

ARTICLES OF ASSOCIATION Of the KENTUCKY ASSOCIATION OF CONSERVATION DISTRICTS

ARTICLE I **Name**

The name of this organization shall be the Kentucky Association of Conservation Districts.

ARTICLE 11 **Objects**

The object of this Association shall be to exchange information relating to the administration and operation of conservation districts and watershed conservancy districts; to affect cooperation between districts and agencies and organizations concerned with any and all phases of soil and water conservation; to promote the welfare of conservation districts and watershed conservancy districts and the people therein; and to maintain strong and active membership in both this Association and the National Association of Conservation Districts.

ARTICLE III **Membership**

The membership of this Association shall be composed of the conservation districts and watershed conservancy districts in Kentucky as represented by their governing boards.

ARTICLE IV **Meetings**

Section 1. The Association shall hold at least one convention each year. The time and place shall be designated by the Board of Officers and Directors. Each conservation district supervisor and watershed conservancy district director shall be given at least ten days advance notice of the time and place of each convention. Special called meetings may be called by the President and shall be called by him upon request of a majority of the members of the Board of Officers and Directors. Notice of each special meeting shall state the time, place, and purpose of the meeting and shall be mailed by the Secretary-Treasurer to each conservation district board of supervisors and watershed conservancy district directors at least ten days prior to such meetings. No business shall be transacted at any special meeting except as stated in the notice thereof, unless a motion to consider business other than that stated in the notice is approved by a two-thirds majority of the votes cast. The members present at any meeting shall constitute a quorum, duly authorized to conduct business on behalf of the association.

Section 2. Each conservation district shall select a supervisor, and each watershed conservancy district shall select a director to act as a voting delegate to represent that district in all state and area meetings. The voting delegate, therefore, is authorized to cast seven votes, either by majority rule, or split decisions of the local governing body. Each district may also name an alternate, which must be a supervisor or director, to serve in the absence of the voting delegate at a meeting.

Section 3. Any supervisor or director, whether he is a voting- delegate or not, has all the privileges of a voting delegate except voting.

ARTICLE V
Board of Officers and Directors

Section 1. The management of this Association shall be vested in a Board of Officers and Directors made up of the President, Vice President, Secretary-Treasurer, immediate Past President of the Association, President of the Association's Auxiliary, National Association of Conservation Districts NACD Director, and one director elected from each Soil and Water Commission area of the state. Each such director and alternate must be an official supervisor of a conservation district or director of a watershed conservancy district to be eligible for the office of Director, except the President of the Auxiliary.

Section 2. Effective at the business session of the 1998 convention, the National Association of Conservation Districts NACD Director and Alternate shall be elected by the membership of the Association for a two-year term and can be re-elected for an unspecified number of terms. Any vacancy in the office of NACD Director or Alternate shall be filled by a majority vote of the Board of Officers and Directors of the Association of Conservation Districts to serve until the close of the last session of the next convention at which time the membership of the Association shall elect a NACD Director or Alternate to fill the unexpired term.

Section 3. The Director and Alternate Director from each Soil and Water Commission area shall be elected for two-year terms. Directors and Alternate Directors shall be elected in Areas 1, 3, 5, 7 and 9 in odd numbered years and in Areas 2, 4, 6 and 8 in even numbered years. The Director and Alternate Director shall be elected by the membership within the area at a meeting called by the Director prior to the annual state meeting of the Association of Conservation Districts. The terms of the Area Director shall be limited to three consecutive terms. The elected Directors and Alternate Directors shall take office immediately at the close of the last session of the convention of the Association.

Section 4. Any vacancy in the Board of Officers and Directors shall be filled by the Alternate Director for the balance of the term. At the next regular meeting of the Soil and Water Commission area, another Alternate Director shall be elected to fill the unexpired term.

Section 5. Meetings: Meetings of the Board of Officers and Directors may be called by or at the request of the President or by any two other members of the Board.

Section 6. Quorum: A majority of the Board of Officers and Directors shall constitute a quorum for the transaction of business at any meeting of the Board; but if less than a majority of the Officers and Directors are present at said meeting, a majority of the Officers and Directors present may adjourn the meeting from time to time without further notice.

Section 7. Manner of Acting: The act of a majority of the Officers and Directors present at a meeting in which a quorum is present shall be the act of the Board of Officers and Directors.

ARTICLE VI

Officers

Section 1. Effective at the business session meeting of the 1986 convention, the President, Vice President and Secretary-Treasurer shall be elected by the membership of the Association for a two-year term and can be reelected for another two-year term for a maximum of four years in succession. Filling an unexpired term will not be included in the four years of service in succession. Any bona fide conservation district supervisor or watershed conservancy district director shall be eligible for either the office of President, Vice President or Secretary-Treasurer. If the President is elected from the membership on the Board of Directors of the Association, that membership of the Board of Directors shall be forfeited by virtue of office. The officers shall take office at the close of the last session of the convention and shall hold office until their terms expire or until their successors have qualified.

Section 2. Any vacancy in the office of Vice President or Secretary-Treasurer shall be filled by a majority vote of the Board of Officers and Directors of the State Association of Conservation Districts.

Section 3. Any vacancy in the office of President shall be filled in the same manner to serve until the close of the last session of the next convention of the Association at which time the membership of the Association shall elect a President to fill the unexpired term.

ARTICLE VII

Duties of Officers

Section 1. The President of this organization shall be the executive head of the Association and shall preside at all of its meetings and at meetings of the Board of Officers and Directors.

Section 2. The Vice President shall perform the duties of the President in his absence or when he is unable to serve.

Section 3. The Secretary-Treasurer shall keep minutes of the meetings of the Association and of the Board of Officers and Directors and shall furnish to the membership of the Association information pertaining to the activities of the Association. He shall receive and account for all monies paid into the treasury and shall use such monies as may be directed by the President and approved by the Board of Directors.

Section 4. The Secretary-Treasurer shall notify each conservation district board of supervisors and watershed conservancy district board of directors when it is delinquent in payment of dues and shall use every reasonable effort to obtain payment of same.

ARTICLE VIII

Executive Committee

An Executive Committee, composed of the President, Vice President, and the Secretary-Treasurer, shall perform such duties of the Board of Officers and Directors may be delegated to it by the Board.

ARTICLE IX
By-Laws and Amendments

Section 1. The Articles of the Association may be amended by two-thirds of the votes cast at a meeting of the Association, provided that due notice of the proposed amendment or change has been mailed to each conservation district supervisor and watershed conservancy district director not less than ten days previous to the announced date of the meeting.

Section 2. By-Laws of the Association may be enacted, amended, or repealed at a meeting of the Association provided the motion covering the proposed action is approved by a two-thirds majority of the votes cast.

BY-LAWS

1. Fiscal Year: The fiscal year of this Association shall be from July 1 to June 30.
2. Annual Dues: The annual dues for membership in the State Association of Conservation Districts shall be determined annually by the Board of Officers and Directors of the Association. The amount shall be determined upon the basis of the budgetary needs of the Association.
3. Affiliate Memberships: The annual dues for membership in the State Association of Conservation Districts shall be determined annually by the Board of Officers and Directors of the Association. The amount shall be determined upon the basis of the budgetary needs of the Association.
4. The State Association shall be a member of the National Association of Conservation Districts and pay annual quotas to that organization upon approval by the Board of Officers and Directors of the State Association.
5. Members of the Board of Officers and Directors or their alternates shall receive no compensation for their services but may be reimbursed for actual expenses incurred in the discharge of their authorized duties.
6. Committees: Standing and temporary committees shall be appointed by the President from time to time as needed.
7. Each Area Director of this Association shall hold at least one meeting annually with the conservation district supervisor and watershed conservancy directors in his Soil and Water Commission area to discuss matters of interest to the welfare of conservation districts and watershed conservancy districts and attend to necessary business. A Director and Alternate Director shall be elected according to Article V, Paragraph 2, of the Constitution.
8. The Alternate shall serve in the absence of the Director and shall have all the privileges and responsibilities of the Director.
9. Only conservation districts and watershed conservancy districts that are current with their State Association annual dues will be qualified to vote beginning July 1, 1966.
10. Resolutions: In formulating the policies of the Association at area or annual state meetings, any conservation district or watershed conservancy district may submit a resolution to an area meeting, or an annual state meeting and resolutions will be passed on to the Resolutions Committee. The Resolutions Committee will be appointed by the President the same as other standing committees of the Association. The Resolutions Committee will be made up of each Chairman of the Standing Committees and the President will select the Chairman of the Resolutions Committee. The Resolutions Committee will receive and review all resolutions from the districts or conservancy districts and may also originate resolutions. Resolutions may be submitted directly from the floor of the business session on issues that arise after the area meetings, but they will not be accompanied by a recommendation from the Resolutions Committee. It will be the responsibility of the Resolutions Committee to submit resolutions with its recommendations to the membership at the annual meeting. The Committee may consult with any standing

committee in developing its recommendation on a resolution. Once resolutions receive adoption at the state convention, the Resolutions Committee will assign the resolution to the appropriate standing committee for follow-up on the necessary action to be taken and report on the status of resolutions.

Resolutions submitted to the Association for consideration should follow a simple format of providing the reason or purpose for the resolution and the action desired if the resolution is adopted. The resolution should first be approved by a conservation district board of supervisors or a watershed conservancy board of directors, then be submitted for approval to an Association area meeting and then on to the Association's annual meeting for adoption.