

Friends of the Fresno County Public Library
Special Board Meeting Minutes
December 16, 2024
Zoom

PRESENT: Shannon Wise, Nick Andrade, Jim Poptanich, Mark Kalchik, Butch Dies, Becky Brown, Rosa Huerta

ABSENT: Nancy Kast, Ashley Rice, Vicki Love, Brian Baker

REGRETS: Dan Dunklee

1. CALL TO ORDER/OPENING REMARKS

- The meeting was called to order at 6:04 by President Shannon Wise.

2. DISCUSSION OF BYLAWS

- **Jim Poptanich**

- i. Jim noted that there is a lack of consistency in spacing, tabs, and other formatting choices.
- ii. He also raised a question regarding Family memberships: according to the bylaws, it isn't clear whether a Family membership holder is entitled to one vote or multiple, so it was agreed that the bylaws should specify that they are entitled to one vote.
- iii. In Section III of Article II (Membership), the bylaws currently state that members whose dues are delinquent at all should not be able to serve on the Board of Directors. It was agreed that Sam Retton will begin pulling a report before each board meeting with each member's expiration date so that no one will be likely to lapse.
- iv. Regarding the Annual Meeting, Jim noted that the bylaws state that a quorum is 15 members, but this could potentially lead to a vote for dissolution. Instead, it should be specified that only the Board of Directors can begin the dissolution process and that this can not be an action item at an Annual Meeting. He suggested that we specify that a larger quorum would be needed to dissolve the organization.
- v. Regarding resignation, it was agreed that Sam Retton will begin sending an email to any board member with two back-to-back absences to let them know that they will be considered resigned after a third.

- **Mark Kalchik**

- i. Regarding Article VII (Branches), Mark mentioned that perhaps the bylaws should specify that "notes must be taken at each meeting by someone designated by the chairperson," as opposed to a Secretary, so as not to require three branch officers in cases where there are not enough members to serve.
- ii. Mark also noted that the bottom of page 11 should be moved to the top of page 12.

- **Rosa Huerta**

- i. Rosa mentioned that as it stands, Sanger's bylaws don't work with the Friends of the Library countywide bylaws. Legally, all branches will have to comply with countywide Friends of the Library bylaws, as we hold the 501©3, so branches may have to make some adjustments.

3. APPROVAL OF THE BYLAWS AS AMENDED BY THE EVENING'S COMMENTS AND CORRECTIONS

- **Motion by:** Jim Poptanich
- **Seconded by:** Butch Dies
- **Carried**

4. ADJOURNMENT

- **Motion by:** Jim Poptanich
- **Seconded by:** Mark Kalchik
- **Carried. The meeting adjourned at 6:48 PM.**

Submitted by Sam Retton, Executive Assistant.