

BYLAWS – MICHIGAN WIC VENDOR ADVISORY COUNCIL

ARTICLE 1 - NAME, PURPOSE

- Section 1: The name of the organization shall be the **Michigan WIC Vendor Advisory Council**.
- Section 2: The **Vendor Advisory Council (VAC)** was formed to:
- Receive Vendor feedback on current and future WIC Program policies;
 - Gain insight into Vendor barriers to improve service to WIC participants;
 - Collaborate with Vendors to develop:
 - Marketing tools to advance promotion and retention efforts; and
 - Training tools to improve program compliance, ensure program integrity, and increase participant access to nutritional foods;
 - Address food access and security needs in areas where there are Vendor ‘openings’ and/or low redemption rates; and
 - Advance Diversity, Equity and Inclusion (DEI) and Racial Equity efforts to build stronger community partnerships between WIC Vendors and participants.

ARTICLE II - MEMBERSHIP

- Section 1: Application for membership shall be open to any WIC-authorized Vendor, including but not limited to Vendors in underserved areas of the state that have greatest need related to access to quality, affordable, and nutritious foods that are sensitive to cultural/ethnic dietary needs. Representation from different regions of the state, Vendor peer groups and minority-owned stores is desired.
- Section 2: Membership is open, but may be limited at the state’s discretion.
- Section 3: Membership shall be granted by the State Steering Committee.
- Section 4: Each participating member (Vendor) shall have one vote. Owners may assign a proxy if they are not able to attend scheduled meetings.

ARTICLE III - MEETINGS OF MEMBERS

- Section 1: **Bi-Annual Meeting.** The dates of the regular bi-annual meetings shall be set by the Steering Committee who shall also set the time and place.
- Section 2: **Ad-hoc Meetings.** Ad-hoc meetings may be called as needed by the Steering Committee.
- Section 3: **Notice.** Notice of each meeting shall be sent to each member of the VAC by email not less than one month before the meeting.
- Section 4: Meetings will be virtual, unless otherwise indicated.

ARTICLE IV – STEERING COMMITTEE

- Section 1: **Steering Committee Role, Size, Composition.** The Steering Committee is responsible for the overall direction, supervision, and purpose of the Vendor Advisory Council. The Steering Committee shall have no more than five members who are all direct employees of the Michigan WIC Program.
- Section 2: **Meetings.** The Steering Committee shall meet at least quarterly, at an agreed upon time and place.
- Section 3: **Steering Committee Appointments.** Steering Committee members shall be

appointed at least annually by the Section Manager of the WIC Vendor Relations & Program Integrity Section and shall serve for one-year terms (with option for re-appointment).

Section 4: Quorum. A quorum of at least three Steering Committee members must be met before business can be transacted or motions made or passed for any of the scheduled quarterly Steering Committee meetings.

Section 5: Officers and Duties. There shall be three officers of the Steering Committee consisting of two Co-Chairs and a Secretary. The Co-Chairs shall appoint the Secretary and designated committee members from Vendor Relations and Program Integrity.

The **Co-Chairs** shall convene regularly scheduled Steering Committee meetings and shall preside over the VAC meetings and internal Steering Committee meetings.

The **Secretary** shall be responsible for keeping records of both VAC meetings and Steering Committee actions, including overseeing the taking of minutes at all meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each Steering Committee member, and assuring that all records are maintained.

Section 6: Vacancies. When a vacancy on the Steering Committee exists, the Co-Chairs shall appoint new members as required. All vacancies will be filled only to the end of the existing member's term (with the option for re-appointment).

Section 7: Special Meetings. Special meetings of the Steering Committee shall be called upon at the request of the Co-Chairs. Notices of special meetings shall be sent out by the Secretary to each Steering Committee member.

ARTICLE V - COMMITTEES

Section 1: The Steering Committee may create ad hoc committees as needed. The Steering Committee Co-Chairs shall appoint all committee chairs. Committee chairs will be selected from members of the Vendor Advisory Council. The Steering Committee Co-Chairs shall then appoint members to special committees as needed.

ARTICLE VI - AMENDMENTS

Section 1: These Bylaws may be amended when necessary; by a two-thirds majority of the Steering Committee. Proposed amendments must be submitted to the Secretary to be sent out with regular Steering Committee announcements.