

# **MICHIGAN CENTER FOR THE BOOK**

## **BYLAWS**

### **ARTICLE I – NAME**

The Michigan Center for the Book is the name of this organization; hereafter referred to as the Center.

### **ARTICLE II – PURPOSE**

The Center shall function to stimulate public interest in the educational and cultural role of the book; authorship and writing; literacy; and the promotion of reading and libraries. The Center will serve as the Michigan affiliate of the Center for the Book at the Library of Congress.

### **ARTICLE III – HOST INSTITUTION**

The Center is sponsored by the Library of Michigan. The Library of Michigan shall serve as fiscal agent for the Center. All revenues and expenditures will comply with general accounting regulations and procedures for nonprofit organizations.

### **ARTICLE IV – AFFILIATES**

The Center shall have Affiliates throughout the state. The State Librarian shall select affiliates from organizations and institutions interested in participating in the Center. Each affiliate shall pay an annual fee for statewide programming and shall provide one person to be a member of the Center Board.

### **ARTICLE V – BOARD AND OFFICERS**

*Section 1* – Composition. The Board shall consist of three members in addition to one member from each Affiliate.

The State Librarian shall be a permanent member of the Board. Up to three members shall represent the Michigan book industry, such as authors, publishers, booksellers; shall be selected by the State Librarian; and shall serve three-year staggered terms to be chosen by the Board. No member selected by the State Librarian will serve more than two full three-year terms consecutively. The term of Board members shall run concurrently with the Center fiscal year 1 January to 31 December. Each Affiliate of the

Center shall provide one person to be a member of the Board for the duration of their status as an Affiliate. The Board shall be comprised of no more than one member employed by any one institution.

*Section 2* – Officers. The officers shall be a Chair, Chair-Elect and Secretary. The officers shall be elected by a majority Board membership vote. Term of office shall be one year, with no more than two consecutive one-year terms allowed. If an elected officer's institution selects a new representative for the Board, the nominating committee shall nominate a new officer to be voted on at the next Board meeting.

*Section 3* – Attendance. Board members (or a designated alternate) are expected to attend all meetings. Board members must notify the Coordinator of a designated alternate. Designated alternates have voting rights. The Chair may excuse any member who requests an excused absence.

*Section 4* – Removal. Any officer may be removed for cause by resolution adopted at any regular or special meeting of the Board by a majority of the Board members present and voting.

## **ARTICLE VI – DUTIES OF OFFICERS**

*Section 1* – Chair. The Chair shall be the representative of the Center in the activities for the Center. The Chair shall preside at all meetings of the Board.

*Section 2* – Chair-Elect. The Chair-Elect shall act in the absence of the Chair, and shall perform such other duties as the Board or Chair may assign.

*Section 3* – Secretary. The Secretary shall be responsible for reviewing and approving Board meeting minutes and other official documents as necessary.

*Section 4* – Term. The term of officers shall run concurrently with the Center fiscal year 1 January through 31 December.

## **ARTICLE VII – BOARD**

*Section 1* – Authority. The Board shall advise the Affiliates and Library of Michigan regarding policies and activities of the Center. The Board shall serve without compensation.

*Section 2* – Voting. Voting rights of each member shall be equal. All members may vote. Affiliates shall have only one voting member at each meeting. A simple majority of members present and voting shall be necessary to carry actions.

*Section 3* – Regular Meetings. Regular meetings of the Board shall be held, as the Board deems necessary, with a minimum of two meetings per year. Written notice of the meeting and the agenda shall be sent to Board members not less than ten working days prior to the meeting date.

*Section 4* – Special Meetings. Special meetings of the Board shall be called by the Chair or at the request of one third of the members of the Board. Written notice of the special meeting and the agenda shall be sent to Board members not less than ten working days prior to the meeting date.

*Section 5* – Quorum. A simple majority of the Board members shall constitute a quorum.

## **ARTICLE VIII – COMMITTEES**

The Chair with the advice and consent of the Board may appoint standing and special committees.

## **ARTICLE IX – PARLIAMENTARY AUTHORITY**

Robert’s Rules of Order, most recent edition, shall be followed except as they may conflict with these Bylaws.

#### **ARTICLE X – STAFF**

COORDINATOR. The State Librarian shall designate a person to serve as Coordinator of the Center who shall have general responsibility of administration of meetings and communications between Center Affiliates in their local and statewide activities and between the Center and the National Center for the Book of the Library of Congress. The Coordinator shall report to the State Librarian and the Board on a regular basis and perform all duties incident to such office as may from time to time be assigned by the State Librarian.

#### **ARTICLE XI – NONDISCRIMINATORY POLICY**

The Center will uphold state and federal laws and will not discriminate against any person.

#### **ARTICLE XII – FISCAL YEAR**

The Center fiscal year shall correspond to the calendar year from 1 January to 31 December.

#### **ARTICLE XIII – AMENDMENTS**

These Bylaws may be amended by a two-thirds majority vote of Board members present and voting, provided that written notice of the proposed amendment has been mailed and emailed to Board members not less than ten working days prior to the meeting date.

#### **ARTICLE XIV – DISSOLUTION**

In the event of dissolution, all assets, real and personal, shall be conveyed to the Library of Michigan.