

The Mission of the Friends of the Victoria Public Library is to support and enhance the services and programs of the Victoria Public Library through financial donations, volunteerism and advocacy to develop a literate and engaged community that supports lifelong learning for a greater quality of life.

BYLAWS
FRIENDS OF THE VICTORIA BRONTE PUBLIC LIBRARY, INC.
Revised April 12, 2022

ARTICLE I - NAME

Section 1. The legally styled name of this organization shall be FRIENDS OF THE VICTORIA BRONTE PUBLIC LIBRARY, INC.

- a. The organization may be commonly referred to as the Friends of the Victoria Public Library to reflect its supporting role for the Victoria Public Library
- b. Subsequent changes to the name of the Victoria Public Library may result in the change of the commonly referred to name, but does not change the legal status or name of the original organization.

ARTICLE II - PURPOSE

Section 1. The purpose of the Friends of the Victoria Public Library, Inc. is to maintain an association of persons interested libraries and literacy; to focus public attention on the Victoria Public Library; to receive and encourage gifts, endowments, and bequests to the benefit of the Victoria Public Library; and, to support through volunteerism and advocacy the library in developing and enhancing library services and facilities for the community.

The Friends of VPL, Inc. operates independently of the Victoria Public Library and the City and County of Victoria and maintains its own Policies and Procedures and financial accounts.

No part of the net earnings of the corporation shall inure to the benefits of any member, trustee, official or individual.

The corporation shall not engage in propaganda or intervention in any political campaign on behalf of any candidate for public office. Aside from advocacy of the Victoria Public Library, no substantial part of the activities of the corporation shall involve attempts to influence legislation or municipal governance.

Section 2. In the event of the dissolution of the corporation, and prior to the completion thereof, all liabilities and obligations of the corporation shall be paid, satisfied and discharged and all of the remaining assets, property and income owned or held by the corporation shall be expended for or applied to the purposes of the corporation, or one or more of such purposes, by transferring and conveying such assets, property and income to the Victoria Public Library (or its named successor). No part of such remaining assets, property or income shall be distributed to members or to any other persons whatsoever.

ARTICLE III - MEMBERSHIP

Section 1. Membership in this organization shall be open to all individuals in sympathy with its purposes, and to representatives or organizations and clubs when such representation is desired.

Section 2. Each member shall be entitled to one vote.

Section 3. Memberships are paid annually in an amount designated by the Board.

ARTICLE IV - OFFICERS

Section 1. The officers of this organization shall be a president, vice president, treasurer, secretary, and up to nine (9) elected directors. These officers, directors, and the chairpersons of any standing committees, will constitute the Board.

Section 2. Election of officers takes place at the annual general membership meeting. Nominations for officers may be made from the floor with consent of the nominee. If appointed by the board, a nominating committee may also make recommendations of officers at the general meeting. Officers shall be elected by a majority vote of the members in attendance at the annual meeting.

Section 3. The President, Vice President, Treasurer and Secretary shall be elected by the majority vote of those present at the annual meeting for the term of one year.

Section 4. Members of the Board of Directors are elected annually for a term of one year.

Section 5. Committee chairpersons are appointed by the President and not subject to election.

ARTICLE V - DUTIES OF OFFICERS

Section 1. President: To preside over and conduct meetings, and to appoint special committees and be an ex-officio member thereof.

Section 2. Vice President: To perform the duties of the President in the absence of the President.

Section 3. Treasurer: To keep and maintain the financial records of the organization, and receive and disburse funds at the direction of the Board.

Section 4. Secretary: To record attendance at all meetings; to take the minutes of all meetings and make them available to the Board and all membership, as appropriate.

ARTICLE VI - BOARD

Section 1. The Board shall have the authority to approve committees consistent with the purposes of the organization, to adopt policies, and to adopt a budget.

Section 2. The Director of Library Services, or their designee, shall serve as an ex-officio member of the Board.

Section 3. Meetings of the Board shall be held at least quarterly. Special meetings may be called by the President, or a majority of the Board. Meetings may be held electronically. In limited and emergency situations, votes may be conducted via e-mail consent at the request of the President.

Section 4. A majority of the Board shall constitute a quorum.

Section 5. A vacancy in an elected office shall be filled by the Board for the remainder of the term of office.

ARTICLE VII - MEETINGS

Section 1. An annual meeting shall be held within the period of April 1 through May 30 with the date to be determined by the Board. Members shall be notified by e-mail, written notice, or other generally acceptable method of communication at least two weeks prior to the date of the meeting.

ARTICLE VIII - AMENDMENTS AND GOVERNANCE

Section 1. Amendments and revisions to these bylaws may be made at any meeting of the general membership by two-thirds vote of those present. Notification of a proposal to change bylaws must be made to the membership prior to the meeting at which a vote will be taken.

Section 2. The Board shall enact policies and procedures for the operation of the Friends of the Victoria Public Library. These policies and procedures may be adopted at any time by a majority vote of the members of the Board in attendance at the meeting in which the vote to adopt is to take place.

Section 3. The Board may authorize the President and at least one other elected officer to enter into contracts for professional services including, but not limited to, financial services, insurance agreements, and other obligations.

Section 4. The Board may engage the services of an independent auditor for annual financial review and completion of required documentation.

Section 5. Signatory authority for financial transactions rests with the President and Treasurer. An additional signatory may be added at the discretion of the Board.

Section 6. Robert's Rules of Order Newly Revised, when not in conflict with these bylaws, shall govern the proceedings of this organization.

Official ByLaws of FRIENDS OF THE VICTORIA BRONTE PUBLIC LIBRARY, INC., commonly known as the FRIENDS OF THE VICTORIA PUBLIC LIBRARY, adopted by vote of the General Membership at a meeting on April 12, 2022.