



## HAYWOOD COUNTY

TOURISM DEVELOPMENT AUTHORITY

August 12, 2023

RE: Proposed Revisions to HCTDA Bylaws, Synopsis

Below is a brief synopsis of the proposed revisions to the HCTDA Bylaws, which have been thoroughly reviewed and discussed by the Executive Committee. These recommended revisions have been carefully crafted through research and analysis of the adopted bylaws of other North Carolina Authorities. Additionally, the draft version has been reviewed and edited by Attorney Kirk Kirkpatrick.

It is important to note that a significant portion of the bylaws' content is either legally required or derived from our enabling legislation. However, certain sections have been modified, improved, or expanded upon to ensure that we have a robust governing document for our organization.

Outlined below are the sections that include recommended changes or additions:

1. Article II, Section 3: This section expands on and clarifies the tenure and appointment process for Members of the Authority.
2. Article III, Section 4: The proposed revision suggests increasing the number of members required for a quorum from 6 (half of the voting members) to 7 (a true majority).
3. Article IV, Officers: This section provides a clear description of the three officers of the Authority and outlines the process for their nomination, election, and the procedures to be followed in case of an Officer's removal or resignation.
4. Article V, Committees: The proposed changes to our current committees involve the removal of several existing ones and the addition of a new committee. Additionally, it outlines a method for committee membership that ensures participation from all Board members and limits each committee to a maximum of 6 voting members.
  - Current committees: Executive, Finance, Marketing, Group Sales, Personnel, Government Relations
  - Proposed committees: Executive, Finance, Marketing, Product Development
5. Article VI, Personnel: This new section aims to provide clarity regarding the staffing of the Authority.

Please review the attached draft of the proposed bylaw revisions for more detailed information. We can review any questions in advance or at the upcoming Board meeting where we will present the new Bylaws for approval and adoption.