

approved  
11/17/03

**Bylaws  
Michigan Library Exchange (MiLE)**

**Article I. NAME**

The name of this organization shall be the Michigan Library Exchange (MiLE).

**Article II. PURPOSE**

The purpose of this organization shall be to meet the information needs of the library users of the member institutions through cooperative activities and services.

**Article III. PARTICIPANTS**

Section 1. Membership in this organization shall consist of the Detroit Area Library Network (DALNET), Suburban Library Cooperative (SLC), and The Library Network (TLN).

Section 2. Libraries desiring membership shall submit signed statements indicating their intention to participate to the appropriate consortia participating in MiLE.

**Article IV. GOVERNING BOARD AND OFFICERS**

Section 1. The Board of the Michigan Library Exchange (MiLE) shall manage and control the Michigan Library Exchange.

Section 2. The Board of the Michigan Library Exchange shall consist of three voting representatives from each of the three participating consortia and a non-voting seat for the fiscal agent.

- a. There shall be a chair, vice-chair and a secretary.
- b. The officers will serve one-year terms.
- c. Election of officers will take place at the first meeting of the fiscal year.
- d. The term of each representative will be for three years, except for the first year, with one representative from each consortium serving one year, one representative serving two years, and one representative serving three years.
- e. If someone resigns from the MiLE Board, that representative's sponsoring consortium will appoint a replacement to fill the balance of the departing member's term.

Section 3. The Board Chair shall preside at all Board meetings. The Board Vice Chair shall act in the absence of the Board Chair, and shall perform such other duties as the Board

or Board Chair may assign. The Board Secretary shall be responsible for all minutes and records of Board meetings, preparing the annual report, and for other duties as assigned.

Section 4. The Board shall meet at a minimum quarterly and at such other times as the activity of the organization shall necessitate. As circumstances warrant, the Secretary may conduct a ballot by electronic mail when authorized by any two Board officers.

Section 5. A quorum shall consist of at least five (5) Board members.

Section 6. Special meetings may be called by the Chair at the request of any member of the Board.

Section 7. None of the powers granted to the Michigan Library Exchange Board shall deprive any member of any of its powers, funds or property.

#### **Article V. DUTIES OF THE MiLE BOARD**

The Michigan Library Exchange Board is responsible for governing the MiLE organization. This includes:

- Establishing annual priorities for MiLE, setting allocations for services by 1 July of each year, and developing an annual budget to support the organization's priorities.
- Strategic planning.
- Maintaining ongoing communications with MiLE participating consortia, the Library of Michigan and other stakeholders. This includes promulgating an annual report by [date] of each year.
- Negotiating contracts and service agreements, in consultation with MiLE's sponsoring consortia.
- Identifying grant opportunities.

#### **Article VI. FISCAL MATTERS**

Section 1. The fiscal year for the Michigan Library Exchange shall be October 1 to September 30.

Section 2. The fiscal agent shall be The Library Network.

#### **Article VII. COMMITTEES**

Committees will be established at the discretion of the Board.

### **Article VIII. AMENDMENTS**

Amendments to these bylaws may be made by a two-thirds vote of the Board at a regular meeting or a meeting called specifically for that purpose, provided that notice of the proposed amendment has been given in the notice of said meeting.

### **Article IX. RESIGNATION OR TERMINATION**

Section 1. MiLE equipment, software and other assets belong to the collective MiLE membership. Any participating consortium may end its membership with six months notice. When a consortium ends its membership, MiLE property reverts to the remaining members and is held in common for their collective benefit.

Section 2. If all three consortia decide to dissolve MiLE, the organization's assets shall be distributed among the participating consortia by mutual agreement.