

## BYLAWS

### RUSSELL COUNTY CONVENTION AND TOURISM BOARD

#### ARTICLE 1

##### ORGANIZATION

**1.1 NAME:** This organization, created under provisions of K.S.A. 1980 Supp. 12-16, 101 and future amendments and by Russell County Resolution #08-10, shall be known as the Russell County Convention and Tourism Committee, hereinafter known as "The Russell County Convention and Tourism Board" or "Board."

**1.2 SERVICE RESPONSIBILITIES:** The Russell County Convention and Tourism Board shall offer its services to county lodging facilities, restaurants, service stations, tourists' attractions, campgrounds, transportation systems and convention facilities.

**1.3 PURPOSE:** It shall be the purpose of the Russell County Convention and Tourism Board to:

- a. establish a Russell County Convention and Visitors Bureau;
- b. promote conventions and tourism and to engage in any activity that will result in overnight lodging;
- c. plan for future development of the travel industry to the end that growth may be carefully planned; that facilities grow with adequate meeting rooms, beautification, recreational and other essential services; and that the needs of travel business and industry be recognized; and
- d. eliminate duplication and promote economy and efficiency in the coordinated development of the industry.

**1.4 SCOPE OF OPERATION:** In achieving these objectives, the Russell County Convention and Tourism Board may:

- a. exercise any powers heretofore or hereafter conferred upon it by state law;
- b. undertake studies, collect data and develop plans and programs;
- c. receive and expend gifts, contributions and donations which may be made to the Russell County Convention and Visitors Bureau to accomplish its purpose;
- d. apply and contract for, and receive money, as provided in the Bylaws, to finance the cost of operation; and
- e. assist, encourage, and coordinate the activities of all parties concerned, both public and private, in implementing plans and programs, which affect the growth and development of the travel industry.

#### 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 Convention and Tourism Board shall also serve concurrently as members of the Russell County Economic Development 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 of financial interest, said member shall, prior to the vote being taken, announce a conflict of interest and shall abstain from voting. The member 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. 11-90, The Board of Russell County Commissioners of Russell County, Kansas, elected to levy a four percent (4%) transient guest tax on sleeping accommodations to provide funds to promote tourism and conventions in Russell County.

**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 Convention and Visitors Bureau 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 convention and tourism 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 Convention and Tourism 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 Convention and Tourism 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