

## BYLAWS

### RUSSELL COUNTY ECONOMIC DEVELOPMENT BOARD

#### ARTICLE 1

##### NAME AND PURPOSE

**1.1 NAME:** This organization is formed by general agreement of the county and participating cities and shall be known as The Russell County Economic Development Board, hereinafter referred to as "Board."

**1.2 PURPOSE:** The purpose of the Board is to further the economic development of Russell County, the communities within the county, and its environs.

More specifically, the purpose of the Board is as follows:

- a. To promote county assets and other resources, which will enhance economic growth;
- b. To actively promote Russell County and all communities within the county, as well as specific industrial sites and buildings to business and industry;
- c. To encourage the development and implementation of a countywide economic development plan, working in close liaison with the County, Russell County cities, local chambers of commerce, development corporations, community organizations, state and federal allied agencies; and
- d. To provide advice and direction to Russell County Economic Development and CVB staff to assist in their endeavors.

**1.3 OBJECTIVES:** The primary objective of the Board shall be an alliance with local entities to benefit Russell County and all the communities therein as measured by increased employment, payroll, business volume, and expanding local tax base.

**1.4 LIMITATION OF METHODS:** The Russell County Economic Development Board will stress promotion and conduct of activities designed to improve the economy of Russell County. Educational efforts involving national, state and local political issues relating to economic development will be a part of the Board's overall program. The Board, however, will not lend its influence to the election of any candidate for any political office.

#### ARTICLE 2

##### MEMBERSHIP

**2.1 MEMBERSHIP:** The Board shall consist of twelve (12) members. Members of the Board shall be duly appointed by the local governments. **Members of the Economic Development Board shall also serve concurrently as members of the Russell County Convention and Tourism Board.**

**2.1.a** Nine (9) members shall be appointed by the Board of County Commissioners of Russell County, Kansas which shall encompass countywide representation, and three (3) members shall be appointed by the City of Russell, Kansas.

**2.1.b** All terms shall be three (3) years from the day of the appointment.

**2.1.c** Any member missing three (3) consecutive meetings without said absences being excused will be considered for removal from the Board. Appointments to vacant positions shall be by the same methods as described in Sections 2.1.a and by the corresponding body making the original appointment to said position.

**2.2 COMPENSATION:** The members of said Board shall receive no compensation for their services.

**2.3 VACANCIES:** Any member of the Board may resign at any time upon filing a written resignation with the Board's Chairperson. Such resignation shall state the date it shall become effective. Appointments to vacant positions shall be by the same methods as described in Section 2.1.a and by the corresponding body making the original appointment to said position.

## ARTICLE 3

### MEETINGS AND VOTING

**3.1 REGULAR MEETINGS:** At least one regular meeting of the Board shall be held each month unless otherwise approved by the majority of the Board. It shall be the purpose of this meeting to conduct the business of the organization and to gain input from Board members.

**3.2 SPECIAL MEETINGS:** Special meetings of the Board may be called by the Chairperson at such time and place and for such purpose as said Chairperson shall designate. Special meetings of the Board may also be called upon request of four (4) members of the Board.

**3.3 ORGANIZATIONAL MEETINGS:** The Board shall organize at its first meeting each year to elect officers who will serve in their respective capacities for the calendar year.

**3.4 QUORUM:** At any meeting of the Board where official business is conducted, a majority of the voting members must be present to constitute a quorum.

**3.5 CONFLICT OF INTEREST:** When any matter comes before the Board in which any member has a personal or financial interest, said member shall, prior to the vote being taken, announce a conflict of interest and shall abstain from voting. The members so abstaining shall be counted for quorum purposes.

**3.6 CONDUCT OF MEETING:** All meetings of the Board shall be conducted pursuant to Roberts Rules of Order, revised, except to the extent that other procedural requirements are set forth by law or these Bylaws.

**3.7 MEETING NOTICES:** Written notices including advance agendas shall be mailed or (emailed) to each member at least four (4) days prior to the date of each regular meeting.

**3.8 REMOTE PARTICIPATION:** Board members may participate remotely when their physical attendance is unreasonably difficult due to: illness, injury, disability, emergencies, or; geographic distance.

**3.8.a** Remote members act as full participants in public meetings. They are considered present and in attendance and may cast votes. They may not participate in executive sessions.

**3.8.b** Remote participants may use any method that allows them to clearly hear and be heard by all participants in a meeting, including the public. They may additionally elect to use a method that allows them to send and receive video. Such video will be visible to all participants in the meeting, including the public.

**3.8.c** All communications made during a public meeting remain subject to the Kansas Open Meetings Act. Accordingly, other forms of communication (such as typed messages) are prohibited unless part of an accommodation for a disability, such as a TTY relay service.

## ARTICLE 4

### FINANCING

**4.1 OPERATING FINANCING:** The operation of the Board will be financed through the Board of County Commissioners of Russell County, Kansas. The Board may accept gifts, donations, and grants from any legal source to aid the Board in carrying out its economic development program. Contributions from the private sector are encouraged to reduce the expenditure of public funds. If said gifts, donations or grants include any limitations or requirements as to their use, Board approval shall be required before said gifts, donations or grants can be accepted.

**4.1.a** By resolution No. 2023-20, The Board of Russell County Commissioners of Russell County, Kansas, does hereby provide for an annual sales tax levy of 0.5% for the purpose of financing economic development initiatives or public infrastructure projects.

**4.1.b** All checks, drafts or orders for payment of money, notes or other evidence of indebtedness issued in the name of Russell County Economic Development and Convention and Visitors Bureau shall be paid by the Russell County Treasurers Office.

**4.1.c** The Economic Development funds are deposited and dispersed by Russell County Treasurer.

**4.2 BUDGETS:** Annual operating budgets shall be prepared by the Executive Director and submitted to the Board and the Board of County Commissioners of Russell County, Kansas.

## **ARTICLE 5**

### **OPERATIONS**

**5.1 ELECTIONS OF OFFICERS:** The Board is hereby given the power to elect a Chairperson and Vice-Chairperson. Both offices shall be voting members of the Board. Said elections are to be held at the organizational meeting as specified in Section 3.3.

**5.2 CHAIRPERSON:** The Chairperson shall preside at all meetings of the Board, execute all instruments for and on behalf of the Board upon approval of the Board, and perform all duties as may be prescribed by the Board from time to time.

**5.3 VICE-CHAIRPERSON:** In the absence of the Chairperson, the Vice-Chairperson shall perform the duties of the Chairperson and, when so acting, shall have all the powers of and be subject to all the restrictions applicable to the Chairperson.

**5.4 SECRETARY:** The Russell County Economic Development & CVB Receptionist shall perform the duties of secretary and keep the minutes of the meeting of the Board in accordance with provisions of the By-laws or as required by law. All books and records of the Russell County Economic Development Board will be stored at the office located at 331 East Wichita Ave, Russell, Kansas.

**5.5 EXECUTIVE DIRECTOR:** The Board of County Commissioners of Russell County, Kansas shall employ the Director. The term of employment by the Director shall be determined by the Board of County Commissioners of Russell County, Kansas with recommendations of the Board and the person holding this position. The Director shall see that all orders and resolutions of the Board are implemented and shall attend all Board meetings as a non-voting member. The Director shall be an advisory member of all committees established by the Board.

**5.6 OTHER PERSONNEL:** Supervision of staff employed to carry out the goals of the economic development program shall be the responsibility of the Director.

## **ARTICLE 6**

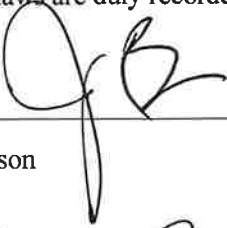
### **COMMITTEES**

**6.1 OTHER COMMITTEES:** The Board may establish one or more committees in addition to those provided for in these Bylaws.

**ARTICLE 7**  
**AMENDMENTS**

**7.1 AMENDMENTS TO BYLAWS:** These Bylaws may be altered, amended or replaced at any regular meeting of the Board, provided that all members of the Board are given notice in writing at least ten (10) days before said meeting. A majority vote of the Economic Development Board shall be required to alter, amend, or replace these Bylaws.

I hereby certify that the foregoing is a true and correct copy of the Bylaws as amended and presented to and adopted by the Economic Development Board at a meeting duly called and held on 10/17/24 at which a quorum was present. Such Bylaws are duly recorded in the minute book of this Board.



Chairperson



Vice-Chairperson



Executive Director