

BYLAWS OF THE POLK COUNTY FAIR BOARD

ARTICLE I: EFFECTIVE DATE

These bylaws of the Polk County Fair Board (PCFB) are applicable and replace all previous adopted bylaws of the PCFB as of the date appearing below.

ARTICLE II: ORGANIZATION

Section 1. Pursuant to ORS Chapter 565, the Polk County Board of Commissioners shall appoint all members of the Polk County Fair Board (PCFB) to serve terms as designated.

Section 2. Pursuant to ORS 565.230, the PCFB has exclusive management of the ground and all other property owned, leased, used or controlled by Polk County and devoted to the use of the Polk County Fair.

Section 3. The PCFB is responsible for all operations of the annual Polk County Fair and the operations of the Polk County Fairgrounds (assumed business name: Polk County Fairgrounds and Event Center).

Section 4. The offices of the Polk County Fair Board are located at 520 S. Pacific Highway West, Rickreall, Oregon 97371.

ARTICLE III: POLK COUNTY FAIR BOARD

Section 1. The PCFB shall undertake efforts to promote economic and public benefit through utilization of the facilities at the Polk County Fairgrounds. The PCFB has exclusive authority to provide on site facilities, to issue licenses and permits for the holding of exhibitions, shows, carnivals, circuses, dances, and events and activities deemed appropriate and compatible with available facilities. This authority may be delegated to the Fair Manager. The PCFB shall annually fix the sum to be paid for licenses, permits and activities that are conducted at the Polk County Fairgrounds. Money received from the issuance of such licenses, permits and activities shall be deposited to the credit of the Polk County Fairgrounds.

Section 2. Standing Committees. The following are standing committees of the PCFB: Finance, Personnel. (a) The Finance Committee shall make recommendations to the

PCFB relative to financial procedures and improvements and efficiencies for budgetary matters; (b) The Personnel Committee shall make recommendations to the PCFB relative to establishing, maintaining and reviewing personnel rules, personnel policies and personnel procedures.

Section 3. Additional Committees. The PCFB may by majority vote of its members at a duly noticed and convened meeting designate additional committees (standing or otherwise), provided that said committee consists of at least two (2) members of the PCFB. Committees of the PCFB have only that authority that is placed on said committee by the PCFB as provided for in the record creating same.

Section 4. Removal. A member of the PCFB may be removed from the PCFB by order of the Polk County Board of Commissioners as provided for in ORS 565.225.

Section 5. Proxy Voting. Members of the PCFB may vote on any duly noticed matter before the PCFB by submitting a written proxy vote to the Fair Manager at least one (1) hour prior to the subject meeting. A quorum may not be established or maintained through proxy.

ARTICLE IV: OFFICERS

Section 1. The officers of the PCFB shall be Chairperson, Vice-Chairperson, and Secretary. Officers of the PCFB serve for one (1) year (January – December), and shall be appointed annually in December upon majority vote of the PCFB. An officer may resign her/his office upon tendering written notice to the Chairperson of the PCFB and the Chairperson of the Polk County Board of Commissioners.

Section 2. Chairperson. The Chairperson shall preside at all meetings of the PCFB, and shall exercise all powers and perform all duties as prescribed by ORS, and these bylaws which include but are not limited to: committee member appointments, signing all legal instruments, designating a temporary Secretary if the Fair Manager is absent, and voting at PCFB meetings. **The Chairperson shall have the right to vote if he/she is part of the quorum or in those circumstances where a tie vote exists. Unless otherwise directed by a majority of the Fair Board in writing**

Section 3. Vice-Chairperson. The Vice-Chairperson shall exercise all powers and perform the duties of the Chairperson in the official absence of the Chairperson.

Section 4. Secretary. The Fair Manager shall serve as Secretary and shall keep the records of the PCFB (including records pertaining to the annual Polk County Fair and the operations of the Polk County Fairgrounds), and shall act as recording secretary at all PCFB meetings. The Secretary shall perform all duties incident to the office.

Section 5. Fair Manager. The Fair Manager shall be responsible for the fiscal administration of all funds associated with the PCFB, the annual Polk County Fair, and the Polk County Fairgrounds. The Fair Manager shall keep regular books of accounts

showing receipts and expenditures and shall annually (or more often upon direction of the PCFB) render to the PCFB an account of transactions and the financial condition of the PCFB, the annual Polk County Fair, and the Polk County Fairgrounds.

ARTICLE V: MEETINGS

Section 1. Annual Meeting. The annual meeting of the PCFB shall be held in February

Section 2. Regular Meetings. To the extent possible, regular meetings of the PCFB shall be held on the third Thursday of each month at the offices of the PCFB.

Section 3. Special Meetings. The Chairperson (or the Vice-Chairperson in case of official absence of the Chairperson) may, when she/he deems necessary and expedient, and shall upon written request of at least two (2) other members of the PCFB, call a special meeting of the PCFB. Special meetings may be convened at any identified location within Polk County, Oregon.

Section 4. Quorum. Four (4) members shall constitute a quorum for conducting business of the PCFB. Action may be taken only while a quorum is maintained.

ARTICLE VI: REVIEW AND AMENDMENTS

Section 1. Review. Annually in February the PCFB shall conduct a review of these bylaws for the purpose of consideration of amendments, if any.

Section 2. Amendments. The bylaws of the PCFB shall be amended only with the approval of at least four (4) members of the PCFB and only at a regular or special meeting of the PCFB and only if at least ten (10) days advance notice of the amendments to be considered has been provided to all members.

DULY ADOPTED BY THE PCFB AT ITS MEETING ON FEBRUARY ___, 2015.

Chairperson: Anna Scharf

Attested by: Fair Manager, Tina Andersen