

**CITY OF STANTON TOURISM and CONVENTION COMMISSION  
BY-LAWS  
(Amended and Effective as of May 15, 2018)**

**ARTICLE I  
Name of the Commission**

This Commission shall be known as the City of Stanton Tourism and Convention Commission, (hereafter referred to as "the Commission")

**ARTICLE II  
Purpose of the Commission**

The Commission shall act as an advocate for the local tourism industry and be involved in the marketing and promotion of the City of Stanton and surrounding communities. The Commission has been created by the City of Stanton pursuant to KRS 91A.350(2) and 91A.360, for the purpose of promoting recreational, tourist and convention activity in and around the City of Stanton, Kentucky.

**ARTICLE III  
Location of Office of Commission**

Section 1.01. The principal office of this Commission shall be located at 98 Court Street, Stanton, Kentucky 40380, but the commission may maintain offices and places of business at such other places within the state as the commissioners may determine from time to time.

**ARTICLE IV  
Membership of the Commission**

Section 2.01. The Commission shall be composed of seven members who shall serve without monetary compensation. The Commissioners shall be appointed by the mayor pursuant to and in the manner prescribed by KRS 91A.360, from a list of names submitted to the Mayor of the City of Stanton by the applicable bodies described in KRS 91A.360. The Commissioners shall serve terms of three years, provided however that the initial Commissioners shall be appointed in staggered terms pursuant to KRS 91A.360(3). There shall be no limit to the number of terms an individual may serve as a Commissioner.

**ARTICLE V  
Meetings of the Commission**

Section 3.01. The Commission shall meet at least once a month, (unless special circumstances are present which make a meeting unnecessary or impractical for that particular month). Regular meetings shall take place on the third Tuesday of each month at 6.30 pm, at Stanton City Hall, 98 Court Street, Stanton, Kentucky. The Commission may also meet at such other times and at such places as may be

necessary in order to conduct the business of the Commission.

Section 3.02. Special meetings may be called by any two (2) commissioners or by the Chairman. As soon as possible, written notices shall be delivered to every member of the Commission as well as each media representative which has filed a request to be notified. The notice shall be calculated so that it shall be received at least twenty-four hours before the special meeting. Written notices may be sent by mail, by email, by fax, or may be personally delivered to the Commissioners or any media entities. In the event of a Special Meeting, notice of the meeting and an agenda of items to be discussed or on which action may be taken shall be posted in a conspicuous place at Stanton City Hall.

Section 3.03. At all meetings of the Commission, the voting on all issues other than simple procedural issues, (such as a motion to table, a motion to adjourn or similar motions), shall be done by roll call vote, with the Secretary-Treasurer calling the names of each Commissioner who shall at that time verbally vote on the issue before the Commission and with the Secretary-Treasurer maintaining a record of the individual votes cast on each motion, resolution or similar action by the Commission.

## **ARTICLE VI Quorum for Transaction of Business**

Section 4.01 The presence, in person, of a majority of the acting commissioners shall be required for the transaction of business by the Commission. The affirmative votes of a majority of the commissioners present and voting shall be required for any action to be taken.

## **ARTICLE V Officers of the Commission**

Section 5.01. Officers of the Commission shall consist of a Chairman and a Secretary-Treasurer. The commission may adopt its own rules of procedure and provide for its meetings.

Section 5.02. Officers shall be elected for two year terms, with elections to occur at the first meeting of the fiscal year for all odd-numbered years, but in the event the election is not held, (for whatever reason), officers shall continue to hold office until an election is requested by one of the commissioners.

Section 5.03. Any other officers may be elected by the commissioners from among such persons, and with such title, tenure, responsibilities and authorities as the Commission may from time to time deem advisable.

Section 5.04. Election of officers shall be chosen by either secret ballot, (if requested), or by open-meeting voting with nominations for each office being accepted without a second being necessary. A majority of affirmative votes for an office of those



ballots cast for that office will elect the officer.

Section 5.05. The city attorney for the City of Stanton, (or any other properly qualified person per Kentucky Revised Statutes), shall administer the statutorily required oath to the commissioners upon their appointment to which they must affirmatively respond.

Section 5.06. Chairman: The Chairman presides over all meetings and represents the Commission, has his/her signature affixed with the Secretary-Treasurer, on any deeds, mortgages, notes, bonds, contracts, checks or other instruments authorized by the Commission, performs all duties incident to the office of Chairman and other such duties as may be presented by the commissioners from time to time.

Section 5.07 Secretary-Treasurer: The Secretary-Treasurer shall have the following duties:

- (a) taking of minutes at all meetings; regular, special and emergency
- (b) sending (via U.S. Mail) an agenda, prepared by the Chairman, five (5) days prior to the regular meetings, including announcements and and copies of the minutes of the last meeting.
- (c) keep on file, at all times, records of the commission to include current By-Laws, which shall always be open to the inspection of the public, and at the expense of the Commission, furnish a copy of such documents upon proper request to any citizen, per the Kentucky Open Records Act.
- (d) shall have charge and custody of and be responsible for all funds and securities of the Commission; shall pay out of the funds of the Commission, only upon presentation of checks signed by the Chairman and countersigned by the Secretary-Treasurer debts owed by the Commission.

Section 5.08. Miscellaneous Duties. All officers of the Commission shall perform all duties incident to the office and such other duties as from time to time ay be assigned to him/her by the Commission

Section 5.09. Vacancies. Any vacancy of an office shall be filled by special election to be held at the first meeting of the Commission after the vacancy occurs.

## **ARTICLE VI**

### **Budget**

Section 6.01. The Commission shall prepare an annual report of its business affairs and transactions. A copy of such report shall be filed annually with the governing body of the municipality granting permission to the authority to organize.

Section 6.02. Before the commencement of each fiscal year, each authority shall adopt a budget for such fiscal year and file such budget with the municipality granting permission to the authority to organize.

Section 6.03. The books of the Commission and its accounts shall be audited pursuant to the mandates of Kentucky Revised Statutes.

**ARTICLE VII  
Removal of a Commissioner**

Section 7.01. A commissioner may be removed pursuant to Kentucky Revised Statutes. A Commissioner may be removed pursuant to KRS 91A.360(6).

**ARTICLE VIII  
Kentucky Revised Statutes  
Application to Commissioners and the Commission**

Section 8.01. All applicable Kentucky Statutes which now or may hereafter exist are incorporated herein and made a part of these By-Laws. The commissioners may use any power therein contained in addition to those set out. Any provision herein in violation of Kentucky Statute which now or may hereafter be in effect, is null and void, the remainder of these By-Laws to continue in full force and effect.

**ARTICLE IX  
Committees**

Section 9.01. The Commission may create committees and appoint individuals to serve on said committees for purposes approved by a majority of the Commission.

**ARTICLE X  
Open Records**

Section 10.01. As a public agency, the Commission shall conduct its business and shall provide records of the Commission to a requesting individual or entity in conformance with the Kentucky Open Records Act..

Section 10.02. All records of the Commission shall be open with the right to inspection as provided in KRS 61.872 and associated opinions of the Attorney General of the Commonwealth.

**ARTICLE XI  
OPEN MEETINGS**

Section 11.01. As a public agency, all meetings of the Commission shall comply with the Kentucky Open Meetings Act, (see KRS 61.800 - KRS 61.850)..

Section 11.02. All meetings of a quorum of the Commission at which any public business is discussed or at which any action is taken, shall be public meetings, open to the public at all times, except as otherwise excepted by the Kentucky Open Meetings Act.



Section 11.03. The minutes of all meetings shall set forth a record of formal motions made and the vote of the individual members on the motion.

## **ARTICLE XII Conditions for Attendance**

Section 12.01. The Chairman of the meeting shall determine when, in the agenda of the meeting, it is appropriate for a member of the public to speak before the Commission, as provided for in KRS 61.840 and otherwise..

Section 12.02. The Commission shall provide meeting room conditions which insofar as is feasible allow effective public observation of any meeting of the Commission.

## **ARTICLE XIII Amendments of these By-Laws**

Section 13.01. The By-Laws may be altered, amended or repealed by a majority of the Commission in any regular, special or emergency meeting. In the event any alteration, amendment or repeal is requested at any special or emergency meeting, a copy of the proposed alteration, amendment or repeal shall be distributed to the Commissioners in writing at least seven days prior to any such special meeting or emergency meeting.

## **ARTICLE XIV Rules of Order**

Section 14.01. Parliamentary procedure at all meetings of the Commission or of any committee provided for in these By-Laws shall be governed by the most recent edition of Robert's Rules of Order, except to the extent such procedure is otherwise determined by law or by the Commission's By-Laws.

Section 14.02. The Commission may waive the parliamentary procedure requirements for any meeting if all Commissioners present are in agreement to same.

## **ARTICLE XV Fiscal Year**

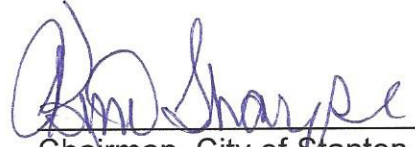
Section 15.01 The Fiscal year of the Commission shall begin July 1<sup>st</sup> and end on June 30<sup>th</sup> of the calendar year.

## **ARTICLE XVI Solicitation of Professional Services**

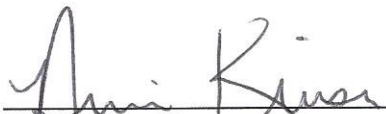
Section 16.01. The Commission may solicit and employ a qualified entity or individual to provide professional planning, design, accounting, engineering, legal, or other services, including services involving operations, maintenance, and construction tasks, necessary and appropriate to support the purposes of this Commission .

These By-Laws were approved by an affirmative vote of a majority of the Commissioners of the City of Stanton Tourism and Convention Commission, at the meeting of the Commission held on May 15, 2018. At said meeting a motion was made by Commissioner \_\_\_\_\_ to approve these Bylaws, and said motion was seconded by Commissioner \_\_\_\_\_. The vote was \_\_\_\_ in favor; \_\_\_\_\_opposed; \_\_\_\_\_abstaining.

This the 15th day of May, 2018.

  
\_\_\_\_\_  
Chairman, City of Stanton  
Tourism and Convention  
Commission

Attest:

  
\_\_\_\_\_  
Secretary-Treasurer