

visit  
**McKinney**

**Sixth Amended and Restated Bylaws**  
April 2024



**EST**  
**1848**

# Sixth Amended and Restated Bylaws of the McKinney Convention and Visitors Bureau, Inc.

- **Article IV - Section 6 - Conduct of Business**

- (a) The **Executive Assistant** of Visit McKinney shall act as secretary of all meetings of the Board; however, the minutes of the meeting shall be recorded by the Board Clerk of Visit McKinney and signed by the **Executive Assistant** or Chair. In the absence of an assistant to the Executive Director, the presiding officer may appoint any person to record the minutes of the meeting.

- **Article IV - Section 9 - Personnel**

- Visit McKinney may establish full-time and part-time personnel positions. Personnel positions so established shall be reflected in the Annual Corporate Budget and approved accordingly, as referenced in Article VI Section 2 of these Bylaws. Personnel shall be employees of the City of McKinney and subject to all provisions of the City personnel policies and the City Charter. The Board may execute an Administrative Services Agreement with the City of McKinney for the provision of such employees. The Executive Director, as established in Section 10, herein, **shall manage the full-time and part-time employees, under the supervision and direction of the City Manager, or his or her designee for all purposes.**

- **Article IV - Section 10 - Executive Director**

- **(a) Subject to the City Manager's supervision and direction of the Executive Director under Article IV, Section 9, the Executive Director shall be a salaried employee, whose compensation shall be fixed from time to time by the Board, and shall be an employee of the City of McKinney, subject to all provisions of the City Employment Handbook, other personnel policies, and the City Charter. The Executive Director shall be the chief executive officer of Visit McKinney responsible for all daily operations and the implementation of Board policies and resolutions. In the event a conflict arises between the Board and the City Manager regarding the management of the operational functions of Visit McKinney, the decision of the City Manager shall be final. Subject to the supervision and direction of the City Manager, the Executive Director shall have (i) general supervision and control over the entire business of Visit McKinney; (ii) employ, fix the compensation of and discharge all employees, including but not limited to an Executive Assistant; (iii) perform all of the duties; and (iv) exercise all of the powers usually incident to the office or which may be assigned to the Executive Director by the Board of Directors.**
- **(b) The Executive Director shall be hired by the City Manager; however, such hiring shall be subject to the prior notice and consultation with the Board under these Bylaws. The City Manager shall have the authority to terminate the President; however, such termination shall be subject to the prior notice and consultation with the Board under these Bylaws. The City Manager shall conduct an annual performance review of the Executive Director and provide a copy of the annual review to the Board upon its completion.**

- (c) The Executive Director shall be hired based on demonstrated professional qualifications and have the authority to sign all Board-authorized contracts and other written instruments, consistent with the annual budget approved by the Board of Directors and the City Council. For expenses outside of the approved budget, the Executive Director may approve up to \$5,000. For expenses outside of the approved budget, the Executive Director, with the joinder of the **City Manager**, may approve **expenses** between \$5,001 and \$10,000. All expenses outside of the approved budget in excess of \$10,000 shall require Board approval. The Executive Director shall **attend all Board meetings and** report to the Board the progress and affairs of Visit McKinney.
- Article V - Section 4 - **Treasurer**
  - The City's Finance Department shall support the Treasurer and, the City's Finance Department shall have all responsibility for the disbursement, custody, and security of all funds and securities of Visit McKinney in accordance with these Bylaws and statutes governing Visit McKinney formed under the Act. The Executive Director or his/her designee shall maintain the financial reports provided by the City's Finance Department. The Executive Assistant shall, at the expense of Visit McKinney, give such bond for the faithful discharge of his/her duties in such form and amount as the Board may require. In addition, the Executive Assistant or his/her designee shall prepare the minutes of all meetings of the Board, shall give and serve all notices, may attest to the signature of the Chair and/or Executive Director on all contracts, conveyances, franchises, bonds, deeds, assignments, mortgages, notes and other instruments of Visit McKinney, shall have charge of the corporate books, records, documents and instruments, except the papers as the Board may direct, all of which shall at all reasonable time be open to public inspection upon application at the office of Visit McKinney during business hours.

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- **Article V - Section 4 - Treasurer**

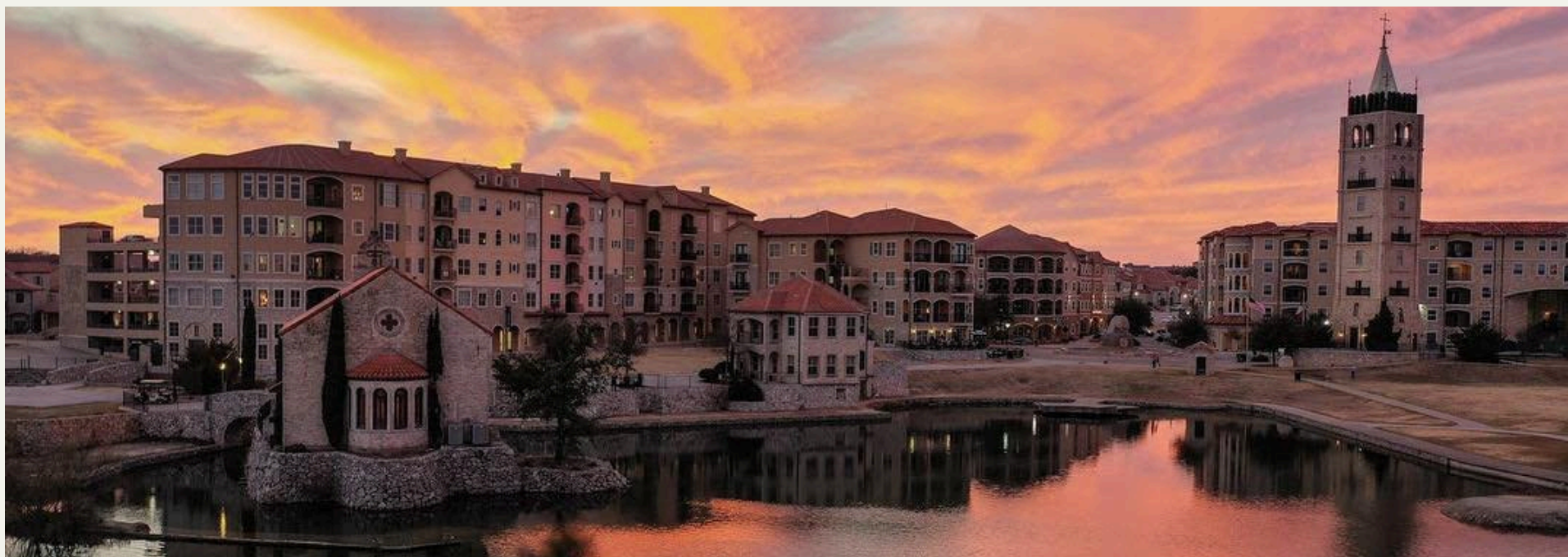
- **The City's Finance Department shall support the Treasurer and, the City's Finance Department shall have all responsibility for the disbursement, custody, and security of all funds and securities of Visit McKinney in accordance with these Bylaws and statutes governing Visit McKinney formed under the Act. The Executive Director or his/her designee shall maintain the financial reports provided by the City's Finance Department. The Executive Assistant shall, at the expense of Visit McKinney, give such bond for the faithful discharge of his/her duties in such form and amount as the Board may require. In addition, the Executive Assistant or his/her designee shall prepare the minutes of all meetings of the Board, shall give and serve all notices, may attest to the signature of the Chair and/or Executive Director on all contracts, conveyances, franchises, bonds, deeds, assignments, mortgages, notes and other instruments of Visit McKinney, shall have charge of the corporate books, records, documents and instruments, except the papers as the Board may direct, all of which shall at all reasonable time be open to public inspection upon application at the office of Visit McKinney during business hours.**

- **Article VII - Section 3 - Committees**

- **Human Resources Committee**

- **Annually the Chair shall recommend and the Board shall elect the members of the Human Resources (HR) Committee. Each member of the HR Committee shall be a member of the Board. The HR Committee shall have three (3) members, as determined by the Board.**
    - **The HR Committee may be called upon by the Board Chair to recommend the compensation for the Executive Director**





# Thank You!

Aaron Werner

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Executive Director

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