

BYLAWS OF THE FRIENDS OF ENID M. BAA LIBRARY, Inc.
dba THE FRIENDS OF ST. THOMAS PUBLIC LIBRARIES
(Non-Profit 501(c)3)

ARTICLE I - NAME

The name of the Association shall be The Friends of the Enid M. Baa Public Library, Inc. doing business as The Friends of the St. Thomas Public Libraries (hereafter referred to as the Association).

ARTICLE II - PURPOSE

The purpose of the Friends of the St. Thomas Public Libraries shall be to support and promote library programs and services; to focus public attention on the public libraries on the island of St. Thomas and their services; to receive and encourage gifts, grants, bequests and other appropriations to the libraries; to establish and maintain liaisons between the Libraries and the community; and generally, to act in the interest of the welfare and growth of the St. Thomas Public Libraries.

ARTICLE III - MEMBERSHIP

1. Membership shall be granted upon completion of the application process to the Association. Membership dues shall be determined by a majority vote of the Board of Directors and are payable upon application and annually thereafter.
2. There shall be six types of memberships in the Association: Student Membership, Senior Membership, Individual Membership, Family Membership, Ex-Officio Membership, and Honorary Membership.
3. Membership fees are due annually. Membership is effective for a calendar year, January 1st – December 31st.
4. Ex-Officio Membership shall be granted to the Commissioner of the Virgin Islands Department of Planning and Natural Resources; the Assistant Commissioner of the Department of Planning and Natural Resources; the Director of Libraries, Archives and Museums; and the Head Librarian of the Charles Wesley Turnbull Regional Library.
5. The Board of Directors may grant the title of Honorary membership.

ARTICLE IV - MEETINGS

1. Annual Meetings of the Association shall be held in January of each year, at a date, time and place to be determined by the Board of Directors. Notice shall be published and broadcast to the membership at least 21 days prior to the meeting.
2. Special meetings may be called as determined by the Executive Committee or Board of Directors.
3. Board of Directors will meet no fewer than five (5) times per year. Board meetings shall be held at the call of the President or at the request of four (4) Directors of the Board.

ARTICLE V - BOARD OF DIRECTORS

1. Responsibility for the management of the Association shall be vested in a Board of Directors, which shall consist of eleven (11) members elected from the general membership.
2. The Executive Committee shall consist of the President, Vice President, Secretary, Treasurer, and the Immediate Past President as an advisor. The President shall be the chair of the Executive Committee.
3. A Director shall be committed to the purposes of this Association as expressed in these Bylaws and shall serve as an officer, committee chair, or committee person for the length of their term.
4. A Director shall serve a term of two years, and may serve as many terms as elected. The terms shall be staggered for election every second year at the Annual Meeting.
5. A Director may be removed with or without cause by a vote of the majority of the Association's Board of Directors.
6. A Director may resign at any time by giving written notice to the Board.
7. Vacancies on the Board shall be filled to complete the unexpired term.
8. Board Members shall not be compensated for services rendered.

9. The immediate Past President of the Association shall have Ex-Officio status on the Board to provide continuity and may participate in the ongoing information exchange between Board members without voting privileges.

10. Project, committee chairs, and persons who are actively involved in the business of the Association but not officially on the board, may be invited to participate in the meetings of the Directors without voting privileges.

ARTIVLE VI - BOARD POSITIONS

Officers shall be a President, Vice President, Secretary, and Treasurer and shall be elected by Board of Directors at the first board meeting following the Annual Meeting. If any officer is unable to regularly fulfill the duties of the office, the Board of Directors will elect a replacement.

1. The President shall preside over and conduct all meetings; shall present an annual report at the General Meeting, shall appoint all committees and be an ex-officio member thereof.

2. The Vice President shall perform the duties of the President or the Secretary in the absence of the President or the Secretary.

3. The Secretary will record attendance at all meetings, take the minutes of all meetings, the official membership roster and general mailing list, notify the members of the time and place of meetings, and assist in conducting the correspondence for the Association.

4. The Treasurer shall be responsible for the custody of all funds and assets of the Association; shall keep the accounts, shall deliver financial reports at each Board meeting and the Annual Meeting. In addition, the Treasurer will be responsible for submitting the Annual Report on Domestic or Foreign Corporations (501(c)3 Corporation) to the Lt. Governor's office no later than June 30th of each year.

ARTICLE VII - ELECTIONS

1. Election of the Board of Directors shall take place at the Annual Meeting in January. A nominating committee appointed by the President will prepare and present a list of nominees fourteen days (14) days prior to the Annual Meeting. The first week of

December, the Secretary shall send notification through the media for persons to contact the nominating committee if they are interested in serving on the Board. A Board Member will assume office upon election.

2. Election of Officers and Committee Chairs shall take place at the first Board meeting after the Annual Meeting. Officers and Committee Chairs will be elected from the Board Members. They will assume office upon election.

3. A Board Member must be a member in good standing of the Friends of St. Thomas Public Libraries.

4. Board Members shall serve for two years— half of the Board Members being replaced every year. Officers shall be elected for a term of one year. Board Members and Officers may succeed themselves.

ARTICLES VIII - COMMITTEES

Standing committees are Membership, Advocacy, Programs and Projects, Fundraising, and Promotion.

1. Membership: To encourage and recruit members, maintain records of members, send out letters/e-mails and membership cards. The Membership Committee works with the Secretary.

2. Advocacy: To develop relationships with entities that are responsible for and support public libraries; to assist in maintaining a continuous flow of information between the Senate, Department of Planning and Natural Resources, the Library Staff, the University of the Virgin Islands, the Department of Education and the Friends of St. Thomas Public Libraries Board.

3. Programs and Projects: To assist library staff in creating and facilitating special programs; to develop programs and projects in the community and/or in cooperation with other organizations. Ad Hoc committees may be formed as the need arises and shall be constituted in the same manner as standing committees. These committees shall be dissolved or changed by a majority vote of the Board of Directors.

4. Fundraising: To encourage and solicit donations through grants and fund-raising activities. These donations may be monetary or in-kind services.

5. Promotions: To implement publicity to educate the public on the activities and purposes of the Association.

ARTICLE IX - FINANCES

1. One bank account in a local financial institution shall be held in the name of the Association with authority in the office of Treasurer. Signatories shall be Treasurer, President, Vice President, and Secretary.

2. Prior approval by the Board of Directors is required for all expenditures over \$100 for Association related activities. Two signatures are required for all checks.

3. The fiscal year of this corporation shall be in accordance with the calendar year, January 1st through December 31st.

4. No one is authorized to solicit funds on behalf of The Association without the express consent of the Board or its President.

ARTICLE X – AUTHORITY

The rules of procedure as stated in Robert’s Rules of Order Newly Revised shall govern this Association in all cases to which they are applicable.

ARTICLE XI – AMENDMENTS

Amendments to these Bylaws may be made at any meeting of the general membership by a two-thirds vote of those members present in good standing provided notice of the proposed amendment has been given to each member.

Adopted November 10, 2001

Amended April 6, 2005

Amended June 28, 2006

Revised January 9, 2016