

BYLAWS OF THE KENTUCKY ASSOCIATION OF GOVERNMENT COMMUNICATORS

ARTICLE I. Name and Location

The name of this association shall be the Kentucky Association of Government Communicators.

The territorial jurisdiction of the corporation shall be within the state of Kentucky and contiguous metropolitan areas.

ARTICLE II. Purpose

The principal purpose of the Kentucky Association of Government Communicators (hereinafter referred to as the KAGC) shall be the advancement of communications as an essential professional resource at every level of national, state and local government. To achieve this purpose, the KAGC will, among other things seek to:

Unite those engaged in creating and disseminating information concerning government.

Establish and promote high standards of individual professionalism and public service.

Develop among government leaders and manager, business, professional and other groups, and the public an awareness and understanding of the potentials, purposes and functions of professional communicators in fulfilling the public's right and need to be informed about government activities at every level. Basic to this concept is support of the professional communicator as an integral part of the decision and policy-making process.

Establish, promote and sponsor opportunities for exchange of ideas and experiences through public meetings, exhibition, conferences, workshops and formal courses of instruction.

Improve communication within government and between government and the public.

Sponsor awards recognizing achievement in improving professionalism among government communicators and furthering the public's knowledge of government.

ARTICLE III. KAGC Code of Ethics

Members of the KAGC pledge and profess dedication to the goals of better communication, understanding and cooperation among all people. We believe that truth is inviolable and sacred; that providing public information is an essential civil service; and that the public at large and each citizen therein has a right to equal, full, understandable and timely facts about their government. Members will:

Conduct themselves professionally, with truth, accuracy, fairness, responsibility, accountability to the public, and adherence to generally accepted standards of good taste.

Conduct their professional lives in accord with the public interest, in recognition that each of us is a steward of the public's trust.

Convey the truth to their own agencies' management, engaging in no practice which would corrupt the integrity of channels of communication or the processes of government.

Intentionally communicate no false or misleading information and will act promptly to correct false or misleading information or rumors.

Identify publicly the names and titles of individuals involved in making policy decision, the details of decision-making processes and how interested citizens can participate.

Represent no conflicting or competing interests and will fully comply with all statutes, executive orders and regulations pertaining to personal disclosure of such interests.

Avoid the possibility of any improper use of information by an "insider" or third party and never use inside information for personal gain.

Guarantee or promise the achievement of no specified result beyond the member's direct control.

Accept no fees, commissions, gifts, promises of future consideration, or any other material or intangible valuable that is, or could be perceived to be, connected with public service employment or activities.

Safeguard the confidence of both present and former employees, and of information acquired in meetings and documents, as required by law, regulation and prudent good sense.

Not wrongly injure the professional reputation or practice of another person, private organization or government agency.

Participate in no activity designed to manipulate the price of a company's securities.

ARTICLE IV. Membership

SECTION 1. There shall be at least two categories of members of the KAGC – active and organization/agency.

1. Active: A person currently or formerly employed by federal, state or local government in a position whose principal duty is in creating or disseminating information or illustrative materials in any medium to communicate with the agency's internal or external publics or who directs or manages these activities. This category of membership includes those who work closely with government communicators.
2. Organization/Agency: Any group of individuals (up to five people in total) who meet the active category requirements.
3. Associate: A person who works closely with government communicators, but is not or has not been employed by any government agency.

SECTION 2. Application for membership in the KAGC shall be made to the KAGC on a form approved by the KAGC board. The application and payment for dues will be sent to the KAGC treasurer.

SECTION 3. The right to vote and to hold any elective office in the KAGC shall be limited to active and organization/agency members.

SECTION 4. Chapter membership dues for the calendar year shall be set by the KAGC board. Chapter dues shall be payable to the KAGC treasurer at the time of application to the KAGC for membership, and all memberships will run on a calendar year basis. The membership year shall commence in January and complete in December. The membership will be offered at a prorated amount during the last half and quarter of the year. The prorated amount will not exceed more than a fifty percent (50%) discount.

ARTICLE V. Officers and their Duties

SECTION 1. The executive officers of the KAGC shall be a president, a vice president for administration/president-elect, a vice president for programs, a treasurer and a secretary all of whom shall be elected annually by mail or electronic ballot, and shall hold office for one year beginning on January 1 or until their successors are elected and qualified. No person shall be eligible to hold more than one KAGC office at the same time. The previous year's president shall become the immediate past-president to assist the board and provide continuity. The immediate past-president will not be a voting member of the board of directors.

SECTION 2. The president shall be the chief executive officer and shall preside at all meetings of the KAGC and its board of directors. The president shall report on the status of the KAGC's affairs at its fall conference or other appropriate meeting of the collective membership and shall be an ex-officio member of all committees. The president shall be the authorized signatory for any legally binding contracts.

SECTION 3. The vice president for administration shall, in the absence of the president, perform all the duties of the president, and other duties as may be assigned by the president. The vice president for administration will be responsible for maintaining and updating the KAGC mailing list and sending membership form to people who are interested in joining KAGC. The vice president for administration will be responsible for the internal standing committees as assigned by the president. In addition, the vice president for administration is the president-elect and will succeed the president when the president's term expires, or when the president's office becomes vacant for any other reason.

SECTION 4. The vice president for programs shall, in absence of the president and the vice president for administration, perform all of the duties of either office as required, except where a vacancy has been declared. The vice president for programs shall perform other duties as may be assigned by the president. The vice president for programs will be responsible for the external standing committees as assigned by the president. The vice president of programs shall recruit speakers for the KAGC's monthly meetings, secure a meeting place for monthly meetings and draft and distribute monthly meeting notices.

SECTION 5. The treasurer shall serve as the KAGC's fiscal policy officer, and shall:

1. Have custody of all funds, securities, valuable financial papers, and other financial assets of the KAGC.
2. Sign all notes, drafts and other orders for disbursement of funds, along with the countersignature of the president or vice president for administration/president-elect.
Provide and maintain full and complete records of all of the assets and liabilities of the KAGC in accordance with the forms and procedures commonly accepted as good accounting administration.
3. Keep an inventory of the association's possessions (mugs, pens, etc.).
Perform such other duties as customarily appertain to the office of treasurer or as may be directed to perform by the president.
4. If the president is not available, then the treasurer shall have the authority to sign any legally binding contracts.

SECTION 6 The secretary shall keep the minutes of all proceedings of the KAGC board of directors and of the KAGC's annual meeting and other meetings of the general membership. The secretary shall perform all other duties incident to this office and assigned by the president.

SECTION 7. At the direction of the KAGC board of directors, any officer or employee of the KAGC shall furnish, at the expense of the KAGC, a fidelity bond, in such sum as the board shall prescribe.

SECTION 8. The KAGC board may arrange for an annual audit of the KAGC's financial records to be performed by a competent, outside person or firm. The results of the audit shall be presented as part of the treasurer's report during the annual meeting.

SECTION 9. Only the president or the treasurer may sign contracts on behalf of KAGC, including but not limited to facility agreements, service contracts, catering orders, etc.

ARTICLE VI. Board of Directors

SECTION 1. The KAGC board of directors shall control all business and professional activities of the KAGC. It shall consist of the five executive officers designated in Article V and four directors-at-large elected by ballot or at the KAGC's annual meeting; and the immediate past president of the Association as a non-voting ex-officio. Directors-at-large shall be elected for two years, with the terms of office of two directors beginning each year and the other two directors beginning the following year.

SECTION 2. The immediate past-president shall represent the KAGC in working with the Kentucky Society of Professional Journalist to select the winner of the Jennifer Schaaf Memorial Award for Excellence in Government Communications.

SECTION 3. The KAGC board of directors shall meet in January each year for the purpose of organization, appointment of committees, and transaction of other business. Times and places of other regular meetings may be determined by the board.

SECTION 4. Each member of the KAGC board of directors must be notified personally, by mail or by electronic mail at least three business days prior to any meeting of the board.

SECTION 5. A quorum for all meetings of the KAGC board of directors or their proxies shall consist of a majority of the board of directors.

SECTION 6. No elected officer of the KAGC shall be entitled to any salary or other compensation for services rendered. The board of directors may authorize budgets for an elected or appointed official, including committee chairpersons, for expenses incurred in connection with the performance of assigned duties. The board of directors may establish appropriate rates of pay and benefits for persons employed by the KAGC.

ARTICLE VII. Committees

SECTION 1. There shall be standing committees, responsible to the KAGC board of directors, for such functions as deemed appropriate by the board. The board may also create special committees for limited terms. Committees shall perform duties assigned to them by the president.

SECTION 2. The president shall appoint the chairpersons of all committees, with the concurrence of the board of directors.

ARTICLE VIII. Vacancies and Removal from Office

SECTION 1. Any executive officer or board of directors vacancy may be filled for the balance of the unexpired term by nomination of the president and concurrence of the board of directors, except that the vice president for administration shall automatically fill a vacancy in the office of the president. The board of directors shall then elect a replacement for the vice president for administration or whatever vacancy occurs.

SECTION 2. Written petitions signed by at least five KAGC members for removal of a KAGC executive officer or board of directors member must be submitted to the KAGC secretary. If the KAGC board of directors, by a majority vote of those present for voting, accept the petition for consideration, the executive officer or board member named in the petition will be granted an open hearing before the board on the proposed removal. Following this hearing, a two-thirds majority vote of the KAGC board of directors of

those directors who are present is required to remove the officer or board member from office. The officer or board member named in the petition is not eligible to vote on the petition for removal.

ARTICLE IX. Meetings

SECTION 1. There shall be an annual meeting of the KAGC in the last quarter of the calendar year at a time and place to be fixed by the board of directors for the purpose of reporting on the KAGC's activities during the calendar year and transacting other business. Written notice of the annual meeting shall be given by the secretary to all members of the KAGC at least 30 days prior to such meeting. The annual meeting may coincide with the fall professional development conference, if necessary.

SECTION 2. Special meetings of the KAGC may be held upon call of the board of directors or by petition of five percent (5%) of the active members. Written notice of any special meeting shall be given by the secretary to all KAGC members at least 10 days prior to such meetings. A special meeting may act only on the matters for which the meeting was called.

ARTICLE X. Nominations and Elections

SECTION 1. Nominating Committee: two directors not up for re-election and either the outgoing president or the vice president for administration will comprise the nominating committee. The committee will accept nominations and present a slate of officers to the membership. Nominations for KAGC officers and directors shall be made by any KAGC member by written or electronic notice by the date set by the nominating committee. The nominating committee shall publish a slate of officers for voting purposes, with the option for a write-in vote.

SECTION 2. The nominating committee is responsible for tallying the votes. Election results shall be presented to the KAGC no later than January 1 of the next calendar year. Voting shall be by a ballot. Members may vote by mail or electronic mail.

ARTICLE XI. Amendments

SECTION 1. Amendments or changes to these bylaws may be proposed by a majority vote of the KAGC board of directors or by written petition of five (5%) percent of the active members of KAGC. Notice of the proposed change shall be published 30 days prior to issuance of a ballot. Ratification shall require a two-thirds affirmative vote by active members voting by written ballot.

ARTICLE XII. Dissolution

SECTION 1. Upon dissolution of the KAGC, all assets remaining after payment of liabilities shall be dispersed at the direction of the board of directors.

ARTICLE XIII. Miscellaneous

SECTION 1. All meetings shall be conducted under Roberts Rules of Order, Revised, unless other specified.

These bylaws are as adopted by the membership at a meeting of the members on Dec. 12, 2000.

Revision approved by membership via electronic voting in April 2009.