

# **BARABOO AREA LITERACY COUNCIL BY-LAWS**

## **ARTICLE I. NAME**

- A. The name of this organization shall be the Baraboo Area Literacy Council.
- B. This council shall be affiliated with the Wisconsin Literacy Association.

## **ARTICLE II. PURPOSE**

The purpose of the Council shall be to:

- A. Recruit and tutor adults in basic reading and writing and English as a second language.
- B. Recruit, train and provide refresher training and inspiration for tutors.
- C. Promote interest and cooperative efforts of the citizens of the community in the activities of our program.
- D. Work cooperatively with the other reading and writing programs in the county and state.
- E. Baraboo Area Literacy Council is organized exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of donations to organizations that are aligned with our purpose and qualify as exempt organizations under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

## **ARTICLE III. STRUCTURE**

The Baraboo Area Literacy Council shall be governed by a Board of Directors formed from its voluntary members.

## **ARTICLE IV. MEMBERSHIP**

Membership in the Council Shall include members of the Council, officers, tutors and other individuals will to further its purpose.

## **ARTICLE V. OFFICERS AND COMMITTEE MEMBERS**

- A. Elected officers of the Council will serve (shall be:) for no more than two (2) years.
  - 1. President, who duties shall be to:
    - a. Serve as Chair of the Board
    - b. Preside at Board, Annual and special meetings.
    - c. Provide leadership in developing and implementing the annual objectives and programs of the Council.
    - d. Appoint committee chairs subject to approval of the Board.
    - e. Serve as an ex-officio member of all committees, except Nominations.
    - f. Fill vacancies of the officers occurring between annual meetings, with approval of the Board.
    - g. Prepare agenda for meetings.

2. Vice President, whose duties shall be to:
    - a. Assume the duties of the President upon the President's request or absence.
    - b. Perform special duties as assigned by the Board.
  3. Secretary, whose duties shall be to:
    - a. Keep a written record of board, annual, and special meetings.
    - b. Handle official correspondence of the Council when requested by the Board.
    - c. Send meeting notices as necessary.
  4. Treasurer, who duties shall be to:
    - a. Collect contributions, fees, and monies for workshop materials.
    - b. Expend money by check, as authorized, for all books and other supplies needed to tutoring and other projects of the Council.
    - c. Keep an accurate record of all receipts and disbursements as authorized.
    - d. Render financial statements at Board and annual meetings.
    - e. Submit the records of the Council's finances to sponsoring agencies upon request.
    - f. Develop and present at the annual meeting a budget for the following year that is consistent with the Council's program objectives.
    - g. Prepare and send documents to the Internal Revenue Service (any form) the council is required to file.
- B. Appointed Committee Chairs of the council may be:
1. Tutor-Student Coordinator, whose duties shall be to:
    - a. Match students with tutors.
    - b. Keep records of tutors and students.
    - c. Work with the Public Relations Chair in meeting requests for tutors and students.
  2. Public Relations, whose duties shall be to:
    - a. Promote the objectives of the Council through public meetings, local agencies, personal contact, and correspondence.
    - b. Recruit volunteer tutors, and potential students.
    - c. Arrange for training of tutors as needed.
    - d. Be available for speaking engagements as requested by the community to describe and promote the Council and its purposes.
  3. Nominations, whose duties shall be to:
    - a. Recruit candidates for membership on the Board.
    - b. Recruit candidates to fill vacancies in the offices of the Council.
    - c. Present the slate of Board member and officer candidates at the annual meeting to be voted on by the Board.
  4. Materials Coordinator, whose duties shall be to:
    - a. Maintain an inventory of training materials and tutoring supplies.
    - b. Order, as authorized, all books and other supplies needed for tutoring.

## **ARTICLE VI. ELECTIONS**

- A. The nominations Committee shall present at the annual meeting in April candidates for the Board membership and for officers of the Council.
- B. The election of Board members and officers shall take place at the annual meeting.
- C. Board members shall serve for three years and may be re-elected for consecutive terms at the annual meeting.
- D. Officers shall be elected for a term of one year will not serve for more than two (2) consecutive terms at a time.

## **ARTICLE VII. MEETING AND QUORUM**

- A. Board of Directors shall meet on a schedule as determined by the Board, but not less than six (6) meetings per year
- B. A quorum shall be one-third of the membership of the Board.
- C. Special meetings may be requested by any member of the Board and called by the President or the Vice-President in absence of the President.

## **ARTICLE VIII. RECOGNITION**

- A. It shall be the policy of the Board to recognize the tutors at least once per year.
- B. It shall be the policy of the Board to recognize once a year (both) a Group/Business and an individual who has shown outstanding support for improving literacy and on-going education.

## **ARTICLE IX. BOARD SIZE AND TERM LENGTH**

The Board shall consist of at least twelve (12) members, but not more than eighteen (18). The original Board shall serve two (2) years, after which one-third of the members shall be replaced by new members. From then on, one-third (1/3) of the members will be re-elected or replaced every year.

## **ARTICLE X: FINANCES**

- A. Funds for the support of the council shall be secured from contributions, workshop registration fees, and other approved resources.
- B. All projects not in the annual budget must be approved by a quorum of the Board before the funds are expended.
- C. The fiscal year of the Council shall be from April 1 to March 31.
- D. No part of the (next) earnings of the Baraboo Area Literacy Council shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private person, except the Baraboo Area Literacy Council shall be authorized and empowered to pay reasonable compensation for services rendered. Payments and distributions may be made in furtherance of the purposes set forth in the purpose clause.
- E. No substantial part of the activities of the Baraboo Area Literacy Council shall be the carrying of propaganda, or otherwise attempting to influence legislation. The organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign n behalf of any candidate for public office.

- F. Notwithstanding any other provision of this document, the Baraboo Area Literacy Council shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax code.
- G. Upon dissolution of the Baraboo Area Literacy Council, 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 tax code, or shall be distributed to the federal government, to a state or local government, for a public purpose. 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 organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## **ARTICLE X. AMENDMENTS**

These bylaws may be amended by a majority vote of the Board at the board meeting after the notice amendment has been posted at the Baraboo public Library.

### **Adopted**

October 7, 1986  
Baraboo, Wisconsin

Amended  
August 17, 1999  
Baraboo, Wisconsin

Amended  
February 1, 2000  
Baraboo, Wisconsin

Amended  
May 1, 2007  
Baraboo, Wisconsin