

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

2.1 The purpose of the Commission shall be to carry out the duties as set forth in Executive Order 1974 – 6. The law directs the Commission to:

- a. Advise the Governor, the Legislature, and the Office regarding the coordination and administration of state programs serving Hispanic people.
- b. Make recommendations to the Governor and the Legislature regarding changes in state programs, statutes, and policies.
- c. Advise the Governor and the Legislature of the nature, magnitude, and priorities of the problems of Hispanic people.
- d. Review and approve grants to be made from federal, state, or private funds and which are administered by the Commission.
- e. Secure appropriate recognition of Hispanic accomplishments and contributions to the state.
- f. Review and approve the Annual Report.

2.2 Commitment to Diversity

The Commission is enhanced by the full and effective involvement of its members who contribute broadly to diversity in terms of race, color, sex, gender, gender identity, age, religion, national origin, disability (visible or nonvisible), sexual/affectional orientation, political affiliation, and more. It is important the diversity of commissioners is representative of the Hispanic/Latino communities of Michigan. The Commission shall promote diversity on all boards, committees, task forces, and other governance bodies at all levels of responsibility.

ARTICLE III

Membership

- 3.0 The Commission shall consist of 15 members appointed by the Governor, by and with the consent of the Senate.
- 3.1 Members of the Commission shall be broadly representative of all fields of interest to Hispanic/Latino community.
- 3.2 Commissioners shall be appointed from urban, suburban, and rural geographical areas representative of Hispanic/Latino people throughout this state.

- 3.3 The term of each commissioner shall be three years, renewable.
- 3.4 A vacancy shall be filled by the Governor in the same manner as the original appointment for the balance of the unexpired term.
- 3.5 The Commission Chair and the Governor may appoint ex officio, non-voting members to the Commission.
- 3.6 The Commission may recommend that the Governor remove a commissioner if a commissioner engages in prohibited conduct under Section 15.342 of the Public Meetings Act and/or, if:
 - a. a commissioner engages in activities, which represent a conflict of interest with the Commission work; and/or
 - b. a commissioner is consistently absent from meetings that are not due to extenuating circumstances as approved by the Chair; and/or
 - c. a commissioner behaves in an unprofessional or unethical manner with respect to the mission, the purpose, or the goals of the Commission.¹

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

- 3.7 The Executive Director (ED) will contact commissioners with expiring terms within 180 days prior to the commissioner's term ending. Commissioners seeking reappointment shall communicate with the ED and complete any required state reappointment application within ninety (90) days prior to term expiration. If reappointment will not be sought, the Commissioner will provide written notice to the ED within ninety (90) days prior to term expiration.
- 3.8 A commissioner who chooses to resign may do so by written notice to the Chair and ED, which will communicate with the Executive Office of the Governor.

¹ See also 15.342 Michigan Open Meetings Act

ARTICLE IV

Officers

- 4.1 The elected officers of the Commission shall be a Chair, a Vice Chair a Secretary, and a Treasurer.
 - 4.2 The elected officers shall be elected by majority vote of the Commission at the annual September meeting, for a two calendar year term, September to August, or until their term expires without reappointment if less than two calendar years.
 - 4.3 Elections will follow the procedure outlined in Robert's Rules of Order and established by an ad hoc Elections Committee appointed by the Chair. The Committee shall provide procedures to the Commission 30 days prior to an annual election.
 - 4.4 Officers shall have served as least one year on the Commission.
- 4.5 Duties of officers, collectively the Executive Committee:
- a. **Chair.** The Chair shall preside at all Commission meetings; serve as ex-officio member of all committees; appoint the chair and the members of all standing and ad-hoc committees; and, designate individual Commissioners or groups of Commissioners to represent the Commission. The Chair shall vote only to break ties, except in the case of a secret ballot..
 - b. **Vice Chair.** The Vice Chair shall preside at any Commission meeting in the absence of the Chair and shall have all the powers of the Chair at such meetings. Vice Chair shall preside at any meeting of the Executive Committee in the absence of the Chair. Vice Chair will assist with the adherence and observance of Robert's Rules of Order.
 - c. **Secretary.** The Secretary shall preside at any Commission meeting in the absence of the Chair and the Vice Chair, and shall have all the powers of the Chair at such meetings. The Secretary shall sign the minutes of meetings after approval by the Commission. The Secretary assists with the adherence and observance of Robert's Rules of Order.
 - d. **Treasurer.** The Treasurer shall preside at any Commission meeting in the absence of the Chair, Vice Chair, and Secretary, and shall have all the powers of the Chair at such meetings. The Treasurer shall have custody of the Commission's funds and securities and shall keep full and accurate account of receipts and disbursements in books belonging to the Commission. The duties of the Treasurer shall also include:
 - i. Serve Chair of the Finance Committee.
 - ii. Maintain and oversee the execution the proposed budget to the Commission, propose changes to budget allocations or requests for new funding, receive

approval for the proposed budget by the Commission, and forward approved budget to the ED, who will forward budget to the State's finance department.

iii. Maintain and oversee donation fund or any other funds maintained by the Commission.

4.5 Vacancies in any office shall be filled by election by majority vote of the Commission to complete the un-expired term.

- 4.6 Officers may be removed from office, on a 2/3 vote of the Commission.

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 on the Commission website. The Commission shall adhere to the provisions of the Michigan Open Meetings Act, Act 267 of the Public Act of 1976 (OMA).
- 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 the Chair, or upon written request of a majority members of the Commission to the Chair. The Commission shall receive ten (10) business days' notice in advance of special meetings, and such notice shall designate the purpose of the meeting. Emergency and Closed meetings may be called by the Chair in compliance with the OMA.²
- 5.4 Regular meetings should be held in various parts of the state as approved by the Commission.

² See 15-265(5) and 15.267 and 15.268

ARTICLE VI

The Committee Structure

6.1 General Information:

The Chair of the Commission appoints the chair 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

- a. The standing committees are mandated by the Commission Bylaws and is, therefore considered a permanent structure within the Commission.
- b. Executive Committee. This Committee shall be composed of the Chair, Vice-chair, and Secretary, and the Treasurer. The duties of this Committee shall be:
 - i. 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.
 - ii. To set, monitor and evaluate the annual goals and objectives for review and approval by the full Commission.
 - iii. Assist in the preparation, review, and submission of the annual report, which is due at the end of each calendar year.
 - iv. Collaborate with other state commissions.
 - v. Assist with planning and preparation of the annual strategic planning meeting.
 - vi. Other duties assigned by the Chair or by vote of the Commission.
- c. Other standing committees³ include:
 - i. Advocacy Committee
 - ii. Finance Committee
 - iii. Education Committee
 - iv. Health/Migrant Farmworker Committee
 - v. Economic/Employment Committee

6.3 Ad-hoc Committees

³ A description of each committee may be found in the HLCOM handbook

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 ad-hoc 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.

6.4 Reports are due from each committee chair fifteen (15) business days prior to the scheduled standard public meeting. Reports are submitted to the ED and Chair.

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.

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

ARTICLE VII

General Provisions

- 7.1 Executive Director (ED)
- 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, interns, and volunteers.
 - 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 committee as needed.
 - e. The Executive Director shall receive all written requests for meeting accommodations and will forward those requests to the state ADA Compliance officer.
 - f. 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 Chair and provide at least 5 calendar days prior to the meeting
- 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.
 - b. The staff of the Office of Hispanic/Latino Commission of Michigan shall take the minutes of Commission meetings and is responsible for providing draft minutes to the ED and Secretary within eight (8) calendar days following the meeting.
 - c. The Commission may retain a position of Administrator as a civil service position or on a contractual basis.

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 Chair or the Executive Director with the approval of the Chair.

11.3 Expenses. Expenses of the Commission incurred in the performance of approved official duties shall be paid pursuant to the latest standardized travel regulations of the State of Michigan, as budget allows.

11.4 Legislation

- a. The Commission may make policy positions regarding issues of concern to the Hispanic/Latino community and may take positions on legislation in line with these policy positions, consistent with Executive Order 1974-6.
- b. The Chair and the Commission shall communicate Commission positions on legislation in accordance with Executive Order 1974-6.

11.5 Records. It shall be the responsibility of the Executive Director of the Commission 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 on September 16, 2022