

## BYLAWS

### TEXARKANA, ARKANSAS ADVERTISING AND PROMOTION COMMISSION

#### ARTICLE I

##### CREATION, DUTIES, AND MEMBERSHIP OF COMMISSION

**Section 1. Creation of Commission.** The Texarkana, Arkansas Advertising and Promotion Commission (the Commission) has been created by and in accordance with provisions of Acts of Arkansas 185 of 1965, 123 of 1969, and 58 of 1970; and enabling City Ordinance No. H-123 on October 19, 1970 which formally established the Commission and levying a one percent tax on motel accommodations, and as amended in City Ordinance H-528 of February 19, 1979, which levied an additional one percent tax on restaurants; and City Ordinance L-276 levying an additional one percent tax (a total of two percent) on restaurants and an additional two percent (for a total of three percent) tax on hotels and motels as provided by state statute.

**Section 2. Duties of Commission.** The Commission was established for the purpose of promoting the tourism and hospitality industry of Texarkana, Arkansas and authorize use of revenues derived from the tax for the purposes of advertising and promoting the city and its environs; construction, reconstruction, extension, equipment, improvement, maintenance, repair and operation of a convention center; operation of tourist promotion facilities in the city or the county where the city is located if the city owns an interest in the convention center or facility, and facilities necessary for, supporting, or otherwise pertaining to, a convention center; or payment of principal of, interest on, and fees and expenses in connection with bonds provided for in A.C.A. § 26-75-606. Revenues may also be used or pledged for the operation of tourist-oriented facilities, including, but not limited to, theme parks and other family entertainment facilities or for the retirement of bonds issued for the establishment and operation of other tourist-oriented facilities, including, but not limited to, theme parks and other family entertainment facilities. Revenues for such purposes will be derived from a one to three percent tax upon the gross receipts of hotels, motels and/or restaurants, clubs, and all establishments engaged in selling all prepared food and beverage in the City and from revenues from such other sources as may be approved by the Commission and its staff.

**Section 3. Membership of Commission.** This commission was set up as a specified by state statute and shall be composed of seven (7) members as follows:

- (a) Four (4) members shall be owners or managers of hotels, motels and businesses selling prepared food and beverage and shall be nominated by the Commission and approved by the Texarkana, Arkansas City Board, and shall serve four (4) years (except those appointed to complete an unexpired term);
- (b) Two (2) members shall be members of the City Board as confirmed by that Board;

- (c) One (1) member shall be from the public at-large and shall be nominated by the Commission and approved by the Texarkana, Arkansas City Board to serve for a four (4) year term (except those appointed to complete an unexpired term); and

A vacancy may be declared by the Chairman if at any time a Commission member should resign, misses a total of three consecutive meetings without just cause, or if the death of a member occurs. Whether resulting from expiration of a regular term or otherwise, a vacancy on the commission in any of the four (4) tourism industry positions or the at-large position shall be advertised on the City of Texarkana, Arkansas website and notice of the vacancy shall be forwarded via United States Postal Service to restaurants and hotels/motels within the City of Texarkana, Arkansas. The vacancy shall be filled by nomination made by the remaining members of the commission with approval by the City Board.

As per Sec. 25-20(b), each member shall reside within the City of Texarkana, Arkansas.

## **ARTICLE II**

### **ORGANIZATION**

**Section 1. Quarterly Meeting.** The quarterly meeting of the Commission members shall be held on the Thursday of the third week of the first month of every quarter (January, April, July, and October) at the hour of 2:00 p.m. All agenda matters should be settled five days prior to the quarterly meeting.

**Section 2. Place of Meeting.** The meetings shall be held at Texarkana, Arkansas City Hall, 216 Walnut Street, Texarkana, Arkansas 71854, unless notified otherwise by the commission.

**Section 3. Special Meeting.** Special meetings of the members, for any purpose or purposes may be called by the chairman or any three members of the Commission at such times as may be necessary in the judgment of the person or persons calling said meeting, provided reasonable notice of the time place and purpose of said meeting must be given.

**Section 4. Notice of Special Meeting.** Notice of every special meeting of the members shall be either made by regular mail, e-mail, or phone call and said notice shall be given to each member not less than three (3) days before such meeting. Such notice shall state the objects or object thereof, and the time and place of meeting. No business shall be transacted in special meetings, other than referred to in the notice. Notice shall be provided to the media no less than 48 hours in advance of the special meeting.

**Section 5. Quorum.** A quorum shall exist when a majority, or more than half, of the members of the Commission are present. When the Commission has all seven (7) members present, four (4) members represents a quorum. No formal business shall be conducted without a quorum.

**Section 6. Proxy.** There shall be no vote by proxy at any meeting of the members of the Commission.

**Section 7. Parliamentary Procedure.** As to any matters not covered by these Bylaws concerning the meetings of the Texarkana, Arkansas Advertising and Promotion Commission, Roberts Rules of Order, by General Henry M. Robert, shall be adopted as the rules of parliamentary law. Provided, however, that for all fiscal policies and contractual matters, there must be a written resolution approved as to form by the Commission's counsel.

### **ARTICLE III**

#### **OFFICES**

The principal office of the Commission shall be located in City Hall located at 216 Walnut Street, City of Texarkana, County of Miller, State of Arkansas. The members shall have the power and authority to establish and maintain branch or subordinate offices at any other locations within the City of Texarkana, Arkansas.

### **ARTICLE IV**

#### **OFFICERS**

**Section 1. Officers of Commission.** The officers of the Commission shall be a Chairman and Vice-Chairman, each of whom shall be elected by the members of the Commission.

**Section 2. Election and Terms of Office.** These officers shall hold office for a term of two (2) years beginning on January 1. Each officer shall hold office until his successor has been duly elected and qualified or until his death, or until he resigns or is removed. The rotation of officers will require that the Vice-Chairman will move up to the position of Chairman and the Chairman will rotate to a non-officer position. Should a vacancy in an office occur, the commissioners will move up to the next position on the roster.

**Section 3. Powers and Duties.** The Chairman shall have the duty to preside over all meetings had and held by the Commission. The Vice-Chairman will preside over all meetings had and held by the Commission if the Chairman is unable to attend. The Commission may choose a staff person to record the minutes of all meetings. Any other powers and duties shall be provided from time to time by resolution or other directive of the members.

### **ARTICLE V**

#### **COMMITTEES**

**Section 1. Ad Hoc Committee.** The Commission, with a quorum vote, shall have the power to appoint or create an ad hoc or special committee to deal with matters as necessary. These

committees are temporary, and terminate upon conclusion of the committee's work, unless the Commission should vote to continue the special committee's existence.

## **ARTICLE VI**

### **CITY OF TEXARKANA, ARKANSAS FINANCE DEPARTMENT**

The City of Texarkana, Arkansas Finance Department shall compile and present to the Commission, at its regular quarterly meeting, a financial operating statement covering the preceding months and the year as of that time. All expenditures on behalf of the Commission and its agencies shall be authorized by the City of Texarkana, Arkansas Finance Department and be in compliance with City financial policies and may be paid by online banking or by check.

The Commission will negotiate an agreement with the City Finance Department for collection of the tax and for bookkeeping operations pertaining to the financial records of the Commission and agencies.

## **ARTICLE VII**

### **USE OF FUNDS COLLECTED**

The revenues collected by the Commission may be used for the purposes set forth in A.C.A. § 26-75-606 entitled "Use of funds collected". Please see Attachment A of these bylaws for the statute.

## **ARTICLE VIII**

### **ALLOCATION OF FUNDS**

The Commission shall vote on the allocation of available funds at the October quarterly meeting of each year for the next year's allocations beginning January 1.

The Commission shall advertise the availability of funds to eligible entities in the newspaper and on the City of Texarkana, Arkansas website in August of each year. The advertisement shall include information on how to apply for funding and the deadline for making the application for funding.

No entity will be eligible for funding after the October meeting. However, the Commission may allow a vote for funding beyond the October meeting if:

- (a) The late application for funding was caused by reasonable delay beyond the control of the applicant; and
- (b) All members vote to approve funding.

Reallocation of Funds

The deadline for reviewing the reallocation of funds shall be the last day in March.

If not reallocated, then funds are returned back to Advertising and Promotion Fund.

## **ARTICLE IX**

### **AUDITS**

The financial records of the Texarkana, Arkansas Advertising and Promotions Commission shall be audited by an independent audit firm during the financial audit of the City of Texarkana, Arkansas and copies of the audit report shall be included in the audit report of the City of Texarkana, Arkansas.

## **ARTICLE X**

### **RECORDS, ACTIONS, STUDIES, RECOMMENDATIONS, BUDGETS, PUBLIC ACCESS**

The City of Texarkana, Arkansas finance department shall keep a file including, among other things, studies, plans, reports and recommendations made by the Commission member and employees in the discharge of duties and responsibilities.

Records shall be kept in the finance department and shall be open to the public as directed by the Arkansas State Statute 25-19-105 and the Arkansas Freedom of Information Act.

## **ARTICLE XI**

### **AMENDMENT OF BYLAWS**

These bylaws may be amended at any regular meeting of the Commission by a majority vote of the entire membership. Amendments shall be proposed in writing at a regular meeting and moved for action at a following meeting.

These bylaws were approved by the Texarkana, Arkansas Advertising and Promotion Commission on July 21, 2016.

Signed:

  
Buddy Allen, Chairman

Amended, April 20, 2017

# Attachment A

## A.C.A. § 26-75-606

### Use of funds collected

(a)(1)(A) In the manner as shall be determined by the municipal advertising and promotion commission, all funds credited to the city advertising and promotion fund pursuant to this subchapter shall be used for the:

(i) Advertising and promoting of the city and its environs;

(ii) Construction, reconstruction, extension, equipment, improvement, maintenance, repair, and operation of a convention center;

(iii) Operation of tourist promotion facilities in the city or the county where the city is located if the city owns an interest in the convention center or facility, and facilities necessary for, supporting, or otherwise pertaining to, a convention center; or

(iv) Payment of the principal of, interest on, and fees and expenses in connection with bonds as provided in this subchapter.

(B) The commission may engage such personnel and agencies and incur such administrative costs as it deems necessary to conduct its business.

(2)(A) The commission is the body that determines the use of the city advertising and promotion fund.

(B) Pursuant to this section, if the commission determines that funding of the arts is necessary for or supporting of its city's advertising and promotion endeavors, the commission may use its funds derived from the hotel and restaurant tax.

(3)(A) The commission may purchase, own, operate, sell, lease, contract, or otherwise deal in or dispose of real property, buildings, improvements, or facilities of any nature in accordance with this subchapter.

(B) If the commission is dissolved, the city shall assume the authority under subdivision (a)(3)(A) of this section.

(b)(1)(A) Any city of the first class that may levy and does levy a tax pursuant to this subchapter may use or pledge all or any part of the revenues derived from the tax for the purposes prescribed in this subchapter or for the operation of tourist-oriented facilities, including, but not limited to, theme parks and other family entertainment facilities or for the retirement of bonds issued for the establishment and operation of other tourist-oriented facilities, including, but not limited to, theme parks and other family entertainment facilities.



(B) These revenues shall be used or pledged for the purposes authorized in this subsection only upon approval of the commission created pursuant to this subchapter.

(2) Funds credited to the city advertising and promotion fund pursuant to this subchapter may be used, spent, or pledged by the commission, in addition to all other purposes prescribed in this subchapter, on and for the construction, reconstruction, repair, maintenance, improvement, equipping, and operation of public recreation facilities in the city or the county where the city is located if the city owns an interest in the center or facility, including, but not limited to, facilities constituting city parks and also for the payment of the principal of, interest on, and fees and expenses in connection with bonds as provided in this subchapter in the manner as shall be determined by the commission for the purpose of such payment.

(c)(1) All local taxes levied as authorized in § 26-75-602(a) shall be credited to the city advertising and promotion fund and shall be used for the purposes described in subsections (a) and (b) of this section.

(2) The taxes shall not be used:

(A) For general capital improvements within the city or county;

(B) For the costs associated with the general operation of the city or county; or

(C) For general subsidy of any civic group or the chamber of commerce.

(3) However, the commission may contract with such groups to provide to the commission actual services that are connected with tourism events or conventions.

(4) The authorization and limitations contained in this subsection shall be reasonably construed so as to provide funds for promoting and encouraging tourism and conventions while not allowing such special revenues to be utilized for expenditures that are normally paid from general revenues of the city.