

**BYLAWS OF THE
CLARK COUNTY ARTS COMMISSION
CLARK COUNTY, WASHINGTON**

ARTICLE I.
ORGANIZATION

1. Name: The name of this organization shall be the Clark County Arts Commission. The Clark County Arts Commission is a standing committee of Clark County.
2. Membership, Purposes and Activities: The membership, purposes and activities of the Commission shall be as provided by Clark County Resolution # 2010-03-07.
3. Duties: Duties of the Commission shall be to fulfill the mandate set forth in Resolution #2010-03-07 adopted by the Board of County Commissioners. In addition, the duties of the Commission may include:
 - a. Public Relations;
 - b. Communications with the Board of County Commissioners and the City Councils of the cities of Battle Ground, Camas, La Center, Ridgefield, Vancouver, Washougal, Woodland and the Town of Yacolt;
 - c. Developing and implementing programs and projects;
 - d. Pursuing grants or other funding sources in aid of arts and artists
 - e. Approving the annual budget for the Arts Commission
 - f. Establishing standing, advisory and ad hoc committees
4. Removal, Resignation and Recall of Commission Members: A majority of the members of the Commission may recommend to the Board of County Commissioners that any individual Commission member be removed for sufficient cause. Any member of the Commission may submit his or her resignation in writing to be effective at the time designated and, if not designated, at such time as a written resignation is received by the County. Two unexcused absences or three consecutive excused absences by a Commission member from regularly scheduled Commission meetings can be construed as sufficient cause for the remaining Commission members to recommend to the Board of County Commissioners to remove said absent member from the Commission.
5. Vacancies on the Commission: Vacancies in any Commission position shall be filled by the Board of County Commissioners in consultation with the appropriate appointing authority, and those so appointed shall fulfill the unexpired term until such position would normally terminate.

ARTICLE II.
OFFICERS

1. Number. The officers of the Commission shall be a Chairperson, a Vice-Chairperson, a Secretary and a Treasurer. Other officers may be appointed from time to time by the Commission based on Commission activities.
2. Election and Term: The officers of the Commission shall be elected by a majority of the Commission for a two year term. Such elections shall be held at the February meeting of the Commission. Each officer shall hold office during his or her term or until his or her death, resignation, disqualification, or until his or her successor is elected and qualifies.
Officers of the Commission may be reelected, or elected to a different office. Term limits for any office shall be two terms of consecutive service.
Nominations for election to an office shall be made by the Nominating Committee, headed by the Vice-Chairperson and may be made by members of the Commission at any meeting in which officers are nominated and/or elections to office are held.
3. Removal of Officer: Any officer elected by the Commission may be removed by the vote of two-thirds of the members of the Commission appointed to office with cause at any regular or special meeting of the Commission, but no vote for the removal of an officer shall be effective unless notice of the proposed removal shall have been given to the members of the Commission at least 10 days in advance of the meeting. Such notice shall be sent by the Chairperson at the request of the members proposing the removal.
4. Vacancies: A vacancy occurring among the officers of the Commission may be filled by the Commission acting at any regular or special meeting of the Commission.
5. Chairperson: The Chairperson shall be the principal executive officer of the Commission. The Chairperson shall preside at all meetings of the Commission. He or she shall serve ex officio as a member of all committees (except the Nominating Committee) created by the Commission, the Chairperson, or these Bylaws; he or she shall represent the Commission before the Board of County Commissioners; he or she shall have the power to create and appoint committees pursuant to Article III, Section 3 of these Bylaws; and, in general, he or she shall perform all duties incident to the office of Chairperson and such other duties as may be prescribed by the Commission from time to time.
6. Vice-Chairperson: At the request of the Chairperson, or in his or her absence or disability, the Vice-Chairperson shall perform all the duties of the Chairperson and,

when so acting, shall have all the powers of and be subject to all the restrictions upon the Chairperson. The Vice-Chairperson shall act as Chair of the Nominating Committee. The Vice-Chairperson shall perform such other duties and have such authority as from time to time may be assigned by the Chairperson or the Commission.

7. Secretary: The Secretary shall keep the minutes of all official Clark County Arts Commission meetings and distribute them in a timely manner.
8. Treasurer: The Treasurer shall be actively involved in the annual budget preparation and shall monitor all financial transactions. The Treasurer will be responsible for working with appropriate County staff to assure accurate financial statements are prepared for the Commission.

ARTICLE III COMMITTEES

1. Executive Committee: The Commission may, by proper resolution, designate an Executive Committee composed of the Chairperson, Vice-Chairperson, Secretary and Treasurer. The Executive Committee shall exercise such powers of the Commission in the management of the affairs of the Commission, except at such time as the Commission is in session; provided, however, that the Commission shall have the power to direct, limit or control the Executive Committee by resolution at any special or regular meeting, or by general rules adopted for its guidance.
2. Nominating Committee: The Commission may, by proper resolution, designate a Nominating Committee composed of three members to be nominated by the Chairperson and approved by the Commission. One member shall be the Vice-Chairperson and the Nominated Committee will be chaired by the Vice-Chairperson. The Nominating Committee shall be a standing Committee for the purpose of nominating the Officers, which nomination shall be reported to the Commission at the regular meeting held during the month of February. The Commission may direct, limit or control the Nominating Committee by resolution at any special or regular meeting or by general rules adopted for guidance.
3. Other Committees: The Chairperson or the Commission may designate other special or standing committees. Such committees shall report to and be responsible to the Chairperson and the Commission and the Commission may direct, limit or control such committees by resolution at any special or regular meeting or by general rules adopted for guidance.
4. Public Committee Members: The Chairperson may appoint individuals who are not members of the Commission to special or standing committees. Appointments are for one year terms, with reappointments not to exceed 5 years. Removal of Public Committee Members shall be the same as for Commission members, as stated in

Article I, Section 4. All Appointments of Public Committee Members are as non-voting members.

5. Notice of Committee Meetings: Various committees of the Commission shall meet as needed. The time and place of committee meetings shall be determined by the Chairperson of each individual committee. The usual manner of informing committees of their meeting dates and times is by electronic mail. If it becomes necessary to make any change in the time of any committee meeting, committee members shall be promptly notified.

ARTICLE IV MEETINGS OF THE COMMISSION

1. Regular Meetings: Unless notified otherwise, regular meeting of the Commission shall be held on the fourth Tuesday of each month in an available meeting room, the time and location as which will be published subject to Section 3 of this Article. The location of the regular meetings shall move around the County in recognition of the participation of the various jurisdictions in the Commission. The regular monthly meeting held during the month of February shall be designated the Annual Meeting. Subject to the requirements of Section 3 of this Article, the time and place of the regular meeting may be changed by the Chairperson.
2. Special Meetings: Special meetings of the Commission may be called at any time by the Chairperson. In addition to the foregoing, the Chairperson shall call a special meeting at the written request of six members of the Commission.
3. Notice of Meetings: Notice of all regular and special meetings shall be as given to the public in compliance with the applicable statutes of the State of Washington, and notice of special meetings shall be given to each Commission member either in writing, via electronic mail or by telephone at least 24 hours prior to the meeting time. Failure to give such notice shall not of itself void any action properly taken by the Commission.
4. Conduct of Meetings: All meetings shall be open to the public. Any questions concerning parliamentary procedure at meetings shall be determined by reference to Robert's Rules of Order Revised except where such rules conflict with the laws of the State of Washington, ordinances of Clark County, Washington or these Bylaws. Robert's Rules of Order may be suspended by a two-thirds vote of the Commission members present at any meeting. Except as otherwise provided in these Bylaws, the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the Commission.
5. Quorum: A majority of the Commission appointed to office shall constitute a quorum for the transaction of business at any meeting of the Commission.

ARTICLE V.
LEGAL COUNSEL

1. Legal Counsel: The Chief County Prosecuting Attorney or his or her designated representative shall be the Legal Counsel for the Commission and its committees.

ARTICLE VI.
MISCELLANEOUS PROVISIONS

1. Conflict of Laws: In the event that anything contained herein shall conflict with an ordinance of Clark County or law of the State of Washington, such ordinance or law shall control.
2. Amendment: These Bylaws may be amended by the affirmative vote of two-thirds of the members of the Commission appointed to office, provided that such amendment shall have first been presented to the membership in writing at a regular or special meeting preceding the meeting at which the vote is taken.

THESE BYLAWS WERE APPROVED AND ADOPTED AT THE CLARK COUNTY ARTS
COMMISSION REGULAR MEETING ON

Elizabeth Holmes, Chairperson