

# BUCHANAN COUNTY TOURISM BUREAU BY-LAWS

## ARTICLE I NAME OR ORGANIZATION

The name of this organization shall be the BUCHANAN COUNTY TOURISM BUREAU (BCTB)

## ARTICLE II PURPOSE

BCTB exists to:

- 1) Educate the public on cultural, historical and natural resources of Buchanan County.
- 2) Market attractions and events throughout Buchanan County.
- 3) Promote economic growth for businesses and organizations in Buchanan County.

## ARTICLE III MEMBERSHIP

1. Membership shall be open to any individual, business or organization desiring to promote tourism based on a dues structure established by the Board of Directors.
2. All members will act in an ethical and cordial manner in matters pertaining to Buchanan County Tourism. If members cannot conduct themselves in that manner, their membership may be terminated by a two-thirds vote of a quorum of the Board of Directors at a regular meeting.

## ARTICLE IV MEETINGS OF THE MEMBERS

1. An annual meeting of the members shall be held during the month of September, the exact date to be determined by the Board of Directors. Notice of the upcoming meeting shall be mailed or electronically communicated to the members at least (10) days prior to the meeting,
2. Annual meeting agenda items shall include: budget review and approval, suggested by-law changes, review of the mission statement and purpose, and direction/evaluation of the goals of the BCTB,
4. Robert's Rules of Order, Newly Revised shall govern all meetings of BCTB.
5. Other membership meetings shall be called by the Executive Committee.

## ARTICLE V DIRECTORS

1. Each community in Buchanan County will be represented by one (1) director to be appointed by that City's Mayor. Unincorporated city directors will be appointed by the Board of Supervisors. Communities to be represented are: Aurora, Brandon, Fairbank, Hazleton, Independence, Jesup, Lamont, Littleton/Otterville, Quasqueton, Rowley, Stanley and Winthrop. Each of the following attractions will be represented

by one (1) director, to be appointed internally. Those attractions consist of: Amish Business Community, Buchanan County Conservation Board, Buchanan County Historical Society, Buchanan County Supervisors, Cedar Rock State Park, Buchanan County Fair Board, Heartland Acres Agribition Center and the Independence Area Chamber of Commerce.

2. Any Director may become ex-officio. Individual or attraction Directors may be treated as ex-officio members if agreed upon by the Executive Committee.
3. Directors shall serve staggered two year terms and are eligible for re-appointment. In the event a director is unable to fulfill the term, the appointing entity shall appoint a director to complete the term.
4. The Board of Directors can appoint ex-officio directors at their discretion. These ex-officio directors have all the rights and obligations of the Board they serve on. This includes the right to discuss, debate, and vote.
5. Duties of the Directors are as follows: attend Board of Directors meetings and serve on committees. The Board of Directors shall be responsible for the financial status of the Bureau as a whole, and may approve or disapprove any project as it deems fit for the benefit of all involved. The Board of Directors may hire employees or enter into contracts. Employees report to the Board of Directors or their designee.

## ARTICLE VI MEETINGS OF DIRECTORS

1. The Board of Directors meetings shall be held every other month. Additional meetings can be called at the discretion of the President or a quorum of directors.
2. A regular meeting of the Board of Directors shall be held following the close of the annual General Membership meeting. At this meeting, Officers shall be elected and future meeting dates shall be established,
3. The Board shall, at the annual General Membership meeting, submit a full report of the work and finances of the organization.
4. All meetings shall be open to the public. If necessary, the Board may enter into a closed session to discuss items concerning personnel or real estate.
5. Quorum shall exist when one half of the Directors are present. Quorum must be met to conduct business. For purposes of quorum the Board of Directors can communicate electronically. All decisions shall be determined by simple majority of all directors present in person or electronically.
6. No member of the Buchanan County Tourism Board of Directors shall participate in the selection, award, administration or decision making of any contract if a conflict of interest, real or apparent, would be involved. Such a conflict would arise when any member of the Board of Directors would have a benefit from the contract. If needed, a two-thirds vote of a quorum of the Board of Directors at a regular meeting will determine if a conflict of interest exists.

## ARTICLE VII OFFICERS

1. The Executive Committee will exist of the Officers: president, vice-president, secretary and treasurer.
2. Officers may be general members or Directors.
3. These officers shall be elected to serve a term of two years and be eligible for re-election of up to three terms.
4. Officers are nominated and elected by the Board of Directors at their annual meeting. Officer terms begin January, 1.
5. The president shall provide an agenda, conduct meetings, coordinate committees, and perform such duties as authorized by the Board of Directors.
6. The vice president shall conduct meetings in the absence of the president and shall assist the president in the ongoing business pertaining to BCTB.
7. The secretary shall record minutes and conduct such correspondence as required. The secretary shall send out meeting minutes within two weeks of meeting. Electronic votes shall be recorded in the most recent minutes of the meeting.
8. The treasurer shall be responsible for keeping financial records and providing a written financial report at each meeting. The treasurer shall deposit receipts and pay bills, bills over \$500 to be approved by the Board of Directors and authorized at each official meeting. All checks, drafts or orders for payment of money, notes or other evidences of indebtedness issued in the name of the BCTB shall be signed by the president, vice president or treasurer, all funds shall be deposited to the account of BCTB in a FDIC insured bank, per the annual recommendation of the treasurer, as approved by the Board of Directors. A financial review will be presented to the Executive Officers or a committee at the close of the fiscal year.

## ARTICLE VIII COMMITTEES

1. The president shall appoint members from committees, subject to confirmation of the Board of Directors.
2. The Board of Directors may designate committees standing or ad-hoc. Regular members may sit on committees. A progress report preferably written, shall be given by all committees at each regularly scheduled Board meeting.

## ARTICLE IX FISCAL YEAR

The fiscal year of BCTB shall begin on January 1 and end on December 31.

## ARTICLE X INDEMNIFICATION

The BCTB shall secure insurance to protect the Board of Directors and assets.

REVISED SEPTEMBER 11, 2018