

**CITIZENS FOR ALTERNATIVES TO CHEMICAL CONTAMINATION
BY-LAWS**

As amended

I. NAME

The name of the organization shall be Citizens for Alternatives to Chemical Contamination. The acronym CACC shall be used interchangeably.

II. MEMBERSHIP

Persons shall be considered members of CACC once they have paid annual **or lifetime** membership dues. All members are eligible to vote at the regularly scheduled annual meeting, either by voice or written vote.

III. MEMBERSHIP DUES

A. Annual membership dues shall be recommended by the Board of Directors for adoption by the general membership at the annual general membership meeting. Any changes shall go into effect at the beginning of the next fiscal year. Dues shall be due and payable on the anniversary of initial membership. The fiscal year for CACC shall coincide with the calendar year.

B. Chapter membership affiliate dues shall be a total of one quarter of their total membership dues payable to the parent organization, CACC on a quarterly basis.

IV. GOVERNMENT

A. The governing body of the organization shall be the members present at the annual general membership meeting (GMM) held in the first half of the year at a time and place determined by the Board of Directors.

B. The officers of the organization shall be Chairperson, Secretary, and Treasurer.

C. A Board of Directors shall be established comprised of the officers of the organization, the chairpersons of the standing committees, a minimum of three (3) annually elected at-large delegates, and one voting seat per Chapter Member.

D. Administration of the affairs of the organization is vested in the Board of Directors.

E. Chapter Membership: Affiliate groups may form chapters and petition the Board of Directors to become a chapter of CACC. Each chapter must form its own government with by-laws, and neither shall conflict with these by-laws or Board policy. A two-thirds majority of the full Board of Directors must vote to accept a particular chapter membership. Chapter membership affiliates will have one voting seat on the Board of Directors and shall send a representative to regular board meetings.

F. Advisory Committee: Membership on this committee enables individuals to participate with and contribute to CACC. Committee members serve as consultants in areas of their expertise and experience. They are entitled to speak on behalf of CACC on issues on which CACC has taken a formal position and welcome to participate in meetings of the Board of Directors and/or committees as non-voting members.

V. Article V: VOTING

In order for a decision to be considered at a regularly scheduled meeting of the Board of Directors or annual general membership meeting, including at least one officer must be present. Written votes are permitted only at the annual GMM. Chairpersons and acting chairperson will vote only in the case of a tie vote in meetings under their jurisdiction (Board of Directors, GMM, and committees).

VI. Article VI: DUTIES OF OFFICERS

A. Chairperson:

1. Presides over all meetings of the Board of Directors and the annual GMM;
2. Compiles an agenda for all meetings s/he chairs with additions provided by the participants;
3. Appoints members of standing committees; and
4. In conjunction with the Board of Directors, fills all vacancies which occur between GMMs.

B. Secretary:

1. Bears responsibility for taking minutes at regular meetings of the Board of Directors and the annual GMM;

2. Supplies copies of the minutes to all in attendance at the meeting along with other members who have expressed an interest in receiving the minutes and provides the minutes to the webmaster for posting electronically;
3. Supplies the newsletter staff with a copy of the minutes of the GMM for inclusion in the next regularly scheduled newsletter; and
4. Presides over all meetings of the Board of Directors and the annual GMM in the absence of both the Chairperson and the Treasurer.

C. Treasurer:

1. Bears responsibility for expenditures and financial recordkeeping for all CACC funds;
2. Is responsible for providing a quarterly Treasurer's report to the Board of Directors and the annual financial statements required by law;
3. Submits an annual budget to the Board of Directors for consideration and approval at the last meeting of the prior fiscal year;
4. Has the discretionary authority to appropriate funds not in excess of fifty dollars (\$50.00) per month for supplies necessary for the general operations of the organization (see Funds and Disbursements, below);
5. Presides over all meetings of the Board of Directors and the annual GMM in the absence of the Chairperson; and
6. Serves as the chairperson of the Ways and Means Committee.

D. No other elected positions will be considered officers.

VII. Board of Directors

A. Membership on the Board of Directors shall be limited to those who are members in good standing with CACC, have attended a Board meeting during the last calendar year, and are able to attend scheduled meetings on a regular basis. Failure to attend ~~at least half of the~~ **any** regularly scheduled meetings in a calendar-~~year~~ **quarter** (either in person or telephonically) shall result in removal from the Board of Directors.

B. All meetings of the Board of Directors are open to any other interested parties in accordance with the Michigan Open Meetings Act, although voting is limited to members of the Board of Directors.

- C. The Board of Directors shall meet at least six (6) times annually at an announced time and place, and minutes shall be kept and distributed by the Secretary in accordance with Article IV, Section B, parts 1 and 2.
- D. The Board of Directors is responsible for the coordination of activities, oversight of contractors, volunteers, and/or employees, policy statements, and approval of expenditures.
- E. The Board of Directors shall receive and evaluate nominations for the Board of Directors and provide the general membership with the slate six weeks prior to the annual GMM.
- F. The Board of Directors shall compile and present the agenda for the annual GMM to all members of CACC at least six weeks prior to the annual meeting.
- G. The Board of Directors, in conjunction with the Chairperson, will fill all vacancies which occur between general membership meetings.

VIII. Standing Committees

CACC shall maintain three standing committees as follows:

A. Ways and Means Committee:

- 1. Membership shall be limited to the Treasurer as the official chairperson and ~~two~~ other members appointed by the Chairperson.
- 2. The Ways and Means Committee shall develop and recommend to the Board of Directors plans through which the organization will properly and adequately fund all activities.
- 3. The Chairperson of the Ways and Means Committee will submit to the Board of Directors at the last meeting of the fiscal year a budget of estimated receipts and expenditures for the forthcoming fiscal year.
- 4. Any activity requiring expenditure of funds not provided for in the approved annual budget shall be referred to the Ways and Means Committee which shall provide to the Board of Directors a report of recommendations on such expenditures.

B. Fund Raising Committee:

- 1. Membership shall be ~~limited to~~ **comprised of at least** four (4) persons with an annually elected chairperson and three **or more** ~~(3)~~ members appointed by the Chairperson-
- 2. The Chairperson shall serve as a member of the Board of Directors and is subject to membership qualifications listed in Article VII, Section A.

3. The Fund Raising Committee shall be responsible for recommending fund raising activities throughout the year, planning such fund raising activities once approved by the Board of Directors, and shall bear primary responsibility for organizing the annual Wheatland Music Festival food concession. *For practical purposes, the Wheatland Coordinator(s) should be appointed to this committee!*
4. Funds to be spent on these activities must be appropriated by the Board of Directors at a regularly scheduled meeting.

C. Education Committee:

1. Membership shall be ~~limited to~~ **comprised of at least** four (4) persons with an annually elected chairperson and ~~three (3)~~ **other** members appointed by the Chairperson.
2. The Chairperson shall serve as a member of the Board of Directors, and is subject to all the membership qualifications listed in Article VII, Section A.
3. The Education Committee shall be responsible for obtaining environmentally related materials and literature and making these available to the membership and the general public.
4. The Education Committee bears responsibility for the compiling, editing, and printing of the **quarterly** CACC Newsletter ~~six times annually~~.
5. The Education Committee bears the responsibility of supplying and setting up an informational display at all regular and CACC-sponsored activities.
6. Funds for the activities of the Education Committee must be submitted to the Board of Directors in the form of an annual funding request and be appropriated by the Board of Directors during their consideration of the annual budget.

D. Other working committees may be added as needed by a majority vote of the Board of Directors, but to be considered a standing committee, a by-law amendment is required.

IX. Meetings

- A. The Board of Directors: Date, time and place of each regularly scheduled meeting of the Board of Directors will be determined at the preceding meeting. As a general practice, meetings will be tentatively scheduled for the third week~~end~~ of each month, **with a December meeting optional**.
- B. Annual General Membership Meeting: The annual GMM of CACC shall be held during the first half of the year at a time and place to be published at least six

weeks in advance, and with a published agenda and nominating slate of candidates to be distributed to each member household at least six weeks prior to the meeting. Written votes shall be accepted at the GMM only.

X. Elections

A. Election of all members of the Board of Directors, including officers, elected committee members, and delegates at large will be held annually at the annual GMM. *This enables the election of a general slate and organization to be done by the Board at its first meeting, below.*

B. A slate of candidates for the Board of Directors shall be compiled by the Board of Directors and distributed to all members at least six weeks prior to the meeting.

C. Nominations shall also be accepted from the floor, provided candidates meet membership qualifications listed in Article VII, Section A.

D. Written votes shall be accepted for election purposes.

E. In the event of an unscheduled vacancy in the Board of Directors, the Chairperson shall appoint a replacement at the next regularly scheduled meeting of the Board of Directors. Replacements must also meet the membership qualifications listed in Article VII, Section A, with the exception of the prior attendance requirement.

XI. Funds and Disbursements

A. General Expenditures: Funds shall be appropriated only for activities that are directly related to the goals and purposes of CACC as stated in the Articles of Incorporation of 1978, as amended in 1984, herein incorporated by reference, and as approved by the Board of Directors in the annually adopted budget or at regularly scheduled meetings.

B. Treasurer's Expenditures: The Treasurer may elect to spend up to \$50.00 per month for general operations without consulting the Board of Directors. (See also, Reimbursements, below.) However, such expenditures shall be included in quarterly financial reports to the Board of Directors.

C. Emergency Expenditures: The Board of Directors may elect to spend up to \$500.00 for emergency situations consistent with the purposes of the organization without prior discussion at a regularly scheduled meeting. The person initiating such expenditure must contact the Chairperson by telephone, in writing, in person, or by electronic communication to explain such an emergency situation. The Chairperson must then poll the members of the Board of Directors in order to establish majority approval prior to such an emergency expenditure. Such expenditure must then be presented at the next regularly scheduled meeting of the Board of Directors and be included in the published record of the meeting.

D. Regular Expenditures: All other expenditures of funds must be approved by a majority vote of the Board of Directors at a regularly scheduled meeting.

~~E.~~ Reimbursements: In the event that wages, per diem, or other legitimate personal costs are incurred, the amount of reimbursement and/or approval of the expenditure must be approved by a vote of the Board of Directors at a regularly scheduled meeting. As a matter of policy, reimbursements should be discussed prior to occurrence and approval given by the Board of Directors. Costs under \$50.00 for consumable supplies for approved projects may be reimbursed at the discretion of the Treasurer upon presentation of appropriate bills.

F. Endowment Fund: An endowment fund shall be established and maintained by the Board of Directors to receive and retain specified contributions, earnings, and 25% of the proceeds of contributions through CACC's participation in EarthShare or any similar established campaign. Investments of this fund shall be managed by the Ways and Means Committee with regular reports to the Board of Directors and consistent with Board policy. The principle of the Endowment Fund shall not be expended except in an emergency situation and with the unanimous consent of the Board of Directors.

XII. Amendment of By-Laws and Rules

A. Amendments to the By-Laws and Rules may be made at the annual GMM or by written vote of the membership.

B. Proposed changes must be prepared in printed and electronic form and distributed to each member household at least six (6) weeks prior to the counting of the vote.

C. Such changes require approval of at least two-thirds (2/3) of the voting members present and/or submitting a written vote, and are to take effect immediately upon approval.

XIII. Dissolution

In the event that CACC dissolves, all real property shall be sold to the highest bidder. All outstanding bills shall be paid, and the remainder of the assets shall be donated to an organization or organizations with similar goals and purposes which hold 501(c) (3) status with the federal Internal Revenue Service, as provided in Article II of the Articles of Incorporation of 1978, as amended in 1984, herein incorporated by reference.