

**BY-LAWS  
OF  
FRIENDS OF CALTECH LIBRARIES  
APPROVED JULY 15, 1999**

**ARTICLE I**

**PREAMBLE**

- A. The name of the organization shall be *The Friends of Caltech Libraries*.
- B. Friends of Caltech Libraries is a voluntary membership support organization, affiliated with the California Institute of Technology, and whose mission is the support of the Caltech Library System to meet needs beyond the normal Institute budget. California Institute of Technology is recognized by the Internal Revenue Service as a Section 501(c)(3) Educational Institution to which contributions are deductible for income tax purposes to the extent permitted by law.
- C. The administrative office of the organization shall be the Office of the University Librarian, Robert A. Millikan Memorial Library, 1-32, California Institute of Technology, Pasadena, California 91125.

**ARTICLE II**

**PURPOSES**

The mission of FOCAL shall be accomplished by:

- A. Encouraging understanding and appreciation of the Caltech Libraries on campus and in the community.
- B. Supporting the special needs of the Caltech Libraries by raising money, through FOCAL memberships, donations, or fund raising projects.
- C. Planning and sponsoring programs for FOCAL members and others to promote interest in authors, books and libraries.
- D. Providing a base of volunteers for library support activities.
- E. Encouraging library staff development and recognition.

**ARTICLE III**  
**OPERATIONS**

A. FOCAL shall be organized and operated as a non-profit organization solely for the purposes stated in these by-laws, and no part of the earnings, funds, or property of FOCAL shall inure to the benefit of any member.

B. FOCAL is a duly authorized activity of the Institute, which provides accounting and some administrative services and assistance to FOCAL. The responsibility and governance of FOCAL shall rest with its members. FOCAL has agreed to conduct its activities, in particular fund raising, in a manner consistent with the policies of the Institute.

C. FOCAL shall be governed by a Board of Directors as described in Article V.

D. The FOCAL Board shall be provided from time to time by the University Librarian with a prioritized list of projects appropriate for FOCAL funding. The Board shall consider the FOCAL resources and authorize funding of those projects which FOCAL is in the best position to support.

**ARTICLE IV**  
**MEMBERSHIP**

A. Any person who subscribes to the purposes of FOCAL may become a member upon payment of appropriate annual dues. Membership in FOCAL shall consist of those classes of members as the Board of Directors may from time to time establish.

B. The Board of Directors may confer Honorary Membership on an individual who has made significant contributions to the Caltech Libraries. Honorary Membership is automatically granted to the Chairman of the Caltech Board of Trustees, the President of Caltech, and the University Librarian.

C. Rights and Privileges of Membership

1. All annual members shall be voting members.
2. Members receive invitations to special membership dinners and events. Members receive advance notice to events such as the FOCAL book sale. Members may receive information and publications concerning the Caltech Library System.
3. Members may use the Caltech Libraries, subject to Library regulations.

**ARTICLE V**  
**GOVERNANCE**

- A. The affairs of FOCAL shall be managed by its Board of Directors.
- B. The number of Directors, including the officers, shall be not less than fifteen nor more than twenty-four. Terms of Directors shall be three years and shall be staggered so that one-third are elected annually. The University Librarian shall be an ex-officio member of the Board. Five members of the Board of Directors shall constitute a quorum.
- C. Directors shall be elected at an Annual Meeting in October. At least three other regular meetings of the Board of Directors shall be held during the year, normally in January, April and July.

**ARTICLE VI**  
**OFFICERS**

- A. Officers shall be elected at the Annual Meeting for a term of one year.
- B. The President shall preside at all meetings and shall have the primary responsibility for carrying out the purposes of FOCAL
- C. The Vice-President shall assist the President and, in case of absence, shall perform the duties of the President.
- D. The Treasurer shall collect dues, administer all funds, deposit all funds in one or more accounts with the Institute, and cause to be kept full and accurate accounts of all receipts and disbursements. An employee of the Institute may be designated Assistant Treasurer.
- E. The Secretary with the assistance of the FOCAL Coordinator in the Office of the University Librarian shall maintain membership records, keep minutes of all meetings, and perform the other usual secretarial functions.
- F. If an officer position becomes vacant in mid term, the President shall fill the vacancy by appointment for the remainder of the term with the advice and consent of the Board.

## **ARTICLE VII**

### **COMMITTEES**

#### A. Executive Committee

The Executive Committee shall be made up of the elected officers plus the chairs of the Membership and Program committees. The Executive Committee, chaired by the President, shall manage the organization in the intervals between meetings of the Board and shall report actions taken to the Board.

#### B. Standing Committees

The President with the advice and consent of the Board of Directors shall appoint the members of all committees and shall designate the Chair of each committee.

The Standing Committees are:

- Membership
- Program
- Book Sale
- Publicity/Public Relations
- Nominating & By-Laws
- Volunteer & Hospitality
- Gifts

#### C. Ad-hoc Committees

The President may establish additional ad hoc committees with the advice and consent of the Board.

## **ARTICLE VIII**

### **AMENDMENTS**

Subject to approval by California Institute of Technology, these By-laws may be amended by a majority vote of a quorum of the members of the Board of FOCAL.