

FRIENDS OF THE DEL VALLE LIBRARIES, INC.
BYLAWS

These Bylaws govern the affairs of the Friends of the Del Valle Libraries, Inc., a non-profit Corporation organized under the Texas Non-Profit Corporation Act. The Name of the Corporation, its corporate purpose, and the terms of its existence are set forth in the Certificate of Formation filed with the Secretary of State of Texas, as the same may from time to time be amended. These Bylaws are subject to the provisions of the Certificate of Formation.

ARTICLE 1: NAME

The name of this organization will be the Friends of the Del Valle Library, Inc. referred to as Friends.

ARTICLE II: MISSION AND GOALS

Section 1: Mission Statement

The Friends of the Del Valle Libraries is a non-policymaking and non-profit organization [501 (c) 3] dedicated to support and enhance our Libraries. The Friends help support the Library by raising funds, which help support literacy programs and other activities, and volunteer our time and talents at the Library.

Section 2: Goals

- Support and cooperate with the library in developing library services and facilities in the community.
- Help raise funds for special purchases not available through the regular library budget.
- Serve as advocates for the library by focusing public attention on its services and resources.
- Sponsor programs and cultural activities for children and adults.

The Mission Statement and Goals of the Friends may be re-examined each year by the Board to ensure that the Mission is still relevant to the organization.

ARTICLE III: MEMBERSHIP AND DUES

Section 1: Membership Defined

Any individual or organization is eligible for membership and will be a member upon payment of the appropriate annual dues.

Section 2: Dues

Membership dues amount and categories will be set by the Board and may be reviewed annually.

Section 3: Voting Rights of Members

Each organization or individual member is entitled to one vote.

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ARTICLE IV: BOARD OF DIRECTORS AND STANDING COMMITTEES

Section 1: Board of Directors

The Board of Directors of Corporation shall be:

- President
- Vice President
- Secretary (may be combined with Treasurer)
- Treasurer

The Board of Directors (Board) shall consist of elected officers plus any committee chairperson. In addition, the Library Director will serve as a non-voting Permanent Board Member of the Board of Directors of the Friends.

Section 2: Duties of the Board Members and Standing Committee Members

A. President:

1. To open and chair all meetings of the Friends and to conduct them in accordance with the Bylaws as set forth.
2. May act as the representative of Friends at the meetings of the Board of Trustees of the Library.
3. To appoint all chairs of special committees with the consent of the Board.
4. To expedite business in every way compatible with the rights of members and the Mission Statement, and Goals of the Friends.
5. To perform all other duties as may be conferred by the Board.

B. Vice President:

1. To stand in for the President at meetings when President is unavailable.
2. The Vice President is to assume the duties of the President, if the President is unable to perform the duties assigned by these Bylaws

C. Secretary

1. To keep a record (minutes) of all the proceedings of the Friends.
2. To keep on file all committee reports.

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3. To maintain record books in which the Bylaws, special Rules of Order, standing Rules, and minutes are entered, with any amendments to these documents properly recorded, and to have the current record books on hand at every meeting.
4. To send, provide, or post a notice of all meetings to each member as necessary for the proper conduct of business.
5. To prepare prior to each meeting, as requested an order of business (agenda) for the use of the presiding officer, showing in their exact order all matters that are due to come up and times for which they are set (if applicable).
6. To maintain all proper correspondence of the Friends that is not the proper function of any other officer or committee.
7. In the absence of the President and Vice President, to serve as a temporary President.
8. To perform all other duties as may be conferred by the Board.

D. Treasurer:

1. To receive all funds from the Friends and to make deposits in the appropriate accounts as required.
2. To forward membership information to the Membership Chair.
3. To disburse funds as authorized by the Board for the operation of Friends.
4. To prepare and make available to the Board a report on the financial status of the Friends as often as required by the Board.
5. To prepare an Annual Financial Report and to make this report available to the membership at the annual meeting.
6. To keep and maintain all records necessary to prepare all reports and to account for all receipts and disbursements.
7. To prepare a Projected Budget for each year, with the help of the Board.
8. To perform all other duties as may be conferred by the Executive Committee.

E. Standing Committees

1. Fund Raising: To identify specific events to increase cash flow for the Friends. To carry out to a successful conclusion all fundraising events, including but not limited to, planning, and event coordination.
2. Publicity and Outreach: To provide for the public relations and promotional needs of the Friends. To provide public contact with other entities for the events of the Friends. To make available news releases and articles that will promote Friends. To produce and secure the needed brochures, printed materials, and flyers used to promote the Friends. To be responsible for maintaining the Friends Website. To be responsible for maintaining the Friends social media presence.

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3. **Volunteers and Membership:** To coordinate with library staff in scheduling volunteers for special events. To develop a list of volunteers, in cooperation with the library, who are willing to: To maintain a current roster of Friends members; including name, address, telephone number, and email address. To acknowledge new members with appropriate correspondence.

G. **Library Director (or their chosen representative):**

1. To serve as the Permanent Board Member of the Friends and the direct link with the Library Board of Trustees. To provide the Friends with feedback that identifies how they may best support the Library.
2. To perform all other duties as may be conferred by the Board.

Section 4: Election of Board of Directors

1. Officers will be elected by a majority vote of those present at the annual meeting. The term of office will be two (2) years or until successors have been elected. Officers will take office in January.
2. The President and Secretary will be elected at the annual meeting in each even-numbered year. The Treasurer and Vice President shall be elected at the annual meeting in each odd-numbered year.
3. If any Board position is vacated during the year, the Board, by a vote of the majority of the remaining elected members, will elect and confirm a person to fill the vacancy.

ARTICLE V: MEETINGS

Section 1: General Membership

1. The Board will hold an annual meeting of the Friends in October of each year. The membership will be notified of the time and place at least thirty (30) days prior to the annual meeting.
2. The Board may call additional general membership meetings at any time. The membership will be notified of the time and place prior to the called meeting.
3. All general membership meetings will be open to the public. Only dues-paying members of the Friends will be permitted to cast ballots or to vote on any issue presented to the membership.
4. Those members of the Friends present will constitute a quorum provided there is a quorum of the Board present, as specified in Article V, Section 2. #2 of these by-laws.

Section 2: Board of Director Meetings

1. The Board will meet at least eight (8) times each fiscal year for the conduct of business of the Friends. The President will set the time and place for the meetings. All Board members will be notified at least seven (7) days before the meeting.
2. A majority of the elected members of the Board will constitute a quorum for conducting business. The Library Director will not count towards the establishment of a quorum nor act as a substitute

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proxy for any elected officer. Any other qualified substitute proxy for an absent member will count towards the establishment of a quorum.

3. At the first meeting of the fiscal year, the newly elected officers, and all outgoing officers will meet to provide an orderly transition of duties and powers.
4. Votes may be cast by telephone, text, or email. A written memorandum of a vote received by telephone, or the hard copy of votes received by text or email, will be kept by the Secretary with the applicable minutes or resolution.

Section 3. Conduct of Business

1. All meetings of Friends will be conducted in accordance with these Bylaws and in a style as determined by the Board at the first Board meeting after the annual meeting each fiscal year.

ARTICLE VI: AMENDING THESE BYLAWS

Section 1: As an Agenda Item

Any member may propose a change to these bylaws. The proposed change will be presented in writing to any member of the Board no later than 30 days before the annual meeting of any calendar year. The Board will have the power to recommend approval or not. Any proposed change presented must be placed on the agenda for consideration at the annual meeting. A majority vote of the members present at the meeting agreeing will be required to approve the amendment.

Section 2: Effective Date

All approved amendments to these Bylaws will become effective immediately following approval at the annual meeting where they will have been approved.

ARTICLE VII: FUNDS

Section 1: Disposition of Funds

All funds will be deposited in the accounts of Friends.

Section 2: Awarding of Funds

The awarding of funds will be the responsibility of the Board.

Section 3: Signature Requirements

The Treasurer and President must sign all checks.

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Section 4: Annual Financial Report

An annual report of the funds received and disbursed will be made to the membership at the annual meeting.

Section 5: Disposition of Funds in the Event of Dissolution

In the event of dissolution of the Friends, all funds shall be placed in the East Travis Gateway Library District Non-Public Fund.

Section 6: Fiscal Year

The fiscal year of this organization will begin on January 1st and end on December 31st.

This is a true and correct copy of the bylaws as amended at the annual meeting of the Friends.

Date: _____

President: _____

Secretary: _____

Amended: