the board by majority vote.

ARTICLE 12: CONDUCT OF MEETINGS. Meetings of the CMC Board shall be scheduled at times, places, and frequencies designated by a majority of Board members. The Chair shall call the meeting to order and note the absence of other members. The Chair shall call the meeting to order and note the absence of other members. The Chair shall provide a written agenda which may be amended by the

members. The Chair shall call on the Secretary/Treasurer for a periodic report to be approved by the members. The Chair shall call for reports from standing or ad-hoc committees. Except as otherwise noted in these by-laws, decisions of the Board shall be by majority vote.

Meetings shall be conducted in an orderly fashion with the courtesy of attention extended to all speakers. Questions as to meeting protocol should follow *Roberts Rules of Order*.

ARTICLE 13: AMENDMENTS TO THESE BY-LAWS. Amendments to these by-laws may be proposed in writing by any Board Member at any regular meeting and shall, if approved by members in attendance at that meeting, be presented to all members by U.S. mail for approval. A two-thirds majority of the Board shall be required for approval.

ARTICLE 14: DISSOLUTION OF THE ORGANIZATION. An affirmative vote of two-thirds of the members of the Board shall dissolve the organization. After all bills have been paid, any remaining assets shall be distributed as directed by the Board.

These by-laws approved this 30th day of May, 1996.

Original Board of Directors: Joe Courter
Harriet Ludwig
Fran Ricardo
Howard Rosenfeld
Paula Stahmer
Charles Willett

Amendments approved September 8, 2015

Current Board of Directors: Joe Courter
Sylvia Arnold
Chris Zurheide
Katie Walters
Nancy Jones
Emily Sparr