



## MAMC General Membership

### Meeting Minutes

Thursday, April 27, 2017, 10:30 am

Soaring Eagle, Mt. Pleasant

1. Meeting called to order by President Bydalek.

Bydalek introduced Way & Means Chair Perales who introduce the proposed amendment of **ARTICLE IV BOARD OF DIRECTORS. Of the MAMC By-Laws as followed:**

**Section 1. Directors.** The directors of Michigan Association of Municipal Clerks shall be a President, First Vice-President, Second Vice-President, Third Vice-President, Immediate Past President, ~~Secretary, Treasurer,~~ and ~~six~~ **eight (8)** Directors.

**Section 2. Eligibility for office.** All directors must hold duly elected or appointed City, Village, Township or County Clerk or Deputy Clerk positions and must maintain active membership in Michigan Association of Municipal Clerks. A Clerk and Deputy Clerk employed by the same community may not hold office on the Board of the Michigan Association of Municipal Clerks at the same time.

For the office of Third Vice-President, the individual must have been an active member of the Michigan Association of Municipal Clerks for three years and served at least two years as a Director, in any appointed position established by the President. ~~Secretary, or Treasurer.~~

**Section 3. Composition.** Excluding the Past President, Officers will be comprised of an equal number of two City/Village Clerks and Two Township/County Clerks. The positions of President, First, Second and Third Vice-Presidents shall consist of two City/Village Clerks and two Township/County Clerks. The ~~six~~ **eight** director positions shall consist of ~~six~~ **four** City/Village Clerks and ~~three~~ **four** Township /County Clerks.

**Section 4. Term of Office.** The term of office for all directors shall begin at the close of the annual conference. The President, 1<sup>st</sup> VP, 2<sup>nd</sup> VP and 3<sup>rd</sup> VP shall serve for one year or until their successors are elected. The ~~Secretary, Treasurer,~~ and ~~six~~ **Eight** Directors shall serve two years or until their successors are elected.

**Section 5. Succession.** Without other action being required, at each annual meeting held in conjunction with Michigan Association of Municipal Clerks annual conference, the First Vice-President shall be nominated for advancement to the office of President; the Second Vice-President shall be nominated for advancement to the office of First Vice-President; and the Third Vice-President shall be nominated for advancement to the office of Second Vice-President. Such nominations shall be brought to a vote of the membership, along with any nominations made from the floor.

**Section 6. Duties of Directors.** The duties of the Directors of this Association shall be as indicated in these bylaws, as prescribed by the Executive Committee, and additionally, but not limited to, as follows:

**President:** The President shall be the presiding officer of Michigan Association of Municipal Clerks and shall make appointments and be an ex-officio member to the following committees: Conference, Education, Finance, and Legislative and any other committees as established by the Board of Directors. The President is expected to attend the annual conference of the International Institute of Municipal Clerks (IIMC), the IIMC Region V annual meeting, and all Michigan Association of Municipal Clerks meetings. The President, or the President's designee, shall represent Michigan Association of Municipal Clerks at meetings of the Michigan Municipal League and Michigan Township Association as required. The President, in cooperation with the 1st Vice President, shall have the authority to assign and/or reassign the duties of each Director.

**1st Vice President:** The 1st Vice President shall assume the duties and responsibilities of the President in the event of his/her absence, the incapacity, or vacancy of the position. He/She shall also preside as the Chair of the CEO to Michigan Association of Municipal Clerks and alternate the CEO Chair with the County Clerks Association and shall be a voting member of the Legislative Committee. The 1st VP shall serve as the Liaison to the Michigan Secretary of State and the Bureau of Elections.

**2nd Vice President:** The 2nd Vice President shall be Chair of the Legislative Committee and be a voting member of the CEO.

**3rd Vice President:** The 3rd Vice President shall serve as Chair of the Publications Committee and serve as Coordinator/Editor of the Michigan Association of Municipal Clerks Newsletter and shall be responsible for the distribution and publication of a newsletter at least quarterly. The 3rd Vice President shall be responsible for all other publications of the Association such as special flyers, promotional materials, etc. The 3rd Vice President is also responsible for updating and maintaining the Michigan Association of Municipal Clerks web site.

**Director - Membership/CMMC:** This Director **as appointed by the President of the Board** shall serve as Membership Coordinator and shall be responsible for the maintenance of all membership records as currently being maintained by the Association. This Director shall be responsible to prepare and mail all membership applications, and pins, and to coordinate receipt of membership funds with the Treasurer. This Director shall be responsible for maintaining and mailing the Michigan Association of Municipal Clerks membership brochure. This Director shall serve as Certified Michigan Municipal Clerk (CMMC) certification coordinator in cooperation with the Executive Committee.

**Director - Conference Committee Chair:** This Director **as appointed by the President of the Board** shall serve as Chair of the Conference Committee and shall have the responsibility of coordinating and planning the annual meeting and conference of the Michigan Association of Municipal Clerks. When appropriate, this person shall serve as Chair of the International Institute of Municipal Clerks Region V conference committee.

**Director - Conference Committee Vice-Chair:** This Director **as appointed by the President of the Board** shall serve as Vice-Chair of the Conference Committee and shall assist the Chair in all duties and responsibilities of coordinating and planning the annual conference of the Michigan Association of Municipal Clerks and other events as assigned.

**Director - Ways & Means Committee Chair/Public Relations/Historian:** This Director **as**

**appointed by the President of the Board** shall serve as Chair of the Ways and Means Committee and shall provide recommendations for amendments to the Association By-laws, Standing Rules, Resolutions, and Statements of the Organization, and in working in cooperation with the Secretary, shall be responsible for the update and maintenance of all related documents. This Director shall be responsible for media/public relations of the Michigan Association of Municipal Clerks and shall forward all appropriate documents for publication in the Association newsletter. This Director shall serve as Historian and shall perform all related duties to keeping the history and records of the Michigan Association of Municipal Clerks, in conjunction with the Secretary. This Director shall also serve as the Chair of the Clerk of the Year committee.

**Director - Education Committee Chair:** This Director **as appointed by the President of the Board** shall Chair the Education Committee. Chair duties shall include, but not be limited to, coordinating all educational programs for the Michigan Association of Municipal Clerks and working with the International Institute of Municipal Clerks, Michigan Municipal League, Michigan Township Association, and the Michigan Municipal Clerks Institute to develop programs of educational value to municipal clerks. This person shall also serve on the State Election Accreditation Committee.

**Director - Education Committee Vice-Chair:** This Director **as appointed by the President of the Board** shall serve as Vice-Chair of the Education Committee and shall assist the Chair in all duties and responsibilities of that committee, as assigned.

**Director - Secretary:** The Secretary **as appointed by the President of the Board** shall be responsible for recording the minutes of all proceedings of the organization and shall transcribe, prepare and distribute these to the members of the Board of Directors for approval within 15 business days of the meeting in which they are to be considered. A synopsis of approved minutes of membership meetings shall be submitted to the Publications Director for publication in the quarterly newsletter. The Secretary shall keep approved minutes in the official record book of the organization with indexing to facilitate the ease in locating past actions.

The secretary shall have custody of all records, books, and official papers of the organization. The Secretary shall work with the President to coordinate the preparation and distribution of the meeting agendas and information packets. The Secretary shall be responsible to order and distribute the Association stationery.

**Director - Treasurer:** The Treasurer **as appointed by the President of the Board** shall provide an accurate account of the financial standing of the Organization and shall invest the reserve monies in a secure manner. Additional duties shall include, but shall not be limited to preparation of a monthly balance sheet to be provided to the Executive Board to include all revenues and expenditures for the past 30 days; maintain accounts payable/receivable; maintain and balance savings/checking statements; maintain insurance records; assist in the preparation of an annual financial statement for reporting at the annual business meeting of the Association; responsibility and reporting of fixed assets, taxes, IRS reports, etc. The Treasurer shall serve as the Chair of the Finance Committee.

**Immediate Past President:** The Immediate Past President must be an active clerk or deputy clerk and shall be the Chair of the Nominating Committee and the Conference Site

Selection Committee. This person shall Chair any special committees as assigned by the President.

**Section 7. Vacancies.** The automatic succession, as defined in Article IV, Section 5, shall apply to a vacancy in the office of President, First Vice-President, or Second Vice-President. Any other vacancy, which occurs ninety days or more prior to the annual membership meeting, shall be filled by a majority vote of the Board of Directors. The term of office for this vacancy shall be until the next annual membership meeting. A vacancy which occurs less than ninety days prior to the annual membership meeting shall remain vacant and be filled by election at the next annual membership meeting. The vacancy shall be filled with an individual representing the same type of jurisdiction (City/Village or Township/County).

**Section 8. Removal or Forfeiture.** Any director may be removed from office with or without cause at any annual or special meeting of the members by the affirmative vote of two-thirds of the members of the corporation in attendance or by affirmative vote of two-thirds of the Directors then serving.

Members of the Board of Directors may be permitted three excused absences during any given year provided the Board is meeting monthly. Should the Board agree to meet quarterly, there shall only be one excused absence permitted. Excused absences must meet the following criteria:

1. Requests for excused absences must be requested in writing.
2. Requests must be received by the President within 24 hours of the meeting.
3. Absence requests shall be approved by the Board of Directors and recorded in the meeting minutes.

**Section 9. Nominating Committee.** There shall be a Nominating Committee comprised of the five most recent active Michigan Association of Municipal Clerks Past Presidents with the most immediate active Past President serving as Chair.

The Nominating Committee shall certify the candidates' credentials and place the qualified candidate nominations in ballot form for terms ending and any other current vacancies as follows:

- In the even-numbered years: offices of Third Vice-President (Township/County), ~~Secretary~~, and ~~three~~ **four** Directors (two City/Village Clerks and two Township/County Clerks), following an annual election.
- In the odd-numbered years: offices of Third Vice-President (City/Village), ~~Treasurer~~, and ~~three~~ **four** Directors (two City/Village Clerks and two Township/County Clerks), following an annual election.

Motion by Chris Swope, Clerk of the City of Lansing supported by Mary Clark, Clerk, Delta Township to approve the amendment of Article IV Board of Directors of the MAMC By-Laws as presented. Motion declared approved by President Bydalek by more than a 2/3 vote.

President Bydalek adjourned the meeting at 10:45 am