

**FRIENDS OF THE ROCKWALL COUNTY LIBRARY
BYLAWS**

ARTICLE I - NAME

The name of this organization will be Friends of the Rockwall County Library, further referred to as Friends. Friends is a 501(c)(3) nonprofit corporation.

ARTICLE II - OBJECT

Friends of the Rockwall County Library promotes the importance of the library to our community and enhances library programs and facilities through our service.

ARTICLE III - MEMBERSHIP AND DUES

- A. Any person or business interested in the promotion of the Rockwall County Library and who pays specified dues will be eligible for membership in this organization. The amount of annual dues will be determined by the Board, established by Resolution and listed in the Standing Rules.
- B. There will be various membership levels for individuals eighteen (18) years or older and for businesses who support the organization with annual dues.
- C. Names of all Friends will be listed in the yearbook unless otherwise requested.
- D. The membership year will be from June 1 through May 31.

ARTICLE IV - MEETINGS

- A. General Meetings will be held the second Tuesday in September, October, February, April and May. Business may be conducted at any General Meeting.
- B. Special Meetings may be called by the President or a majority of the board members.
- C. The December meeting will be a fundraiser luncheon.
- D. Officers will be elected at the February meeting.
- E. The May Meeting will be the Annual Meeting at which new officers will be installed.
- F. Twenty members attending a properly called meeting will constitute a quorum.

- G. The Board and all committees are authorized to meet by electronic communication so long as all members are notified. The President will initiate such communications and notify members of the outcome.

ARTICLE V - OFFICERS AND BOARD

- A. The elected officers of this organization are: President, President-Elect, First Vice-President for Programs, Second Vice-President for Fundraising, Third Vice-President for Membership, Fourth Vice-President for Business Membership, Fifth Vice-President for Communication, Secretary, and Treasurer. The Parliamentarian is an appointed officer. All offices except President, President-Elect, Treasurer and Parliamentarian may be held by two persons, each having equal status. The term of office will be one year.
- B. The officers and the Past President will constitute the Board and will manage the business of the organization in the intervals between meetings. Insofar as possible, officers will attend all Friends' meetings.
- C. The Board will meet at least four times a year. The President or five members of the Board may call Special Board Meetings.
- D. A simple majority of members of the Board will constitute a quorum.
- E. Any member of the Board may be removed with or without cause by a two-thirds vote of the Board.

ARTICLE VI - ELECTION OF OFFICERS

- A. The Board will elect a five-member Nominating Committee at least three months prior to the February Meeting. This committee will be composed of three members from the general membership, a member of the Board, and the President-Elect who will be chair.
- B. The Nominating Committee will present the proposed slate of officers to the Board at least two months in advance of the February Meeting. All nominees must be members of Friends at the time of nomination. The Board may approve as submitted, or may amend the proposed slate.
- C. The slate of officers approved by the Board will be published and circulated to the general membership at least three weeks in advance of the February Meeting. During the election, this slate of officers will be placed before the members and the meeting will be opened to nominations from the floor.
- D. Officers will be elected at the February Meeting, installed at the Annual Meeting in May,

and will assume the responsibilities of office immediately upon the close of the Annual Meeting.

ARTICLE VII - DUTIES OF OFFICERS

A. President

1. The President will be Chair of the Board and preside at all meetings of Friends.
2. The President will be an ex-officio member of all committees except the Nominating Committee and the Internal Financial Review Committee. The President or a member designated by the President will represent Friends at all meetings of the Rockwall County Library Advisory Board and will keep the Board informed of its actions.
3. The President will appoint all Standing Committees. In the event of the resignation of any officer other than the President-Elect, the President, with the approval of the Board, will appoint a replacement.
4. At the end of the year the President will prepare an annual report, which will be available to the members.

B. President-Elect

1. The President-Elect will be familiar with all details of the organization. In the temporary absence of the President, the President-Elect will preside and assume all authority and responsibility of the President. The President-Elect will serve as the chair of the Nominating Committee.
2. Upon resignation or removal of the President from that office, the President-Elect will become President and hold office the remainder of the term. If the President-Elect assumes the office of the President after the February general election, this office-holder will have the option of assuming the position of President for the following year or having another President elected at the general meeting in May.
3. If a vacancy in the office of President-Elect occurs, the most recent Nominating Committee will be convened. As the President-Elect chairs the Nominating Committee and that office is currently vacant, the President will appoint one of the remaining four members to chair the committee and appoint one additional member from the board to complete the five-member Nominating Committee. The committee will submit a nominee for President-Elect to be elected at the next meeting after the vacancy occurs.

C. First Vice-President for Programs: In charge of scheduling and presenting programs and making arrangements for locations and food for all meetings.

D. Second Vice-President for Fundraising: Responsible for all special fundraising events and will present the necessary fundraising financial reports at Board Meetings.

- E. Third Vice-President for Membership: In charge of individual and family memberships. This office will:
 1. Maintain a list of names and addresses of all members of Friends.
 2. Compile lists of member volunteers and distribute these lists to the appropriate committee chairs.
 3. Be responsible for recording all information from the Membership Forms.

- F. Fourth Vice-President for Business Membership: In charge of business memberships. This office will:
 1. Maintain a list of names and addresses of all business members of Friends.
 2. Be responsible for recruiting and retaining business members.

- G. Fifth Vice-President for Communication: In charge of all communications including social media (i.e. Facebook, Twitter, Instagram), website updates, and publicity.

- H. Secretary: Keep a record of the minutes of each meeting of Friends. The Secretary will:
 1. Disseminate draft copies within two weeks after the meeting.
 2. Prepare, mail, read and file all correspondence.
 3. In the event of an illness or tragedy in the family of a Friends member, send a note or card of condolence.

- I. Treasurer: Receive all money and keep an accurate account of all receipts and expenditures. The Treasurer will:
 1. Submit a financial report at all meetings.
 2. Submit records for an annual internal financial review.

- J. Past President: Serve as a resource person for the Board, and be responsible for or assist with special projects as requested.

- K. Parliamentarian: Appointed by the President. The duties will include:
 1. Ruling on parliamentary procedure.
 2. Giving advice to the chair, and when asked, to other members.
 3. Writing, interpreting and maintaining Bylaws and Standing Rules, Special Development Funds policies and procedures.
 4. Chairing a committee to make an annual review of the Special Development Funds.

ARTICLE VIII - FUNDS

- A. This organization will be authorized to accept funds from any individual, association or business to be used for any purposes consistent with the Bylaws. (See Article II.)

- B. All funds will be deposited to the account of Friends of the Rockwall County Library and will be disbursed by the Treasurer upon the authorization of the Board. All checks must bear the signature of the Treasurer or the President.

- C. In the event of the dissolution of Friends, all assets will become the property of the Rock-wall County Library.
- D. There will be a Finance Committee chaired by the Treasurer. Other members will be the President, President-Elect, and the current and incoming Second Vice-Presidents for Fund-raising. This committee is responsible for:
 1. Preparing the annual budget, presenting the first draft in March of each year.
 2. Presenting the final draft to the Board no later than the April board meeting.
 3. Recommending no-risk investments of Friends funds.
- E. At the annual May meeting the membership will vote on a budget prepared and approved by the Board.
- F. The Board will elect a three-member Internal Financial Review Committee at the April or May Board meeting. The chair should have a working knowledge of accepted accounting practices. The members should have an understanding of financial procedures.
 1. The Committee will meet each year to conduct a review of the financial records for the fiscal year ending May 31.
 2. The outgoing Treasurer will have the financial records completed and available for review within two weeks following the end of the fiscal year.
 3. The outgoing Treasurer does not serve on this Committee, but will be available at the time of the review to answer questions.
 4. The Committee will submit their findings to the current incoming President as soon as possible, but no later than July 15.

**ARTICLE IX
PARLIAMENTARY AUTHORITY**

In conducting business, Friends will be governed by the rules contained in the current edition of *Robert's Rules of Order Newly Revised*.

**ARTICLE X
ADOPTION & AMENDMENTS OF STANDING
RULES**

Standing Rules were created to provide instructions for the day-to-day operation of Friends and may be adopted or modified by the general membership at any properly called meeting at which a quorum is present. If the proposed changes have been submitted to the members at least 15 days prior to the meeting, a simple majority of those present may approve the rules or changes; otherwise a two-thirds (2/3) vote of those present is required.

**ARTICLE XI
ADOPTION & AMENDMENTS OF
BYLAWS**

These Bylaws may be amended if the Board approves the proposed amendments and the members are advised of the proposed amendments at least three weeks prior to a meeting where the issue is presented. The amendments must be approved by a two-thirds (2/3) vote of the members present.

Amended: May 2000, September 2002, May 2005, May 2006, May 2008, May 2011, February 2016, February 2017, May 2017