

CYPRESS CREEK FRIENDS OF THE LIBRARY
DBA Barbara Bush Library Friends

BYLAWS

May 13, 2019

ARTICLE 1 : NAME AND LOCATION

This association, known as the Cypress Creek Friends of the Library, henceforth shall do business as and be known as the Barbara Bush Library Friends. This association shall be the owner and holder of this assumed name acknowledged by a certificate filed with the office of the Harris County Clerk. This association shall be located at the Barbara Bush Branch of the Harris County Public Library, 6817 Cypresswood Dr., Spring, TX 77379.

ARTICLE 2 : PURPOSE

The Barbara Bush Library Friends shall be a non-profit association limited to charitable and educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code. The association consists of persons interested in good library service. The purpose of this association shall be to promote the development of library facilities; to augment the services of such facilities; and thus to enrich the cultural opportunities available to residents of the Cypress Creek area.

ARTICLE 3 : MEMBERSHIP

Section 1: Any person or organization who supports the purpose of this association shall become a member in good standing upon payment of annual dues in effect at the time. Members are known as Friends.

Section 2: The amount of annual dues shall be determined by the Board of Directors. Honorary Membership may be awarded by the Board for special contributions to the association.

Section 3: Each member and organizational representative shall be entitled to cast one vote on all matters which come before a general meeting of the association.

ARTICLE 4: BOARD OF DIRECTORS

Section 1: The management of this association shall be vested in a Board of Directors ("the Board") of at least 6 and not more than 16 members, including the officers, a Parliamentarian, and up to 8 members at large. An immediate Past President continues to serve on the board for one additional year after leaving office. All directors must be members in good standing.

Section 2: The Executive Committee shall consist of a President, First Vice-President, Second Vice-President, Third Vice-President, Secretary, and Treasurer, elected by majority vote from the membership at the annual meeting.

Section 3: Nomination to the Executive Committee shall be made by a nominating committee appointed by the Board. The President shall designate one member of the committee to serve as chairperson. One month prior to the election, the nominating committee shall present a slate of

nominees to the members, at a regular or special meeting or in writing.

Section 4: The members at large and the Parliamentarian shall be appointed by the President, with the approval of the Executive Committee.

Section 5. The term of office for every board member is one year. Officers may continue to serve for additional terms if they are re-elected. Other board members may continue to serve for additional terms if re-appointed.

Section 6: Any director may be removed from the Board for cause by a 2/3rd vote of the remaining members of the Board. Absence from three consecutive Board meetings without excuse is cause for removal.

Section 7: Should the Presidency become vacant, the First Vice-President shall succeed to that office. All other vacancies shall be filled by the appointment of the Board until the next annual meeting.

Section 8: Directors shall serve without compensation, but may be reimbursed for actual expenses incurred in the performance of their duties.

ARTICLE 5: POWERS AND DUTIES OF DIRECTORS

Section 1: The Board of Directors shall have the power to exercise all duties and authority vested in this association in accordance with the purpose stated in these Bylaws.

Section 2: The President shall preside at all meetings of the Board and the membership; shall see that the resolutions of the Board and the membership are carried out; and shall be an ex-officio member of all committees except the nominating committee. The President is one of the authorized signers of checks of the association.

Section 3: The First Vice-President shall be responsible for all matters relating to Membership; shall preside in the absence or disability of the President; and shall discharge any other duties required by the Board.

Section 4: The Second Vice-President shall be responsible for all matters relating to fundraising (Ways and Means); shall preside in the absence or disability of the President and First Vice-President; and shall discharge any other duties required by the Board.

Section 5: The Third Vice-President shall be responsible for all matters pertaining to public relations, marketing, and communications; shall preside in the absence or disability of the President, the First Vice-President, and the Second Vice-President; and shall discharge any other duties required by the Board.

Section 6: The Secretary shall keep a complete record of all meetings of the Board and the association. The Secretary shall distribute a draft of the minutes prior to each meeting, and document for the permanent record any corrections made at the time of acceptance. These minutes shall be presented whenever requested by any member. The Secretary shall be custodian of such records and the Bylaws; shall see that notices are given in accordance with these Bylaws; shall preserve documents and photos related to the history of this association; and

shall perform any other duties required by the Board.

Section 7: The Treasurer, if required by the Board, shall give bond for the faithful discharge of the office, such bond to be paid for by the association. The Treasurer shall assist with the preparation of the annual budget; receive and disperse all monies of the association and keep appropriate and accurate records; deposit such moneys in the name of this association in banks, or other depositories designated by the Board; prepare a complete report of all transactions; present such reports at all regular Board meetings, the annual meeting, or at any time requested by any member; submit the records for examination by an independent party at the request of the Board; remit fees to Harris County as required by the terms of the Concession Agreement; prepare and submit all reports related to state and federal taxes in a timely manner; and shall perform any other duties required by the Board. The Treasurer is one of the authorized signers of checks of the association.

Section 8: The Parliamentarian shall act as advisor on matters of parliamentary procedure; shall assist in the interpretation of the Bylaws; shall serve as consultant in preparing reports; and shall discharge any other duties required by the Board.

Section 9. Members at large will attend regular board meetings and be liaisons with the community, supporting the officers in fundraising, advocacy, hospitality, public relations, and other tasks as needed.

ARTICLE 6: MEETINGS AND QUORUM

Section 1: An annual meeting of the association shall be held in May, or at a time and place determined by the Board, for the purpose of electing and installing officers and receiving reports of the outgoing Board. At the annual meeting, the budget of the association for the following year will be presented for approval. New officers will be elected. Nominations from the floor may be made, provided written consent has been obtained from the nominee. Notice of the annual meeting shall be made in writing to members of the association one month prior to the meeting date.

Section 2: Special meetings of the general membership may be called at any time by the President, by a majority of the Board, or by the written request of 1/10 of the membership.

Section 3: Regular meetings of the Board shall be held at least four times a year.

Section 4: Special meetings of the Board may be called by the President or any two Directors.

Section 5: Regular or special meetings of the Board or the membership can be held at any place within northwest Harris County provided that notice of the place, day, hour and purpose of the meeting shall be given to the membership one week prior to such meetings.

Section 6: For all meetings of the general membership, a quorum shall consist of those members present, provided notice of the meeting has been given in accordance with these Bylaws. Motions shall be carried

by a majority of those present and voting.

Section 7: For all meetings of the Board, a quorum shall consist of at least 5 persons, including at least 2 officers, provided that notice of the meeting has been given in accordance with these Bylaws. Motions shall be carried by a majority of those present and voting.

Section 8: Proxy voting is not permitted at any meeting of this organization.

Section 9: The Branch Manager of the Barbara Bush Library, and/or other library staff members will be invited to participate in board meetings on a non-voting basis.

ARTICLE 7: FINANCES

Section 1: The fiscal year of the association shall start on June 1 and end on May 31.

Section 2: Any budget changes shall require Board approval.

Section 3: The association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of the association.

ARTICLE 8: CONFLICT OF INTEREST

Section 1: When conflict of interest may be thought to exist for a Director, the Director shall inform the Board and abstain from any inappropriate participation in the matter.

ARTICLE 9: PROPERTY AND LIABILITY

Section 1: The Board may accept, on behalf of the association, any gift or bequest for general purposes or for any special purpose approved by the association. Donors may deduct contributions to the association in accordance with section 170 of the Internal Revenue Code.

Section 2: The title to all property, funds, and assets of the association shall at all times be vested in the association for the joint use of the members, and no member or group of members shall have any severable right to all or any part of such property. Such property shall not be used for any purpose contrary to those of the association.

Section 3: No personal liability shall be attached to any member in connection with any undertaking of this association.

Section 4: All funds raised by the association shall be the sole property of the Barbara Bush Library Friends.

ARTICLE 10 PARLIAMENTARY PROCEDURE

Section 1: Roberts Rules of Order (most recent edition) shall be authority for procedure in conducting all meetings of this association

and its Board when formality beyond the ordinary courtesies of joint action is required.

ARTICLE 11: AMENDMENT

These Bylaws may be amended, in whole or in part, by a 2/3rd vote of those present at a meeting of the association provided notice of the proposed changes is given to each member one month prior to the meeting at which such action is to be taken. The Bylaws should be reviewed at least every five years by a special committee appointed by the Board.

ARTICLE 12: DISSOLUTION

In the event of the dissolution of the Barbara Bush Library Friends and/or the Cypress Creek Friends of the Library as an organizational entity, after paying any debts and obligations of the organization, the remaining assets shall be distributed to the Barbara Bush Branch Library of the Harris County Public Library, or if it is no longer in existence, then said assets shall be distributed to an organization exempt under Section 501(c) (3) of the Internal Revenue Code, upon the majority vote of the Executive Board members present at the last meeting of the Friends. No member of the Friends shall be entitled to share in any assets upon dissolution of the organization.

Chad Greer, President	Date

Sue Ann Lurcott, 1st Vice President	Date

Susan Greer, 2nd Vice President	Date

Dianne Russell, Secretary	Date

Diane Prewitt, Treasurer	Date