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BY-LAWS

GALLATIN SOLID WASTE MANAGEMENT DISTRICT

Article I. NAME.

The name of this organization is the **GALLATIN SOLID WASTE MANAGEMENT DISTRICT**, which may be abbreviated as **"GSWMD"**. The Gallatin County Commission created the District on May 20, 2003 through Resolution 2003-054. This Board was created by the Gallatin County Commission on June 10, 2003 through Resolution No. 2003-060. The cities of Bozeman and Belgrade were added to the District on May 26, 2007 through Resolution No. 2007-119.

Article II. PURPOSE.

The purpose of the **GALLATIN SOLID WASTE MANAGEMENT DISTRICT IS:**

1) To provide constituents with cost efficient solid waste services.

2) To provide for the balanced consideration and representation of the diverse views and issues regarding solid waste management.

3) To advocate for the health, safety and welfare of the residents.

4) To manage the processing, reclaiming, storing, transporting, or disposing of waste in ways that protect the ecology of lands in the District.

5) To identify goals, policies and procedures that will aid local jurisdictions in meeting solid waste reduction and recycling goals.

ARTICLE III. MEMBERSHIP.

1) The Solid Waste Board consists of seven (7) members:

A County Commissioner;

A member appointed by the County Commission upon recommendation of the Three Forks City Council;

A member appointed by the County Commission upon recommendation from the Manhattan City Council;

A member appointed by the County Commission upon recommendation from the Bozeman City Commission;

A member appointed by the County Commission upon recommendation from the Belgrade City Council;

Two at-large members, both of whom must reside in the County as long as no more than two do not reside in the same municipality, appointed by the County Commission.

2) Members are appointed by a majority of the Board of County Commissioners. Pursuant to 7-13-201 through 7-13-203, MCA, all citizen appointees on the Solid Waste Management Board shall serve at the discretion of the Board of County Commissioners and may be removed by the majority vote of the Board of County Commissioners.

3) The terms of the Solid Waste Board shall commence on June 10, 2003. Except for the County Commission member, the members shall serve staggered three (3) year terms on the Board, as follows: the two at-large citizen members shall serve three year terms; the first two members recommended and appointed from Manhattan and Three Forks shall each serve two years terms, with all subsequent Manhattan and Three Forks members serving three year terms. The Bozeman and Belgrade members shall serve three-year terms. The County Commission member's term is one year and shall be reviewed on a yearly basis by the County Commission. At the end of a member's term that member may be re-appointed. A new member must complete the unexpired term, if any, of his or her predecessor.

4) Members may vote to recommend to the Board of County Commissioners to remove a member from the Board for cause. Failure of any member to attend three consecutive, regularly scheduled meetings without good cause may be grounds for removal from the Board.

5) It is in the best interests of the GSWMD to be aware of and properly manage all conflicts of interest and appearances of a conflict of interest. Conflict of interest arises whenever the personal or professional interest of an individual member of the Solid Waste Board is potentially at odds with the best interests of the GSWMD. GSWMD will avoid where possible even the appearance of a conflict of interest or impropriety. This provision is intended to supplement but not replace any applicable laws governing conflict of interest.

Personal or professional interests include, an interest of any kind, which, in view of all the circumstances, is substantial enough that it would, or reasonably could, affect a member of the Solid Waste Boards' judgment with respect to transactions to which that person is a party.

Because many situations all involve potential conflict of interest, the following procedures apply.

If an issue is to be decided by the Solid Waste Board that involves potential conflict of interest for a member of the Board:

A. It is the responsibility of that member of the Solid Waste Board to:

1. Identify the potential conflict of interest.

2. Not participate in discussion of the matter or motion being considered nor shall he or she attempt to exert his or her personal influence with respect to the matter, either at or outside the meeting. Such non-participation may necessarily include physically leaving the meeting.

3. Shall not vote nor be counted in determining the presence of a quorum for purposes of the vote.

B. It is the responsibility of the Solid Waste Board or members thereof to:

1. Identify any potential conflict of interest if known.

2. Record in the minutes of the Board Meeting the conflict or potential conflict of interest and the actions taken and use the procedures and criteria of this provision.

The Solid Waste Board shall review this provision of the bylaws annually. Any changes shall be communicated to all interested persons.

ARTICLE IV. ELECTION AND DUTIES OF OFFICERS.

1) The Board shall elect officers by a majority vote of those members present at the July regularly scheduled meeting.

2) Officers shall consist of a Chair, a Vice-Chair, Secretary and Treasurer who shall act in the absence of the Chair. Officers may serve any number of consecutive terms. A County Commissioner may not serve as Chair or Vice-Chair.

3) An Officer may resign if a written resignation is made to the Board. When an office becomes vacant, the Board shall hold a special election at a regular or special meeting, and the Officer elected at that meeting then shall serve until the next regularly held election of Officers.

4) The Chair shall act as spokesperson for the Board. All District communications must be signed by the Chair unless otherwise delegated by the Chair to another member or by motion of the Board.

5) If approved by the Board, the duties of Secretary and Treasurer may be carried out by persons other than Board members.

6) The Chair shall preside over all hearings; protests or other contested matter unless such duties are otherwise delegated by the Chair or by motion of the Board.

7) The Chair has the same voting privileges as other Board members.

8) No proxy voting shall be permitted on behalf of any Board members.

ARTICLE V. SUBCOMMITTEES.

The Chair may appoint Subcommittees as the Chair deems necessary to carry out the work of the Board. The Chair shall be an ex-officio member of all subcommittees. Subcommittees may be composed of representatives of public agencies, private volunteer groups and public members, but members of the Board must make up a majority of any subcommittee.

ARTICLE VI. MEETINGS.

1) The Solid Waste Board will hold a regular monthly meeting not less than ten (10) times per year. The Board's regular monthly meeting is held at 6:00 p.m. on the third Wednesday of each month at location to be determined by the Board.

2) Special meetings may be called by the Chair, or may be called if requested by three Board members.

3) The Board, through its Secretary, shall ensure that written minutes are kept of each meeting, regular and special. Such minutes shall include the members present, any motion made and seconded and the vote of each member on such motion, and such other business as the Secretary deems appropriate to record. The minutes are available, upon reasonable request, for public inspection and copying.

4) The Board, through its Secretary, shall ensure that an agenda and location of all meetings, including special meetings, is published and available for public inspection at least 48 hours (consisting of time in business days only) in advance of the meeting.

5) A majority of Board members constitutes a quorum for the purposes of conducting business and exercising Board powers. Action may be taken by a majority vote of the members present and voting.

6) All meetings, regular and special, including all Board deliberations during such meetings, are open to the public. The Chair may close a meeting and enter into executive session only upon a finding, entered upon the minutes, that the individual privacy rights of those involved clearly outweigh the merits of public disclosure.

7) Public comment is acceptable only during that portion of the meeting designated for such comment, or upon deliberation of any agenda item for which an individual or group has specific business as identified by the agenda for that meeting.

8) The Chair may ask members of the public present at any meeting to state their business with the Board so that the Board may consider rescheduling that business item for the convenience of the individual or group.

9) Compensation for meetings and expenses. Board members shall be compensated with District monies, as follows: for each regular meeting attended and for each special meeting attended, for a maximum of four meetings per month (RE: GCSWMD Board Meeting 3/21/07 Motion #07-32107-04), a member shall be compensated as established by majority vote of the full board *(RE: GCSWMD Board Meeting 3/15/06 Motion# 06-31506-03: Chairman: $100/per meeting, Board members: $50/per meeting).* Other board member expenses, such as attendance at subcommittee meetings, or travel expenses associated with District business, may be compensated at established state rates.

ARTICLE VII. BOARD POWERS.

The powers of the Board are set forth in County Commission Resolution No. 2007-119.

ARTICLE VIII. AMENDMENTS.

These bylaws may be amended by a majority vote of the all Board members.

ARTICLE IX. FILING WITH COMMISSION.

The Secretary shall file an up-to-date copy of these by-laws with the County Commission.

Amended and approved by the Board this eighteenth day of February, 2009

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Bruce Hanson

Bruce Hanson, Chairman
Gallatin Solid Waste Management District

Attest:

Laura M Chretien