

HISPANIC LATINO COMMISSION OF MICHIGAN

BYLAWS

ARTICLE I

Name

The name of this organization shall be the Hispanic Latino Commission of Michigan hereafter referred to as the Commission.

ARTICLE II

Purpose

The purpose of the Commission shall be to:

- 2.1 Develop a unified policy and plan of action to serve the needs of Michigan's Hispanic/Latino people.
- 2.2 Advise the Governor, the Legislature, and the Office of Hispanic Latino Commission of Michigan concerning the coordination and administration of state programs serving Spanish-speaking people.
- 2.3 Make recommendations to the Governor and the Legislature regarding changes in state programs, statutes, and policies.
- 2.4 Advise the Governor and the Legislature of the nature, magnitude, and priorities of the problems of Hispanic/Latino people.
- 2.5.1 Review and approve grants to be made from federal, state, or private funds that are administered by the Office of Hispanic Latino Commission of Michigan.
- 2.6 Review and advise the Governor and the Legislature on the state's policies concerning Hispanic/Latino Commission of Michigan.
- 2.7 Secure appropriate recognition of Hispanic/Latino accomplishment and contributions to this state.
- 2.8 Review and approve the annual report by the Office of Hispanic Latino Commission of Michigan.
- 2.9 Assist with the planning and implementation of a Hispanic/Latino heritage month celebration.

- 3.0 Assist with the planning and implementation of Hispanic/Latino holiday celebrations.

ARTICLE III

Membership

- 3.1 The Commission shall consist of 15 members appointed by the Governor, by and with the consent of the Senate.
- 3.2 Members of the Commission shall be broadly representative of all fields of interest to Hispanic/Latino people.
- 3.3 Members shall be appointed from urban, suburban, and rural geographical areas representative of Hispanic/Latino people throughout this state.
- 3.4 The term of each member shall be three years. Of the members first appointed, five shall serve for three-year terms, five shall serve for two-year terms, and five shall serve for a one-year term.
- 3.5 A vacancy shall be filled by the Governor in the same manner as the original appointment for the balance of the unexpired term.
- 3.6 The Commission may recommend that the Governor remove a member if:
- a. a member engages in activities, which represent a conflict of interest with the Commission work; and/or
 - b. a member is absent for 2 meetings in a six month period unless the absence is due to extenuating circumstances as approved by the Executive Committee: and/or
 - c. a member behaves in an unprofessional or unethical manner with respect to the mission, the purpose, or the goals of the Commission.

The recommendation to the Governor for removal of a member requires 2/3 vote of the full Commission.

ARTICLE IV

Officers

- 4.1 The elected officers of the Commission shall be a Chairperson, a Vice Chairperson, a Secretary, and a Trustee.
- 4.2 The term of officers shall be one year.
- 4.3 Officers shall be elected for a calendar year, January to December, by secret ballot. Proxy votes are not permitted.
- 4.4 Duties of officers:
- a. **Chairperson.** The Chairperson shall preside at all Commission meetings; serve as ex-officio member of all committees; appoint the chairpersons and the members of all standing and ad-hoc committees; and, designate individual Commissioners or groups of Commissioners to represent the Commission. The Chairperson shall vote only to break ties, except in the case of a secret ballot. The Chairperson shall sign the minutes of meetings after approval by the Commission.
 - b. **Vice Chairperson.** The Vice Chairperson shall preside at any Commission meeting in the absence of the Chairperson and shall have all the powers of the Chairperson at such meetings.
 - c. **Secretary.** The Secretary shall preside at any Commission meeting in the absence of the Chairperson and the Vice Chairperson, and shall have all the powers of the Chairperson at such meetings. The Secretary shall sign the minutes of meetings after approval by the Commission.
 - d. **Trustees:** The trustee, in the absence of the Chairperson, Vice Chairperson, and Secretary, s/he shall have all the powers of the Chairperson at Commission meetings. The duties of the trustee shall also include assisting the Chair in developing the Commission meeting agendas and ensuring observance of Roberts Rules of Order during Commission meetings.¹
- 4.5 Vacancies in any office shall be filled by election by the full Commission to complete the un-expired term.

¹ 4.5d - Trustees

The duties of the trustee shall be two (2) part; Task and Maintenance. Task - Trustee shall assist the Chair in developing the Board agenda and providing input on issues needed to address. Maintenance - Trustee shall assist the Chair in maintaining a smooth focused meeting, and keeping the meeting on track and on time.

- 4.6 Officers may be removed from office, on a 2/3 vote of the full Commission, for (a) engaging in any activity constituting a conflict of interest according to the Attorney General's opinion; or, (b) failure to carry out the duties imposed by these bylaws.

ARTICLE V

Commission Meetings

- 5.1 Notices of meetings shall state the time, date, and place, and shall be made public at least ten working days prior to the meeting. A schedule of each year's meetings shall be posted in the Office of Hispanic/Latino . The Commission shall adhere to the provisions of the Michigan Open Meetings Act, Act 267 of the Public Act of 1976.
- 5.2 The Commission shall meet not less than six times a year, at times and places pre-determined by vote.
- 5.3 Special meetings of the Commission may be called by:
- a. Emergency meetings may be called by the Chair.
- 5.4 Regular meetings may be held in various parts of the state as approved by the Commission.

ARTICLE VI

The Committee Structure

6.1 General Information:

The Chair of the Commission appoints the chairperson and the members of each committee based on the appropriateness in terms of expertise, experience, and availability to serve by individual Commissioners to specific committees. Vacancies are filled as needed throughout the year.

6.2 Standing Committees

The standing committee is mandated by the Commission Bylaws and is, therefore considered a permanent structure within the Commission.

- a. Executive Committee. This Committee shall be composed of the Chair, Vice-chair, and Secretary, and a Trustee. The duties of this Committee shall be:
 - To act on behalf of the Commission in between regular meetings, and these actions will be subject to ratification by the full Commission at the next regularly scheduled meeting.
 - To conduct an initial review of the Commission budget, present the proposed budget to the full Commission, receive approval for proposed budget by the full Commission, and forward budget recommendation to the Governor.
 - To set, monitor and evaluate the annual goals and objectives for review and approval by the full Commission.

6.3 Special Ad-hoc Committees

The Ad-hoc committees and its chairpersons and membership are appointed by the Chairperson of the Commission.

The special Ad-hoc committees are established to pursue topics or issues of special interest to the Commission and assist the Commission to reach its goals and objectives. These special Ad-hoc committees are intended to be short-term committees for the purpose of specific intervention.

Any special committee established shall perform the function delegated by the Commission and any decision of such a special committee shall be deemed advisory to the Commission. In this advisory capacity, this type of committee maintains the responsibility to recommend solutions and/or actions to be implemented by the full Commission.

Special Ad-hoc Committees will have at least two Commissioners appointed by the Commission Chair, and may allow for outside experts and community consultants to participate as ex-officio members. Since this committee is assigned the responsibility of dealing with a specific matter exclusively, it will give progress reports to the full Commission on a routine predetermined basis.

Special Ad-Hoc Committees will be dissolved by the Chairperson of the Commission following the completion of their review and submission of reports and recommendations as required.

- a. Bylaws and Elections Committee. A special Ad-hoc Committee will convene once a year to oversee the procedure of officer elections. Moreover, this committee will convene in the event of a need to examine specific Commission policies, procedures, or questions pertaining to the Commission Bylaws.

ARTICLE VII

General Provisions

- 7.1 Executive Director
- a. The Executive Director's responsibility is to implement the policies and programs adopted by the Commission.
 - b. The Executive Director is responsible for the day-to-day administration of the Office of Hispanic/Latino Commission of Michigan and assignments to staff members.
 - c. The Executive Director shall present a written report to the members of the Commission on Hispanic/Latino Commission of Michigan at each Commission Meeting.
 - d. The Executive Director shall designate appropriate staff to each standing committee as needed.
- 7.2 Office of Hispanic/Latino Commission of Michigan Staff
- a. The staff of the Office of Hispanic/Latino Commission of Michigan shall implement the policies and programs of the Commission; shall prepare the necessary resource materials; shall conduct the appropriate research, and handle such other business as requested by the Executive Director.
- 7.3 Agendas for the Commission meetings and for the Executive Committee meetings shall be prepared by the Executive Director with the advice and consent of the Commission Chair and postmarked at least 10 calendar days prior to the Commission meeting.
- 7.4 Minutes of Commission meetings shall be prepared by the Executive Director and shall be provided to the Commission members within 8 calendar days following the meeting.

ARTICLE VIII

Quorum, Voting Procedures

A quorum shall consist of a majority of the voting members appointed and serving. A quorum is required before voting shall occur. A majority vote of those members present and voting is needed for official action. The presiding officer of the Commission and any of its committees shall vote in accordance with parliamentary procedure (Robert's Rules of Order, latest edition). There shall be no voting by proxy.

ARTICLE IX

Rules of Order

Except as otherwise provided by these bylaws, Robert's Rules of Order (latest edition) shall govern the conduct of business of the Commission, the meetings of the Executive Committee, and all committees.

ARTICLE X

Amendments to Bylaws

These Bylaws may be amended by a majority of the voting members of the Commission after the Commission members have been given at least one regular meeting in advance to consider the proposed amendments in written form.

ARTICLE XI

Correspondence, Publicity, Expenses, Legislation

11.1 Correspondence. Commission letterhead shall be used only for authorized business.

11.2 Publicity

- a. No Commissioner may represent the Commission or make public statements on behalf of the Commission unless duly authorized by the Commission.
- b. Releases to the press and other mass media are issued in the name of the Commission by the Chairperson of the Commission or the Executive Director with the approval of the Chairperson of the Commission.

11.3 Expenses

- a. Travel Expenses. The travel expenses of the Commission incurred in the performance of approved official duties shall be paid pursuant to the latest standardized travel regulations of the Michigan Department of Labor & Economic Growth.

11.4 Legislation

- a. The Commission shall make policy statements with regard to issues of concern to Hispanics, and shall take positions on specific pieces of legislation in line with these policy statements.

b. The Chair and the Commission shall communicate Commission positions to the Legislature and shall take such action as necessary in representing the Commission's point of view.

11.5 Records. It shall be the responsibility of the Executive Director of the Office of Hispanic/Latino Commission of Michigan to preserve essential records, which shall be maintained within the Office of Hispanic/Latino Commission of Michigan.

The Commission shall adhere to the provisions of the Michigan Freedom of Information Act 1976, No 442, Eff. April 13, 1997.

These Bylaws were amended and adopted by the Hispanic/Latino Commission of Michigan.