MIDEASTERN MICHIGAN LIBRARY COOPERATIVE

BY-LAWS

Originally Adopted August 20, 1992
Revised: 1995; 1997; 2004; 2012;2017; 2018; 2022
Revised: September 2026

Article I - NAME
The name of this organization shall be the Mideastern Michigan Library Cooperative.

Article II - PURPOSE
The purpose of this organization is to provide those services that can usually be performed more effectively and economically by a larger unit of service while at the same time permitting the smaller unit of service to retain its local autonomy and close contact with the people it serves.

The Cooperative itself does not provide direct service to the public; rather it aids and assists member libraries in their endeavors to better serve the public.

In order to best serve our constituents, the Mission of the Mideastern Michigan Library Cooperative is to advocate for and provide broad services to multi-type libraries within its legal service area.

Article III - AUTHORITY
This organization is established as authorized under Michigan Public Act 89, 1977, as amended, known as State Aid to Public Libraries Act of 1977 and the Cooperative Plan of Service as amended.

Article IV - GOVERNANCE
Governance shall be as outlined in the Cooperative Plan of Service. For details, please refer to the Cooperative Plan of Service, as amended.

Article V - ORGANIZATION OF THE BOARD
Section 1 Officers of the Board shall be elected at the regular September meeting each year.

Section 2 The offices of the Board shall be Chairperson, Vice Chairperson and Secretary-Treasurer.

Section 3 The Chairperson shall preside at all meetings of the Board and may appoint such committees as deemed necessary. The Chairperson shall be an ex-officio member of all such committees.

Section 4 The Vice Chairperson shall assume the duties of the Chairperson in the case of absence or disability and assume the office of chairperson if the incumbent leaves office before the next election.

Section 5 The Chairperson, Vice Chairperson and Treasurer shall be elected as a slate proposed by the Board Chairperson. Nominations may also be made from the floor.

Section 6 Election shall be by a simple majority of those board members present and voting, provided a quorum be present.

Section 7 Vacancies in Office shall be filled by an appointment by the Chairperson and confirmed by the Board.

Section 8 Term of office shall be one year. Partial terms of less than one (1) year shall not count toward the one-year limitation.

Section 9 Each officer may serve no more than two consecutive terms per office.

Section 10 The Director and Administrative Specialist of the Cooperative shall attend meetings of the Board. The Administrative Specialist shall prepare all agendas and board packets in conjunction with the Director.

Section 11 The Administrative Specialist shall serve in the capacity of Recording Secretary of the Board.

Section 12 The duties of the Recording Secretary shall be:

a) to keep the minutes and forward them to the members of the Board, and to any persons requesting copies as provided in the Michigan Open Meeting Act 267, 1976 as amended.
b) to give notification of meetings to members of the Board and to any persons requesting notification as provided in the Michigan Open Meeting Act 267, 1976 as amended.

Article VI - PROCEDURES

Section 1 Roberts Rules of Order, Newly Revised, shall be the authority for conducting all meetings of the Board. A simple majority of the Board shall constitute a quorum.

Section 2 The order of business may be, but is not necessarily limited to the following:

a) Roll Call
b) Public Comments
c) Minutes of Previous Meeting or Meetings
d) Financial Report
e) Communications
f) Committee Reports
g) Unfinished Business
h) New Business
i) Board Comments
j) Adjournment

Section 3 The Board shall complete a list of regular meetings at the first meeting of each fiscal year, in compliance with the Michigan Open Meetings Act 267, 1976. The MMLC Board Chair or the Cooperative Director may cancel a meeting due to the lack of business, lack of a quorum, weather-related issues, State or National health & well-being mandates.

Section 4 Special Board meetings may be called by the Chairperson, or a majority of Board Members so requesting. Such a meeting must be confirmed by phone or electronic communication 48 hours prior to the meeting time; it must be posted on the Cooperative website and must conduct only that business for which it was called.

Section 5 The Board shall allow virtual meeting attendance from a remote location under certain parameters as allowed under the Michigan Open Meeting Act.

ARTICLE VII – ADMINISTRATION

Section 1 Administrative Operations

a) The Chairperson, Vice Chairperson, Treasurer, and Director are each authorized to sign checks for budgeted expenditures. All checks must be signed by the Director and one of the other above-mentioned officers.

b) The Board by appropriate resolution at the last meeting each fiscal year, designated as October 1 - September 30, shall designate those financial institutions which shall be the depositories of its funds for the following year; provided that in the event the ownership or name of any such designated institution is changed during that year after the adoption of the resolution, the Board's funds may continue to be deposited in such institutions; in accordance with the Mideastern Michigan Library Cooperative Investment Policy and State of Michigan laws.

c) The Board by appropriate resolution shall establish guidelines governing the extent to which its funds shall be held in the form of certificates of deposit or like accounts, and other money market type accounts in the financial institutions which have been designated as its depositories.

d) Within the guidelines so established, the Director may from time to time purchase or roll over such certificates or like accounts in the financial institutions which have been designated as depositories of the Board's funds without its prior approval and by his/her sole act; provided that any such transaction shall be promptly reported to the Board, and further provided that the Board shall review and approve or disapprove the same at its meeting next succeeding such transaction.

Section 2 There shall be an annual audit conducted by an independent firm, appointed by the Board. A copy of this annual financial audit shall be filed with the Library of Michigan and the Michigan Department of the Treasury within six months following the close of each fiscal year.

Section 3 Travel Expenses

a) Travel expenses for the Director and staff members allocated in the budget shall be subject to approval as outlined in the Travel Expense Policy.

b) Attendance at meetings or conferences of professional organizations shall ordinarily be limited to staff members who are personal members in good standing of that association.

Article VIII – DISSOLUTION OF THE COOPERATIVE

Should the need arise for The Mideastern Michigan Library Cooperative to dissolve, the Board of Trustees shall be responsible for developing a Dissolution Plan, in accordance with the MMLC Plan of Service.

Article IX - AMENDMENT OF BY-LAW

Section 1 These By-Laws may be amended at any regular meeting of the Cooperative Board by a two thirds majority of that Board provided that all members of the Board and all member library Boards have been notified in writing of the amendment at least thirty days in advance of the meeting.