

**BYLAWS OF THE
NATRONA COUNTY TRAVEL AND TOURISM COUNCIL**

**Article 1
Name**

The name of this organization shall be the Natrona County Travel and Tourism Council, also referred to as CACVB or Visit Casper and referred to herein as the "Council".

**Article 2
Purpose**

The purpose of the Council is to promote travel and tourism within Natrona County, Wyoming operating as the Casper Area Convention and Visitors Bureau (CACVB).

**Article 3
Authority and Regulations**

- 3.1 Authority of Council** - The authority of the Council is pursuant to Section 39-6-412 through 39-6-417, W.S. Annotated 1977, as amended.
- 3.2 Joint Powers Board Agreement** - The regulation of the business and conduct of the affairs of the Council shall be determined by the March 7, 1989 Joint Powers Agreement, as amended, these Bylaws, and by any rules or regulations which may be adopted by the Council.

**Article 4
Composition of the Board**

- 4.1 Council Membership** - The Council shall be comprised of up to nine (9) members appointed by the governmental entities participating in the March 7, 1989 Joint Powers Agreement, as amended. The terms and qualifications shall be as set forth in said Agreement. Each Council member shall serve a three-year term and shall be eligible for reappointment.
- 4.2 Non-Residency** - If a Council member ceases to be a resident of Natrona County, the membership on the Council shall terminate. In the event of such termination, a successor shall be appointed by the appropriate governing body who will fill the unexpired term.

- 4.3 Meeting Attendance** - Council members shall attend at least seventy-five percent (75%) of the regular meetings of the Council. Failure to attend at least seventy-five (75%) of the meetings, unless excused during a calendar year, may be reported to the appointing governmental agency with a recommendation for removal.
- 4.4 Member Resignation** – A Council member may resign at any time by delivering written notice, signed manually, to the Chair or Secretary. A resignation is effective when the notice is effective unless the notice specifies a later effective date. In that event of a resignation, the governmental entity making the appointment shall be notified of such.
- 4.5 Compensation** - No Officer or Council member shall receive compensation for services rendered on behalf of the Council, but each such Council member shall be reimbursed for travel and per diem expenses as provided to State employees.

Article 5 Officers

- 5.1 Election of Officers and Term** - The Council shall annually elect four (4) officers from among its own members during its annual meeting in June. The four (4) Officers shall consist of a Chair, Vice Chair, Secretary, and Treasurer. Each Officer shall serve a one (1) year term and shall be eligible for no more than two (2) consecutive terms if reelected by the Board. It is the goal of the Council that the Vice Chair be considered for the Chair position at the end of the Chair's term. Each Officer has the authority and shall perform the duties set forth in the bylaws or, to the extent consistent with these bylaws, the duties and authority prescribed in a resolution of the Council.
- 5.1.1 Chair** - The Chair shall preside at meetings and public hearings of the Council. The Chair shall decide all points of order or procedures and shall transmit reports and recommendations of the Council to the various parties of the Joint Powers Agreement.
- 5.1.2 Vice Chair** - The Vice Chair shall act in the absence of the Chair.
- 5.1.3 Secretary** - The Secretary shall be responsible for keeping the minutes of the Council meetings, sending agendas to the members of the Council, carrying out routine correspondence, maintaining the records of the Council, except those records pertaining to finance which are the responsibility of the Treasurer, authenticating records of the Council and performing such other duties as the Council may require.

5.1.4 Treasurer - The Treasurer shall give a full accounting of all monies expended and received from grants, gifts, donations, bequests, and contributions of money or property from other sources for the purpose of furthering the Council's goals.

5.2 Chief Executive Officer (CEO) - The Council is empowered to hire or dismiss a Chief Executive Officer (CEO) as it deems necessary and shall have the authority to contract for services or facilities needed to carry out its duties. The CEO may employ administrative and other technical, legal, and clerical assistance as is necessary and engage the services of research and consulting agencies within the limits of authorized and available funds.

Article 6 Meetings

6.1 Public Meetings - Meetings of the Council are public meetings, open to the public at all times, except as otherwise provided by Wyoming State Statute.

6.2 Meeting Location – All regularly schedule meetings of the Council shall be held at the Natrona County Travel and Tourism Council office unless the Chair specifies another location. Said meeting locations shall always be in Natrona County, Wyoming.

6.3 Annual Meeting - The annual meeting of the Council shall be the regular meeting held in the month of June. This meeting shall include the election of Officers for the following year as well as the regular business of the Council.

6.4 Regular Meeting - A regularly scheduled meetings shall be held at the call of the Chair. The Council shall meet not less than six (6) times per calendar year. The Chair may, upon notification to the members of the Council, cancel or reschedule a regular meeting, if a quorum cannot be in attendance.

6.5 Special Meeting – A special meeting of the Council may be held at the call of the Chair, by request of a majority of Council members, or by request of a participating municipal government agency. Special meetings shall be preceded by at least (5) days' notice to each Council

6.6 Chair Vote - At any time there is an even number of members on the Council or in attendance at a meeting, and such members are evenly divided on a question, the Chair shall vote on such questions.

- 6.7 Executive Session** - The Council may hold executive sessions not open to the public in accordance with the pertinent provisions of the Wyoming State Statutes.
- 6.8 Quorum** - Five (5) members, a majority of the Council, shall constitute a quorum, except to adjourn the meeting to subsequent date. Council members may participate in a regular or special meeting by, or conduct the meeting through the use of any means of communication by which all Council members may simultaneously communicate with each other during the meeting. A Council member participating in a meeting by this means is deemed to be present in person at the meeting.
- 6.9 Abstention** - Any member of the Council shall abstain from voting on any matter or issue when that member has a direct or indirect personal or financial interest in the matter at issue. The member shall declare a conflict of interest and be disqualified from discussion and voting upon the matter. The Secretary shall so record in the minutes that such member has abstained.
- 6.10 Agendas** - Agendas shall ordinarily be mailed to members of the Council at least five (5) business days prior to the meeting at which such subjects are to be considered. Subjects which are not listed on an official agenda shall not be considered at a meeting unless the subject pertains to a petition or communication or a recommendation made by a member of the public pursuant to the order of business. Mailing for the purpose of this section may be by the U.S. Postal Service or by electronic mail. Each Council member shall be responsible for providing the Secretary with a current mailing address and/or electronic mail address and the member's preference as to mailings.
- 6.11 Order of Business** - The order of business at regular Council meetings shall generally be as follows:
- 6.11.1 Call to Order;
 - 6.11.2 Roll Call;
 - 6.11.3 Approval of Agenda;
 - 6.11.4 Approval of Minutes;
 - 6.11.5 Treasurer's Report;
 - 6.11.6 Old Business;
 - 6.11.7 New Business;
 - 6.11.8 Communications Reports;
 - 6.11.9 Council Comments;
 - 6.11.10 Public Comments; and
 - 6.11.11 Adjournment.

Article 7

Committees of the Board

- 7.1 Committee Formation** - The Council may create one (1) or more committees and shall only appoint members of the Council to serve on them. Each committee shall have two (2) or more Council members who serve at the pleasure of the Council.
- 7.2 Committee Approval** – The creation of a committee and appointment of Committee members to it shall be approved by a majority of all the Council members.
- 7.3. Committee Authority** – Each committee of the Council may exercise the Council's authority specified when the Committee was created.
- 7.4. Authority Limits** – A committee of the Council shall not, however;
- 7.4.1 Authorize expenditures;
 - 7.4.2 Approve dissolution, merger, consolidation, or the sale, pledge, or transfer of all or substantially all of the Council's assets;
 - 7.4.3 Approve vacancies on the Council or on any of its' committees; or
 - 7.4.4 Adopt, amend, or repeal the bylaws.

Nothing in this section prohibits the Council from appointing informal or advisory committees comprised of persons who may or may not be members of the Council to undertake tasks assigned to them by the Council

Article 8 Contracts, Vouchers and Deposits

- 8.1 Contracts** - The Council may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Council and such authority may be general or confined to specific instances.
- 8.2 Vouchers, Drafts, and Checks** - All vouchers, drafts, checks or other orders for the payment of money, issued in the name of the Council, shall be signed by the appropriate officers in such manner as shall be determined by resolution of the Council.

-
- 8.3 Depositories** - All funds of the Council shall be maintained in a separate account and shall be administered in accordance with the laws and regulations of the State of Wyoming.

**Article 9
Parliamentary Authority**

The rules contained in the current edition of *Robert's Rules of Order* shall govern the Council in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Council may adopt.

**Article 10
Miscellaneous Provisions**

- 10.1 Fiscal Year** – The fiscal year for the Council shall be from July 1st through June 30th.
- 10.2 Contributions, Bequests, Grants, and Gifts** – Any contributions, bequests, grants, or gifts made to the Council shall be accepted or collected only as authorized by the Board.
- 10.3 Termination, Dissolution and Distribution** – The Council shall continue in existence as long as the proposition to impose lodging tax is approved by the electors of Natrona County. In the event that the Council is terminated or dissolved, any remaining funds shall be distributed equally to the participating municipal government agencies, after all expenses are paid, with at least 90% of the funds to be used to promote travel and tourism in Natrona County.

**Article 11
Amendments**

- 11.1 Bylaw Change** - These Bylaws may be altered, amended, or replaced and new bylaws may be adopted by the Council at any regular or special meeting of the Council upon the vote of the majority of the members in attendance. Notice of said regular or special meeting shall state that the purpose of the meeting is to consider a proposed amendment to the bylaws and it shall contain or be accompanied by a copy or summary of the amendment or state the general nature of the amendment.

11.2 Rules and Regulations - The Council may adopt rules and regulations governing its organization and procedures as it may deem necessary.

Article 12

Bylaw Adoption and Amendments

12.1 Approved 1989

12.2 Amended April 25, 2017.

12.3 Amended May 23, 2023.

Certification

I hereby certify that the foregoing bylaws, which constitute the bylaws of the Natrona County Travel and Tourism Council, were adopted by the Council in a regular meeting held on the 23rd day of May, 2023.

By: 
Tiffany Gamble, Chair

Attest: 
Cole Montgomery, Secretary

