BY-LAWS
Friends of the Florida State University Libraries

ARTICLE I – Name
The name of this association shall be the FRIENDS OF THE FLORIDA STATE UNIVERSITY LIBRARIES, herein called “Friends.”

ARTICLE II – Mission Statement
The Friends of the Florida State University Libraries include individuals and organizations from the university and surrounding community who value the vital role of libraries in learning, teaching and research. The Friends support the FSU Libraries in their efforts to contribute to Florida State University’s stature as an outstanding research university. The Friends support the Libraries by heightening awareness of the Libraries’ resources, services and needs; by sponsoring programs that stimulate intellectual and cultural interchange; by providing financial support to enhance library resources and services; by supporting the fundraising efforts of the Libraries; and by fostering communication, through publicity as appropriate and through a website within the Florida State University Libraries’ website, helping to call attention to programs and events and including an archive of the Friends’ previous activities.

ARTICLE III – Membership
Any interested person or organization may become a member upon payment of membership dues. Membership (except for Life Membership) shall run from September 1 to August 31.

Section 1. The Board of Directors shall set the dues schedule for membership categories.

Section 2. Voting at regular and special meetings shall be by members present, or, in case of votes by mail, of all eligible members. In the case of a family membership, two members of the family shall be eligible to vote. In the case of an organizational membership, an authorized representative may cast one vote.

Article IV – The Board of Directors
Section 1. The executive authority of the Friends shall be vested in Board of Directors, the responsibilities and duties of which shall include, but not be limited to:

(1) Raising funds by any means approved by the University’s Dean of the Libraries;

(2) Recommending a schedule of dues and establishing benefits of each of the various classes of members; and

(3) Planning events and meetings of the Friends.

Section 2. The Board of Directors shall consist of:
the officers of the Friends (see Article V); eight directors elected by the membership; the immediate past president of the Friends; the Chair (or chair’s representative) of the Faculty Senate Library Committee; a representative of the Alumni Association; the president (or president’s representative) from the Association of Retired Faculty; a representative appointed by the Vice President for University Advancement; as many as three at-large members appointed by the University’s Dean of the Libraries. Each elected Director must be a member of the Friends at the time of election and shall serve a term of two years. A quorum for conducting business shall be defined as seven members of the Board, including either the President or Vice President, and a majority of those participating must be from the officers and elected Directors.

Section 3. All Directors shall serve until the expiration of their terms except in the cases of incapacity, resignation, or removal from office. Removing a Director from office for cause shall require an affirmative vote of two-thirds of all current members of the Board. The Board shall have the authority to elect a person of its choice to fill any vacancy occurring among elected Directors through resignation, incapacity, or removal from office; the elected Director shall serve until the expiration of the vacated term.

Section 4. The terms of half of the elected Directors shall expire each year. At the time of the initial election of Directors, the Nominating Committee shall present a slate that includes certain names who could serve a one-year term and other names who could serve a two-year term. Voting members may also nominate additional candidates.

Section 5. Any Director may seek reelection at the expiration of his or her term.

Section 6. A nominating committee shall propose to the Board of Directors a list of candidates for expiring terms. The Board shall vote on the slate, and the new members shall be presented to the membership at the Annual Meeting.

ARTICLE V – Officers

Section 1. Following the organizational year, the Board shall elect officers before the Annual Meeting. The term of officers so elected shall begin with the Annual Meeting and continue until the election of their successors. New officers shall be presented to the membership at the Annual Meeting.

Section 2. The Executive Committee consists of the organization’s officers: the President; the First Vice President, who assists the President with development and fund-raising; the Second Vice President, who is responsible for programs and events; the Secretary, who shall be the University’s Dean of the Libraries; the Treasurer, who shall be appointed by the University’s Dean of the Libraries; and the immediate past president of the Friends.
Section 3. The officers shall have the usual powers and duties that the officers of a voluntary association exercise.

Section 4. The term of office for President and for each Vice President shall be two years.

Section 5. A vacancy in the office of President shall be filled for the remainder of the term by the First Vice President, and the Second Vice President shall then become the First Vice President. In such instances, the Executive Committee may appoint an interim Second Vice President from among elected Directors. The Board may fill a vacancy in the office of either Vice President in the same manner.

Article VI – Meetings
Section 1. There shall be an Annual Meeting for the election of officers and for the transaction of other business.

Section 2. The Board of Directors must hold at least two meetings during any twelve-month period.

Section 3. The Friends may schedule additional meetings for educational, cultural or other purposes.

ARTICLE VII – Committees
The President shall appoint the Chairs of any committees as may seem appropriate. The Chairs may appoint members of their committees from among the Friends membership. The President shall appoint the Nominating Committee. The Chair of each committee shall prepare a written report of the committee’s activities before the date of the Annual Meeting.

ARTICLE VIII – Amendments
The membership may amend these By-Laws at the Annual Meeting by a two-thirds vote of the present and voting members. The Secretary shall mail notice of such proposed amendment(s) to all members at least ten days before the Annual Meeting.

Drafted by Dennis Moore, November 2010, updating existing document; approved at Board meeting on December 10, 2010 and then revised at subsequent Board meeting February 15, 2011

Prepared by the By-Laws Committee (2/02):
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