

University of Wyoming American Heritage Center Board of Advisors Bylaws



Article I. Name

Section 1. Name.

The name of this organization shall be the Board of Advisors of the University of Wyoming American Heritage Center, hereinafter called the "Board."

Article II. Purpose and Policy

Section 1. Purpose.

The purpose of the Board shall be to support the University of Wyoming American Heritage Center in its development efforts: in its promotion of the mission of the Center; and in its outreach and service efforts to researchers, students, educators, and donors. Additionally, each Board member is expected to make the AHC one of his/her top charities and to personally provide funding support.

Section 2. Policies.

To implement these purposes, the Board shall do the following:

1. Determine and achieve fundraising goals set by the Director and the Board
2. Engage in development and marketing activities on behalf of the AHC
3. Advocate for the AHC within and outside the state of Wyoming
4. Advise and Assist the AHC Director and Development officer in fundraising and marketing activities

Article III. The Board

Section 1. Membership.

Membership in the AHC Board of Advisors shall be open to any individual, interested in the mission and goals of the American Heritage Center, under such rules and regulations as shall be prescribed by the Board.

The Board shall nominate and elect its own members, provided only that any nominees have the approval of the Director of the Center. The Board shall be composed of:

- Chairperson
- Vice-Chairperson
- No fewer than thirteen (13) nor more than twenty two (22) Board members. At least one of these Board members shall also be a member of the University of Wyoming Foundation Board and serve as liaison to that group.
- The President of the Wyoming State Historical Society

Ex officio, non-voting Board members shall include the following:

- UW Vice President for Academic Affairs
- The AHC Director
- The AHC Associate Director
- The AHC Development Officer

Section II. Emeritus Membership

Emeritus membership, non-voting, Board members shall include the following:

- Board members who no longer wish to serve as voting members and have served their full term.
- Nominations will come from the Nominating Committee.
- Emeritus memberships are for two year and are able to be renewed by a majority vote of the Board.
- An Emeritus member shall not be obligated to attend Board meetings.
- Emeritus members will receive Board packets and exclusive information and updates about the American Heritage Center.
- Emeritus members are expected to provide funding support to the American Heritage Center and consider the American Heritage Center one of his or her top charities.
- Emeritus members are expected to advocate on behalf of the American Heritage Center.

Section III. Honorary Membership

Honorary membership will be a non-voting status of Board affiliation, granted to an individual by two-thirds vote of Board Members present at a regular meeting. Those eligible for Honorary membership will be persons who are distinguished for their archives or historical work or who have rendered distinguished service to the American Heritage Center. Each nomination of a person as an Honorary member shall be submitted on recommendation of the Nominating Committee to the Bi-Annual Board of Advisors Meeting for the approval of the membership. Honorary members shall enjoy the following privileges and have the following obligations:

- Honorary members will receive Board packets and exclusive information and updates about the American Heritage Center.
- Honorary members are expected to provide support to the American Heritage Center and consider the American Heritage Center one of his or her top charities.
- Honorary members are expected to advocate on behalf of the American Heritage Center.

- An Honorary member shall not be obligated to attend Board meetings but may attend.

Should an Honorary member not fulfill his/her obligations, Honorary membership can be rescinded by a two-thirds vote at two consecutive bi-annual Board meetings. Moreover, any Honorary member may voluntarily resign his/her position.

Honorary membership is considered a rare distinction and, as such, there is no expectation that a nomination will be put forward every year. Moreover, the number of Honorary members will not normally exceed one-third of the number of regular Board members.

Section IV. Voting.

All members of the Board, with the exception of those non-voting members identified in the Membership section, above, are eligible to vote.

Section V. Term of Office.

All board members shall serve for a term of four years, and may be re-nominated and re-elected for additional consecutive terms by the Board. Terms begin on the first of January and end four years later on the 31st of December. Those board members who serve by virtue of their membership on the Foundation Board of the University of Wyoming shall hold office until the expiration of their term or until their disqualification by reason of ceasing to be a member of the Foundation Board, whichever shall occur first, provided however that if disqualified but having served less than eight years they are eligible to be nominated and elected for a term as a regular member.

Section VI. Vacancies.

Any vacancy occurring in the Board shall be filled by the nomination and election of a successor by the Board, at the earliest possible date. The Nomination Committee shall specify, when the nomination is presented to the Board, whether the election is to fill the remaining term or to commence a full term.

Section VII. Elections.

Officers of the AHC Board shall be elected annually from the membership of the Board. Officers shall serve for two year terms.

Article IV. Meetings

Section 1. Meetings.

The AHC Associates Board shall meet two times annually—in the fall and summer at a date mutually agreed upon by a majority of the board members and with the approval of AHC's Director.

Section II. Quorum.

Seven members of the AHC Board shall constitute a quorum.

Article V. Committees

Section 1. Committees.

There will be the following standing committees: (1) Executive, (2) Nominating (3) Annual Fund and (4) Major Gift. The chairs of these standing committees will be appointed by the Board President with the approval of the American Heritage Center's Director.

Section 2. Committee Duties.

1. *The Executive Committee shall*
 - a. Serve as liaison with the UW administration on matters pertaining to the American Heritage Center's mission, programs, or facility
 - b. This committee will be composed of the Chairperson, Vice-Chairperson, and Chairpersons of all standing committees

2. The Nominating Committee shall
 - a. Work with the AHC administration to develop and annually review a statement of the mission and purpose of the Board, including a clear vision of the overall membership of the board
 - b. Strategically identify potential candidates based on current Board make-up and the defined membership vision
 - c. Work with the AHC Director and development staff to identify candidates from current and prospective major gift donors
 - d. Actively cultivate candidates for memberships
 - e. Carefully explain to candidates all requirements and expectations of board membership
 - f. Prepare candidate lists on a bi-annual basis—along with profiles on and statements from candidates—for consideration of the full Board at all regular Board meetings
 - g. Coordinate new Board member orientation during the first meeting following the Board election to engage and orientate new members to the mission of the American Heritage Center.
 - h. Develop and implement a plan to mentor new Board members.
 - i. Recommend members for Emeritus membership on the AHC Board.

3. The Annual Fund Committee shall
 - a. Review AHC Annual Fund Program planning and give advice on its direction, policies, and procedures
 - b. Generate ideas for improving the Annual Fund Program, including the AHC on-line fundraising program

- c. Ensure 100% board participation by overseeing and, when appropriate, soliciting gifts from fellow BOA members
 - d. Help in the planning and organization of any fundraising events for the AHC
 - e. Assist the development staff in identifying and recruiting potential AHC Annual Fund donors
 - f. Help acknowledge and steward Annual Fund donors
 - g. Donate to the AHC Annual Fund Program at the highest possible level, setting an example for annual giving to the AHC
4. The Major Gift Committee shall
- a. Review AHC Major Gift Program planning and provide advice on its direction, policies, and procedures
 - b. Advise the development staff in developing prospect cultivation and solicitation strategies for major gifts and planned gifts
 - c. Review AHC's prospect list on a regular basis to assist the development staff with prospect identification and research
 - d. Actively participate in prospect cultivation and solicitation
 - e. Assist the development staff and AHC Director in securing appointments with major gift prospects by acting as or identifying peers/associates of the prospect
 - f. Host or sponsor meetings and events for prospective donors, if needed
 - g. Assist in developing a strategy to steward planned gift donors and major gift donors.

Section 3. Special Committees.

The Board may create special committees and/or subcommittees as The Board deems necessary. The chairs of such committees shall be appointed by the president. Members of such committees shall be appointed by the committee chair and president.

Section 4. Quorum.

The quorum for each committee shall be 50% of its members.

Article VI. Amendments

Amendments

These Bylaws may be amended and additional Bylaws adopted at any meeting of the AHC Board by vote of a majority of the board members present provided that proposed amendments be submitted to the Board two weeks prior to the meeting.

Adopted: January 2000
Amended: October 2003
Amended: June 2005
Amended: July 2008

Amended: *October 2008*

Amended: *October 2011*