

BY-LAWS TRI COUNTY FAIR

ARTICLE 1-NAME

Section 1. Name

The official name of the organization shall be "The Tri County Fair Board" hereinafter referred to as "The Board".

ARTICLE II PURPOSE

Section 2. Purpose

The purpose of the Tri County Fair Board is to plan, operate and manage all activities involved in the production of the Tri County Fair, held annually at the Powell County Fairgrounds. The Tri County Fairboard does not manage any Powell County Fair Grounds activities outside of the scope of the Tri County Fair. Powell County will have direct responsibility for all contractors and vendors during the fair, including all lease agreements for rodeo, carnival and outside contracted events, ie Demolition Derby, Boxing matches and Monsters Trucks, etc...

ARTICLE 111-OFFICERS

Section 1. Officers

The elective officers of the Board shall consist of a Chairman and Vice-Chairman. The Board shall hire a Secretary.

Section 2. Board Composition and appointments

The Board shall consist of representatives from Powell County (7), Granite County (3) and three members at large. The appointment and qualifications of each board member is left to the authority of the individual county commissioners. All Board members must either reside in the Tri County area or be land owners in the Tri County area. That area is defined as Powell, Granite and Deer Lodge Counties. Members at large will be appointed by the members of the Board. Powell County will always have a majority of representatives on the Board. Members at Large will have full voting privileges but will not be eligible to hold office. Each Board members term

will expire in alternating three year terms. There is no limitation on the number of terms that may be served by an individual.

Section 2. Nomination and Election of Officers

Nomination of elective officers shall be made at the annual election meeting, which shall be held at the first regular meeting of each year. The election shall follow immediately thereafter. The Chairman shall be nominated and elected from Powell County board members only. A nominee receiving a majority vote of those present at the election meeting shall be declared elected.

Section 3. Terms of Officers

The elective officers shall take office at the first regular meeting in January and shall serve for a one-year period.

Section 4. Vacancies in Office

Vacancies in elective offices shall be filled immediately by regular election procedure for the unexpired portion of the term.

Section 5. Duties of Officers

(A) Chairman

The Chairman shall preside at all meetings and shall call special meetings when he/she deems necessary or is required to do so. The Chairman shall certify the expenditure of Board funds and shall sign the minutes of Board meetings and all official papers involving the authority of the Board. The Chairman shall have the privilege of discussing all matters before the Board and voting thereon. The Chairman shall have all the duties normally conferred by parliamentary usage on such officers and shall perform such other duties as may be ordered by the Board except as otherwise provided in these by-laws, and other Board resolutions.

(B) Vice-Chairman

The Vice Chairman shall assume the duties and powers of the Chairman in the Chairman's absence. If the Chairman and Vice Chairman are both absent, the Board members may elect a temporary chairperson by a majority vote of those present at a regular, recessed or special meeting, who shall assume the duties and powers of the Chairman and Vice Chairman during their absence.

Section 6. Duties of the Secretary

The Secretary shall keep the minutes of regular, recessed and special meetings of the Board; such minutes shall be approved by the Board. He/She shall also keep minutes of Board Committee meetings when requested to do so. The Secretary shall give notice of all regular and special meetings to Board members, shall prepare the agenda of regular and special meetings.

Secretary is responsible for maintaining the Board petty cash checking account, pays all open class premiums, judges and superintendents as well as having all claims prepared for the county to pay. Secretary also serves as the main position for billing, fund raising letters and vendor procurement for the fair and assigns booth space. The Secretary shall maintain a file of all official records of the Board and perform such other duties as the Board may determine. Financial records shall be submitted to an auditor for examination annually and whenever the Secretary position changes.

ARTICLE 1V- MEETINGS

Section 7. Order of Business-Regular Meetings

- (A) Call to order by Chairman**
- (B) Address Guests**
- (C) Approval of minutes of preceding meeting**
- (D) Correspondence**
- (E) Financial Report**
- (F) Claims**
- (G) Old Fair Business**
- (H) New Fair Business**
- (K) Other**
- (L) Commissioner**
- (N) Adjourn**

Section 8. Quorum

A majority of the members of the Board shall constitute a quorum for the transaction of business and the taking of official action. Absent members may attend by phone conference. It is up to the member to make these arrangements prior to the meeting. In the case of a matter that will not wait until the next meeting, members may vote by electronic or telephonic means. In that case all members must vote and the vote MUST be reaffirmed at the next meeting.

Section 9. Attendance/Vacancies

Having three (3) unexcused absences from regular meetings shall be construed as a resignation from the Board. If unable to attend members may attend by phone providing they arrange this

before the meeting. Within thirty (30) days, the Chairman shall notify the appropriate governing body of any vacancy

Section. 10 Motions

Motions shall be restated by the Chairman before a vote is taken. The name of the members making and seconding a motion shall be recorded in the minutes of the meeting. Meetings shall be conducted using Robert's Rule of Orders.

Section 11. Voting

Any action taken by a majority of those present, when those present constitute a quorum, at any regular, recessed or special meeting of the Board shall be deemed and taken as the action of the Board. .

Section 12. Reports

On all matters considered by the Board, the report and recommendations, if any, of the appropriate committees shall be presented to the Board and shall be recorded in the minutes of the meeting.

Section 13. Parliamentary Procedure

Parliamentary procedure in Board meetings shall be governed by Robert's Rule of Order, revised, unless it is specifically provided otherwise in these by-laws or in other Board resolutions.

Section 14. Public Nature of Meetings and Records

All regular, recessed and special meetings, records and accounts shall be open to the public. All minutes are kept in perpetuity by the Powell County Clerk and Recorder and posted on the Powell County Web page

ARTICLE 111-MEETINGS

Section 1. Regular Meetings: Time and Date

A regular monthly meeting will be held the second Thursday of the month during winter months, at 7 pm. Alternate days and time may apply during the spring and summer months

Section 2. Recessed Meetings

Any regular meeting may be recessed to a definite time and place by a majority vote of the Board members present at the meetings.

Section 3. Special Meetings

Special meetings of the Board may be called by the Chairman or by two (2) members upon written request to the secretary. The Secretary shall send to all members, at least two (2) days in advance of a special meeting, a written notice fixing the time and place of the meeting. Special meetings may also be notified by a telephone call to all members at least two (2) days, forty-eight (48) hours in advance of the meeting. Notice may be given by telephonic or electronic means.

ARTICLE 1V- COMMITTEES

Section 1. Establishment of Committees

The Board may establish such standing or special committees as it deems advisable and assign each committee specific duties or functions. No standing or special committee shall have the power to commit the Board to endorsement of any plan or program without its submission to the body of the Board.

Section 2. Appointment and Terms of Committee Members

The Chairman of the Board shall appoint the members of each standing or special committee shall name the chairman of each committee. The members of each standing committee shall be appointed at the first regular meeting in February for a term of one year. Special committees may be appointed at such times and for such purposes and terms as the Board approves.

Section 3. Committee Vacancies

Vacancies on committees shall be filled immediately by the Chairman of the Board for the unexpired portion of the term.

Section 4. Meetings of Committees

All committees shall meet at the call of the committee chairman, provided that the Chairman of the Board shall also have the authority to call a special meeting of any committee at any time and upon such notice as he may specify.

Section 5. Quorum and Voting

A majority of the members appointed shall constitute a quorum of all committees. The affirmative vote of a majority of the committee membership shall be required for the adoption of a matter before the committee. If an item is of a high importance, i.e. expenditures, that cannot wait until the next meeting all members must vote by electronic or telephonic means, in which case the vote must be reaffirmed at the next meeting

ARTICLE V-AMENDMENTS

Section 1. Amendments

These by-laws may be amended at any regular meeting by the affirmative majority vote of the members of the Board, provided that the proposed amendments have been submitted in writing at a previous meeting.

ADOPTED 7/8/2021

Tri County Fair Board

Chairman Mike Applegate

Vice Chairman Scott Barger