

**REVISED BY-LAWS**

**OF**

**THE LAND BETWEEN THE LAKES AREA MINISTRY, INC.**

**ARTICLE I**

**COORDINATING COUNCIL**

**Section 1. Management.** The affairs and business of this corporation shall be managed by the Coordinating Council.

**Section 2. Composition.**

- (a.) Membership of the Coordinating Council shall be made up of one representative for each religious group or denomination which meets the minimum requirements for participation set forth by these by-laws.
- (b.) Each religious group or denomination represented on the Coordinating Council shall:
  - (1.) Be listed as a religious body in the latest Statistical Abstract of the U.S.
  - (2.) Pay an annual membership fee of \$125.00.
  - (3.) Share, as it is able, a fair and reasonable proportion of the annual budget of the corporation.
  - (4.) Provide a representative for the Coordinating Council.
  - (5.) Agree to meet the Coordinating Council's standards for the work of the corporation.
- (c.) Whenever the regularly designated representative of a participating religious group or denomination is unable to attend a meeting of the Council, any person duly authorized by said group or denomination shall occupy the same status as the regularly designated representative for all purposes.

- (d.) The Coordinating Council may add ex-officio council members as needed to fulfill responsibilities. These ex-officio council members will have voting privileges.

**Section 3. Term of Office.** The term of office of each of the members of the Coordinating Council shall be determined by the religious denomination or group which is represented by the member by whatever procedure such group might deem proper, and the terms of the members shall begin on January 1 of each year.

**Section 4. Duties of the Coordinating Council.** The Coordinating Council shall have the control and general management of the affairs and business of the corporation. Such Coordinating Council shall in all cases act as a council, regularly convened, by a majority, and they may adopt such rules and regulations for the conduct of their meetings and management of the corporation as they deem proper, not inconsistent with these bylaws and the laws of the State of Kentucky.

**Section 5. Council Meetings.** Regular meetings of the Coordinating Council shall meet November, January and March at the time and place determined by the Coordinating Council, and at such other times as the Coordinating Council may determine. Special meetings of the Coordinating Council may be called by the President at anytime, and shall be called by the President or the Secretary upon written request of five Council members.

**Section 6. Notice of Meetings.** Notice of meetings, other than the regular meetings, shall be given by service upon each member of the Coordinating Council, or by mailing to the last known Post Office address, at least ten days before the date therein designated for such meeting, including that day of mailing, of a written or printed notice thereof specifying the time and the place of such meeting, and the business to be brought before the meeting, and no business other than that specified in such notice shall be transacted at any special meeting. At any meeting at which every member of the Coordinating Council shall be present, although held without notice, any business may be transacted which might have been transacted if the meeting had been duly called.

**Section 7. Quorum.** At any meeting of the Coordinating Council, a majority of the members shall constitute a quorum for the transaction of business; but in the event of a quorum not being present, a less number may adjourn the meeting to some future time, not more than 30 days later.

**Section 8. Voting.** At all meetings of the Coordinating Council members and ex-officio members is to have one vote.

**Section 9. Removal of Council Member.** Any one or more of the Council may be removed with cause at anytime by a vote of three-fourths of the members of the Council, at any regular meeting or special meeting called for the purpose.

## ARTICLE II

### OFFICERS

**Section 1. Number.** The officers of this corporation shall be President, Vice-President and Secretary.

**Section 2. Election.** All officers of the corporation shall be elected annually by the Coordinating Council at regular meeting, and shall hold office for the term of one year or until their successor are duly elected.

**Sections. Duties of Officers** The duties and powers of the officers of the corporation shall be as follows:

(a.) **President** The President shall preside at all meetings of the Coordinating Council.

He/She shall present at one regular meeting during the year a report of the condition of the business affairs of the corporation.

He/She shall cause to be called regular and special meetings of the council in accordance with these by-laws.

He/She shall appoint and remove, employ and discharge, and fix compensation of all servants, agents, employees and clerks of of the corporation, other than the duly appointed officers, subject to the approval of the Coordinating Council.

He/She shall have the authority to sign and make any and all contracts and agreements in the name of the corporation, subject to the approval of the Coordinating Council.

He/She shall see that the books, reports, statements and certificates required by the statutes are properly kept, made and filed according to law.

He/She shall enforce these by-laws and perform all the duties incident to the position and office which are required by law.

(b.) **Vice President** During the absence and inability of the President to render and perform his/her duties or exercise his/her power, as set forth in these by-laws or in the acts under which this corporation is organized, the same shall be performed and exercised by the Vice President; and when so acting he/she shall have all the powers and be subject to all the responsibilities hereby given to and imposed upon such President.

- (c.) **Secretary** The Secretary shall keep the minutes of the meetings of the Coordinating Council in appropriate books.  
He/She shall give and serve all notices of the corporation.  
He/She shall be custodian of the records and of the seal, and affix the latter when required.  
He/She shall present to the Coordinating Council in their stated meetings all communications addressed to him/her officially by the President or any officer of the corporation.  
He/She shall attend to all correspondence and perform all the duties incident to the office of Secretary.

**Section 4. Vacancies, How Filled.** All vacancies in any office, shall be filled by the Coordinating Council without undue delay, at its regular meeting, or at a meeting specially called for that purpose.

**Section 5. Removal of Officers.** The Coordinating Council may remove any officer, by a majority vote, at any time with cause.

### **ARTICLE III**

#### **EXECUTIVE SECRETARY**

**Section 1 Executive Secretary** The Executive Secretary shall have the care and custody of and be responsible for all the funds and securities of the corporation and deposit all such funds in the name of the corporation in such bank or banks, trust companies or safe deposit vaults as the Coordinating Council may designate.

He/She shall sign, make, and endorse in the name of the corporation, all checks, drafts, warrants and orders for the payment of money, and pay out and dispose of the same and receipt therefore under the direction of the President or the Coordinating Council.

He/She shall exhibit at all reasonable times his/her books and accounts to the Coordinating Council upon application at the office of the corporation during business hours.

He/She shall render a statement of the condition of finances of the corporation at each regular meeting of the Coordinating Council, and at such other times as shall be required of him/her, and a full financial report at an annual meeting of the Coordinating Council.

He/She shall keep at the office of the corporation, correct books of account of all its business and transactions and such other books of account as the Coordinating Council may require.

He/She shall do and perform all duties pertaining to the office of Executive Secretary.

The Coordinating Council may appoint an Executive Secretary of their own choice to act as assistant to the President and any other officer in performing such administrative duties as the Coordinating Council may deem appropriate.

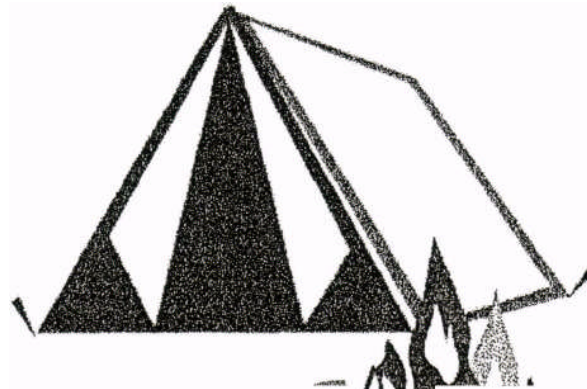
**Section 2. Bond.** The Executive Secretary shall, if required by the Coordinating Council, give to the corporation such security for faithful discharge of his/her duties as the council may direct.

**Section 3. Compensation for Executive Secretary.** The Executive Secretary may receive such salary or compensation as may be determined by the Coordinating Council As reviewed annually.

#### ARTICLE IV

##### SEAL

**Section 1. Seal.** The seal of the corporation shall as follows:



***LBLAM***

## **ARTICLE V**

### **AMEMDMENTS**

**Section 1. How Amended.** These by-laws may be altered, repealed or added to by the affirmative vote of 75% of the whole membership of the corporation at a special meeting called for that purpose, provided that a written notice shall have been sent to each member stating the alterations, amendments or changes which are proposed to be made in such by-laws. Only such changes as have been specifically stated in the notice shall be made. If, however, all the members shall be present at any regular or special meeting, these by-laws may be amended by unanimous vote without any previous notice.

**\*BY-LAWS REVISED BY CONSTITUTION REVIEW COMMITTEE AND PRESENTED TO COORDINATING COUNCIL FOR REVIEW AT REGULAR NOVEMBER MEETING 2002.**

**\*\* ADOPTED BY COORDINATING COUNCIL AT THE REGULAR JANUARY 15<sup>th</sup> MEETING 2003**

### **Function of the LBL Area Ministry:**

The LBL Area Ministry functions under the direction of a Coordinating Council made up of individuals with religious responsibilities within the region. All programs and services of this ministry are interdenominational in nature.

### **Purpose of the LBL Area Ministry:**

The LBL Area Ministry exists to co-ordinate the religious concerns and resources of the vast Kentucky-Tennessee vacationland related to Kentucky and Barkley Lakes.