

BYLAWS OF THE
MOFFAT COUNTY LOCAL MARKETING DISTRICT

ARTICLE 1

General Provisions

Section 1

NAME: This organization is formed in the State of Colorado under the Local Marketing District Act, specifically Part 1 of Article 25, Title 29, Colorado Revised Statutes (hereinafter "C.R.S.") ("the Act") and is known as the Moffat County Local Marketing District ("the LMD" or "MCLMD").

Section 2

PURPOSE: The purposes of the MCLMD are as follows:

Vision: The MCLMD funding will help promote Moffat County as a premier recreation – tourism destination as well as a desirable business friendly location for those that enjoy a varied outdoor lifestyle with a western atmosphere.

Mission: The MCLMD will support, enhance, encourage and develop programs that lead to economic diversification by increasing business retention, development and recruitment in Moffat County that will in turn increase tourism, including funding for special events.

DEFINITIONS: When used in these Bylaws, the following words, terms and phrases shall have the following meaning:

- a. The term "District" or "Local Marketing District" or "LMD" shall mean the MOFFAT COUNTY LOCAL MARKETING DISTRICT, a local marketing district formed under the provisions of C.R.S. Section 29-25-101 *et seq.* The District is an entity of its own but is governed by the Three Entities whose elected officials are all members of the "Ex Officio Board" when convened as described in Article II, Section 8.
- b. The phrase "the Three Entities" shall mean the Moffat County Board of County Commissioners, the City of Craig City Council and the Town of Dinosaur Town Council. Each of those shall be known in the singular as an "Entity".
- c. "Board Member" means an individual appointed to the Board of the LMD.

- d. Colorado Open Meetings Law as defined in C.R.S. 24-6-401.

Section 3

BUSINESS OFFICE: The principal office of the District shall be designated from time to time by the Board, but initially the office shall be the office of the Moffat County Commissioners.

ARTICLE II

Board of Directors

Section 1

COMPOSITION: The Board of Directors shall consist of seven (7) Members appointed by Three Entities. Moffat County Board of County Commissioners shall appoint three (3) Members. The City Council for the City of Craig shall appoint three (3) Members. The Town Council for the Town of Dinosaur shall appoint one (1) Member.

Section 2

QUALIFICATIONS FOR BOARD APPOINTMENT: A person shall be considered for appointment to the Board if they have the following qualifications:

- a. Be a resident of or property owner in Moffat County, Colorado;
- b. View the County as one interdependent and interconnected economic system; and
- c. Each Entity can choose other criteria as that Entity deems if important.

Section 3

TERM: Except as provided in Section 4 of this Article II pertaining to the initial staggering terms, each Board Member shall serve a term of three (3) years. Any Board Member is eligible for re-appointment at the discretion of the Board who appointed the Board Member. Otherwise, there shall be no maximum number of terms that a Board Member may serve.

Section 4

FIRST BOARD: The first Board shall be appointed by the Three Entities with staggering terms, as outlined below, and shall meet the qualification requirements of Section 2 above. The appointments of Board Members shall be as follows:

- a. The City of Craig shall appoint one Member to serve a three (3) year term, one Member to serve a two (2) year term, and one Member to serve a one (1) year term.

- b. The Town of Dinosaur shall appoint one Member to serve a three (3) year term.
- c. Moffat County shall appoint one Member to serve a three (3) year term, one Member to serve a two (2) year term, and one Member to serve a one (1) year term.

Section 5

VACANCY: When there is a vacancy on the Board, the Entity whose position is vacant shall make an appointment to fill the vacancy for the remaining term of that vacant position within 90 days.

Section 6

RESIGNATION: A resignation by a Board Member shall occur after the Board Member gives notice of resignation to the Board President and the Entity that appointed the Board Member. It is requested that a resigning Board Member give two weeks notice. A vacancy created by such a resignation shall be filled in accordance with Section 5.

Section 7

REMOVAL OF BOARD MEMBER: Any Member may be removed from the Board in accordance with the provisions of C.R.S. Section 29-25-108(1)(e) for "inefficiency", neglect of duty" or "misconduct in office". Each Entity in its sole discretion may make the determination of whether a Board Member appointed by the Entity is subject to removal under any of these criteria. Missing 3 consecutive Board Meetings without good cause shall be considered neglect of duty.

Section 8

EX OFFICIO BOARD OF DIRECTORS. Until the first Board of Directors is appointed and at any time during the duration of the District, the Three Entities shall act by virtue of the Ex Officio Board of Directors which shall consist of all the elected board members of the Three Entities. The Three Entities may convene the Ex Officio Board at any time that is deemed necessary for the continued governance of the District.