

**BY-LAWS**  
**OF**  
**KEEP LEXINGTON FAYETTE-COUNTY BEAUTIFUL**

**Adopted January 20, 2011**

**Amended August 28, 2014**

**Amended August 20, 2015**

BYLAWS OF KEEP LEXINGTON-FAYETTE COUNTY BEAUTIFUL  
200 E. Main St, Lexington, KY

ARTICLE I. NAME

The name of this organization is Keep Lexington Beautiful Commission (KLB). KLB may also operate as Keep Lexington-Fayette Beautiful Commission. The principal place of business is Lexington-Fayette County, Kentucky.

ARTICLE II. CREATION

KLB, originally named Keep Lexington Beautiful (KLB), was created to implement a “Keep America Beautiful” system within Fayette County and was so adopted by the Lexington-Fayette Urban County Council on January 28, 2010 in ordinance 22-2010.

ARTICLE III. MISSION

KLB’s mission is to engage individuals, businesses and organizations within Fayette County to take personal responsibility for improving our environment.

ARTICLE IV. PURPOSE

KLB’s purpose is defined by Urban County Council Ordinance 22-2010 and shall focus on, in order of their priority, litter prevention, beautification and community improvement, and waste reduction. To achieve this purpose, KLB shall:

1) Litter Prevention

- a) The Commission shall promote and organize broad-based community alliances to advance and initiate litter prevention and cleanup efforts; including the annual Great American Clean-up Campaign
- b) The Commission shall develop partnerships to conduct community outreach for anti-litter and proper waste handling educational campaigns
- c) The Commission shall advise the Urban County Council and Mayor on litter prevention matters and recommend new or amended ordinances to effectively control litter.

2) Beautification and Community Improvement

The Commission shall develop public-private partnerships for improving the visual aspects of our community through programs that beautify and clean the environment such as community gardens, urban forestry, native and wildflower planting and highway beautification.

3) Waste Reduction

The Commission shall undertake efforts to reduce the impact of solid waste on our community through public education and outreach efforts for source reduction, reuse, recycling and composting.

## ARTICLE V. MEMBERSHIP

1. The Commission consists of ~~thirteen (13)~~ **fourteen (14) [Adopted 08/28/14]** members representing various interested constituencies and appointed by the Mayor of the urban county government (subject to confirmation by a majority of the members of the Urban County Council) in the following manner:

- a. One (1) member shall be the Executive Director of Bluegrass PRIDE
- b. One (1) member shall be an urban county council member
- c. One (1) member shall be from the Department of Environmental Quality
- d. One (1) member shall be from the Division of Code Enforcement
- e. One (1) member shall be from the Division of Police

The remaining members shall to the extent possible represent the below-listed constituencies:

- f. Two (2) members representing neighborhood associations
- g. One (1) member representing educational institutions
- h. One (1) member representing the equine/agricultural community
- i. One (1) member representing the beverage or fast food industries
- j. One (1) member representing the tourism industry
- k. ~~Two (2)~~ **Three (3) [Adopted 08/28/14]** members appointed from the community at large

2. An appointed member whose term expires shall continue to serve until such time as a new appointment is made.
3. Commission Member Protection from Liability – The Keep Lexington Beautiful Commission shall indemnify and hold harmless the Commission Member(s) from all liability arising out of acts within the scope of their responsibilities through the Lexington-Fayette Urban County Government.
4. The Commission may elect additional individuals from the community to serve as advisory members. Advisory members shall be entitled to attend meetings of the Commission and shall have the privilege of the floor, but shall not have the right to vote.

## ARTICLE VI. TERMS OF SERVICE

1. Appointed commission members shall serve a term of four (4) years from the date of initial appointment, provided that the terms of those originally appointed shall be staggered so as to allow the appointment or re-appointment of at least one-half of the membership every two (2) years.
2. Vacancies shall be filled for an unexpired term in the same manner as the original appointment.
3. Any member may be appointed to one additional term.
4. The Mayor may remove any member of the Commission for misconduct or willful neglect of duty.
5. ~~Commission members shall have been a resident of Fayette County for a minimum of one (1) year prior to appointment and shall reside there throughout the term of~~

~~office.~~ **Commission members shall have been a resident of Fayette County or shall have been employed in Fayette County for a minimum of one (1) year prior to appointment and shall reside or be employed there throughout the term of office. [Adopted 08/20/15]**

#### ARTICLE VII. REMOVAL OR VACANCIES

1. Any member may be removed from the Commission for good cause by the affirmative vote of two-thirds (2/3) of the entire Commission, excluding any vacancies.
2. Any member may resign at any time by giving a written notice to the Department of Environmental Quality or to the Mayor of the Urban County Government.
3. If a Commission member is absent two (2) consecutive meetings or three meetings in any twelve (12) month period without notification or excuse, the absence will be considered an automatic resignation and the Commission member will be notified in writing by electronic and U.S. mail.
4. With notification to the Chair, Commission members may send proxies to report on and speak for their committee's activities. Proxies may have the power to vote for that Commission member. Notification of power to vote shall be in writing.

#### ARTICLE VIII. OFFICERS AND DUTIES

1. Officers
  - a. The officers of KLB shall be Chair, Vice Chair and Secretary/Treasurer.
  - b. KLB's officers shall be elected at the last meeting of each fiscal year for one year terms that begin July 1.
  - c. Officers may be elected for successive one year terms, provided that they continue to be members in good standing, but may not serve more than three consecutive, one year terms.
2. Duties
  - a. **The Chair** shall serve as the Chair of the Commission and of the Executive Committee, preside at all meetings of the Commission and the Executive Committee, appoint all committees and committee members, and perform all duties as may be necessary from time to time, incident to said office. Upon authorization by the Commission, the Chair, or his/her designee, shall sign all legal documents on behalf of the Commission and shall, in matters of policy, be the Commission's principal spokesperson. In addition, the Chair shall coordinate with the Lexington Department of Environmental Quality KLB liaison to maintain KLB's good standing with Keep America Beautiful.
  - b. **The Vice Chair** shall serve to support the KLB Chair and, in his/her absence, perform all duties during such absence as are normally ascribed to the Chair.
  - c. **The Secretary/Treasurer** shall oversee the paying out of all monies on approvals and signatures as determined by the Commission; shall be responsible for maintaining adequate books of account and preparing financial

statements of receipts and expenditures; and shall present a current KLB financial statement of accounts at each regular Commission meeting. The Secretary/Treasurer will also assure that Commission meeting minutes are taken and distributed for approval and that all documents are properly filed.

#### ARTICLE IX. COMMISSION AND COMMITTEE MEETING

1. Absent extraordinary circumstances, meetings of the Commission will be held at least bi-monthly for a total of at least six (6) times per year. Special meeting(s) may be called by the Chair or by written request of nine (9) Commission members.
2. All meetings shall be held in compliance with KRS 61.800, the Kentucky Open Meetings statute.
3. A majority of the appointed members of the meeting body shall constitute a quorum.
4. Written notice stating the place, day and hour of the meeting and, in case of a special meeting, the purpose or purposes shall be made pursuant to statutory notice requirements.
5. Notice of Adjourned Meeting – When a meeting is adjourned to another time and place, it shall be necessary to provide notice pursuant to KRS 61.800, the Kentucky Open Meetings statute, such adjourned meeting if said notice has not been provided.
6. Notice requirements for regular or special meetings shall not be waived under any circumstances.
7. Manner of Acting – The act of a majority of Commission members present at a meeting at which a quorum is present shall be the act of the Commission.

#### ARTICLE X. COMMITTEES

1. Executive Committee  
The Executive Committee shall consist of elected Commission officers and the member from the Department of Environmental Quality. Meetings of the Executive Committee may be called by the Chair or upon special request of any two (2) Executive Committee members. The Executive Committee has the power of the Commission between meetings and is entrusted to act on behalf of the Commission. It may not substantially cause an action or vote on an action that is substantially at variance from actions and positions approved by the Commission without first gaining an updated approval from the Commission for such variance.
2. Standing Committees  
The number and types of committees shall be determined by the goals set by the Commission, consistent with KAB recommendations. KLB committees shall be established by the Commission as needed.

### 3. Committee Action

Committee chairs shall report to the Commission at each meeting. The Commission shall vote on proposed committee actions which commit the organization. No action, including incurring financial obligations of any type outside the approved budget allocations, by any general member, committee, employee, Commission member, or officer shall be binding upon, or constitute an expression of the KLB policy until such action has been approved by the Commission.

## ARTICLE XI. PROGRAM LIAISON

The member from the Lexington Department of Environmental Quality serves as a liaison between the urban county government and the KLB. This member is a resource for the KLB Commission and assists in efforts to achieve KLB's purposes. The member cannot serve as an officer of KLB.

Since the Commission is administratively attached to the Lexington Department of Environmental Quality, the Department's representative shall fulfill the roles and responsibilities of an Executive Director as expected by Keep America Beautiful to include annual reporting and training.

## ARTICLE XII. AMENDMENTS TO BY-LAWS

These bylaws may be amended or altered by the Commission with a majority vote at any regular or special meeting with a quorum present. The proposed amendment must be submitted by electronic mail or postmarked for U.S. mail at least fourteen (14) days prior to the meeting.

## ARTICLE XIII. FISCAL YEAR AND FUNDING

### 1. FISCAL YEAR

KLB's fiscal and business year shall be from July 1 through June 30.

### 2. FUNDING

The Commission may:

- a. Apply for, receive and disburse funds and contract with any state, federal, public or private entity for the purpose of carrying out the duties as set forth in ARTICLES III AND IV;
- b. Solicit and receive contributions and obtain grants and loans appropriate to the goals of the commission;
- c. Expend its funds as necessary to carry out its duties and purposes;
- d. Submit an annual report and financial statement to the Mayor and Urban County Council, which summarizes the previous year's activities.

## ARTICLE XIV. PARLIMENTIARY PRACTICES

Except as otherwise specifically provided in these By-laws, all questions of order or

procedure with respect to any meeting or action of this Commission, its Executive Committee or any committee appointed hereunder shall be determined in accordance with Robert's Rules Of Order, Newly Revised, as revised from time to time.