

BYLAWS
BEAUTIFICATION COUNCIL OF SOUTHEASTERN MICHIGAN

ARTICLE I

NAME

The name of this organization shall be "Beautification Council of Southeastern Michigan", a non-profit, non-partisan, public service, educational organization, affiliated with Keep Michigan Beautiful, Inc. Hereinafter, the Beautification Council of Southeastern Michigan may be referred to as the Organization or BCSEM.

ARTICLE II

OBJECTIVES AND PURPOSES

Section 1. To restore, preserve and enhance the beauty of Michigan.

Section 2. To encourage and assist active participation in all things that pertain to the beautification and improvement of southeastern Michigan.

Section 3. To encourage and promote cooperation among the members of this organization to initiate and advance beautification programs. To discuss, suggest, and coordinate anti-liter beautification projects so as to strengthen the overall effort of civic improvement to the entire area.

Section 4. To promote publicity for emphasis programs for all members of this organization. To promote the dissemination of pertinent information concerning activities of members.

Section 5. To disseminate pertinent materials and suggestions received from all sources.

Section 6. To enlist the active support of municipalities, businesses, individuals and organizations which may be interested in the objectives.

ARTICLE III

MEMBERSHIP

These shall be three classes of membership: regular, associate and member-at-large.

Section 1. Regular membership shall be municipalities at all levels: city, village, township and county in the Beautification Council of Southeastern Michigan area. Regular membership shall be represented by one appointed delegate or appointed alternative delegate.

Section 2. Associate membership shall be businesses and organizations interested in the objectives of this Council. Associate membership shall be represented by one appointed delegate or alternative delegate.

Section 3. Membership-at-large shall be those interested individuals who: (1) have had some previous active participation in anti-litter beautification projects; and/or, (2) express a desire to help in this Council. Each member-at-large shall be a delegate.

Section 4. Admission to membership in this Council shall be approved by a majority of the Board of Directors. Membership-at-large shall be approved by the Executive Committee.

Section 5. Each delegate or alternate delegate and each member of the Board of Directors shall be entitled to one vote at regular or special membership meetings of the organization.

Section 6. The alternate delegate shall act in behalf of the delegate in the absence of the delegate.

Section 7. All past presidents of BSCEM shall be lifetime honorary members-at-large, pay no dues, and shall be entitled to vote as a delegate.

ARTICLE IV

OFFICERS

Section 1. The elected officers of this organization shall be President, First Vice President, Second Vice President, Recording Secretary, Corresponding Secretary, Treasurer and four Directors.

Section 2. All officers shall be elected by a majority vote of the delegates and board members present at the last regular membership meeting each fiscal year; in the absence of such an election, the Executive Committee shall reschedule the election for the next general membership meeting.

ARTICLE V

EXECUTIVE COMMITTEE

Section 1. The Executive Committee shall be the President, First Vice President, second Vice President, Recording Secretary, Corresponding Secretary, Treasurer and the four elected Directors of the organization. The retiring President shall be an ex-officio member for the fiscal year following termination of office.

Section 2. The Executive Committee shall meet at the call of the President or two other members of the Executive Committee.

Section 3. The Executive Committee shall have the power to act for the Board of Directors between meetings of the Board of Directors.

Section 4. The Executive Committee shall confirm all Chairmen appointed by the President and all appointments for vacancies in office. It shall approve appointment of all members-at-large.

Section 5. A record of all action taken by the Executive committee shall be reported to the Board of Directors.

Section 6. Five members of the Executive Committee shall constitute a quorum.

ARTICLE VI

BOARD OF DIRECTORS

Section 1. The Board of Directors shall consist of the Officers, Directors, Chairmen of Standing Committees and Retiring President. They shall have the right to vote at all meetings of BCSEM. The retiring President shall be an ex-officio member for the fiscal year following termination of office.

Section 2. Five members of the Board of Directors shall constitute a quorum.

Section 3. The Board of Directors shall meet at the call of the President or any two members of the Board of Directors.

Section 4. The Board of Directors shall conduct the business of this organization in conformity with its policies, objectives and purposes.

Section 5. Elected Directors or Officers may be appointed Chairmen of one of the standing committees.

ARTICLE VII

MEETINGS

Section 1. There shall be at least four regular meetings of the membership during the year. They shall be quarterly unless otherwise noted by the Executive Committee.

Section 2. Special meetings may be called by the President or by written request of two Board members. Written notification, stating the specific purpose of the meeting, shall be given at least two weeks in advance of any special meeting to all regular and associated members and members-at-large on record on the day of notice. Delegates, alternative delegates and other interested individuals are invited to attend all special meetings of the membership.

Section 3. Meetings of the Board of Directors shall be held monthly or at the call of the President.

ARTICLE VIII

NOMINATION AND ELECTION OF OFFICERS AND DIRECTORS

Section 1. The President shall appoint the Chairman of the Nominating Committee. Whenever possible, this appointment should be Past President. The Chairman of the Nominating Committee shall appoint at least two or as many as four members to the Nominating Committee and present them to the Board of Directors for approval.

Section 2. The Nominating Committee shall submit a written report to the Board of Directors at the October Board of Directors meeting, listing the nominations for each elected office. Nominees must be qualified and consent to serve. Nominees for directors shall be selected from different geographic areas whenever possible.

Section 3. The Board of Directors shall arrange to send the report of the Nominating Committee to each member (voting delegate) and members at large with the notice of the last meeting of each fiscal year. The host committee/community shall mail the report with the regular quarterly meeting notice.

Section 4. The report of the Nominating Committee shall be read at the last meeting of each fiscal year. Additional nominations may be made from the floor providing they carry the consent of the nominee.

Section 5. The Officers and Directors shall be elected by a majority vote of the delegates and Board of Directors present at the last regular quarterly meeting of each fiscal year.

Section 6. The regular term of office commences on January 1, following the election. The length of the term for officers is one year and for directors the term is two years. Two directors are elected each year for a term of two years. Officers may serve more than one term.

Section 7. All vacancies for unexpired terms of any office shall be filled by the President with the approval of the Executive Committee.

Section 8. Any officer, director, or committee chairman absent from five (5) consecutive Board meetings without excuse may be removed by the Executive Committee.

Section 9. Any officer, director or committee chairman determined to be negligent or guilty of conduct that would discredit this organization may be removed by the Executive Committee.

ARTICLE IX
FINANCE AND DUES

Section 1. The annual dues for members of this organization shall be \$20.00 to be paid at the beginning of each fiscal year. Changes in annual dues shall be recommended by the Executive Committee and approved by at least a two-thirds vote of the delegates and Board Members present at a regular quarterly meeting of the membership.

Section 2. Dues notices shall be sent to members and prospective members. (Refer to Article X, Section 7.)

Section 3. Lifetime honorary members-at-large shall pay no dues.

ARTICLE X
DUTIES OF OFFICERS

Section 1. The duties of the officers shall be such as are set forth and implied by their respective titles and such as may be specified in these Bylaws.

Section 2. The President shall have the duties of supervision and management as may pertain to the office of President and shall:

- Preside at all meetings;
- Be chairman of the Executive Committee and the Board of Directors;
- Appoint committee chairmen and special committees;
- Act as an ex-officio member of all committees except the Nominating Committee;
- Issue the call for regular membership, Executive and Board meetings;

- See that committees function and cooperate with the committee chairmen toward that end;
- Call for regular committee reports;
- See that regular elections are held in accordance with these Bylaws;
- Appoint a Parliamentarian

Section 3. The First Vice President shall assist the President. If for any reason, the President is unable to perform the duties of the office, the First Vice President shall occupy the position of President and perform those duties, having the same authority as the President. If for any reason the First Vice President is unable to perform the duties of the President, the Second Vice President shall perform the duties of the President.

Section 4. The Directors shall represent the organization and may serve as chairmen of the committees as designated by the President.

Section 5. The Recording Secretary shall keep all records of the organization and shall record the minutes of all regular membership meetings and Board meetings.

Section 6. The Corresponding Secretary shall:

- Notify officers of their election;
- Notify members and chairmen of committees of their appointments;
- Send out notices of all Executive and Board meetings;
- Conduct the correspondence of the organization.

Section 7. The Treasurer shall:

- Receive all monies;

- Pay bills approved for payment when due;
- Keep an itemized account of all receipts and disbursements;
- Be authorized by the Board of Directors to open a bank account in the name of the Organization;
- Present a written report at each Board meeting of the finances of the Organization and bills paid since the previous Board meeting;
- Submit all records for audit upon request at the end of each administrative year.

All checks shall be signed by the Treasurer or the designated representative of the Board of Directors. Notice of membership dues shall be sent at the beginning of each year to the designated municipal representatives, associate members and members-at-large. A second notice shall be sent as necessary. These membership dues notices may be sent by the Treasurer or a designated member of the Board of Directors. Notices shall be sent to all members and prospective members municipalities in southeastern Michigan (Identified as District 1 by Keep Michigan Beautiful, Inc.)

Section 8. All officers, directors and committee chairs upon retiring from office, shall deliver to the President all record books, papers or other property belonging to the organization.

COMMITTEES

Section 1. There may be the following Standing Committees:

1. Individual Service Award 7. Sharing File Coordinator
2. Budget 8. Membership
3. Newsletter 9. Nominating
4. Web Site Coordinator 10. Parliamentarian
5. Historian 11. Publicity and Public Relations

6. Meeting Coordinator

Section 2. The President shall appoint, as need arises, such committees as are deemed necessary. They could include but not be limited to:

1. Arbor Week
2. Business Contacts
3. Clean Up
4. Community Groups
5. Bylaws

Section 3. Appointments to any committee shall be for a one-year term or completion of the project.

ARTICLE XII

PARLIAMENTARY AUTHORITY

In the absence of rules in these Bylaws, the proceedings of the membership meetings and Board of Directors meetings shall be conducted in accordance with Roberts Rules of Order Revised.

ARTICLE XIII

AMENDMENTS

These Bylaws may be amended at any membership meeting by a two-thirds vote of all delegates and Board Members present. The proposed amendment shall be submitted in writing to the delegates prior to the meeting.

ARTICLE XV

DISSOLUTION

In the event of dissolution, all assets, real and personal, shall be transferred to Keep Michigan Beautiful, Inc.

Organized: February, 1064

New Bylaws presented September, 1970

Revised 1974

Revised 1984

Revised June 20, 2006

Revised June 21, 2007