

## BYLAWS

### CITY OF WOLFFORTH LIBRARY FOUNDATION

#### ARTICLE I

##### Name

The name of this organization shall be the CITY OF WOLFFORTH LIBRARY FOUNDATION. The Foundation shall have the duties and responsibilities authorized in these bylaws.

#### ARTICLE II

##### Mission

The City of Wolfforth Library Foundation is organized as a not-for-profit organization to secure contributions to support the operation and capital needs of the City of Wolfforth Library

#### ARTICLE III

##### Board of Directors

Section 1. This organization shall be governed by the Board of Directors will be comprised of no fewer than five (5) members and no more than nine (9), a majority, (2/3) of whom must be Wolfforth residents, and the remaining of whom must reside or work in Lubbock County. The Board of Directors will be selected by the Library Advisory Board and approved by the Wolfforth City Council.

Section 2. The term of office is two (2) years and members may serve consecutive terms. If a Director resigns before their term is complete, a replacement will be found by the Library Advisory Board to finish the remaining time. The members shall serve staggered two-year terms with odd-numbered seats running from July 1 through June 30 of odd-numbered years and even-numbered seats running from July 1 through June 30 of even-numbered years and until their successors have been appointed and qualified.

Section 3. The Library Director will be an ex-officio member of the Board of Directors with all rights and responsibilities, except voting privileges.

Section 4. A Board of Directors member shall not receive a salary nor compensation for services as an Advisory Board member.

Section 5. During the first meeting after July 1 of each year, members will appoint a chair, co-chair, secretary, and treasurer.

#### Article IV

## OFFICERS

Section 1. The Officers of the City of Wolfforth Library Foundation shall be Chair, Co-Chair, Secretary, and Treasurer, and any other such Officers as the Board of Directors may deem necessary.

Section 2. Each officer shall serve no more than three (3) consecutive terms of one year each in any one office, or until their respective successors are elected.

Section 3. A vacancy in any office because of death, resignation, removal, disqualification, or otherwise shall be fill by the Board of Directors.

Section 4. An Officer may be removed from office for cause by a majority vote of all the Directors of the City of Wolfforth Library Foundation.

Section 5. The Chair, subject to the control of the Board of Directors, shall have general supervision, direction, and control of the business and affairs of the City of Wolfforth Library Foundation.

Section 6. The Co-Chair, in the absence or disability of the Chair, shall perform all the duties of the Chair, and in so acting shall have such powers and perform such other duties as may be necessary, or as prescribed by the Board of Directors.

Section 7. The Secretary shall keep a full and complete record of the proceedings of the Board of Directors, and shall discharge such other duties as pertain to the office or as prescribed by the Board of Directors

Section 8. The Treasurer shall receive and safely keep financial records for the City of Wolfforth Library Foundation, as provided by the Library Director. The Treasure is responsible for accounting for said funds in a manner consistent with generally accepted accounting standards

## Article V

### Duties

Section 1. To conduct, manage, and control the affairs and business of the City of Wolfforth Library Foundation as the deem to be in the best interest of the Foundation and the City of Wolfforth Library, and to make sure its rules and regulations are consistent with the law, the Articles of Incorporation, and the bylaws.

Section 2. To elect the Officers and new members of the Board of Directors, per the recommendations from the City of Wolfforth Library Advisory Board and/ or the Wolfforth City Council.

Section 3. To solicit, secure and accept contributions, bequest, gifts, or endowments made to the City of Wolfforth Library Foundation for the benefit of the City of Wolfforth Library.

Section 4. To approve the expenditure of funds from the City of Wolfforth Foundation account for the benefit of the City of Wolfforth Library as voted on by the Board of Directors

Section 4. Any such duties and responsibilities voted on and adopted by the Board of Directors for the management of the Foundation.

## Article VI

### Meetings

Section 1. Regular meetings of the Board will be held quarterly on the second Wednesday of the month in January, April, July, and October.

Section 2. Special meetings may be called when needed by the Board of Directors, Library Advisory Board, Library Director, or at the request of City leaders. All special meetings will have to conform to the Texas Open Meetings regulations. Meetings must meet notice requirements.

Section 3. At minimum, the Board of Directors shall meet at least one time per year.

Section 4. A quorum shall consist of two-thirds of the members.

Section 4. The Board of Directors shall conduct business in accordance with Texas Open Meetings regulations and with *Robert's Rules of Order Revised*.

Section 5. An agenda, including items to be discussed, will be created by the Library Director and the Board of Directors. The agenda will be made available to the Board by 5 p.m. the Friday before each meeting.

Section 6. Meeting times will be posted for public notice. Minutes and agenda will be available for the public. All regular meetings will be open to the public.

Section 7. Any Board of Directors member, or the Library Director, can call for an executive session; thereby limiting the meeting to only the Board of Directors and the Library Director.

## Article VII

### Fiscal Year

Section 1. The fiscal year for the City of Wolfforth Library Foundation shall begin on the first day of October and end on the last Day of September the following year.

## Article VIII

### EXECUTION OF INSTRUMENTS, DEPOSITS, AND FUNDS

Section 1. The Board of Directors may authorize by majority vote, any agent or agents to enter into any contract or execute and deliver any instrument in the name of and on behalf of the City of Wolfforth Library Foundation, and such authority may be general or confined to specific instances. Unless authorized to do so by these bylaws or the Board of Directors, no officer or agent shall have power or authority to bind the Foundation by any contract or agreement, or to pledge credit, or to render liable pecuniarily for any purpose or amount.

Section 2. No officer, director, or agent of the Board of Directors shall have any power or authority to borrow money on behalf of the Foundation, to pledge its credit, or to mortgage or pledge real or personal property except within the scope and the extend or the authority delegated by resolutions adopted by the Board of Directors.

Section 3. All funds received by the Foundation shall be deposited into the account held by the City of Wolfforth, for the benefit of the City of Wolfforth Library, under the direction of the City of Wolfforth Library Foundation Board of Directors, including the Library Director as an ex-officio Board member. The City of Wolfforth Library may act as an ex-officio Board member to receive funds to be deposited into the account held by the City of Wolfforth for the benefit of the City of Wolfforth Library.

Section 4. Any expenditures in excess of \$250 must be voted on and approved by the Board of Directors. Any expenditures in excess of \$3,000 must be voted on and approved by the Board of Directors and recommended to the Wolfforth City Council for final approval.

Section 4. The City of Wolfforth will keep current and complete books and records of City of Wolfforth Library Foundation account. Records will be provided by the Library Director to the Treasurer 1 week prior to each quarterly meeting, or as requested by the Board of Directors. The account will be included in the annual financial audit for the City of Wolfforth and made available to the Board of Directors.

Adopted XXXX