

Friends of the Jeff Davis County Library By-Laws

Article I – General

Section 1. Name

The name of the organization shall be The Friends of the Jeff Davis County Library. The organization is incorporated under the laws of the State of Texas as a private non-profit (IRS designation 501(c)3).

Section 2. Principal Office

The office if the organization is Post Office Box 435, Fort Davis, Texas 79734. The physical office is the Jeff Davis County Library, 100 Memorial Square, Fort Davis 79734.

Section 3. Purpose

The Friends of the Jeff Davis County Library is organized exclusively to support the operations, programs, and financial needs of the Jeff Davis County Library, and scholarships for the students of Jeff Davis County. This support is provided through financial, volunteer, and public outreach.

Section 4. Mission

The Mission of the Friends of the Library is to encourage reading for all ages, critical thinking, lifelong learning, and the importance of the Library to the Jeff Davis County community.

Section 5. Powers of the Corporation

The Friends of the Library shall possess all powers of corporations provided under the law and shall be entitled to engage in all legitimate pursuits allowed for a non-profit organization under the IRS Code. The fiscal year shall coincide with the calendar year, January 1 to December 31.

Article II – Board of Directors

Section 1. Board Structure

The Board of Directors of the Friends of the Library shall consist of not fewer than five and not more than nine members. There are no specific term limits.

Officers and Directors shall be selected by consensus of the current Board at the Annual Meeting based upon the recommendation of one or more Director. The names and offices shall be made public before the Annual Meeting.

Prospective officers and members of the board should be individuals who have demonstrated their support for, and willingness to participate in the activities

of the Jeff Davis County Library and are expected to assist in recruiting and recommending new members.

As vacancies arise, the remaining board members in collaboration with the Director of the Library may fill these vacancies at any time.

Section 2. General Powers

The Board of Directors shall manage the business and affairs of the Friends of the Library. The Board may adopt such rules and procedures they deem proper for the management and operations of the Friends of the Library. The rules and procedures shall not violate the laws of the State of Texas, the IRS Code governing non-profit organizations or the written policies of Jeff Davis County.

Section 3. Officers

The Officers of the Friends of the Library shall be President, Secretary, and Treasurer. The officers shall constitute the Executive Committee of the Friends of the Library.

The President shall preside at all meetings, shall coordinate Friends of the Library activities and programs with the Director of the Library, shall appoint and direct committees and be the official spokesperson for the Friends.

The Secretary shall maintain all meeting minutes, correspondence, and records, and will post notice of meetings as required. The Secretary shall, as required by law, maintain the Corporate Record book.

The Treasurer shall receive, post, and deposit all income, pay out funds as directed by the Board, keep records and receipts of all disbursements, and prepare the annual IRS 990 as required by law. All check disbursements shall require two signatures, at least one an officer.

Section 4. Executive Committee

The Officers of the Friends shall constitute an Executive Committee to handle the business of the organization in the interim between regularly scheduled meetings. All actions of the Executive Committee must be brought before the entire Board for approval at the next regular meeting. Meetings may be conducted in person, via electronic video format such as Zoom, or a combination thereof. The Executive Committee may present matters for a Board vote via email in the event of circumstances requiring action prior to the next regular meeting. The Director of the Library shall attend all Executive Committee meetings as an *ex officio* member.

Section 5. Select Committees

From time to time the Board may appoint committees for special projects. Committees shall be chaired by a member of the Board, but general members or members of the community with special interest, knowledge of expertise may be appointed as needed. Committee terms shall not exceed one year, but a committee may be extended for additional terms by the approval of the Board at the Annual Meeting.

Article III – Membership and Meetings

Section 1. Membership

Anyone who provides annual financial support to the Friends of the Jeff Davis County Library is considered a Member of the Friends. Members, in a non-voting capacity, are welcome to attend meetings.

Section 2. Meetings

The Friends of the Library hold regular meetings monthly at a time and place to be determined. The time shall be determined by the Board of the Friends and meetings, under normal circumstances, shall be held at the Jeff Davis County Library.

Section 3. Annual Meeting

As required by law an Annual Meeting shall be held at the Jeff Davis County Library during the month of January on a day to be determined. The annual meeting shall include reports from the President, Secretary and an Annual Financial Report from the Treasurer, and reports from all Committees, in addition the election of officers and board members shall occur at the Annual Meeting

The Director of the Library shall present an annual report to the Friends.

Section 4. Notice

The Secretary of the Friends shall post notice of regular meetings of the Friends of the Library by email and at the Jeff Davis County Library at least ten days in advance. Notice of the Annual Meeting shall be posted at least two weeks in advance, as well as a notice placed in the local newspaper at least a week in advance.

Section 5. Quorum

The Directors present, but no fewer than three, shall constitute a quorum.

Article IV – Professional Practices

Section 1. General

All decisions, programs, and activities derive from the Mission to support the Jeff Davis County Library. The Director of the Library, who reports to the County Judge, is the representative in all matters that relate to Jeff Davis County.

Consistent with Article I, Section 3 the Friends of the Library are committed to actively seeking the input of the Library director, and the Friends recognize the Library Director as an *ex officio* member of all committees giving him/her the opportunity to join all meetings, but not requiring his/her presence.

Section 2. Financial Practice

The Officers and Board of Directors shall establish and be responsible for the following standard financial practices and procedures. These include filing the annual Form 990 with the IRS, keeping the Corporate Record Book up to date, maintaining proper banking records of all income and disbursements, and submitting the organization to periodic review or audit as necessary.

Section 3. Personal Responsibility

All Officers and Board Members shall support the Mission, purpose, and activities of the Jeff Davis County Library, and attend to their duties faithfully. They shall recognize their fiduciary responsibility and make decisions in the interest of the Library, neither representing a personal interest nor as an advocate of any particular sector of the community.

Officers and Directors shall maintain a personal financial commitment to the Friends of the Library commensurate with their ability.

Section 4. Rules of Order

Roberts Rules of Order shall govern the conduct of all meetings and committees. When rules of order conflict with these By-laws, the By-laws take precedence.

Article V – Amendment

Section 1. Authority

The Board of Directors of the Jeff Davis Library shall have the authority to revise or amend the by-laws as deemed necessary as long as they remain in accordance with the written policies and procedure of Jeff Davis County, the governing authority.

Section 2. Notice

These By-Laws may be amended by a majority of the Board of Directors at the Annual Meeting. Written copies of amendments or revisions shall be provided each Directors at least one week in advance.

Approved – President, Friends of Jeff Davis County Library

Signed: Long Ford President

Date: July 11, 2024