

FRIENDS OF THE VAUGHN LIBRARY BY-LAWS (Approved May 12, 2022)

ARTICLE 1 - NAME

The organization shall be called **Friends of the Vaughn Library, Incorporated**, a 501 (c) (3) non-profit as of May 7, 2015, hereafter referred to as FVL.

ARTICLE 2 - PURPOSE

The purpose of this organization shall be to assist the Library in developing programs to meet specific needs, to assist in promoting knowledge of and participation in Library programs, to aid in providing funds to meet special Library needs, both general and specific and long and short term, and to serve as a liaison through which individuals and organizations can express ideas and make suggestions for Library use and services.

ARTICLE 3 - MEMBERS

Section 1 – Definition

A member shall be any person, business, or organization sympathetic to the purpose of the FVL, who pays the appropriate annual dues.

Section 2 – Classes of Membership and Dues

The Board shall annually review and determine the classes of membership and the dues as outlined in the current membership form. Dues shall be due and payable upon the beginning of the membership year which is January 1st through December 31st.

ARTICLE 4 – GOVERNING BODY

Section 1 – The FVL Board

The Board shall consist of:

- a. Four Officers: President, Vice President, Secretary, and Treasurer.
- b. 5 to 9 additional Board members. One of the members should be a high school student recommended in writing by the Library staff and/or a high school professional.
- c. Ex-officio members shall include:
 - Director of the Vaughn Public Library
 - Any chairperson of a committee who is not already a board member.

All members of the Board shall be members of the FVL in good standing.

Section 2 – Duties of the Board

The Board shall be responsible for developing all policies and carrying out the management of the organization. More specifically, the Board shall provide for the conducting of business, financial reporting and administration, fund raising, and the development of short and long-term plans. The Board shall also support, as volunteers, FVL Programs and Vaughn Library Programs.

Any fund-raising in the name of the FVL must be approved by the Board. All decisions shall be approved by a simple majority of the Board.

Each FVL Board member, with the exception of a student member, is either an officer or on one of the FVL board committees. A Board member may, by his/her own choice, be both an officer and a committee member, or choose to be on two committees.

Section 3 – Duties of Officers

- a. President: The President oversees the teamwork of the FVL Board and has the following roles:
 1. Is the liaison between FVL and the Director of the Vaughn Library.
 2. Prepares meeting agendas and facilitates Board meetings.
 3. Keeps record of all the Library items/programs that the FVL helps to fund.
 4. Manages *friends@vaughnlibrary.org* email account and oversees FVL portion of the Vaughn Library website.
 5. Prepares annual budget in consultation with the Treasurer.
 6. Assigns two people to conduct annual audit (at least one person must be an FVL member not on the FVL Board).
 7. Collaborates with Membership Committee to acknowledge memberships and donations.
 8. Oversees the appointment of FVL Board members to FVL committees.

- b. Vice President: The Vice President is the record keeper of the FVL Permanent Collection of Documents and the one who oversees the Friends of the Vaughn Library status as a 501(c)(3) charitable organization. The Vice President has the following roles:
 1. Collects pertinent FVL documents to be in compliance with 501(c)(3) status and maintains the FVL Permanent Collection of Documents.
 2. Oversees the completion and submission of the four annual required forms for 501(c)(3) status. (Three forms are required for the Wisconsin

Department of Financial Institutions and one form is required for the Internal Revenue Service).

3. Facilitates FVL Board meetings when President is absent.
 4. Provides copy of current FVL By-Laws to each new FVL Board member.
- c. Secretary: The Secretary is the record keeper of all FVL Board meetings and Board member information. The Secretary has the following roles:
1. Writes and distributes minutes for each FVL Board meeting.
 2. Keeps up-to-date records on Board member attendance, terms, dues, committee assignments, and contact information.
- d. Treasurer: The Treasurer is the record keeper of all FVL revenue and expenses. The Treasurer has the following roles:
1. Maintains record of all bank deposits/withdraws and reconciles with monthly bank statements.
 2. Collects all receipts, invoices, and financial statements including deposit receipts and completed donor/membership forms.
 3. Writes checks for FVL board approved expenses. (Three FVL board members are registered on FVL bank accounts and two of the three must sign for any bank transaction other than deposits.)
 4. Creates monthly and annual treasurer reports documenting expenses, contributions, and assets.

Section 4 – Standing and Ad hoc Committees

There are two standing committees, Book Nook and Membership, whose assignments are overseen by the President. Board Members are assigned to these committees in one-year terms at the annual meeting or as needed. There is no limit how often an assignment is renewed. As needed, Ad hoc committees will be created in collaboration by the President and other members of the FVL board.

- a. Book Nook Committee: The Book Nook Committee oversees and manages the Book Nook. Members of the Book Nook Committee coordinate in the following roles:
1. Manage all aspects of the Book Nook in collaboration with the Library Director.
 2. Keep records of all Book Nook sales and contributions.

3. Deposit Book Nook sales and contributions and give deposit receipts to the Treasurer.
 4. Oversee, recruit, and manage Book Nook volunteers.
- b. Membership Committee: The Membership Committee oversees and manages the annual FVL Membership and Donor Drive. Members of the Membership Committee coordinate in the following roles:
1. Maintain FVL Membership and Donor Mailing Lists.
 2. Oversee the creation of the annual Membership Brochure and/or Letter.
 3. Oversee the printing, labels, postage, and mailing for the annual Membership and Donor Drive.
 4. Record and maintain up-to-date records of Membership and Donor contributions (name, amount, contact info, check#, membership type, special donation requests, etc.)
 5. Deposit Membership and Donor contributions and give deposit receipts and completed membership/donor forms to the Treasurer.
 6. Collaborates with President to acknowledge contributions.
- c. Ad hoc Committees: Ad Hoc Committees for special purposes shall be appointed by the President in collaboration with other members of the board, including, but not limited to:
1. The Program Committee: The Program Committee shall develop programs to be held at the Library (or other appropriate settings) which promote and enhance the purpose of a free public library serving area concerns and interests.
 2. Publicity Committee: The Publicity Committee shall work with the media to inform the public of relevant events and to promote the goals of the FVL. It shall also be responsible for providing an article, as requested, for the Vaughn Library Newsletter.
 3. Recruitment Committee: The Recruitment Committee shall recruit for available FVL Board officer positions and/or other openings, review interested candidates, and nominate candidates for positions at the appropriate times.

Section 5 – Terms of Office

The President, Vice President, Treasurer, and Secretary shall be elected in even numbered years at the Annual Meeting by a simple majority. Other Board members may be elected as needed at the annual meeting or other Board meeting throughout the year. All terms shall be for two years and begin following the meeting. If an officer or Board member is not able to finish his/her term or if a nominee for an office cannot be identified, the Board will find a temporary replacement until a new officer is duly elected.

The Board may deviate from the above requirements when mitigating circumstances exist.

Section 6 – Quorum

A quorum shall consist of a simple majority of the Board. If there is not a quorum present, a phone or email vote may be taken after the meeting to facilitate action of any motions made and seconded at the meeting. The result of the vote shall be recorded in the minutes of the next meeting.

Section 7 – Vacancies on the Board

Each Board member is responsible for notifying the President in advance of any absence at a Board meeting. After three sequential absences from Board meetings, a Board member shall be presumed to have resigned his/her position. Any vacancy created by resignation or other reasons, shall be filled for the unexpired portion of the term by a Board member nomination and approval (simple majority) of the Board.

ARTICLE 5 – MEETINGS

Section 1 – Annual Meeting

Unless otherwise authorized by the Board, the Annual Business Meeting and Election of Officers shall be held for the membership in January, with the specific date to be determined by the Board.

Section 2 – Board Meetings

The Board shall meet on a regular basis, preferably monthly, but at a minimum of four times a year.

Section 3 – Special Meetings

1. Special meetings of the Board may be called by the President, or by request of three members of the Board. The members of the Board desiring to call a Special Meeting shall make application to the President, who shall notify the Board members.
2. Special meetings of the Membership may be called at any time by the Board.

Section 4 – Conduction of Meetings

All meetings shall be conducted according to Robert’s Rules of Order, including moving to closed session.

ARTICLE 6 – AMENDMENTS

These By-Laws may be amended at the Annual Meeting of the organization by a two-thirds vote of the members present, provided that all members are notified of the proposed amendment(s) at least two weeks prior to said meeting through appropriate media (for example, email, texts, newspapers, or U.S. Mail).

ARTICLE 7 - DISSOLUTION

Per Robert’s Rules of Order “An attorney should be consulted to draw up the necessary papers and advise the society as to the procedure to follow.”