

BY-LAWS OF
LAKE WHITNEY LIBRARY
A Non-Profit Corporation
Whitney, Texas

As presented

SECTION I
Offices

1.01:

The principal office of the Corporation shall be located in the City of Whitney, County of Hill, and is presently located and situated at 602 E. Jefferson St, Whitney, Texas 76692. The Corporation may have such other offices as the Board of Directors may determine or as the affairs of the Corporation may require.

1.02:

The Corporation shall have and continuously maintain a registered office and a registered agent, whose office, as required by the Texas Non-Profit Corporation Act.

SECTION II
Members

2.01:

The Corporation may have members designated as “ Friends of the Library” by payment of a membership fee or donation of volunteer service, in an amount to be by the Board of Directors, or a lifetime membership as voted by the Board of Directors.

2.02:

Each member, at least eighteen (18) years of age, shall be a voting member, entitled to one (1) vote on each matter submitted to a vote of membership.

2.03:

The Board of Directors, by unanimous vote of the Board, may designate one (1) or more honorary members during any calendar year to recognize distinctive, unusual or special service to LAKE WHITNEY LIBRARY.

2.04:

Membership in the Corporation is not transferable or assignable.

SECTION III
Meetings of Members

3.01:

An annual meeting of the members shall be held each calendar year as hereinafter provided, at which time an executive committee and new board members shall be elected. Notice of such annual meeting shall be posted in the library one (1) week prior to the meeting. The members present and voting at the meeting shall constitute a quorum.

3.02:

A special or general meeting of the membership, at large may be called by the Board of Directors at any time, with notice, as provided above.

3.03:

The Board of Directors may designate any place within the Lake Whitney area as the place of meeting for the annual meeting or for any special meeting called by the Board of Directors. If no designation is made, the place of meeting shall be at the registered office of the Corporation.

SECTION IV
Board of Directors and Officers

4.01:

The affairs of the Corporation shall be managed by its Board of Directors, each of whom must be a resident of Texas and a member of the Corporation.

4.02:

The number of directors shall be no less than five (5) nor more than (9), one of which shall be a representative from the Council of the City of Whitney, plus the librarian, who will serve as a non-voting member of the Board. The directors shall be elected at the annual membership meeting, such as being set for the second Thursday of December, unless otherwise scheduled, and such election shall be by the membership at large. A director may serve for two (2) full consecutive terms of three (3) years each. One year must elapse before a director is eligible for re-election after serving two full terms. The members of the Board serving at the time of the adoption of these By-laws shall be divided into three (3) groups: three members have a one (1) year term, three members a two (2) year term and three members a three (3) year term. Thereafter, upon election, the term of each director shall be three years.

4.03:

The elective officers of the Board shall be Chairman, Vice-Chairman, Recording Secretary, Treasurer and Corresponding Secretary. These officers shall comprise the Executive Board of the Corporation and its Board of Directors.

4.04:

Officers of the Board shall be elected at the annual meeting of the membership and shall assume office at the first meeting of the fiscal year. Officers shall serve for a term of one year. No officer shall be eligible for election to the same office for more than two consecutive full terms. Any vacancy, occurring in any office may be filled by the Board of Directors, with such replacement officer to complete the un-expired term.

4.05:

A Nominating Committee shall be appointed annually by the Board and shall be composed of a chairman and two other members, one of whom shall be a member of the Board of Directors. This committee shall recommend a single slate of officers for the Executive Committee, as well as recommend Directors to fill the expired terms. Additional nominations may be made from the floor provided the consent of the nominee shall first have been obtained. If there is more than one candidate for the same office, election shall be by majority by a show of hands.