

**BYLAWS OF THE WESTERN NEBRASKA TOURISM COALITION**  
**As Amended January 19, 2017**

***ARTICLE I***

**NAME**

The name of this organization shall be the Western Nebraska Tourism Coalition (WNTC, Coalition).

***ARTICLE II***

**PURPOSE**

The purpose of the Western Nebraska Tourism Coalition is to engage in the successful development of a sustainable tourism industry for the mutual benefit of all members through regional collaboration.

***ARTICLE III***

**AUTHORIZATION**

The Western Nebraska Tourism Coalition shall be organized as a tourism committee under the non-profit status and governing bylaws of the Panhandle Area Development District (PADD).

All moneys raised by the WNTC may be managed through the *PADD*, with no contracting fees being imposed.

No member of the WNTC shall receive any pecuniary gain or profit, incidental or otherwise, from its activities, except that the organization shall be authorized to pay reasonable compensation for services rendered and to make payments in furtherance of the purposes set forth by the organization. The WNTC shall not carry on any activity not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) as organized under section 509(a)(2) of the Internal Revenue Code of 1954. In addition, all activities of the WNTC shall fall within the purposes of the PADD.

***ARTICLE IV***

**MEMBERSHIP**

**Section 1.**

**General Membership**

Membership in the Coalition will be open to all attractions, businesses, agencies, and individuals based on a dues structure to be established and amended from time to time by the Board of Directors.

**Section 2.**

**Board of Directors**

The membership of the Board of Directors shall consist of two people per county from those currently holding a general membership in good standing. Each county shall be represented by one public sector and one private sector at-large representative who shall be selected by the coalition membership and/or commissioners of their county. Each representative on the Board of Directors shall be entitled to one vote.

***ARTICLE V***

**OFFICERS**

**Section 1.**

The officers of the Western Nebraska Tourism Coalition shall consist of a Chairman, a Vice-Chairman, a Secretary and a Treasurer. The immediate past chairman shall serve as an ex-officio officer of the Coalition. The officers of the Coalition shall comprise the Executive Committee of

the Coalition. The chair of the marketing committee and the chair of the membership committee shall serve as ex-officio members of the Executive Committee.

**Section 2.**

The Chairman shall preside at all meetings of the Western Nebraska Tourism Coalition and shall have duties that include, but not limited to: Review and approve all bill payment requests, send all bills to PADD for payment, prepare meeting agendas, serve as the official representative of the Coalition, appoint chairs for all committees and appoint audit committee to perform annual reconciliation of accounts.

**Section 3.**

The Vice-Chair shall act for the Chair in his/her absence.

**Section 4.**

The Secretary shall act for the Vice-Chairman in his/her absence. The Secretary shall have duties that include, but not limited to: Record keeping of official minutes, send draft minutes to the Executive Committee and paid support services contractor within seven (7) days of meeting for review and approval and permanent recording of official meeting minutes.

**Section 5.**

The Treasurer shall maintain and keep records of all receipts and disbursements, which shall be audited annually and have duties that include, but not limited to: Balance with reports received from PADD; Record all bills into QuickBooks, maintain official budget, produce financial reports for all board meetings and print list of bills received and paid. The Treasurer shall have access to all WNTC accounts receivables and account payables within WNTC QuickBooks account. The Treasurer receives accounts payables from the paid support services contractor; prepares them for payment and submits to the Chairman for approval. The Treasurer receives copies of payments from the paid support services contractor and enters them into QuickBooks for reporting.

**Section 6.**

The "Paid" Support Services Contractor shall be responsible for all duties outlined in the Western Nebraska Tourism Coalition Scope of Work for Support Services.

**ARTICLE VI  
ELECTION OF OFFICERS**

**Section 1.**

An annual organization meeting shall be held in May, the date and location to be specified by the Officers.

**Section 2.**

Nominations and elections shall be made from the Board at the annual meeting.

**Section 3.**

Officers shall serve a term of two (2) years.

**Section 4.**

Vacancies in office shall be filled immediately by a vote of the Board of Directors.

**ARTICLE VII  
MEETINGS**

**Section 1.**

Meetings will be held regularly at designated locations. All members shall receive notice as to the location, date and time of meeting a minimum of ten (10) days prior to the meeting date.

**Section 2.**

A quorum shall consist of a simple majority of Board of Directors.

**Section 3.**

The Chair may call special meetings. It shall be the duty of the Chair to call a special Board meeting when requested to do so by a majority of the Board of Directors. The Secretary shall notify all members of the Board not fewer than five days in advance of such a special meeting.

**ARTICLE VIII  
COMMITTEES**

The Board of Directors may create and disband any committee or sub-committee deemed necessary.

**ARTICLE IX  
ORDER OF BUSINESS**

A motion from the floor must be made and passed in order to dispense with any item on the agenda.

**ARTICLE X  
EMPLOYEES**

Within the limits imposed by the funds available for its use, the Board of Directors may employ such personnel and/or consultants as it sees fit to aid in its work.

**ARTICLE XI  
CONTRACTS**

The Executive Committee of WNTC will review all contracts, negotiated on behalf of the Coalition by PADD, and make recommendations on contracts to the Board of Directors and general membership.

**ARTICLE XII  
AMENDMENTS**

These bylaws may be amended by a majority vote of the entire Board of Directors after written notice given at least ten days before the meeting to consider changes in the bylaws, said notice to be given by the Secretary.

Attested:

  
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Hal Enevoldsen, WNTC Chairman

01/19/2017

\_\_\_\_\_  
January 19, 2017

Bylaws Amended June 28, 2002  
Bylaws Amended May 16, 2003  
Bylaws Amended November, 2005  
Bylaws Amended March 19, 2009

Bylaws as Amended and Adopted by the WNTC Membership on January 19, 2017