

BY-LAWS OF
BEAUTIFICATION COUNCIL
OF
SOUTHEASTERN MICHIGAN

ARTICLE I

NAME

The name of this non-profit, non-partisan, public service organization, affiliated with Keep Michigan Beautiful, Inc., formed cooperatively, shall be, "Beautification Council of Southeastern Michigan".

ARTICLE II

OBJECTIVES AND PURPOSES

The objectives and purposes of this Council shall be:

- 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 further beautification programs.
- Section 4. To promote publicity for emphasis programs for all members of this organization; and to promote the dissemination of information concerning activities of members.
- Section 5. To disseminate materials and suggestions received from all sources.
- Section 6. To discuss, suggest and coordinate anti-litter, beautification projects to avoid duplication and strengthen the overall effort of civic improvement in "the entire area".
- Section 7. To enlist the active support of municipalities, businesses, individuals and organizations which may be interested in the objectives.

ARTICLE III

MEMBERSHIP

There shall be three classes of memberships; regular, associate and members-at-large.

- Section 1. Regular members shall be the official representative, or his alternate, of member municipalities in good standing with this organization.
- Section 2. Associate members and their alternate shall be other interested representatives of businesses and organizations interested in the objectives, whose objectives area covers more than one county.

- Section 3. Members-at-large shall be those interested individuals who: (1) have had some previous active participation in anti-litter, beautification projects; and (2) express a desire to help in this Council.
- Section 4. Admission to membership in this organization shall be approved by a majority of the Board of Directors.
- Section 5. Each regular member, associate member, and member-at-large shall be entitled to one vote at any meeting of the organization.
- Section 6. The alternate member shall act in behalf of the regular or associate member in the absence of the regular or associate member.
- Section 7. Membership in this Council by any city, village, township, business, industry or individual shall constitute automatic membership in Keep Michigan Beautiful.

ARTICLE IV
OFFICERS

- Section 1. The elected officers of this organization shall be a President, a Vice President, a Recording Secretary, a Corresponding Secretary, a Treasurer, and four Directors.
- Section 2. The retiring President shall be an ex-officio member of the Executive Committee and the Board of Directors for the fiscal year following retirement.
- Section 3. All officers shall be elected by a vote of the members and continue in office for a one-year term or until the next election.
- Section 4. Qualifications for President shall be membership in the organization for one year prior to election.
- Section 5. Qualification for other officers shall be membership in good standing, except the Recording Secretary.
- Section 6. The Recording Secretary may be any individual interested in the objectives of this organization and need not be a regular, associate or alternate member, or member-at-large, but shall have the vote of a regular member.

ARTICLE V
EXECUTIVE COMMITTEE

- Section 1. The Executive Committee shall be the President, Vice-President, Recording Secretary, Corresponding Secretary, Treasurer and Directors of the organization. The retiring President shall be an ex-officio member for the fiscal year following retirement from 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 at their next meeting.
- Section 6. A majority 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 and Chairmen of each standing committee. They shall each have the right to vote. The retiring President shall be an ex-officio member for the fiscal year following retirement from office.
- Section 2. A majority 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. Each Director shall be appointed a Chairman 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.
- 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 meeting to all regular and associate members, and members-at-large on record on the day of notice. Alternate members and other interested individuals are invited to attend all meetings of the membership.

ARTICLE VIII

NOMINATION AND ELECTION OF OFFICERS AND DIRECTORS

- Section 1. The President shall appoint a Nominating Committee Chairman to present to the membership the names of candidates qualified and willing to serve in each of the elected offices for the following year. Additional nominations may be made from the floor provided they carry the consent of the nominee. The nominating committee shall consist of the Chairman and four additional members elected by the Board of Directors.
- Section 2. The officers and the Directors shall be elected by a vote of a majority of members present. Such election to be held at the last meeting of each fiscal year.
- Section 3. The regular term of one year for Directors and Officers shall commence January 1, following the election.
- Section 4. All vacancies for unexpired terms of any office shall be filled by the President with the approval of the Executive Committee.
- Section 5. Nomination of four Directors shall be for staggered terms. The term of office shall be for two years, except for the first election held after the adoption of these By-Laws, at which election two Directors shall be elected for one year terms and two Directors for two year terms. Thereafter, each Director shall be elected for two year terms.

ARTICLE IX
FINANCES AND DUES

- Section 1. The dues of this organization shall be Ten Dollars per year for each municipality, business or organization.
- Section 2. A change in the annual dues must be approved by at least a two-thirds vote of the members present.
- Section 3. Annual dues shall become due and payable each year at the beginning of the fiscal year. Members shall be formally notified by the Treasurer of the necessary dues payment.

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 by-laws.
- Section 2. The President shall have the duties of supervision and management as may pertain to the office of President. He shall preside at all meetings and shall be Chairman of the

Executive Committee and the Board of Directors. He shall appoint committees and shall act as an ex-officio member of these committees. He shall issue the call for regular membership, Executive and Board meetings. He shall see that the committees function and shall cooperate with the committee chairmen toward that end. He shall call for regular committee reports. He shall see that regular elections are held in accordance with these by-laws. He shall appoint a Parliamentarian.

- Section 3. The Vice President shall assist the President. If for any reason, the President is unable to perform his duties, the Vice President shall occupy the position of President and perform his duties, having the same authority as the President.
- Section 4. The Directors shall generally represent their respective geographical areas as well as the whole organization, and shall serve as the chairmen of the committees designated by the President.
- Section 5. The Recording Secretary shall keep all records of the organization; keep an up-to-date list of all members of the organization; record the minutes of all regular membership and Board meetings.
- Section 6. The Corresponding Secretary shall notify officers of their election; notify members and Chairmen of committees of their appointments; shall send out notices of all meetings; and, in general, conduct the correspondence of this organization.
- Section 7. The Treasurer shall receive all moneys; shall pay bills when due; shall keep an itemized account of all receipts and disbursements; shall be authorized by the Board of Directors to open a bank account in the name of the organization; shall present a written report at each Board meeting of the finances of the organization and bills paid since the previous Board meeting; and upon request, submit all records for audit. All checks shall be signed by any two officers. In general, the Treasurer shall have the powers and perform all duties incident to the office.
- Section 8. All officers and committee chairmen, upon retiring from office, shall deliver to the President all record books, papers or other property belonging to the organization.

ARTICLE XI
COMMITTEES

Section 1. There shall be the following standing committees:

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| 1. Budget | 7. Membership |
| 2. Bulletin | 8. Nominating |
| 3. By-laws | 9. Procurement |
| 4. Hostéss | 10. Program |
| 5. Library | 11. Publicity and Public Relations |
| 6. Mailing | 12. Speakers |

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

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| 1. Arbor Day | 5. Streets and Roads |
| 2. Business Contacts | 6. Water |
| 3. Clean Up | 7. Youth |
| 4. Community Groups | |

Section 3. Each appointment to any committee shall be for a one year term.

ARTICLE XII
FISCAL YEAR

The fiscal year of this organization shall begin January 1st and end December 31st in each year.

ARTICLE XIII
PARLIAMENTARY AUTHORITY

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

ARTICLE XIV
AMENDMENTS

These by-laws may be amended at any membership meeting by a two-thirds vote of all members present. The proposed amendment shall be submitted in writing to the members prior to the meeting or read to the members at the last previous meeting.

ARTICLE XV
DISSOLUTION

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

Organized: February 1964

Amended: June, 1966