Article I: Name

The name of this organization shall be the Rodney A. Briggs Library Associates, hereafter referred to as the Library Associates.

Article II: Mission Statement

The mission of this organization is threefold: 1) recognize the role that Briggs Library plays in the success of the University of Minnesota, Morris and the life of West Central Minnesota; 2) provide programming and exhibits to enrich the cultural, intellectual and artistic life of these communities; and 3) raise funds for projects, furnishings and materials not possible with existing library budget. The purposes of this organization are charitable and educational.

Article III: Membership

Section 1. Annual membership is open to all persons interested in supporting the mission and purposes of this organization. Membership is established and maintained by making an annual contribution as set by the Board of Directors. The membership year shall be July 1 through June 30, parallel to the U of M fiscal year.

Section 2. Voting at regular and special meetings shall be by the members present or, in the case of votes by mail, of all eligible members. Except for amending the By-Laws, votes and/or elections shall be determined by the majority of those voting.

Article IV: Board of Directors

Section 1. The executive authority of the Library Associates shall be vested in a Board of Directors, the responsibilities and duties of which shall include, but may not be limited to: 1) administering funds as approved by the Director of Rodney A. Briggs Library; and 2) planning events and meetings of the Library Associates.
Section 2. There shall be a Board of Directors of nine members. The Board will include the elected Officers of the Library Associates and the three Board Members at Large elected by the membership at the Annual Meeting from a slate of candidates selected by the Nominating Committee. Three members shall be elected annually for two year terms (after the organizational year). The Director of Rodney A. Briggs Library and the Associate Vice-Chancellor for External Relations shall be ex-officio, non-voting members of the Board of Directors. The Morris Campus Student Association (hereafter referred to as the MSCA) shall also provide one voting member for the Board of Directors, to be appointed or elected as the MCSA deems reasonable and appropriate.

Section 3. The Board of Directors shall serve until the expiration of their terms except in cases of incapacity, resignation or removal from Office. An affirmative vote of two-thirds of all current members of the Board shall be required to remove an elected Director for cause. The Board may appoint another member to serve out the unexpired term of the vacated office until the time of the next Annual Meeting. Board members and officers may serve two consecutive two year terms and then should retire for at least one term before standing for election again.

Section 4. There shall be at least two meetings a year of the Library Associates Board of Directors, to be called by the President, to transact the business of the organization. A quorum for conducting business shall be defined as a simple majority of the Board of Directors.

**Article V: Officers**

Section 1. Following the organizational year, officers shall be elected at the Annual Meeting. A majority of members present and voting in each instance shall be necessary for election. The terms shall begin with the Annual Meeting at which they were elected and continue until their successors are elected.

Section 2. The officers shall be: President, Vice-President and Secretary. The University of Minnesota Foundation shall administer and manage the funds of the Library Associates in accordance with the Memorandum of Agreement. The Vice-President shall replace the President in case of resignation or removal until a new President is elected.
Section 3. The Executive Committee shall consist of the three elected officers, the Associate Vice-Chancellor for External Relations, the Director of Rodney A. Briggs Library and (after the organizational years) the immediate Past-President of the Library Associates. The Executive Committee shall have the usual powers and duties exercised by the officers of a voluntary association. A quorum of the Executive Committee is necessary for the transaction of business. If two or more of the Executive Committee shall be opposed to a decision of the Executive Committee, the matter must be referred to the Board of Directors for decision. Meetings of the Executive Committee may be called by the President whenever necessary.

Article VI. Meetings

Section 1. There shall be an Annual Meeting of the membership each year for the election of Officers and the Board of Directors and for the transaction of other business. Thirty days written notice shall be given before a meeting is held.

Section 2. The Library Associates may hold additional meetings for business, educational, cultural or other purposes.

Article VII. Committees

The Board of Directors may appoint such committees as it deems appropriate to accomplish the work of the organization. When a committee is established, the President will appoint a Chairperson, who in turn, will appoint members to the committee. The Nominating Committee shall be appointed by the President each year with the approval of the Board of Directors.

Article VIII. Funds

All funds shall be deposited with the University of Minnesota Foundation and credited to the account of the Rodney A. Briggs Library Associates. Such funds shall be disbursed by the Director of the Library on behalf of the Library Associates in consultation with the Board of Directors. The Foundation will provide regular accounting of the funds accrual and disbursements.
Article IX. Amendments

Amendments to the By-Laws as may subsequently be adopted shall be proposed in writing at a regularly scheduled membership meeting to be voted upon at the next such meeting. Written notice shall be given to all members, voting and non-voting. Non-voting members have the right to participate in discussion of such proposed amendments. Amendments may be made by a 2/3 vote of the voting members present at the meeting designated for the vote on the amendment(s).

April, 2003