

# BYLAWS OF KEEP KINGSVILLE BEAUTIFUL

## ARTICLE I – NAME

The name of this organization shall be Keep Kingsville Beautiful (KKB), with its principal place of business at 202 W. Lee Ave., Kingsville, Texas 78363; mailing address: P. O. Box 1458, Kingsville, Texas 78364-1458.

## ARTICLE II - PURPOSE

The purpose of this organization shall be charitable and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 as amended and to promote public interest in the general improvement of the environment of Kingsville to initiate, plan, direct and coordinate programs for litter control and solid waste management for the community on a sustainable basis, to implement and maintain the Keep Texas Beautiful goals and to study, investigate and develop plans for improving the health, sanitation, safety and cleanliness of the City of Kingsville by beautifying the streets, highways, alleys, river and stream banks, lots, yards, and other similar places in the said City, to aid in the prevention of fires, diseases, and other casualties by the removal and elimination of trash and other debris from the streets, highways, alleys, lots, yards and other similar places; to encourage the placing, planning and/or preservation of trees, flowers, plants, shrubbery and other objects or ornamentation in said City; to protect song birds and other water fowl, advise and recommend plans to other agencies of the said City of the environment of Kingsville.

## ARTICLE III - BOARD

- Section 1. The governing body of Keep Kingsville Beautiful (KKB) shall be vested in the Board of Directors. The number of Board members shall not exceed twenty one (21) nor less than fifteen (15) members. The Board shall be responsible for the management of its affairs and the direction of its work and control. The Board shall have full power and authority to promote the objectives for which Keep Kingsville Beautiful (KKB) is organized.
- Section 2. Rules: The Board shall enact such rules and regulations as may be deemed necessary to conduct the business of Keep Kingsville Beautiful so long as they are not inconsistent with these Bylaws.
- Section 3. Meetings: The Board may meet monthly, normally the third (3<sup>rd</sup>) Thursday of the month. Special meetings of the Board may be called by the President, or on petition of at least four Board members. One third (1/3) of the current Board members shall constitute a quorum.
- Section 4. Notice of Meetings: Notice of the monthly meetings of the Board should be e-mailed to the members at least five (5) days prior to the meeting.
- Section 5. Committee Action: The Board shall pass upon all actions of all committees.
- Section 6. Election: The Board members shall be nominated by the Nominating Committee and elected by a majority vote at the last meeting of the Board of the year. The Board shall have the power to fill all vacancies on the Board for an un-expired term of office at the time that the vacancy occurs.
- Section 7. Term of Office: Elected Board Members shall serve for a term of three (3) years. Board members shall be removed from office after four consecutive unexcused absences. It is the sense of this section that the term of one third

(1/3) of the elected members of the Board shall expire on December 31 of each year. There shall be no term limits.

**ARTICLE IV - OFFICERS**

- Section 1. Term of Office: The three (3) officers, President, Vice President, and Secretary, shall be elected from the existing Board for a term of two years beginning on January 1 of each year and ending on December 31 of the following year. There shall be no term limits.
- Section 2. President: The President shall preside at all meetings of the Board. The President shall perform all duties incidental to the office and advise such action as may be deemed likely to increase the objectives of the Board. The President shall notify all Board members, and committee chairpersons of the meeting time and place, shall send out proper notices of all called meetings, and of other meetings when necessary.
- Section 3. Vice President: The Vice President shall act in the absence of the President; and in the absence or disability of the three (3) officers named, a member of the Board shall be chosen to act temporarily.
- Section 4. Secretary: The Secretary shall keep the records, the minutes of the meeting, and a roll of the attendance.
- Section 5. Solid Waste Superintendent: The Solid Waste Superintendent shall authorize the paying of monies through the City of Kingsville's Purchase Order system upon approval of the expenditure by the Keep Kingsville Beautiful Board. The City of Kingsville shall be responsible for the maintenance of adequate books of account. The Solid Waste Superintendent shall present a monthly report of all receipts and expenditures for the fiscal year. The City of Kingsville shall be responsible for maintaining a balance sheet and an income and expense statement to be audited by an independent public accountant.

**ARTICLE V - COMMITTEES**

- Section 1. Nominating Committee: The Nominating Committee shall consist of three (3) members appointed by the President. The Nominating Committee shall be appointed by the October Board meeting and will present its slate of members at the December Board meeting for election. Every effort shall be made by the nominating committee to recommend nominations that represent a diverse cross section of the community.
- Section 2. Other Committees: The Board may establish a temporary committee if needed.
- Section 3. Committee Chairs: Each committee shall select a Chair and Vice-Chair. The names shall be submitted to the Board for confirmation.
- Section 4. Committee Members: Committee members shall be recruited by the Board. Membership on committees is open to all interested. A list of committee members shall be provided to the Board.

**ARTICLE VI - AMENDMENTS**

The Board may amend these bylaws either by e-mail/mail ballot or at any meeting of the Board at which at least fifty percent (50%) of the current board members are present, provided that the proposed amendment is inserted in the notices of such meeting.

**ARTICLE VII – PARLIAMENTARY AUTHORITY**

Any rules of parliamentary procedure not covered by these Bylaws shall be governed by the latest edition of "Robert's Rules of Order."

**ARTICLE VIII - DISSOLUTION**

In the event of dissolution, the residual assets of Keep Kingsville Beautiful will be turned over to the City Of Kingsville.