

RESOLUTION NO. 2008-155

GENERAL GUIDELINES ON THE BYLAWS FOR, AND THE APPOINTMENT TO, COUNTY BOARDS, COUNCILS, COMMISSIONS AND AUTHORITIES (GENERALLY REFERRED TO AS "BOARDS") BY THE BOARD OF COUNTY COMMISSIONERS (THE "COMMISSION")

Volunteers are extremely important to the success of local governments. Volunteer board members contribute thousands of hours to the benefit of the citizens of Missoula County.

In order to broaden the opportunity for citizens to serve and to understand their duties and responsibilities, the Board of County Commissioners desires to update and clarify its practices in regard to the appointment of County Boards, and to clarify necessary provisions of Boards' Bylaws.

Unless interlocal agreements, statutory requirements and exceptions, or other special conditions are relevant to a particular Board; and in those cases where a Board's Bylaws are silent on a particular subject, this Resolution and the guidelines contained herein shall control.

Section 1: Bylaws. Each Board will develop and keep current a set of Bylaws to guide the conduct of its business. All Bylaws and amendments thereto shall be approved by the Commission before taking effect.

Section 2: Authority. The Authority by which the Commission establishes and appoints each Board will be articulated in the organization's Bylaws and provided to each Board member.

Section 3: General Powers and Duties. Unless otherwise provided by statute, the General Powers and Duties of the Board will be articulated in the Bylaws and provided to each Board member.

Section 4: Specific Powers and Duties. Unless otherwise provided by statute, the Specific Powers and Duties of the Board will be articulated in the Bylaws and provided to each Board member.

Section 5: Balance. The Commission will take positive action to attain gender balance and proportional representation of minority residents in Missoula County to the greatest extent possible when appointing Boards. Geographic location of potential appointees within the County may also be a consideration in maintaining balance on Boards and Commissions.

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Vickie M Zeier, Missoula County Clerk & Recorder



Section 6: Qualifications. In order to be considered for Board appointment, a person must be a resident of Missoula County, meet any other residency requirements, demonstrate an interest in the area, and have the time to meet the obligations of the Board. In the event the Board has responsibility for management and oversight of its own funds, the Commission will endeavor to appoint at least one member with financial expertise. Other specific areas of expertise may be considered as requested from individual Boards.

Section 7: Board Membership. Unless otherwise provided for in the Bylaws, the Commission will appoint seven voting members and two non-voting alternates to the Board.

Section 8: Status of Alternates. Alternates have all the privileges and responsibilities of membership except for voting privileges. In the absence of a voting member at a Board meeting, the necessary number of alternates will serve as voting members for that meeting. Minutes of the meeting will reflect that Alternate(s) were seated in order to conduct the business of the Board.

Section 9: Ex-Officio Members (members by virtue of their office or official position). A Board may have Ex-Officio members who will have all the privileges and responsibilities of membership except for voting privileges, unless provided for in the Bylaws. Ex-Officio members will be appointed by the Commission or by the Chair of the Board if so provided by the Bylaws.

Section 10: Conflicts of Interest. Each member is required to fully disclose any business or professional activity which could form or have the appearance of forming the basis for a conflict of interest to their position on the Board. When such disclosure is made, the minutes shall reflect the disclosure and the member shall refrain from voting on the matter. Failure to fully disclose as required by this Section may be grounds for removal for cause.

Section 11: Oath of Office. Members will take the oath of office administered by the Chair of the Commission or his/her representative before beginning his/her term.

Section 12: Terms of Office. Members will serve staggered terms as determined by the Commissioners and reflected in the Bylaws. Unless otherwise specified in the Bylaws, the terms will be for three years with terms ending on June 30th and new terms beginning on July 1st. Members' terms will be limited as follows:

- 5-year appointments: 2 consecutive terms (10 years);
- 4-year appointments: 2 consecutive terms (8 years);
- 3-year appointments: 3 consecutive terms (9 years);
- 2 year appointments: 4 consecutive terms (8 years);
- Alternates will serve terms at the discretion of the Commission, unless otherwise specified in the bylaws.
- Partial terms and the time served as an alternate will not count against the term limit.

Section 13: Termination. Membership on a Board may be terminated by a member's resignation, by a member ceasing to reside in Missoula County, or by the Commission acting in the best interests of the organization upon the recommendation of the Board. A Board may recommend termination of a member if the member has missed three (3) consecutive unexcused regular meetings.

Section 14: Vacancies. Vacancies will be filled by appointment by the Commission.

Section 15: Compensation. Appointees agree to serve without compensation except for reasonable and necessary expenses in the conduct of their business. Pursuant to M.C.A. 2-2-104(1)(b) gifts to members will not exceed a value of \$50.00 in any fiscal year.

Section 16: Training. During the first year of their appointment, new appointees agree to participate in board training approved by the Commissioners. Failure to participate may result in the member's removal.

Section 17: Open Meetings. Appointees agree to comply with the Montana Open Meeting Law. (M.C.A. 2-3-201 et seq.)

Section 18: County Policies. Appointees agree to comply with Missoula County policies and procedures, including fiscal and personnel policies.

ADOPTED THIS 30<sup>th</sup> DAY OF December, 2008

ATTEST:

Vickie  
Vickie

APPROVED AS TO FORM AND CONTENT:

Martin E. Hill  
Deputy County Attorney

BOARD OF COUNTY COMMISSIONERS  
MISSOULA COUNTY

Jean Curtiss  
Jean Curtiss, Chair

Bill Carey  
Bill Carey, Commissioner

**NOT AVAILABLE FOR SIGNATURE**  
Larry Anderson, Commissioner