

BYLAWS

of the

JEFFERSON COUNTY TOURISM COORDINATING COUNCIL

2022

ARTICLE I

PURPOSE

The Jefferson County Tourism Coordinating Council, (hereinafter, TCC) was formed to promote the tourism industry in the unincorporated areas of Jefferson County, in accordance with Jefferson County Board of Commissioners, (hereinafter Board of County Commissioners, or BoCC), Resolution number 78-03, Dated 12-8-2003 which is incorporated herein by reference. The Council will achieve this by:

1. Promoting tourism in unincorporated Jefferson County and rural regions through individual and cooperative marketing efforts that present a coordinated message to the visiting traveler.
2. Advertising, promoting, and educating local businesses. Collaborating with and advising Jefferson County government in highlighting the benefits of tourism and the tourism industry throughout Jefferson County.
3. Providing multi-media Jefferson County tourism marketing products to potential tourism customers through various relevant marketing channels, including but not limited to, the Internet, and the use of Social Media marketing, print advertising, radio, Television, regional visitor centers beyond Jefferson County, and in partnership with local businesses. Working in collaboration with relevant cooperative regional marketing programs including, but not limited to, Partnership with the Olympic Peninsula Tourism Commission, local Chambers, the Olympic Peninsula Gateway Visitor Center and the East Olympic Forest Visitor Center facilities.

ARTICLE II

REPRESENTATION

Section 1. The Jefferson County Tourism Coordinating Council, hereinafter the council or TCC, consists of representatives from each of the four regions in unincorporated Jefferson County: Quilcene, Brinnon, the West End, coastal Jefferson County, Port Ludlow, and Port

Hadlock/Tri-Area. There shall be at least two council members from each region.

Section 2. The total number of voting council members may be changed, so long as representation is equivalent among the regions. Any changes will be authorized by a majority vote of the Council.

Section 3. Unless otherwise stipulated herein, the council members may decide matters by consensus or by a majority vote. On matters coming before the members for a vote, each member shall have one vote. A member may vote in person or may vote by proxy executed in writing. No proxy shall be valid after four months from its execution.

Section 4. Any representative may vacate her/his seat by submitting their resignation to the Tourism Coordinating Council Board. Council Chair will then submit notice to BoCC. Such resignation will become valid without action other than Council Member notification to the affected region, as appropriate, citing the urgency for a replacement council member to ensure balanced representation. The resignation also will be recorded in the minutes of the next meeting of the council. Any new member will be approved by majority vote of TCC Council. TCC will then submit brief letter of recommendation on behalf of recommended new TCC Board member to BoCC.

Section 5. With regards to members being elected as officers of the council, refer to Article III Management Section 2.

ARTICLE III

MANAGEMENT

Section 1. Members of the Tourism Coordinating Council shall perform their duties (including the duties as a member of any committee of the council) in good faith, in a manner believed to be in the best interests of the council, and with such care, including reasonable inquiry, as ordinarily prudent persons in like positions would use under similar circumstances. (regarding duties, see *Article IV*; regarding meetings see *Article VI*.)

Section 2. In order to fulfill its mission TCC may join in collaborative partnerships as outlined in Article I.3, and recommend to BoCC the hiring of contract staff necessary to best complete the marketing duties and/or fulfill the management roles of TCC as designated.

Section 3. At each annual meeting, the council members shall elect from their number the following officers: Chair, Vice Chair, and Recorder. Officers of the council so elected shall hold office during the following calendar year, and may be re-elected to the same position. (Regarding duties, see *Article V*; regarding meetings, see *Article VI*.) Any officer may be suspended or removed by the consensus or by a majority vote of all of the council members. Vacancies resulting from the resignation or removal of any officer shall be filled by appointment of the council.

ARTICLE IV

POWERS AND DUTIES OF THE COUNCIL

The following responsibilities apply to all council members jointly, subject to any limitations provided in these bylaws:

1. To Advise, consult with, and represent local tourism related business and chambers of commerce for the purpose of creating media marketing programs and establishing tourism marketing strategies.
2. Maintain awareness of marketing efforts, products and advertising opportunities particularly suited or relating to the Olympic Peninsula.
3. Develop working proposals for marketing, establish short-term and long-term marketing strategies and collaborative-marketing efforts that drive tourism to unincorporated Jefferson County.
4. Draft an annual budget for marketing, recommend that Budget to BoCC.
5. Approve marketing materials for production.
6. Design, develop/proofread/distribute tourism material.
7. Oversee that work has been performed and vendors paid for work done.
8. Continuously conduct outreach to local Lodging members of Jefferson County Tourism Coordinating Council, inform local Chambers of Commerce in Jefferson County and others in each region in support of the purposes of this organization and tourism.
9. Evaluate the affairs and business of the council, and make such changes in the prescribed powers and duties or make any procedures/regulations as may be warranted to carry out the purpose of promoting tourism and the tourism industry.

ARTICLE V

POWERS AND DUTIES OF OFFICERS

Section 1. The Council Chair shall, under the direction of the council, supervise all activities and affairs of the council, and execute all instruments on its behalf. The Chair or her/his designee(s) shall represent the council at Jefferson County Lodging Tax Advisory Committee meetings and Olympic Peninsula Joint Marketing Cooperative meetings. The Chair shall preside at all meetings of the council and meetings of the officers, call special meetings as he or she shall deem necessary, and shall perform such other duties usually inherent in such office. The Chair,

or designee, shall present a full report to the regular annual meeting of the council members showing in detail the condition of the affairs of the council.

Section 2. The Vice Chair, or designee, shall create and maintain a history of the council's marketing and promotional efforts in the form of meeting minutes, Monthly Reports, and shall perform such other duties as the Council Chair may direct. In the absence or disability of the Chair, the Vice Chair, or designee shall preside at all meetings and perform all other duties of the Chair which are incidental to the office. The Chair or designee, shall present a full report to the regular annual meeting of the council showing in detail the promotional efforts of the past year and marketing strategies overall.

Section 3. Marketing Coordinator will perform all duties of the Recorder which are incidental to the office to include the current bylaws; the records of the officers and the council members, including names, addresses, telephone and fax numbers, and e-mail addresses, and including dates of election and terms of office of all officers; correct and adequate records of accounts as submitted by the council members; minutes of the proceedings of the council, the officers, and any minutes which may be maintained by committees. The Recorder shall issue all notices and shall attend and keep the minutes of all meetings of the council members and officers, and shall perform all such other duties as are incidental to the office.

ARTICLE VI

MEETINGS OF THE COUNCIL

Section 1. Regular annual meeting of the council shall be held in November of each year, at a place to be determined by the Chair, Notice of the place, day and hour shall be given by the Recorder to each council member (by communicating personally or by mail, email, fax, or telephone, as is customary.

Section 2. A regular meeting schedule for the following calendar year will be established by the council at the annual meeting. Notice of the place, day and hour of regular meetings and Annual meeting shall be given by the Recorder to each member prior to the date of the meeting.

Section 3. Special meetings may be called by the Chair or a majority of the council members. Notice of a special meeting of the council, stating the object thereof as well as the place, day and hour shall be given by the Recorder to each member at least five days prior to the date on which such meeting is to be held.

Section 4. Council members shall notify the Recorder of each meeting they will not be attending. At any meeting of the council, four members shall constitute a quorum.

- 4.1 Un-excused absence: If any voting member fails to attend a regularly scheduled meeting and fails to follow the notification procedure, that absence will be considered un-excused. This, however, does not preclude the Council from making a determination at a later time to excuse the absence.
- 4.2 Vacancy due un-excused absence: Any voting member who has three (3) un-

excused absences, i.e. misses three meetings for un-excused reasons, in a year will be considered as having vacated his/her seat on the Council (For notice to the BoCC of a vacancy on the council and how to fill that vacancy see *Article II, Section 4.*)

Section 5. With regards to voting and proxy voting, refer to *Article II, Representation, Section 3.*

ARTICLE VII

COMMITTEES

Section 1. The officers may establish such standing and special committees as necessary to carry out the purposes of the council. Each committee shall include two or more council members. Any committee may be abolished by the officers at any time.

Section 2. The chair of each committee shall be appointed by the Council Chair, and shall be responsible for organizing the committee and carrying out the directives of the officers.

Section 3. Committee chairs who are not members of the council shall become ex officio members of the council, without voting privileges, for the duration of their chairmanship.

ARTICLE VIII

AMENDMENTS

These bylaws may be amended at any meeting of the council by a two-thirds majority vote of the members and concurrence of the BoCC.

ARTICLE IX

ADOPTION OF BYLAWS

The bylaws of the Jefferson County Tourism Coordinating Council as set forth herein, together with any subsequent amendments, are hereby adopted this 11th Day of January, 2022.

The effective date of these bylaws shall be upon receiving notice of review and agreement by Jefferson County Board of County Commissioners and Jefferson County Legal Representatives.