

**BOARD OF COUNTY COMMISSIONERS  
FLATHEAD COUNTY, MONTANA**

**BY-LAWS  
for the  
FLATHEAD COUNTY FAIR COMMISSION**

Preamble

The Flathead County Fair Commission is created under Title 7, Chapter 1, Part 201 through 203, M.C.A. and Resolution No. 1210, adopted by the Board of Commissioners on September 26, 1996 and amended by Resolution 1210 A, adopted April 14, 1997. Within Resolution No. 1210 A, the Flathead County Fair Commission is assigned the "responsibility for the administration of the Flathead County Fairgrounds," "must present a proposed budget to the Board of Commissioners each fiscal year," and "shall not expend any funds not budgeted by the Board of County Commissioners."

**ARTICLE I. AIMS OF COMMISSION**

Section 1.1 The objectives of this Commission shall be to hold an annual Fair in Kalispell, Montana; and to engage in the maximum use of facilities by any activities furthering the development of the fairgrounds for public use, thereby promoting agricultural, educational, business, and cultural growth of Flathead, Glacier, Lincoln, Sanders, and Lake Counties in addition to areas beyond NW Montana.

**ARTICLE II. MEMBERSHIP**

Section 2.1 The Flathead County Fair Commission shall be composed of five members, appointed at-large by the Board of Commissioners of Flathead County, Montana, and serving at the pleasure of the Board of Commissioners representing Flathead County, Montana.

Section 2.2 The members of the Flathead County Fair Commission shall serve for terms of two years, commencing on January 1 and ending on December 31<sup>st</sup>. Terms of the members shall be staggered and overlap.

Section 2.3 Members of the Flathead County Fair Commission shall receive no salary for their service on the Flathead County Fair Commission; members may receive mileage for travel to and from meetings of the Commission and may receive mileage and per diem, in accordance with the Flathead County personnel policy, for travel outside Flathead County on business of the Flathead County Fair Commission.

Section 2.4 No member shall hold interest in any contract or transaction in consideration by the Fair Commission that would create a real or perceived conflict of interest. Members must abide by the Flathead County "Standards of Conduct" policy and Montana State Statute 2-2-201.

### ARTICLE III. DUTIES OF FAIR COMMISSION

Section 3.1 The following shall be the powers and duties of the Flathead County Fair Commission:

- A. Together with the Fairgrounds Operation Manager; develop, implement, and update bi-annually a strategic vision and plan for the long-term growth and success of the Flathead County Fairgrounds.
- B. To organize, promote, and financially account for the annual fair, events, and activities of the fairgrounds.
- C. To employ, advise, and set policy for operations to the Fairgrounds Operation Manager which includes an annual performance evaluation.
- D. Research and recommend initiatives to the Fairgrounds Operation Manager and committees appointed by the Chair.
- E. To review and approve a budget for the annual Fairgrounds operations and capital plans.
- F. To establish annual rates and procedures for lease of the facilities at Flathead County Fairgrounds on such terms as it deems appropriate and beneficial.

### SECTION IV. OFFICERS

Section 4.1 The Flathead County Fair Commission shall re-organize annually at the first regular meeting of each calendar year by conducting an election of officers. One member shall be selected as Chair and one member Vice-Chair. Duties of the officers are:

- A. Chair – shall preside at all meetings and represents the position of the Commission as a whole. The Chair retains the right to vote on all motions, and acts as tie breaker when necessary.
- B. Vice Chair – shall act in the Chair's capacity during absences by the Chair, or in the case of a vacancy occurring in the seat.

Section 4.2 The Chair shall perform such other duties as may be prescribed in these Bylaws or assigned to them by the Flathead County Commissioners, and coordinate the work of officers or committee members in order that the aims of the Fair Commission may be promoted.

- A. The Chair shall research and recommend initiatives to the Fairgrounds Operation Manager and committees appointed.

Section 4.3 The Chair shall coordinate the monthly agenda items with the Fairgrounds Operation Manager and ensure that the posting and distribution of agenda, minutes, business information has been handled efficiently and as required by law. With proper notice, he/she may call a special meeting of the Fair Commission for conducting essential or urgent business prior to the next regularly scheduled meeting.

### SECTION V. MEETINGS

Section 5.1 The Fair commission shall conduct regular monthly meetings on the second Thursday of the month, with a start time being 6:30 P.M. Meeting times and dates may be adjusted, meetings cancelled or rescheduled, and additional meetings added as necessary during the calendar year.

Section 5.2 Meetings will be publicly announced a minimum of forty – eight hours prior with an agenda posted on the Fairgrounds web-site and physically at the administration office.

Section 5.3 Meetings shall take place at the Flathead County Fairgrounds unless otherwise noted on the agenda.

Section 5.4 Interested parties with business to be placed on the agenda for consideration by the Fair Commission shall contact the Fairgrounds Operation Manager seventy – two hours prior to the meeting date. All meetings will provide for a public comment period, however, the Fair Commission must follow Montana Open Meeting laws and shall not discuss or act on items not listed on the agenda.

Section 5.5 Quorum: a majority (three or more) of the Fair Commission members constitute a quorum. No formal action may be taken without a quorum of the members present excepting to adjourn to another time. In the event there is a vacancy within Fair Commission positions, two-thirds of the members will constitute a quorum.

Section 5.6 Meetings shall be conducted pursuant to general parliamentary procedure shall govern the procedure of all meetings:

- A. Minutes shall be kept reflecting the discussions, business, and official motions and actions taken during the meeting.
- B. The minutes will be prepared and made available by the Fairgrounds Operations manager within two weeks following the meeting date.
- C. The official minutes of all meetings will be made available to the public after approval by the Fair Commission at the next scheduled meeting.
- D. Meeting dialogue shall be carried on with dignity, civility, and professionalism. The Chair reserves the right to rebuke or cease the discussion at any time they deem this has been violated.

## SECTION VI. RESIGNATION OR REMOVAL

Section 6.1 A member may resign by giving written notice to the Fair Commission and Flathead County Commissioners; otherwise, members serve at the pleasure of the Commission and County Commissioners.

Section 6.2 Members may be removed by the Flathead County Commissioners either at their discretion or upon recommendation of a two-thirds majority vote of the Fair Commission. Cause for such removal would be non-compliance with the Bylaws, violation of the County Code of Ethics/Code of Conduct Policy, or establishing a conflict of interest.

Section 6.3 Any member who misses two consecutive meetings or three meeting in one calendar year without an excused absence by the Fair Commission may be subject to removal.

### SECTION VII. AMENDMENTS

Section 7.1 These Bylaws may be amended by a two-thirds vote of the quorum of the Flathead County Fair Commission members and presented to the Flathead County Commissioners for approval. No amendments shall be voted on at a meeting at which it is proposed and properly noticed, but shall lie over until the next regular scheduled meeting. Before voting on the bylaw amendments, the amendment shall first be approved for legal compliance by the designated representative of County Attorney's Office and presented for consideration to the Flathead County Commissioners.

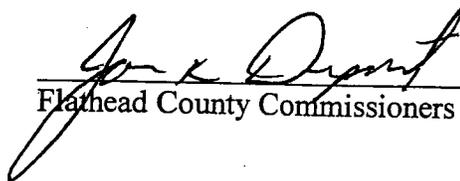
Approval:

  
Flathead County Attorney Staff

Dated: May 5, 2011

  
Flathead County Fair Commission Chair

Dated: 5-5-11

  
Flathead County Commissioners Chair

Dated: 5-16-2011