

# **BYLAWS**

## **JACKSON HOLE TRAVEL AND TOURISM JOINT POWER BOARD**

**ADOPTED \_\_\_\_\_**

**SECOND AMENDED**  
\_\_\_\_\_

## **BYLAWS**

### **JACKSON HOLE TRAVEL AND TOURISM JOINT POWER BOARD**

#### **ARTICLE I**

- A. Organization. The Jackson Hole Travel and Tourism Joint Power Board, hereinafter referred to as the Board, is organized as a joint power board pursuant to Wyoming Statute §16-1-106 and 39-15-211(a)(ii)(B)(1); and is governed by the Town of Jackson and Teton County Agreement Establishing the Jackson Hole Travel and Tourism Joint Power Board dated January 4, 2011.

#### **ARTICLE II**

- A. Membership. The Board shall consist of seven (7) members who shall be qualified electors of Teton County, Wyoming. Appointment, vacancies, length of terms, and removal shall be governed by the Joint Power Board Agreement dated January 4, 2011.

#### **ARTICLE III**

- A. Term of Office. Following initial appointment of board, the term of office of members of the Board shall be three (3) years ending on June 30. In June of each year, the Teton County Board of County Commissioners and Jackson Town Council shall jointly fill any vacancy created by expiration of a member's term. The Teton County Board of County Commissioners and Jackson Town Council shall also jointly appoint a new member when necessary to fill a vacancy created by removal or resignation. Board members may be removed jointly, by the Board of County Commission and Town Council without notice and without cause.
- B. Election of Officers. The Board shall elect from its members a Chairperson, Vice-Chairperson, Secretary, and Treasurer, said officers to serve a term of one (1) year. Election of officers shall take place at the July meeting of each year and as

otherwise required to fill vacancies. The initial officers shall serve until June 30, 2012.

#### ARTICLE IV

- A. Meetings. Meetings of the Board shall be open to the public and shall be conducted in accordance with Wyoming Statutes §§ 16-4-402 et seq. Regular meetings of the Board shall be held on the 2<sup>nd</sup> Thursday of each month at 3 p.m. at the Town of Jackson Council Chambers located at 150 East Pearl Avenue, Jackson, Wyoming. The chairperson of the Board or a majority of Board members may call special or emergency meetings.
- B. Notice. Notice of regular, special or emergency meetings of the Board shall be provided in accordance with Wyoming Statutes §16-4-404, specifically the notice accompanied by the proposed agenda to those that request in writing notice of future meetings and who have renewed such written request on an annual basis. Notice of regular meetings shall be sent to each member of the Board by giving verbal, electronic or written notice accompanied by the proposed agenda. Notice of special meetings shall be sent at least eight (8) hours prior to the commencement of the meeting to each member of the Board and each newspaper of general circulation, radio or television station requesting the notice by giving verbal, electronic or written notice, accompanied by a statement of special business to come before the Board. No other business shall be considered at a special meeting other than those items noticed. Notice of emergency meetings shall be provided to each member of the Board by any of the above means or by telephone. A reasonable effort shall be made to offer public notice of emergency meetings.
- C. Record of Proceedings. The secretary of the Board or his/her designee shall record minutes of each regular, special, and emergency meetings of the Board, shall transcribe and distribute the minutes to the members of the Board, and shall distribute the minutes to members of the public upon request.
- D. Attendance. Members are required to regularly attend all Board meetings. In the event that a Board member must be unavoidably absent, **he/she shall notify the chairman or other designated officer as soon as possible prior to the meeting.** A member of the Board may attend a Board meeting remotely after notifying the Chair, for a maximum of up to three (3) meetings per fiscal year and so long as the member is able to participate in the full discussion of the agenda items.. After a member has been absent, regardless of remote participation, from three (3) of the regular meetings during a fiscal year, the Chair of the Board may submit a written request to the Teton County Board of County Commissioners and the Jackson Town Council requesting a replacement Board member to fill the unexpired term of the member.

E. Voting and Quorum. Votes may not be taken without a quorum of voting members present. Four (4) members shall constitute a quorum. If participating remotely, a Board member may only vote on those items which he/she is fully able to participate in the discussion of the item or issue.

E. Compensation. Members of the Board shall serve without compensation, but shall be reimbursed for travel and per diem expenses at the same rate as provided to state employees.

F. Conflicts of Interest. Any Board member who has a pecuniary interest in a matter pending before the Board, or who is likely to derive direct and tangible personal or professional benefit from particular resolution of the matter, shall declare a conflict of interest and shall not vote on any issue connected with the matter, and his/her presence at the meeting shall be disregarded for the purposes of obtaining a quorum for voting. The board member that declares a conflict shall remove themselves from the meeting room in order to not influence the vote with his or her presence.

G. Committees. The Board has two committees, the Marketing Committee and the Special Events Committee, comprised solely of Board members. All committee meetings are open to the public. The committees make recommendations to the Board at the Board's regular meetings. The Marketing Committee shall meet every Monday of each week at 1:30 p.m. at the Jackson Hole Chamber of Commerce, 112 Center Street, Jackson, Wyoming. The Special Events Committee meets at the call of the Special Events Committee Chairman. The Special Events Committee utilizes a Special Events Advisory Board made up of community members of the Town of Jackson and Teton County, Wyoming. All meetings of the Special Events Advisory Committee are also open to the public.

## ARTICLE V

A. Amendments. These bylaws may be amended by the Board, upon a majority vote of the board. By-law changes must be presented at a regular meeting and may not be acted upon until at least thirty (30) days has passed since the initial presentation.

IN WITNESS WHEREOF, the undersigned have executed this agreement on the day and year indicated, but to be effective as of the day and year above written.

JACKSON HOLE TRAVEL AND TOURISM JOINT POWER BOARD

\_\_\_\_\_  
Alex Klein, Chair

\_\_\_\_\_  
Date

Attest:

\_\_\_\_\_  
Chip Carey, Secretary

\_\_\_\_\_  
Date