

Executive Committee
21 August 1990

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**BYLAWS OF THE
LIBRARY OF MICHIGAN
BOARD OF TRUSTEES**

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**ARTICLE I
(Name)**

This document shall be known as the Bylaws of the Library of Michigan Board of Trustees.

**ARTICLE II
(Definitions)**

- Sec. 1 "Board" shall mean the Library of Michigan Board of Trustees.
- Sec. 2 "Department" shall mean the Michigan Department of Education.
- Sec. 3 "Library" shall mean the Library of Michigan.
- Sec.4 "Rule" means a Library regulation, statement, standard, policy, ruling, or instruction of general applicability that implements services provided or

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administered by the Library, or that prescribes the organization, procedure, or practice of the Library, including the amendment, suspension, or rescission thereof, pursuant to the Administrative Procedures Act, Public Act 306 of 1969, MCL 24.201 to 24.328.

**ARTICLE III
(Purpose)**

Under Michigan 1982 Public Act 540, as amended, and as ordered by Executive Reorganization Order No. 2009-26, MCL 399.752 (II)(B)(1)(a) and (2), the purpose of the Library of Michigan Board of Trustees is to make recommendations and provide counsel regarding the Library of Michigan. The Board shall make recommendations to the Michigan Department of Education on:

- 1) The services the Library shall provide. MCL 397.14 (1)(a)
- 2) The manner in which the services shall be provided. MCL 397.14(1)(b)
- 3) Other matters of general policy concerning the Library. MCL 397.14(1)(c)
- 4) The budget for the Library. MCL 397.14(1)(d)
- 5) Proposed rules governing operations of the Library. MCL 397.14(1)(e)
- 6) The employment of other administrative and general assistants and employees of the Library as are necessary for the care and management of the Library, including the Law Library Branch of the Library. MCL 397.17

The Board shall also provide counsel to the Superintendent of Public Instruction on the appointment of the State Librarian. Executive Reorganization Order No. 2009-26; MCL 399.752 (II)(B)(4) and (5)

**ARTICLE IV
(Membership)**

Sec. 1 As provided in MCL 397.14(3), and as ordered by Executive Reorganization Order No. 2009-26, MCL 399.752 (II)(B)(5), the Board shall consist of the following thirteen members:

- a) One member appointed by the Speaker of the House of Representatives.

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- b) One member appointed by the House of Representatives Minority Leader.
- c) One member appointed by the Senate Majority Leader.
- d) One member appointed by the Senate Minority Leader.
- e) The Superintendent of Public Instruction or his or her designee from within the Department of Education. Executive Reorganization Order No. 2009-26, MCL 399.752 (II)(B)(5)
- f) A representative of the Michigan Library Association, appointed by the Governor from a list of 3 persons nominated by the Michigan Library Association.
- g) Two members of the general public who represent users of the state library, appointed by the Governor.
- h) One member who is a librarian from a college or university library, appointed by the Governor.
- i) One member who is a librarian from a public or private K-12 system, appointed by the Governor.
- j) One member who is a librarian from a public library, appointed by the Governor.
- k) One member who is a librarian from a special library, appointed by the Governor.
- l) The Chief Justice of the Supreme Court or his or her designee.

Sec. 2 Members appointed to the Board shall hold office terms as specified by MCL 397.14(4).

Sec. 3 Members of the Board shall serve as voting members of the Board until their replacements are appointed. MCL 397.14(5)

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**ARTICLE V
(Officers)**

The officers of the Board shall consist of the Chair, Vice-Chair and Secretary.

Sec. 1 Nomination and Election of Officers

- a) At the November/December meeting in each calendar year the Board shall elect from its members a Chair and Vice-Chair, to take office as the final agenda item of the meeting. No member of the Board may serve as Chair for more than two consecutive terms. No member of the Board may serve as Vice-Chair for more than two successive terms.
- b) Nominations for Chair and Vice-Chair shall be made from the floor. If there is only one candidate nominated for Chair or Vice-Chair, the Chair shall declare the nominee elected and no ballots will be distributed or counted. If there are two or more candidates for an office, election shall be by a method of voting to be determined by the Board. If no candidate receives a majority of the votes on the first vote, subsequent votes limited to the top two candidates shall be taken until one of the nominees is elected.

Sec. 2 Duties of Officers

- a) The Chair
 - 1) The Chair shall be the chief executive officer of the Board.
 - 2) The Chair, shall call to order all meetings of the Board and shall preside at Board meetings. In the absence of the Chair, the Vice-Chair shall call the meeting to order and shall preside. In the absence of both the Chair and the Vice-Chair, the Secretary shall call the meeting to order and the Board shall elect a member of the Board as presiding officer for that meeting.
 - 3) The Chair, in consultation with the State Librarian, shall determine the order of business for Board meetings subject to appeal to the Board by any member.

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- 4) The Chair shall decide all questions of parliamentary procedure arising during Board meetings. Decisions shall be subject to appeal to the Board by any member. Any appeal to the Board shall be determined by a majority of the Board members voting thereon.
 - 5) The Chair may call regular and special meetings of the Board fixing the time, date and place thereof or upon petition of a majority of members of the Board. In the absence of the Chair, the Vice-Chair may call meetings. In the absence of the Vice-Chair, the Secretary may call the meetings.
 - 6) The Chair, subject to the approval of the members of the Board, shall appoint members of any committees designated, and shall designate all committee chairs.
 - 7) The Chair, or the designee of the Chair, shall represent the Library of Michigan Board of Trustees on the Library of Michigan Foundation Board. The Chair may nominate up to two additional members of the Board of Trustees to fill up to three positions of the Library of Michigan Foundation Board that are allotted to the Library of Michigan Board of Trustees.
 - 8) The Chair or the designee of the Chair shall be the spokesperson on behalf of, or in the name of, the Board, whenever a matter in the Board's field of interest is raised and requires presentation of the Board's point of view.
- b) Vice-Chair
- 1) The Vice-Chair shall preside at all meetings which the Chair does not attend and perform all the duties of the Chair in the Chair's absence.
- c) Secretary
- 1) The State Librarian shall serve as Secretary of the Board, but not as a voting member of the Board.
 - 2) The Secretary shall give notice of all Board meetings and prepare the preliminary agenda, in consultation with the

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Chair, as provided in Article VI, Section 4 and 5; and give notice of all Board meetings, and any Board committee meetings as provided in Article VI, Section 6.

- 3) At meetings of the Board, in the absence of both the Chair and the Vice-Chair, the Secretary shall call the meeting to order and the Board shall elect a member of the Board as presiding officer for that meeting.
- 4) Board Notice. The Board Secretary, upon the direction of the Board Chair, shall notify Board members of the time, date and place of all Board meetings. The Secretary shall give notice of the time, date and place of Board meetings in the manner required by Act No. 267 of the Public Acts of 1976, as amended (Open Meetings Act).

ARTICLE VI
(Meetings)

Sec. 1 Regular Meetings and Topics. The Board of Trustees shall meet at least three times per year. Only the following two meetings are prescribed:

JANUARY/FEBRUARY

NOVEMBER/DECEMBER - Election of officers, final action on committee assignments and setting of meeting calendar.

Sec. 2 Adoption of Time, Date and Place for Next Meeting. The Board, prior to adjournment of each meeting, will affirm a time, date and place for the next subsequent meeting.

Sec. 3 Cancellation of Meeting. The Chair of the Board, giving an appropriate reason, may cancel a regularly scheduled meeting and upon cancellation, with the concurrence of the Vice-Chair, may select another meeting date.

Sec. 4 Board Notice. The Board Secretary, upon the direction of the Board Chair, shall notify Board members of the time, date and place of all Board meetings. The Secretary shall give notice of the time, date and place of Board meetings in the manner required by Act No. 267 of the Public Acts of 1976, as amended (Open Meetings Act).

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- Sec. 5 Agenda. The Secretary, prior to the convening of regularly scheduled Board meetings, shall submit copies of a tentative agenda to members of the Board. Board members desiring items to be placed on a tentative agenda for a meeting shall notify the Secretary at least two weeks in advance of the meeting.
- Sec. 6 Public Notice of Board Meetings. The Secretary shall provide that notice of Board meetings will be posted in conjunction with the Open Meetings Act requirements.
- Sec. 7 Public Comment. The Board shall receive comments from the public at each meeting of the Board. Persons wishing to address the Board during the period for public participation will be requested to give their name, location and library or organization represented, if any. The Board may establish time constraints for public comment. MCL 15.263

**ARTICLE VII
(Conduct of Business)**

- Sec. 1 Active participation by all members is important for effective functioning of this Board. A majority of all voting Board members shall constitute a quorum for the transaction of Board business. Voting by Board members or meetings of the Board or any committee by conference telephone or other interactive, electronic technology allowing full public access and participation shall be permitted; participation by such means shall constitute presence for the quorum.

Legislative Board members may send a designee on their behalf. Participation by the designee shall constitute presence for the quorum and may vote on behalf of the Legislative Board member.

- Sec. 2 The affirmative vote of the majority of the voting members of the Board participating (and at least five) shall be required for the transaction of all business requiring Board concurrence including the election of officers.

**ARTICLE VIII
(Board Powers and Responsibilities)**

- Sec. 1 The Chair, with the approval of the Board, may create ad hoc committees of the Board as need demands. MCL 397.14(5)

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- Sec. 2 Members of committees shall be appointed by the Chair, subject to the approval of the Board.
- Sec. 3 Individuals who are non-Board members may be appointed to ad hoc committees in an advisory, nonvoting capacity.
- Sec. 4 The Board shall make recommendations to the Michigan Department of Education on:
- a) The services the Library shall provide MCL 397.14(1)(a);
 - b) The manner in which the services shall be provided MCL 397.14(1)(b);
 - c) Other matters of general policy concerning the Library MCL 397.14(1)(c);
 - d) The budget for the Library MCL 397.14(1)(d); and
 - e) Proposed rules governing operations of the Library MCL 397.14(1)(e)
 - f) The employment of other administrative and general assistants and employees of the Library as are necessary for the care and management of the Library, including the Law Library Branch of the Library. MCL 397.17
- Sec. 5) The Board shall provide counsel to the Superintendent of Public Instruction on the appointment of a State Librarian. MCL 397.15
- Sec. 6) In order to discharge its duties in an informed and responsible manner, the Board shall be kept informed by the State Librarian of existing policies and significant changes relating to the principal activities of the Library of Michigan in the areas of:
- a) Library of Michigan budget;
 - b) Library of Michigan policies;
 - c) Library of Michigan organizational structure;

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- d) Department activities relative to libraries in Michigan;
- e) Funding of libraries; and
- f) General state of libraries in Michigan.

**ARTICLE IX
(Compensation)**

Sec. 1 Board members and members of Board committees may be entitled to reimbursement of expenses incurred in the conduct of Board business in attending Board and committee meetings and to other than the regularly scheduled meetings as authorized by the Board, in such manner as the Department shall determine.

**ARTICLE X
(Amendment of Bylaws)**

Sec. 1 The Bylaws of the Board may be amended by the majority of all voting Board members serving at the time of vote.

**ARTICLE XI
(Parliamentary Authority)**

Sec. 1 The Bylaws of the Board shall govern all Board action. Where the Bylaws are silent, the proceedings of the Board shall be governed by Robert's Rules of Order.

**ARTICLE XII
(Library Bill of Rights)**

Sec. 1 The Library of Michigan Board of Trustees supports the guiding principles of the American Library Association Library Bill of Rights on Intellectual Freedom.