

# Sabine Parish Tourist and Recreation Commission

## By-Laws

### Article I: Name

The Sabine Parish Tourist and Recreation Commission (hereinafter sometimes referred to as Commission) is a political subdivision of the State of Louisiana. It was initially organized by Article VI, Section 19 and 30 of the Constitution of Louisiana and recognized by Police Jury Article 13 in July 1974. Authority was amended by R.S. 33:4574.

### Article II: Mission

The mission of the Commission is to provide leadership in marketing Sabine Parish and Toledo Bend Lake Country as a highly desirable tourist and meeting destination and engage in tourism promotions, which result in increased overnight stay and in activities that improve the quality of stay of the visitor.

### Article III: Domicile

The domicile of this Commission shall be within the Parish of Sabine, State of Louisiana at 1601 Texas Hwy., Many, LA 71449.

### Article IV: Purpose

The purpose of this Commission shall be the promotion of tourism within Sabine Parish, Louisiana. La. R.S. 33:4574 (E).

### Article V: Powers and Authority

The Commission shall have the power to sue and be sued, to accept grants or donations of every type, to make capital improvements for the purpose of obtaining federal funds, to do all things necessary for the promotion and the advertisement and publication of information relating to tourist attractions within its jurisdiction. However, the Commission shall not exercise any function which results in competition with local retail businesses or enterprises. La R.S. 33:4754 (H).

### Article VI: Board of Directors

**Section 1.** The Commission shall consist of seven members as set forth by La. R.S. 33:4574 (F) (1) (a) and Police Jury Article 13.

- The Sabine Parish Police Jury – one member
- The Sabine Parish Chamber of Commerce – two members

- The President of the Sabine Parish Tourist and Recreation Commission – one member
- The Mayor of Many – one member
- The Mayor of Florien – one member
- The Mayor of Zwolle – one member

**Section 2.** The members shall serve a term of three years La. R.S. 33:4574 (F)

**Section 3.** Each appointing authority shall be notified in writing within 45 days of date for reappointment.

**Section 4.** When a Commissioner misses three (3) meetings in one calendar year, the Commission will report the absences to the appointing authority for replacement. A Commissioner may resign at any time by providing written notice.

**Section 5.** The Board of Directors shall serve without compensation.

Article VII: Offices and their Duties

**Section 1.** The Commission members shall elect a member to serve as Chairman for a term of one year. In addition to the Chairman, the Commission shall elect from its membership a Vice Chairman and Secretary/Treasurer. The office of Secretary and Treasurer may be combined if the Commission so elects. La. R.S. 33:4754 (G). Election of officers shall be held at the June meeting, normally the last meeting of the year.

The Chairman shall preside at all regular meetings and all special meetings. He or she shall serve as the Chief Administrative Officer on behalf of the Commission between regular meetings or special meetings. He or she shall make all necessary appointments from the Commission members and shall perform all duties usually incumbent upon the Chief Administrative Officer of an organization.

**Section 2.** The Commission shall also elect among themselves a Vice-Chairman who shall serve a term of one (1) year. The Vice Chairman shall preside in the absence of the Chairman and perform all other duties assigned by the Chairman as well as those duties usually incumbent upon the Vice Chairman of an organization. He or she may be the secondary signature on all Commission checks.

**Section 3.** The minutes of the meetings will be prepared and kept by the staff of the Commission and submitted to the newspaper on record for proper publication each month.

**Section 4.** The Treasurer shall be responsible for reviewing all monthly financials and for presenting a brief summary at each meeting. The Treasurer may be a secondary signature on all Commission checks.

**Section 5.** The Executive Committee shall be composed of the officers; Chairman, Vice Chairman, and Secretary/Treasurer.

**Section 6.** The Executive Committee shall exercise all powers and authority of the Commission during the interim between Commission meetings. All actions taken by the Executive Committee during the interim period shall be presented to the Board at the next scheduled full Board meeting. Any action taken by the Executive Committee must be approved or ratified by a quorum of the full board.

**Section 7.** The Executive Committee shall meet upon the call of the Chairman provided that proper notice shall be given prior to the meeting. Any Commissioner may attend a meeting of the Executive Committee.

**Section 8.** Written or verbal notice of the time and place for the meeting, accompanied by an agenda, shall be sent to each member of the Executive Committee and to each of the other Board members at least three (3) days prior to the meeting, except in the case of emergency meetings which may be called by the Chairman at his or her discretion.

**Section 9.** A simple majority of the Executive Committee shall constitute a quorum.

#### Article VIII: Quorum

A majority of the membership four (4) of the Commission shall constitute a quorum for the purposes of elections and for the transaction of business. La. R.S. 42:42

#### Article IX: Fiscal Year

The fiscal year of the Commission shall be from January 1 through December 31.

#### Article X: Meetings

Regular scheduled meetings of the Commission shall be held on the second Tuesday of each month at 12:00 p.m. noon. Special meetings may be called by the Chairman or by a majority of the Commissioners.

Notice of all meetings shall be given at least seven (7) days in advance. A written agenda including date, time, and place of the meeting shall be posted no later than 24 hours before the start of a meeting. The notice shall be posted on the outer door of the building in which the Commission's offices are located and the outer door of the building in which the meeting is to be held, if it is a different building. A copy shall be mailed to each representative of the news

media who request such notice. La. R.S. 42:7 (A) (A) (b) Further, the Commission shall publish a notice at the beginning of each fiscal year setting out the regular meeting dates, times, and places. La R.S. 42:7 (A) (1) (a)

The agenda shall allow a period for public comment. Each person desiring to speak shall be allowed three minutes.

#### Article XI: Executive Director

**Section 1.** The Commission may employ an Executive Director, who is not a member of the Commission or a person to fill a comparable position on a contract basis, having such qualifications and under such terms and conditions, including but not limited to provisions for sick and annual leave, as may be fixed by the Board of Directors, for a period not to exceed five years. Said terms and conditions shall be specified in a written contract, which may contain performance objectives and incentives La R.S. 33:4574 (J) (I).

**Section 2.** The Commission and Executive Director may enter into a subsequent contract of employment. Not less than 120 days prior to the termination of such a contract, the Chairman of the Board of Directors shall notify the Executive Director of termination of employment under such contract, or in lieu thereof the Commission and the Executive Director may negotiate and enter into a contract for subsequent employment. The Executive Director may choose not to enter into subsequent contracts and may terminate his or her employment at the end of the contract. LA. R.S. 33:4574 (J) (2)

**Section 3.** The Executive Director shall be retained during the term of the contract unless he or she is found incompetent or inefficient or is found to have failed to fulfill the terms and performance objectives of his or her contract. However, before an Executive Director can be removed during the contract period, he or she shall have the right to written charges and a fair hearing before the Commission after reasonable written notice. La. R.S. 33:4574 (J) (3). The Director will be subject to an annual employment review on or before December of each year by the Executive Committee. Compensation may be reviewed at this time.

#### Article XII: Funding

The Commission is funded by a local hotel/motel occupancy tax imposed under the authority of La. R.S. 33:4574.1.1 and by the appropriation of state sales tax collected on hotel and motel rooms within Sabine Parish pursuant to La. R.S. 47:302.15.

#### Article XIII: Budget

The Commission shall annually adopt a budget of receipts and expenditures in November or December for the following fiscal year. The budget shall utilize the uniform chart of accounts provided for in La. R.S. 39:1304. The proposed budget shall be submitted to the Commission

and made available for public inspection no later than fifteen days prior to the fiscal year for which the budget is intended to serve La. R.S. 39:1306. The proposed budget shall be available for inspection at the office of the Commission. La. R.S. 39:1308. The proposed budget shall be adopted before the end of the prior fiscal year and the approved expenditures shall not exceed the estimated revenues La. R.S. 39:1309. In the event that anticipated expenditures or estimated revenues shall forecast to vary more than five percent from the adopted budget, the Commission shall amend the budget to adjust expenditures and revenues to comply with revised estimates. The adopted budgeted and any authorized amendments shall constitute the authority to incur liabilities and authorize expenditures from the respective budgeted funds during the fiscal year. La. R.S. 39:1311 (C). All expenditures by Commission check shall require two signatures.

#### Article XIV: Annual Audit

Pursuant to La. R.S. 24:513 (3), the financial statements of this Commission shall be audited or reviewed by licensed certified public accountants subject to La. R.S. 24:513 (5) and (6). The engagement letter with the licensed certified public accountants engaged to perform this audit shall be approved by the Legislative Auditor. Such audit shall be performed in accordance with generally accepted governmental auditing standards and the Louisiana Governmental Audit Guide. Such audit shall be completed within six months of the close of the entity's fiscal year. The certified public accountant shall have access and assistance privileges afforded the legislative auditor in R. S. 24:513 (E) and (I). However, the certified public accountant shall comply with any and all restrictions imposed by law on documents, data, or information deemed confidential by law and furnished to the certified public accountant during the course of the audit or review. La. R.S. 24:513.

#### Article XV: Amendments

Amendments to the By-laws of the Commission may be offered in writing by any Director at any regular meeting of the Board of Directors. The Chairman shall give written notices of such proposed amendments to each member of the Commission as soon after said meeting as is practical. The proposed amendment shall be called up for passage at the following monthly meeting of the Board of Directors after the meeting at which the same was offered and the favorable vote of four (4) of the members shall be required for the adoption of the proposed amendment.

- a.) Amendment 1 on March 13, 2012: To allow the Chairperson to sign and the Executive Director to execute grants, with the Louisiana Office of Tourism or other such groups, without a vote from the board of commissioners each time. John Byrd made a motion to amend the By-laws. Barbara Peterson seconded the motion. Vote was unanimous.
- b.) Amendment 2 on January 8, 2013: Article IX and Article XII.

Article XVI: Miscellaneous

No part or subpart of these by-laws shall be construed as being in conflict with any other laws or ordinances in the Parish of Sabine or within the State of Louisiana.

If any term or provision of these by-laws or any application shall be held invalid or unenforceable by a court, then the remainder of these by-laws shall remain in full force and effect to the maximum extent allowed by law.

Any matters of procedure not covered herein shall be governed by Robert's Rules of Order.