

Keep Jackson County Beautiful Inc. By Laws

Article I

Sec. 1 - Name

The name of the organization is Keep Jackson County Beautiful Inc. hereinafter referred to as KJCB Inc. KJCB Inc. is a non-profit 501©(3) organization for the support of Keep Jackson County Beautiful, hereinafter referred to as the "KJCB." The following bylaws address the duties of officers, roles of standing committees and financial and budgetary matters. Its principal office is located at 67 Athens Street, Jefferson; GA 30549. The principal office is subject to change as the Jackson County Board of Commissioners deems necessary.

Article II

Sec. 1 - Purpose

The purpose of KJCB Inc. is to sustain and support KJCB programs; encourage gifts and endowments for KJCB; recruit volunteers and; implement a successful fund raising campaign(s). In addition, the objectives of KJCB Inc. must directly relate to the KJCB mission: (1) to educate and build environmental behaviors and sustain community activities resulting in a more beautiful Jackson County; (2) to promote public interest and change public attitude in the general improvement of the environment; (3) to work toward creating a sustainable community where litter is a thing of the past and all households and businesses actively participate in recycling; (4) our streets are beautiful having been carefully planted with flowers and trees.

Sec. 2 - Goals

The goals of KJCB Inc. are to increase public awareness of KJCB's purpose; implement a successful fund raising campaign(s) and to recruit volunteers and membership to carry forth the mission of the organization.

Article III – Board of Directors

Sec. 1 - Membership

KJCB Inc. shall consist of no less than 9 and no more than 18 board members. Candidates for board membership to KJCB Inc. shall be recommended by the Executive Committee and approved by the Jackson County Board of Commissioners who shall consider, but not be bound by such recommendations. Each member shall serve for a term of three (3) years, staggered so that three are appointed each year. In the event there are additional vacancies, those vacancies may be filled by the Chairman until the December Board of Commissioners. All members of KJCB Inc. shall have equal voting rights and privileges. Board members of KJCB Inc. must live or work in Jackson County.

Sec. 2 – Removal

Absences of two or more consecutive regular meetings or three (3) meetings within a calendar year may be considered a form of nonperformance of duty. Upon nonperformance of duty, the Board may, at its discretion, recommend removal of such board member. The same may result should any board member become unable to perform their duties as directed by these by laws or should any board member have a negative impact on KJCB Inc. or KJCB due to circumstances not related to KJCB Inc. or KJCB.

Article IV - Officers

Sec. 1 – Selection of Officers

The four officers – Chairperson, Vice-Chairperson, Secretary and Treasurer shall be elected for a one-year term at the regular Board Meeting in December each year. This body constitutes the Executive Committee as well as the Past Chairman. Officers may serve a maximum of two consecutive terms in the same office. At least one year must lapse before eligibility for that office is restored. In the event an office becomes vacant between annual elections, the Chairperson shall appoint an acting replacement until the Board, at its next meeting, elects a replacement from the Board for the remainder of the term.

Sec. 2 – Chairperson

The Chairperson is charged with providing overall guidance and leadership in implementing the policies of the Board. Duties include, but are not limited to, presiding at all meetings of the Board, Executive Committee and general membership; appointment of all committees with the approval of the Board and providing a charge to the committees; executing all documents authorized by the Board and ensuring proper coordination between all parties involved.

Sec. 3 – Vice- Chairperson

The Vice-Chairperson shall assist the Chairperson in his/her duties and shall carry out the responsibilities of the Chairperson when the Chairperson is absent or otherwise unable to perform.

Sec. 4 – Secretary

The Secretary is responsible for recording, preparing and distributing the minutes of each Board meeting for each Executive Committee meeting and each general membership meeting and shall perform other duties as assigned by the Chairperson and/or the Board. The Secretary presides over all meetings of the Board if the Chairperson and the Vice-Chairperson are absent.

Sec. 5 – Treasurer

The Treasurer is responsible for executing all financial transactions of the corporation as authorized by the Board including, but not limited to, income, expenses, taxes, grants oversight and other reports and documents as required. The Treasurer works with the Executive Committee and the KJCB staff to prepare an annual projected budget. The

treasurer shall present a current balance sheet of the previous month or quarter that includes all expenses and income at each board meeting for review and approval by the board. The treasurer shall be responsible for submitting annual tax returns. A local tax person may be used to prepare and submit tax forms.

Article V – Affiliation

Sec. 1 – Executive Director

The Jackson County Government shall provide and fund a representative to serve as an Executive Director whose responsibility is to assist KJCB Inc. in meeting the Keep Jackson County Beautiful goals and objectives. The Director and other County Staff shall furnish professional and technical advice to the KJCB Inc. Board of Directors. When appointed, the Executive Director shall be the chief administrator of the business of Keep Jackson County Beautiful Inc. subject to the Jackson County Government administrative guidelines. The Executive Director shall be entitled to attend all committee meetings of KJCB Inc. Board of Directors and will be an ex-officio member of the Executive Committee.

Sec. 2 – Cooperation

KJCB Inc. will be an advisory board to Keep Jackson County Beautiful and will work in accordance with the Jackson County Board of Commissioners and the Keep Jackson County Beautiful Executive Director to promote the goals and the mission of Keep Jackson County Beautiful.

Article VI – Financial and Budgetary Matters

Sec. 1 - Procedures

The Board shall approve all individual project budgets at the beginning of the fiscal year or at the time the project is adopted by the Board.

At each meeting the Board shall review the expenditures and income for each approved project. The Board is responsible for approving or disapproving any proposed revisions of project budgets.

In the event of an emergency where revisions must be made to a project budget pursuant to paragraph two, the Executive Director will present to the Executive Committee to approve or disapprove said proposed revision.

Committee chairperson and members of the Board must provide the Treasurer with all receipts from expenditures made on behalf of their various projects. All persons making expenditures for the Association must use tax exempt certificates whenever possible.

No member of the Board, nor any employee of KJCB, may open an account at any place of business nor make any expenditure over fifty dollars (\$50) outside the approved budget without prior approval of the Board.

KJCB Inc. shall, on an annual basis, be subject to an external audit and shall assist the Treasurer in completing necessary tax forms and other business necessary for fiscal accountability.

No member of the Board shall be financially compensated for providing materials or services to KJCB Inc. or Keep Jackson County Beautiful as long as that Board member holds office.

Article VII – Committees

KJCB Inc. consists of two (2) administrative committees (Executive Committee and Nominating Committee) and three (3) standing committees Finance, Membership and Projects committees. The Board of Directors or the Executive Committee shall define duties of these committees. Chairperson for the standing committees shall be appointed by the Board Chairperson and approved by the Board of Directors at the January meeting. Each appointment shall be for a term of one year but may be renewed for successive one year terms. The Chairperson of each committee will be a member of the Board of Directors. The KJCB Executive Director shall sit ex-officio on all committees.

Sec. 1 – Executive Committee

The Executive Committee shall consist of the Chairperson, Immediate Past Chairperson, Vice-Chairperson, Secretary, Treasurer and KJCB Executive Director (ex-officio). The Executive Committee may be authorized by the Board to make decisions within specific guidelines which must be then ratified by the full Board. Further, the Executive Committee may take independent action when time does not permit full meeting of the Board, but all such actions must be ratified by the full Board at the next scheduled meeting.

Sec. 2 – Nominating Committee

The Nominating Committee is responsible for the development of a slate of nominated officers to include Chairperson, Vice-Chairperson, Secretary and Treasurer.

Sec. 3 - Standing Committees

A. Finance Committee

The Finance Committee is responsible for generating funds, funding and direct and in-kind contributions. The Treasurer, unless otherwise directed by the Executive Committee, shall serve as Chairperson of the Finance Committee.

B. Membership Committee

The Membership Committee is responsible for the solicitation and acknowledgment of individual and business memberships in KJCB, the recording and acknowledgment of

honorary memberships in KJCB and the development and coordination of the annual Volunteer and Membership meeting.

C. Projects

The Projects Committee shall be responsible for internal and external communications as well as oversee special projects of Keep Jackson County Beautiful.

Sec. 4 – Other Committees

The Chairman shall appoint other committees and committee chairpersons, subject to the approval of the Board of Directors or the Executive Committee, to do preliminary work in the preparation of matters for the Board of Directors actions and to expedite the work of the Board of Directors. The Board of Directors or the Executive Committee shall define duties of these committees.

Article VIII - Meetings

Sec. 1 – Regular Meetings

The Board of Directors shall meet no less than once a quarter. Special meetings of the Board of Directors may be called by the Chairperson or on petition of at least four members of the Board of Directors.

Sec. 2 – Notice of Meetings

Written notice of all meetings shall be given to KJCB Inc. members by email or US Postal Service no later than five (5) days prior to a meeting.

Sec. 3 – Special meetings

Special meetings of KJCB Inc. will be held when called by the Chairman of KJCB Inc. or by any five (5) board members. For such special meetings, at least seven (7) days notice must be given to each board member.

Sec. 4 – Quorum

A quorum shall consist of one half the KJCB Inc. members of the board.

Sec. 5 – Parliamentary Authority

Any rules of parliamentary procedure not covered by these by laws shall be covered by the latest edition of Roberts Rules of Order.

Article IX

Sec. 1 – Amendments

The by laws may be amended by the Board of Directors at any meeting of the Board of Directors at which a quorum is present, provided the proposed amendment is inserted in the notice of such meeting. A proposed amendment is passed only upon an affirmative vote of 2/3 of those present.

Sec. 2 – Conflict of Interest

In the event that any member or any member of their immediate family has or could reasonably be construed to have conflict of interest, as defined by the laws of the State of Georgia and the Jackson County Board of Commissioners, the member shall declare such conflict of interest prior to the commencement of any deliberation of the agenda item and shall be excused from participation in the discussion or voting on such item.

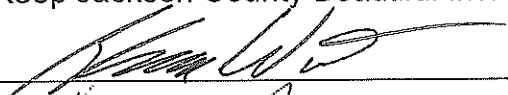
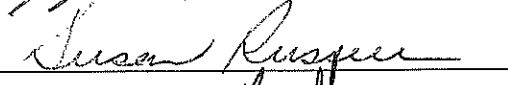
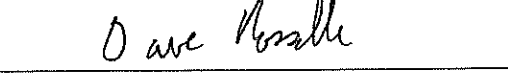
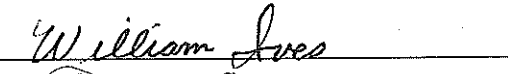

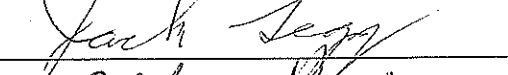
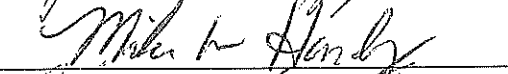


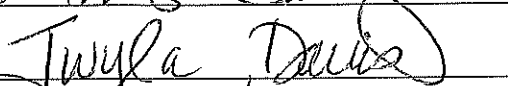
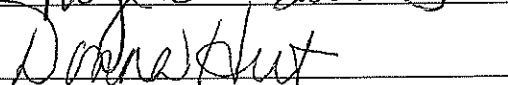
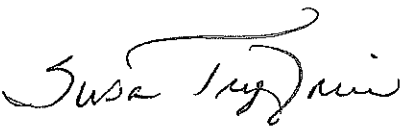
Article X

Sec. 1 – Dissolution of the Commission

Upon the dissolution, the residual assets of Keep Jackson County Beautiful Inc. will be remitted to the Jackson County Government for exclusive public service.

Adopted this 17th Day of November 2011

Keep Jackson County Beautiful Inc. Board Members

	Shawn Watson, Chairman
	Susan Russell, Vice-Chairman
	Dave Rosselle, Secretary
	William Ives, Treasurer
	Dwayne Ansley, Past Chairman
	Jack Legg
	Mike Hardy
	Charles James
	Lora Gady
	Twyla Davis
	Donna Hut
	Susan Trepagnier, Exec. Director KTCB