

208

# MISSOULA DEVELOPMENT AUTHORITY TECHNOLOGY DISTRICT ADVISORY BOARD BYLAWS

## I. PURPOSE

The purpose of the Missoula Development Authority Technology District Advisory Board (MDATDB) is to promote, stimulate and assist in the creation, expansion, modernization, retention, and relocation of new and existing technology based businesses and technology based industry in the County that will tend to promote commerce and economic development, advance the general welfare and prosperity of Missoula County and its citizens by encouraging and reviewing development in the Technology District established by Resolution No. 2005-121 and M.C.A.7-15-4287 through 7-15-4299.

Endeavor to increase the volume of commerce within the County through planning, advertising, acquisition, establishment, development, construction, improvement, maintenance, equipment, operation of the technology oriented business with the Technology District.

Cooperate and act in conjunction with other organizations, public or private, in the development of technology related activities and other economic activity in the County.

Attract Qualifying Technology Projects for technology projects where at least 50% of the sales of the business occur outside of the State of Montana, or if the business is a manufacturing company, with at least 50% of its sales going to other State companies that have 50% of their sales occurring outside the State.

Develop infrastructure to encourage the location and retention of technology development projects; establish the costs which may be paid by the technology district and establish the use of tax increments.

## II. TECHNOLOGY DISTRICT ADVISORY BOARD

A. The powers of the MDATDB are vested in eight (8) Missoula Development Authority Technology District Board Commissioners (seven commissioners of the Missoula Development Authority, plus one commissioner of the Technology District). Each Commissioner will be appointed for a term of three (3) years, except that vacancies occurring other than by expiration of a term must be filled for the unexpired term of that Commissioner. All vacancies on the Board must be posted for public notice in the Missoula County Courthouse. A Commissioner shall hold office until he/she resigns or a successor has been appointed.

B. The Commissioners shall have the power and authority to:

1. Review the financial position of the Board at any time and receive monthly financial statements.

200728049  
Page 1 of 7  
10/24/2007 03:54P  
BK-807 Pg-1409  
Missoula County Vickie H Zaiser BL

2. Subject to approval by the Board of County Commissioners, enter into formal and informal arrangements, agreements, or partnerships with other agencies or entities who can assist in the accomplishment of the purpose, goals and objectives of the Board.
3. Establish the goals of the Board and its Executive Director and review the annual progress toward these ends.
4. Review and make recommendations to the Board of County Commissioners on contracts and purchases in excess of \$5,000 and reimbursement of expenses for commissioners and staff for travel and/or incidental expenses incurred in the conduct of Board business within the constraints of the budget approved by the Board of County Commissioners and policies of Missoula County, and subject to the normal approval process for Missoula county claims. Purchases of less than \$5,000 may be approved by the Executive Director.

### III. MEETINGS

#### A. Board Meetings:

1. Regular meetings shall be held once a month and at a time and location to be set by the Board. All meetings shall be conducted in accordance with open meeting requirements with minutes being recorded by a staff or commissioner.
2. SPECIAL MEETINGS – The chair or a minimum of three (3) commissioners shall call special meetings of the Board as required to transact business that requires action before the next regularly scheduled board meeting. Minutes shall be taken at special meetings by a commissioner or staff.
3. QUORUM – A quorum for the transaction of official business shall consist of a majority of the commissioners. Action may be taken by a majority of the quorum present.
4. Notification for regular and special meetings shall be published in notices section of a newspaper of general circulation. Meeting agendas shall be delivered to the Board of County Commissioners and shall be available in the office of the MDATDB in advance of all meetings.

#### B Reports

1. The minutes of Board meetings shall be provided to the Executive Director who will provide summary reports to the commissioners prior to the regular meeting. The Board will participate in the County's budget monitoring process.

Missoula Development Authority Technology  
District Advisory Board By-Laws



2. Monthly financial reports shall be mailed to the Board prior to the regular meeting and acted upon by the Board at its regular meeting. Semi-annual budget reports shall be remitted to the Board of County Commissioners.

#### IV. OFFICERS

- A. Officers for the new fiscal year shall be elected at the last meeting of the previous fiscal year. The Board shall elect a Chair and Vice Chair.
- B. Term of office – Shall be the fiscal year from July 1 through June 30.
- C. Termination – shall be on June 30 of each year or upon effective replacement.
- D. Removal – any duly elected officer during his/her term of office may be removed from office on the grounds that his/her conduct or policy is detrimental to the Board and its objectives. Any commissioner who misses three (3) consecutive meetings without an excuse from the Chair may be replaced. Any commissioner may be removed with or without cause by unanimous vote of the entire Board of County Commissioners. In the event a member of the Board of County Commissioners is appointed a commissioner of the MDATDB, the term of that appointment shall not exceed the Board of County Commissioner's elected term.
- E. Only commissioners may serve as officers.

#### V. DUTIES OF OFFICERS



- A. Chair: The Chair shall preside at all general meetings. He/She shall be a member ex officio of all committees. He/She shall appoint committee chairs and shall coordinate the work of committees in order that the purpose of the Board be promoted.
- B. Vice Chair: The Vice Chair shall assist the Chair and shall preside at meetings in the Chair's absence. The Vice Chair shall be the Executive/Finance Committee Chair.

VI. EXECUTIVE DIRECTOR: The County's Special Projects Coordinator will act as Executive Director of the MDATDB.

A. Accountability – The Executive Director is accountable to the Board.

B. Duties:

1. Carry out the goals and objectives of the Board.
2. Prepare proposed operating budget, capital improvement plan and annual work program in accordance with County policy and procedure,
3. Hire, contract, evaluate, supervise and remove staff personnel and administer approved budget and work programs in accordance with County policy and procedure,
4. Seek funding for Board operations and projects,
5. Keep the Board of County Commissioners informed and coordinate activities with other agencies, public and private; and,
6. Promote the purpose of the Board; and,
7. Maintain the committee files. Records shall be maintained in accordance with County policy.

8. PARLIAMENTARY LAW

Robert's Rules of Order Newly Revised shall be the governing parliamentary law of the Boards in all cases not definitely provided for by the bylaws.

9. CONDUCT OF BUSINESS

- A. Agenda – It shall be the responsibility of the Executive Director to prepare an agenda for all regular and special meetings. The agenda shall be mailed to all commissioners, the Board of County Commissioners and others prior to regular meetings as required by open meeting laws.

Missoula Development Authority Technology  
District Advisory Board By-Laws



B. Order of Business

1. The following is the prescribed order of business:

- a. Call To Order
- b. Introductions
- c. Approval of Minutes
- d. Public Comments and Announcements
- e. Marketing Report
- f. Engineer's Report
- g. Action Items
- h. Discussion Items
- i. Committee Reports:
  1. Executive/Finance
  2. Offer Review Committee
  3. Design Review Committee
- j. Staff Report
- k. Financial Report
- l. Other Items
- m. Adjourn



10. COMMITTEES

A. Committee Meetings

1. Committee and chair appointments shall be made at the regular Board meeting in July of each year. Each Commissioner shall be given a complete list of the same.
2. Committee chairs have a responsibility to Commissioners serving on their committee to involve the Commissioners and make them an integral part of the committee.

3. The committee chair shall present the committee's recommendation to the Board at regular monthly meetings.
4. No single Commissioner is permitted to transact committee business. A recommendation to the Board must be made by a motion of the committee.
5. Committee proposals for the Board's approval must be mailed to all Commissioners one week prior to the monthly Board meeting.
6. The Chair shall receive a copy of all correspondence initiated by committees.

**B. Standing Committees**

1. Executive/Finance – this committee is composed of not less than four (4) Commissioners, including the Chair, Vice Chair, and two at-large Commissioners (Chair is Vice Chair). The Executive/Finance Committee makes recommendations concerning annual budgets and contracts, and may act when necessary prior to the regularly scheduled Board meeting. The Executive/Finance Committee also makes recommendations on cash management planning, cash flow projections, recommendations for long range financial planning, capital expenditure planning and other funding, as well as, various projects in which the Board will become involved using the Missoula Airport Development Park Master Plan and Strategic Implementation Plan as a guide. Any actions taken must be reported to the Board immediately and at the next scheduled meeting. (See Robert's Rules of Order Newly Revised). The Executive Director is an ex-officio member of this committee. All financial accounting records shall be maintained as part of the County's finance and accounting system.
2. Offer Review Committee – this committee is composed of not less than three (3) members, with the Chair appointed by the Chair of the Board. The purpose of this committee is to promote what is in the best interest of the District, comply with zoning, comply with the Missoula Development Park Master Plan and Strategic Implementation Plan and produce quality jobs. The Executive Director is an ex-officio member of this committee.



3. Design Review Committee – this committee is comprised of not less than three (3) members of the Board appointed by the Board Chair. The purpose of this committee is to carry out the duties and responsibilities of insuring compliance with the covenants, conditions and restrictions of the Missoula County Technology District (Missoula Development Park). The Executive Director is an ex-officio member of this committee.

Ad Hoc Committees

Ad Hoc committees may be appointed by the Chair in response to special issues and projects arising throughout the year. These committees shall elect their chair who is responsible for committee record keeping and reports back to the full Board. The Executive Director shall be an ex-officio member of these committees.

C. Advisory Groups and Boards

The Board may from time to time establish one or more permanent or ad hoc advisory groups or boards to advise the Board on Board matters. Commissioners and the Executive Director shall not serve on advisory groups or boards.

X. AMENDMENTS

- A. Amendments to these Bylaws shall be proposed by the Board, submitted to the members and adopted by a majority of the members at a regular meeting. Amendments adopted by the Board shall then be forwarded to the Board of County Commissioners for approval, and shall not become effective until such approval.
- B. The Board of County Commissioners reserves the right to amend these Bylaws. The Board shall be notified of the Board of County Commissioners' intent, and shall be given the opportunity to comment prior to adoption of proposed amendment.

PASSED AND ADOPTED this 23<sup>rd</sup> day of October, 2007.

BOARD OF COUNTY COMMISSIONERS  
Missoula County, Montana

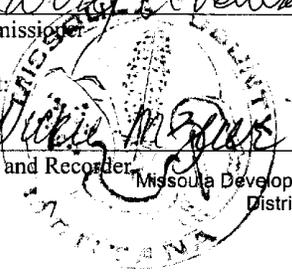
Jean Curtis  
Chair

Bill Long  
Commissioner

Larry Anderson  
Commissioner

Approved as to Form and Content:  
Michael D. Schmidt  
Office of the County Attorney

Attest:  
Vickie M. Jones  
Clerk and Recorder



Missoula Development Authority Technology  
District Advisory Board By-Laws

200728049  
 Page: 7 of 7  
 10/24/2007 03:54P  
 Bk-807 Pg-1409  
 Missoula County Vickie M. Jones, CL