

BYLAWS
OF
CALL TO ACTION OF MICHIGAN
Approved September 11, 2010

ARTICLE 1: Purpose

The purpose of Call to Action of Michigan shall be that purpose stated in the Articles of incorporation - to provide Roman Catholics of Michigan education on contemporary religious and societal issues facing the Church today. Call to Action of Michigan has taken inspiration from and shares the vision of national Call to Action: Lay people, religious, and clergy working together to foster peace, justice, and love in our world, our church, and ourselves, in the spirit of Vatican II and the 1976 Call to Action (U.S. Catholic Bicentennial Conference). Call to Action of Michigan also subscribes to the "Call for Reform in the Catholic Church," issued by Call To Action of Chicago on Ash Wednesday 1990 and published as a full page signature ad in THE NEW YORK TIMES, a copy of which is posted on our web site: www.cta-mi.org. Moreover, Call to Action of Michigan is to demonstrate by its structure, governance, and activities a non-hierarchical and participative model for church in a democratic society. Call to Action of Michigan is founded with the permission of Call to Action per the local Chapter Agreement dated January 10, 1996.

ARTICLE 2: Membership in CTA-MI

Section 1: Description. The Membership is a group of people who come together to learn, work, and pray together and who support the purpose of the organization as stated in the Articles of Incorporation and who have paid their dues.

Section 2: Qualifications. To be eligible to vote and/or hold office a person must have paid dues as set by the Board of Directors.

Section 3: Annual Meeting. The annual meeting of the membership will be held on a date to be set by the Board of Directors. Notice will be sent to the membership in writing at least two weeks before the meeting. (See article 7)

Section 4: Other Meetings. Other statewide meetings may be held throughout the year as necessary or desirable, on dates to be set by the Board with proper notification.

ARTICLE 3: Board of Directors.

Section 1: Powers. The Board of Directors shall manage the affairs of the organization. The Board has the responsibility to review, approve and coordinate the work and decisions of all committees. The President may appoint Staff who may not participate in decision making

2: Composition and Selection. The Board of Directors shall consist of 4 elected officers: (President, Vice President, Secretary, and Treasurer) and immediate Past President (comprising the Executive Committee) and one representative from each of the Call to Action Michigan branches. Each branch may select their representative in the manner that they see fit. Branch representatives shall serve at the discretion of the individual branch.

Section 3: Meetings. The Board of Directors shall hold a minimum of four meetings per year. Notice with agenda will be given by email, telephone, or in person at least a week before each meeting. The Executive committee may conduct business between meetings. Emergency meetings may be called by the President. A conference call may be used as an acceptable meeting format.

Section 4: Quorum. A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board, provided that if less than a majority of the Directors are present at said meeting, a majority of the Directors present may postpone the meeting to another time, or conduct business to be affirmed by the absent Board members (voting by email) before it becomes officially accepted.

Section 5: Decision Making:. The Board shall make decisions on the basis of consensus.

Section 6: Compensation. Directors shall not receive any compensation for their services, (except when traveling or training is needed, i.e. Treasurer). With consent of the Board, Staff may receive compensation.

ARTICLE 4: Officers.

Section 1: Election of Officers

- a. A summer communication will seek nominations and notify the membership of the upcoming officer elections at the CTA-MI Annual Meeting. All nominations must be submitted ten days prior to the annual meeting.
- b. At the summer board meeting a nominating committee will be appointed by the board and formed from the membership. The committee will oversee the election of officers.
- c. The committee will seek nominations, contact each nominee to check if they are willing to run for office, prepare a slate of nominees and conduct elections at the annual meeting.
- d. If only one nominee is willing to perform the duties of the office, that nominee shall be elected by acclamation at the annual meeting.
- e. If more than one nominee is willing to perform the duties of the office, voting will be by ballot at the annual meeting.
- f. Elected officers will serve for a term of 2 years. Officers may be elected to the same office for 3 consecutive terms.
- g. The President and Secretary will be elected to take office in odd numbered years. The Vice President and the Treasurer will be elected to take office in even numbered years.
- h. Officers will be installed at the first meeting of the Board of Directors following the election and will take office at the beginning of the new calendar year.

Section 2: Vacancies: The President shall appoint an individual (giving 1st attention to runners up in the previous election) to fill the remaining term of office with the approval of the Board of Directors in the event that an officer leaves their office.

Section 3: Duties of the Officers: Duties of the Officers are described in a separate document (CTA-MI JobBoard Profiles for Officers) which is posted on our web site: www.CTA-MI.org. These profiles may be amended by the board when deemed necessary.

ARTICLE 5: Committees.

Section 1: Establishment and Scope- Committees will do most of the work of CTA-MI. These shall be established by the Board according to its perception of the priorities and needs of the membership.

Section 2: Membership. Membership on each committee shall be open to all members of Call to Action of Michigan who have a desire to participate constructively in the work of that committee. Each committee shall choose from among its members one or two persons to serve as chairperson(s). The Board of Directors shall appoint at least one of its members to serve on each committee.

Section 3: Dissolution. A Committee shall be dissolved by the Board of Directors when the Board determines that its purpose has been satisfied or when it no longer serves the needs of CTA-MI.

ARTICLE 6: Fiscal Year.

The fiscal year (will begin on January 1, and) will end on December 31 or on such date as is determined by the Board of Directors and in accordance with current tax laws.

ARTICLE 7: Amendments.

These Bylaws may be amended, by a vote of two-thirds majority of the members voting (See Article 2 Section 2) at the annual meeting of the membership. At least a two-week notification of proposed amendments to the Bylaws must be given to the membership prior to the annual meeting.

