

BYLAWS

JACKSON HOLE AIRPORT BOARD

ADOPTED November 20, 2013

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JACKSON HOLE AIRPORT BOARD

ARTICLE I

- A. Organization. The Jackson Hole Airport Board, hereinafter referred to as the Board, is organized as a joint power board pursuant to Wyoming Statute §16-1-105 and 10-5-202; and is governed by the Town of Jackson and Teton County Agreement Establishing the Jackson Hole Airport Board dated October 7, 2013.

ARTICLE II

- A. Membership. The Board shall consist of five (5) members who shall be qualified electors of Teton County, Wyoming. Appointment, vacancies, length of terms, and removal shall be governed by the Joint Power Board Agreement dated October 7, 2013.

ARTICLE III

- A. Term of Office. The term of office of members of the Board shall be five (5) years ending on the first Monday in February. In January of each year, the Teton County Board of County Commissioners and Jackson Town Council shall jointly fill any vacancy created by expiration of a member's term. The Teton County Board of County Commissioners and Jackson Town Council shall also jointly appoint a new member when necessary to fill a vacancy created by removal or resignation. Board members may be removed jointly, by the Board of County Commission and Town Council without notice and without cause.
- B. Election of Officers. The Board shall elect from its members a President, Vice-President, Secretary, and Treasurer, said officers to serve a term of one (1) year. Election of officers shall take place at the February meeting of each year and as otherwise required to fill vacancies.

ARTICLE IV

- A. Meetings. Meetings of the Board shall be open to the public and shall be conducted in accordance with Wyoming Statutes §§ 16-4-402 et seq. Regular meetings of the Board shall be held on the 3rd Wednesday of each month at 9 a.m. at the Jackson Hole Airport Board Room located at 1250 E. Airport Road,

Jackson, Wyoming. The chairman of the Board or a majority of Board members may call special or emergency meetings. The Board may also, by resolution, adopt in February of each year a schedule of regular monthly meetings as an alternative to the 3rd Wednesday of each month.

- B. Notice. Notice of regular, special or emergency meetings of the Board shall be provided in accordance with Wyoming Statutes §§16-4-404, specifically the notice accompanied by the proposed agenda to those that request in writing notice of future meetings and who have renewed such written request on an annual basis. Notice of regular meetings shall be sent to each member of the Board by giving verbal, electronic or written notice accompanied by the proposed agenda. Notice of special meetings shall be sent to each member of the Board and each newspaper of general circulation, radio or television station requesting the notice by giving verbal, electronic or written notice, accompanied by a statement of special business to come before the Board. Notice of emergency meetings shall be provided to each member of the Board by any of the above means or by telephone. A reasonable effort shall be made to offer public notice of emergency meetings.
- C. Record of Proceedings. The secretary of the Board or his/her designee shall record minutes of each regular, special, and emergency meetings of the Board, shall transcribe and distribute the minutes to the members of the Board, and shall distribute the minutes to members of the public upon request.
- D. Quorum. Members are required to regularly attend all Board meetings. In the event that a Board member must be unavoidably absent, he/she shall notify the chairman or other designated officer as soon as possible prior to the meeting. After a member has been absent from fifty percent (50%) of the regular meetings during a fiscal year, the chairman of the Board shall submit a written request to the Teton County Board of County Commissioners and Jackson Town Council for a replacement to fill the unexpired term of the member.
- E. Voting. Votes may not be taken without a quorum of voting members present. Three (3) members shall constitute a quorum. A member of the board may attend a board meeting via telephone or video conferencing if approved by the Chair and so long as the member is able to participate in the full discussion of the issue.
- F. Compensation. Members of the Board shall serve without compensation, but shall be reimbursed for travel and per diem expenses at the same rate as provided to state employees.
- G. Conflicts of Interest. Any Board member who has a pecuniary interest in a matter pending before the Board, or who is likely to derive direct and tangible personal or professional benefit from particular resolution of the matter, shall declare a conflict of interest and shall not vote on any issue connected with the matter, and his/her presence at the meeting shall be disregarded for the purposes of obtaining

a quorum for voting. The board member that declares a conflict shall remove themselves from the meeting room in order to not influence the vote with his or her presence

ARTICLE V

A. Amendments. These bylaws may be amended by the Board, upon a majority vote of the board.

IN WITNESS WHEREOF, the undersigned have executed this agreement on the day and year indicated, but to be effective as of the day and year above written.

JACKSON HOLE AIRPORT BOARD

Jim Waldrop, Chairman

date

Attest:

Andrea Riniker, Secretary

date