

JACKSON COUNTY TOURISM COUNCIL
BY-LAWS
Jackson County, Kansas

ARTICLE 1: DEFINING THE ORGANIZATION

Section 1. Organizational Name

The name of this organization shall be the Jackson County Tourism Council.

Section 2. Address of Record

The address of this organization shall be:
Jackson County Tourism Council
~~118 East 5th Street, Suite 1~~
104 W 5th Street
Holton, Kansas 66436

Section 3. Objectives and Purpose

The Jackson County Tourism Council shall work in conjunction with any recognized entity and the Jackson County Commission to promote tourism development in Jackson County, Kansas. The particular purpose of the Jackson County Tourism Council shall be to create economic growth within Jackson County by advancing growth in lodging receipts, employment and investment opportunities, and the tax base within the County. It shall accomplish this through the following powers, duties, and responsibilities:

- To conduct studies and prepare comprehensive strategic plans for future tourism growth and development of Jackson County;
- To manage an inventory of the tourism services, facilities, and resources of Jackson County;
- To promote, stimulate, and encourage the growth and development of the tourism industry within Jackson County as a whole in order to achieve maximum utilization of Jackson County's human, economic, and natural resources;
- To advise and assist the Jackson County Commission on issues affecting tourism;
- To provide tourism education to Jackson County residents and businesses;
- To exercise all other powers, duties, and responsibilities set forth under Kansas law.

Section 4. Duration

This Council shall continue in existence until terminated by appropriate action of the Board of Jackson County Commissioners.

ARTICLE II: COUNCIL COMPOSITION AND FUNCTIONS

Section 1. Members

The Council shall be comprised of nine (9) members appointed by the Jackson County Commission. All effort shall be made to have county-wide representation on the council. Beginning in 2019 the revised Tourism Council membership shall be structured as follows:

- 1 Representative from a Jackson County business that collects sales tax
- 1 At large member
- 3 Representatives from Jackson County lodging establishments
- 1 Representative from the Jackson County Historical & Genealogical Society
- 1 Representative from Banner Creek Reservoir representing the County Commissioners
- 1 Representative from the Holton/Jackson County Chamber of Commerce
- 1 Representative from Banner Creek Science Center

Section 2. Terms of Appointments

Appointments to the Tourism Council shall be for a period of one year with names submitted to the Jackson County Commissioners each October for the following year. Council members shall serve until they resign or are replaced by the County Commission. The appointment will continue as long as that person is employed by the organization and/or as long as that person wishes to serve or, in the case of an organization, as long as that organization wishes for that person to be its representative.

Section 3. Attendance Requirements

All members of the Council shall adhere to attendance requirements. If a member misses three consecutive meetings without good cause, lack of support shall be reported to the County Commission for dismissal and a request for appointment of a new member to fulfill the unexpired term will be made to the Commission in accordance with Article II, Sections 8 and 9.

Section 4. Regular Meetings

The Council will meet on a monthly basis, except when no immediate action is necessary, at a regular time and place as established by the Council.

Section 5. Special Meetings

A special meeting of members may be called at any time with appropriate written notification by the Chair, Vice-Chair, or any three Council members. Appropriate

written notice of the special meeting will be given to all members of the Council at least three working days prior to the special meeting.

Section 6. Quorum

A majority of the number of occupied Tourism Council member positions shall constitute a quorum for the transaction of any business at any meeting of the Tourism Council.

Section 7. Procedure for Nomination of Members

The Chair of the Jackson County Tourism Council shall solicit nominees for membership from the Council. These nominations shall be submitted to the Jackson County Board of Commissioners in October.

Section 8. Procedure for Filling Vacancies

The Chair of the Jackson County Tourism Council shall solicit nominees for membership from the Council as soon as possible after a resignation is received. Nominations shall be submitted to the Jackson County Commission within 30 days of written notification of the vacancy.

Section 9. Non-Voting members

The Council may, as deemed appropriate, appoint additional non-voting members to the Council.

Section 10. Compensation and expenses

No salary shall be paid to the members of the Council, but said members may be compensated for expenses when discharging their duties as members of the Council on Council business. Such compensation must be approved by a majority of the Council members voting at regular meeting.

Section 11. Action without a Meeting

Any action that may be taken by the Council at a meeting may be taken without a meeting if a consent in writing setting forth the action to be taken shall be signed before such action by two-thirds (2/3) of the members of the Council or by Jackson County Commission approval.

Section 12. Presumption of Assent

A Council member who is at a meeting of the Council at which action on any Council matter is taken, shall be presumed to have assented to the action taken unless his/her dissent shall be entered in the minutes of the meeting or unless he/she shall file a written dissent with the person acting as secretary of the

meeting, before the adjournment of the meetings, Such right to dissent shall not apply to a Council member who voted in favor of such action.

ARTICLE III: OFFICERS

Section 1. Officers

The Council shall elect a Chair, Vice-Chair, and Secretary, each of whom shall be elected by the Council from within its membership. Other officers and assistant officers may be elected by the Council. Officers may serve more than one term.

Section 2. Election and Term of Office

The officers of the Council shall be elected annually at the January meeting. Each officer shall hold office until a successor has been elected and has met the qualifications of office, or until his or her death or resignation, or until she or he has been removed in a manner provided in the following section.

Section 3. Removal of an Officer

Any officer may be removed from office for failing to attend three (3) consecutive meetings without proper excuse provided to and accepted by the Council.

Section 4. Chair

The Chair shall be the principal executive officer of the Council, and subject to the control of the Council, shall in general supervise and control all of the business affairs of the Council.

The Chair shall:

- when present, preside at all meetings of the Council;
- sign, with any other officer of the Council authorized by the Council, deeds, mortgages, bonds, contracts or other instruments which the Board has so delegated, or which are required by law to be so signed;
- perform all duties incidental to the office of Chair;
- act as custodian of the Council records; and
- such other duties as may be prescribed by the Council from time to time.

Section 5. Vice-Chair

The Vice-Chair shall:

- in the absence of the Chair, or in the event of the death, inability, or refusal to act of the Chair, perform the duties of the Chair; and
- perform such other duties as may be assigned by the Chair or by the Council from time to time.
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Section 6. Secretary

The Secretary shall:

- keep the minutes of the proceedings of all meetings of the Council in one or more books provided for that purpose;
- attest of the signature of the Chair affixed to all documents so required;
- keep a register of the Post Office addresses of each Council member as furnished by them to the Secretary;
- perform all duties incidental to the office of Secretary and such other duties as may be assigned by the Chair or by the Council from time to time.

ARTICLE IV: COMMITTEES

The Council may appoint whatever committees it deems necessary for the effective operation of the Council.

ARTICLE V: CONTRACT, LOAN, CHECKS, AND DEPOSITS

All financial transactions for the council shall be the responsibility of the Jackson County Commission. The Council shall be responsible for the arrangement of an annual audit of the financial records of the Council.

ARTICLE VI: FISCAL YEAR

The fiscal year of the Council shall begin on the first (1st) day of January and end on the thirty-first (31st) day of December of each year.

ARTICLE VII: DISSOLUTION OF THE COUNCIL

If at any time the Council shall legally terminate, any and all assets of the Council shall be retained by the Government of Jackson County.

ARTICLE VIII: WAIVER OF NOTICE

Unless otherwise provided by law, whenever any notice is required to be given to any member of the Council under the provisions of these bylaws, or under the provisions of the Articles of Incorporation, or under the provisions of the Kansas Business Corporation Act, a written waiver thereof, signed by the person or persons entitled to such notice, whether signed before or after the stated time therein, shall be equivalent to the giving of such notice.

ARTICLE IX: AMENDMENTS

Section 1. Amending Bylaws

There will be an annual review of the bylaws in January to make necessary changes. This review will be presented to the Council at the January meeting. Any changes made in the bylaws will require a majority vote by the Council. Bylaw changes at times of the year other than at the January meeting of the Council shall require advance written notice of the proposed changes to Council members. Written notice shall be provided to members at least one meeting prior to adoption consideration.