

**THE FOLLOWING CONSTITUTES THE BY-LAWS OF THE  
CROOK COUNTY MUSEUM DISTRICT,  
HEREIN AFTER REFERRED TO AS "THE DISTRICT."**

**BY-LAWS  
CROOK COUNTY MUSEUM DISTRICT  
BOARD OF TRUSTEES  
ESTABLISHED NOVEMBER 9, 2006, (Revised 2015)**

**ARTICLE I  
NAME/ PURPOSE & AUTHORITY DEFINITIONS/TERM & DISSOLUTION**

**Section I – Name**

A. The name of this District shall be "the Crook County Museum District" pursuant to Wyoming State Statute (W.S. 18-10-203). The business records and affairs of the Crook County Museum District shall be managed by a Board of Trustees. Meetings shall be open to the public pursuant of Wyoming State Statutes (W.S. 16-4-401).

**Section II – Purpose**

It shall be the purpose of the District to collect, protect, and preserve information and objects pertaining to pre-history, natural history, social history, and art of Crook County. The research, exhibit, and display of these items will be in such a manner as to best promote the enjoyment, education and learning of the populace. To this end, the activities of the District will encourage, promote, correlate, and cooperate in all activities necessary.

**SECTION III - Definitions**

As used in these bylaws, unless otherwise specifically noted, the following terms shall have the meanings given herein:

1. "Board" shall mean the elected Board of Trustees of the Crook County Museum District.
2. "Employee" means the individual designated by the Board to fulfill the functions necessary in the day-to-day operation of the district.
3. "Museum" shall mean any museum with a legal agreement with "The District" within the boundaries of Crook County.
4. "Area" shall mean the boundaries of the District for the purposes of taxation shall be the same as those of Crook County.

**SECTION IV – Term**

The existence of the District shall be perpetual unless otherwise limited by statute or voters of Crook County.

**SECTION V – Dissolution**

The District may be dissolved according to Wyoming Statute (W.S. 22-29-401).

**Section VI – Authority**

A. The District is a special Museum District established pursuant to Wyoming State Statute ( W.S.18-10-201). The boundary of the District is consistent with the boundaries of Crook County.

B. The District is a body corporate, and a political subdivision of Wyoming (W.S.18-10-203).

C. The Board shall have all the powers and duties granted by Wyoming law, including W. S.18-9-201 and any subsequent legislation enacted. In the event of dissolution of the District, all assets of the District remaining after paying the debts of the District shall be given to the museum where donated to be used to promote the heritage of Crook County. Remaining District funds will be equally distributed to the existing museums in Crook County.

D. The District may hold property and be a party to contracts, shall have the power to sue and be sued, shall be empowered through its governing Board to acquire real and personal property and equipment for District purposes. The means of acquisition could include gift, devise, bequest or purchase, and enter into contracts for the acquisition by purchase or lease of real and personal property and equipment and convey, lease, and otherwise dispose of its property. (W.S 18-10-203).

E. The District may establish sinking funds for museum purposes; issue bonds for the purpose of acquiring real property, improvements, and equipment as provided by (W.S. 18-10-214).

F. The Board of Directors shall adopt by-laws and rules and regulations as necessary for the proper operation of the District, and shall be filed with the county clerk (as per W. S..35-2-424).

G. The Board shall administer the finances of the District according to government accounting practices.

H. Except as otherwise provided by Wyoming State Statutes the work of constructing the various buildings shall be done by contract based on competitive bidding in accordance with Wyoming State Law.

I. The Board may insure said facilities against public liability, property damage, or loss of revenues from any cause.

J. The Board has plenary powers and responsibility for the acquisition, construction, and completion of all projects.

K. The Board may accept grants of money or materials or property of any kind from the federal government, the state, any agency or political subdivision thereof or any person, foundation, or corporation upon such terms and conditions as the federal government, the state or such agency or political subdivision or person, may impose.

#### Section VII – By-Laws

A. The Board shall adopt such by-laws as are necessary for the proper operation of the Board and the District, and shall adopt such amendments as may be necessary from time to time.

B. The by-laws and any amendments thereto shall be filed with the county clerk in accordance with Wyoming Statutes and no by-law or amendment shall be effective until so filed.

C. These by-laws may be altered, amended, or repealed, and new by-laws may be adopted, at any regular meeting, after (2) readings during regular business meetings of the members of the Board of Trustees, or at any special meeting by (2/3) two-thirds vote of a quorum of the total composition of the board, providing a

written notice of a proposed change has been served on all members of the Board at the address shown by the records of the District at least one week prior to the meeting.

## ARTICLE II BOARD OF TRUSTEES

### Section I – Election

- A. An election of the (6) six initial trustees shall be held at the same time as the elections to form the district under (W.S. 18-10-201) and in accordance with the Special District Elections Act of 1994, including by mail ballot.
- B. The Board of Trustees elected shall govern the district affairs and serve without compensation (W.S. 18-10-204). However, at the discretion of the Board, they may be reimbursed for reasonable expenses incurred in performing their duties on the Board. Board members may be reimbursed for traveling expenses at the County rate set by the Crook County Commissioners when using their private vehicle in performing Board duties. If rented transportation is used, reimbursement is limited to reasonable rates determined by the District Board of Trustees. If common carrier transportation is used, the actual expense not to exceed economy fare charged to the general public is reimbursable.
- C. At the first subsequent director election (3) three members shall be elected to serve until the next subsequent trustee district election (3) three members elected to serve until the second subsequent trustee district election, and until their successors are elected and qualified.
- D. Trustee terms. (W.S. 18-10-205). Trustees shall hold office for (4) four years and until their successors are duly elected and qualified.
- E. A vacancy occurring by any Board Member shall be appointed by the vote of the remaining Board Members. The elected Board of Trustee Member shall serve until the next regular election or until his/her successor is elected by the people of the Museum District.
- F. All appointments shall be evidenced by an appropriate entry in the minutes of the meeting at which the appointment was made.
- G. An appointee to the Board of Trustees shall serve until the next general election.
- H. The term of an appointed Board Trustee begins on the day the appointee accepts the appointment, unless the letter of resignation of the prior incumbent specifies a later date, which date shall be the beginning of the appointee's term.

## ARTICLE III OFFICERS

- A. The Officers of the Museum District shall consist of a Chairman, Vice Chairman, Secretary, and Treasurer, elected by and from the Board membership to serve terms of one year. Annual election of officers shall be held in November.
- B. An Officer of the District may resign at any time by tendering his/her resignation in writing to the Chairman of the Board. The resignation becomes effective immediately upon approval of the Board or at such later date as may be specified in the resignation.

C. The Board can remove any Officer from office upon a (2/3) two-thirds vote of the Board membership, at a regular or special meeting. The officer removed still remains as a Trustee, but surrenders his/her responsibilities to the newly elected person.

D. A vacancy occurring in any office shall be filled by election by the Board. The elected officer shall serve until the next regular election or until his/her successor is elected by the Board.

#### Section I - Responsibilities and obligations of the Officers

1. CHAIRMAN:: The Chairman shall preside at all regular and special meetings of the Board of Trustees and shall have general supervision of the affairs of the Board. He/She shall sign all official contracts to which the District may be a party when such contracts have been authorized by the Board and shall execute special meetings provided all members of the Board are notified. When business arises between board meetings requiring action before the next board meeting, the Chairman shall be advised. The Board Chairman shall then poll the rest of the board members. The Board Chairman will then inform the total board and the employees or people affected by the Board's decision. The result shall be entered in the minutes of the next board meeting. If the Chairman is unavailable in a reasonable amount of time, then the Vice Chairman shall be contacted. Special meetings will be allowed by conference call if the need arises.

2. VICE - CHAIRMAN: The Vice-Chairman shall perform the duties of and shall have the powers of the Chairman, in event of the Chairman's absence or inability to act, and other duties assigned by the Chairman.

3. SECRETARY: The Secretary shall keep or cause to be kept the minutes of the meetings and other records of the Board, shall publish notices and minutes of the meetings in a reasonable amount of time, as required by the law, be custodian of the District records, and in general perform all duties incidental to the office of Secretary. In the absence or inability of the Secretary, a member of the Board or executive secretary shall be designated by the Chairman to take the minutes of the meeting.

4. TREASURER: The Treasurer shall be responsible for budget preparation, and budget administration. The Treasurer shall have oversight of all moneys belonging to the District and shall oversee the payout of the same, shall cause an account to be kept of the receipts and expenditures of the District, and render a statement of the finances of the District when required by the District Board of Trustees. Financial statements shall be open for inspections. If the Treasurer is absent or unable to perform his/her duties, the Chairman shall designate a member of the Board to perform these duties. The Treasurer shall be bonded and is responsible for renewal of the bond. The board will pay for the bond.

#### Section II – Vacancies

A. A Trustee position may be deemed to be vacant upon the occurrence of any one (1) of the following events prior to the expiration of the term of office:

1. If for any reason a properly qualified person is not elected as a Trustee by the voters as required at a regular election.

2. If a person who was duly elected or appointed fails, neglects, or refuses to subscribe to an oath of office as required.

3. If a person who was duly elected or appointed submits a written resignation to the Board and the resignation has been duly accepted by the Board.

4. If the person who was duly elected or appointed ceases to be qualified for the position to which he/she was elected.
5. If a person who was duly elected or appointed, is found guilty of a felony.
6. If a court of competent jurisdiction voids the election or appointment or removes the person duly elected or appointed for any cause whatsoever, but only after his/her right to appeal has been waived or otherwise exhausted.
7. If the person who was duly elected or appointed fails to attend (3) three consecutive regular meetings of the Board without the Board having entered upon its minutes an approval for at least (1) one of those absences. This provision shall not apply to instances where failure to attend the meetings was due to a temporary or physical disability or illness.
8. If the person who was duly elected or appointed dies during his/her term of office.

#### ARTICLE IV COMMITTEES

The Board shall serve as a committee of the whole. The Chairman shall have the power to appoint committees and committee chairs. No committee or committee person shall have the power to act individually for the Board. Should the Chairman appoint a special committee, a record shall be made of the appointment in the minutes of the Board proceedings which shall show the purpose of the special committee, its membership, its authority to act and when the special committee shall end and when it shall be evaluated.

#### ARTICLE V MEETINGS

- A. The Board may meet once per month, but no less than six (6) times per year at such time and place as the Board of Trustees designate. Special meetings of the Board may be called at any time by the Chairman upon prior notice to all members of the Board. The meetings of the Board shall be public and notice of all meetings shall be given as prescribed by Wyoming law.
- B. Special meetings of the Board may be called at any time by the Chairman of the Board or by (3) three or more members of the Board. Notice of the Special Meeting shall be given to the members at least (48) forty-eight hours in advance of the meeting. Public notification shall be given by posting or publishing.
- C. The Trustees may hold executive sessions not open to the public in accordance with Wyoming State Statutes.
- D. At any duly announced regular or special meeting, the number of members required to make a quorum for the transaction of business will be (4) four members. The act of the majority of the members present at a meeting at which a quorum is present shall be the act of the Crook County Museum District Board.
- E. Minutes of each meeting of the Board shall be taken by the Secretary or that individual's designee, and be disseminated to each Trustee, and as soon as practicable, and approved minutes will be disseminated to every museum in the District with a legal agreement with the District, after the conclusion of the meeting.
- F. Each board member shall have (1) one vote on all matters coming before the Board, except the Chairman of the Board. If not present, no proxy or other representative can vote on the member's behalf. The vote can

be done by phone during the time of the meeting.

ARTICLE VI  
ADMINISTRATION OF FINANCES

Section I - Finances

The Board of Trustees of special museum districts shall administer the finances of the district according to the provisions of the Wyoming Uniform Fiscal Procedures Act (W.S. 16-4-101 through 16-4-125).

Section II – Bonds

The Board of Trustees of special museum districts may submit to the electors of the district the question whether the board shall be authorized to issue coupon bonds of the district to a certain amount, not to exceed (2%) two percent of the assessed value of the taxable property in the district, bearing interest at a certain rate, payable and redeemable at a certain time not exceeding (25) twenty- five years, for constructing or acquiring property for museum purposes. (W.S.18-10-214)

ARTICLE VII  
EDUCATION

Section I – Board Education

The Board shall provide for the education of its members, recognizing the need to be adequately informed for appropriate decision making.

Section II – Employees

The Board shall make certain that the employees of the museums are provided opportunities to be abreast of changes and new techniques for accomplishing their tasks.

Section III – Public

The Board shall provide periodic historic and art related programs to the citizens of the service area and distribute information on historic artifact recognition, collection, preservation, and protection, as well as art education.

ARTICLE VIII  
ORDER OF BUSINESS

The Crook County Museum District Board of Trustees shall operate under the current Robert's Rules of Order as modified by the Board.

KNOW ALL MEN BY THESE PRESENTS, that the foregoing BY-LAWS were amended as the BY-LAWS of the Crook County Museum District Board of Trustees on May 26, 2011.

BOARD OF DIRECTORS:

Chairman

*Pam Thompson*

*Lois Marchant*

Vice - Chairman

*Catherine Cooper*

Secretary

*Sandra A. Rogers*

Treasurer

Board Member

Board Member

*A. Greenwood*

By Law Amendments:

February 2, 2010 Amendment 1

June 23, 2011 Amendment 2