

**BYLAWS
OF THE
NED R. MCWHERTER WEST TENNESSEE CULTURAL ARTS CENTER
ADVISORY BOARD**

**ARTICLE I
AUTHORITY AND OBJECTIVE**

SECTION 1. The Official name of this organization shall be the “Ned McWherter West Tennessee Cultural Arts Center Advisory Board”.

SECTION 2. It shall be the duty and responsibility of the NED advisory board to establish policies for the annual NED Series Shows, to secure funds to finance the organization and its programs, and to monitor organizational performance.

**ARTICLE II
MEMBERSHIP**

SECTION 1. The Ned Advisory Board shall consist of eleven (11) community members, initially appointed by the Mayor and approved by the City Council.

SECTION 2. The Ned Administrator shall be an Ex-Officio member and will not be included in the number of community members.

SECTION 3. The terms of the appointive members shall be three (3) years with a staggered expiration date. Any appointive member vacancy on the board shall be filled by appointment of the Mayor/Board for the unexpired term. Members of this board shall serve without compensation.

**ARTICLE III
OFFICERS**

SECTION 1. The officers of the Ned Advisory Board shall consist of:

A **Chairman** shall preside at all meetings and hearings of the board with all duties and powers normally conferred by parliamentary usage on such officer. He/She shall have the power to appoint committees, call special meetings and perform such other duties as may be ordered by the board; he/she shall have the privilege of discussing all matters before the board and to vote thereon.

A **Vice-chairman** shall preside at all meetings in the absence of the Chairman and shall act for the Chairman in case of his/her inability to act.

A **Secretary:** The secretary to the Ned Administrator shall be Ex-Officio Secretary for the board. He/She shall keep the minutes and records of the board; prepare the agenda of regular and special meetings, arrange proper and legal notice of hearings, attend to correspondence of the board and other

duties as prescribed by the board. At such times as the advisory board is operated without the services of the elected secretary, the chairman shall appoint a secretary from within the advisory board.

SECTION 2. The Chairman and Vice-chairman shall be elected from the appointive members for a term of one year or until successors are selected and assume office. They shall be elected at the regular May meeting, and shall take office immediately following their selection. All officers shall be eligible to succeed themselves. Vacancies in offices shall be filled immediately for the unexpired term by regular election procedures.

ARTICLE IV **DUTIES OF ADMINISTRATOR**

SECTION 1. The administrator is responsible for keeping all records of the advisory board's activities and services, submit a report at the regular advisory board meetings, and other reports as may be requested by the Board.

ARTICLE V **MEETINGS**

SECTION 1. The Ned Advisory Board shall meet monthly for a minimum of ten (10) times a year, no meeting in June or December. The regular meetings shall be held at 12:30 p.m., on the first Monday of each month at the Ned R. McWherter West Tennessee Cultural Arts Center, 314 E. Main Street, Jackson, TN. 38301.

SECTION 2. Special meetings, when necessary may be called by the Chairman or upon request of two (2) or more members of the Board. All special meetings shall be given at least forty-eight (48) hours prior notification of the meeting.

SECTION 3. A majority of the entire membership shall constitute a quorum. A quorum shall be present before any business is transacted.

SECTION 4. The order of business at regular monthly meetings shall be:

- a. Roll Call/Determination of a Quorum
- b. Approval of Minutes of Previous Meeting
- c. Communications
- d. Report of Committees
- e. Report of Director
- f. Appointments
- g. Unfinished Business
- h. New Business
- i. Adjournment

SECTION 5. All regular meetings shall be open to the general public.

ARTICLE VI
COMMITTEES

SECTION 1. Special committees may be appointed by the Chairman for purposes and terms which the board approves.

SECTION 2. The Chairman and the Administrator of the cultural arts center may be Officio members of all committees and, as such, notified of all committee meetings.

ARTICLE VII
EMPLOYEES

SECTION 1. The board may recommend to the City Council the appointment of such employees and professional staff as it may deem necessary for its work and may contract with other consultants for such services as it may require subject to approval of the legislative body.

ARTICLE VIII
REPORTING

SECTION 1. The fiscal year shall begin July 1 and end June 30.

SECTION 2. Financial reports shall be made to the Ned Board as needed or requested.

ARTICLE VIX
AMENDMENT

These Bylaws may be amended by a majority vote of the membership present at a regular meeting. The proposed amendment shall be brought before the members at the preceding regular meeting and a written notice of the proposed amendment shall be sent to all members at least fifteen (15) days before the regular meeting at which the amendment shall be voted upon.