

BYLAWS OF ~~THE~~  
 JEWISH FEDERATION OF THE BLUEGRASS, INCORPORATED  
 OF LEXINGTON, KENTUCKY

ARTICLE I: NAME	3
ARTICLE II: MISSION	3
ARTICLE III: MEMBERSHIP	3
Section 1: Definition of Membership	3
Section 2: Period of Membership	3
Section 3: Rights & Privileges of Membership	3
Section 4: Termination of Membership	4
ARTICLE IV: BOARDBOARD OF DIRECTORS	4
Section 1: Duties	4
Section 2: Meetings	4
Section 3: Quorum	4
Section 4: Attendance	4
ARTICLE V: APPOINTMENT, NOMINATION, ELECTION & REMOVAL OF BOARD MEMBERS	5
Section 1: Appointment of Board Members	5
Section 2: Nomination & Election of Directors	5
Section 3: Term of Office	5
Section 4: Board Vacancies	6
Section 5: Removal	6
ARTICLE VI: OFFICERS & THEIR DUTIES	6
Section 1: Elected Officers	6
Section 2: Duties of the President	6
Section 3: Duties of the Vice President	7
Section 4: Duties of the Secretary	7
Section 5: Duties of the Treasurer	7
Section 6: Election of Officers	7
Section 7: Officer Vacancies	8
ARTICLE VII: EXECUTIVE DIRECTOR	8
ARTICLE VIII: COMMITTEES	8
Section 1: General	8
Section 2: Executive Committee	8
Section 3: <del>Budget-Finance</del> Committee	9
Section 4: <del>Campaign-Development</del> Committee	10
Section 5: Community Relations Committee	10
Section 6: Jewish Family Services Committee	10
Section 7: Community <del>Activities-Engagement</del> Committee	10
Section 8: <del>Camp-ShalomYouth Activities</del> Committee	11
Section 9: Shalom Publication Committee	11
Section 10: Ad hoc Committees	11
ARTICLE IX: BYLAW AMENDMENTS	11
Section 1: Motions to Amend Bylaws	11
Section 2: Notice of Proposed Bylaws Amendment	11
ARTICLE X: GIFTS & ENDOWMENTS	11
Section 1: Terms and Purposes	11
Section 2: Board Action	12
Section 3: Board of Directors as Final Arbiter	12
ARTICLE XI: IMPLEMENTATION OF THESE BYLAWS	12

BYLAWS OF ~~THE~~  
JEWISH FEDERATION OF THE BLUEGRASS, INCORPORATED  
OF LEXINGTON, KENTUCKY

BYLAWS OF ~~THE~~  
JEWISH FEDERATION OF THE BLUEGRASS, INCORPORATED  
OF LEXINGTON, KENTUCKY

**ARTICLE I: NAME**

The name of this organization shall be ~~the~~ Jewish Federation of the Bluegrass, Incorporated, herein referred to as the "Federation" or "JFB".

**ARTICLE II: MISSION**

The mission of the Federation is to serve the Jewish people and its ideals locally, in Israel and throughout the world. Through coordinated fundraising, community-wide programming, social services, educational and other activities, the Federation seeks to:

1. Build community;
2. Provide assistance for those in need;
3. Enhance Jewish identity;
4. Develop effective Jewish leaders;
5. Combat ~~Anti-Semitism~~ antisemitism and other forms of discrimination;
6. Foster an understanding of Jewish culture and religion.

**ARTICLE III: MEMBERSHIP**

**Section 1: Definition of Membership**

Members must

- a) Be a resident, 18 years or older, of Central Kentucky; and
- b) Individually or through a family unit make a contribution to the Annual Fundraising Campaign.

**Section 2: Period of Membership**

The period of membership shall begin January 1 of the year in which the contribution to the Annual Fund~~raising~~ Raising-Campaign is made and end December 31 the following year.

**Section 3: Rights & Privileges of Membership**

Any member ~~18 years or older~~ may:

- ~~a) Vote in the annual election for members of the Board of Directors (herein referred to as "Board");~~
- b)a) \_\_\_\_\_ Serve as a member of the Board;
- e)b) \_\_\_\_\_ Exercise other rights and privileges that may be granted by the Board.

Formatted: Indent: Left: 0.25", No bullets or numbering

BYLAWS OF ~~THE~~  
JEWISH FEDERATION OF THE BLUEGRASS, INCORPORATED  
OF LEXINGTON, KENTUCKY

**Section 4: Termination of Membership**

If a member of the Federation has not honored a pledge to the Annual Fundraising Campaign of the Federation within one year following the commitment, the membership shall cease unless arrangements are made with the Federation President.

**ARTICLE IV: BOARD OF DIRECTORS**

**Section 1: Duties**

The Board shall oversee, supervise and manage the general affairs of the Federation and have all powers to perform any acts with the same effects as if such acts were performed by the general membership of the Federation. Each member of the Board shall have one vote. All new programs and activities of the Federation shall be subject to approval of the Board.

**Section 2: Meetings**

- a) Regular meetings of the Board shall be held ~~once each month bi-monthly, unless a majority of the Board votes not to hold a monthly meeting with dates to be agreed upon by the Board at the start of each Board year, unless the Board shall determine otherwise;~~
- b) Special meetings of the Board (hereinafter referred to as "Special Meetings") shall be held at the call of the President or any five Board members upon notice at least seven days in advance of the Special Meeting. Such notice shall contain the agenda to be presented at the Special Meeting; only items listed on this agenda may be discussed at the Special Meeting;
- c) The Annual Meeting of the Federation will be held in May, or as soon as possible thereafter;
- d) All meetings of the Board shall be open ~~to all members of the Federation,~~ except when discussing individual personnel/Board member matters, personal requests for financial aid or personal matters of a member of the Federation, as determined by the Board;
- e) Parliamentary rules as set forth in Robert's Rules of Order will be followed.

**Section 3: Quorum**

A simple majority of the Board shall constitute a quorum at any meeting and may transact any business necessary, except as otherwise specifically provided herein.

**Section 4: Attendance**

Any Board member absent from three consecutive regular meetings without sufficient cause as determined by the President shall be considered to have relinquished his/her position on the Board, and the position shall be automatically considered vacant and filled as provided below.

BYLAWS OF ~~THE~~  
JEWISH FEDERATION OF THE BLUEGRASS, INCORPORATED  
OF LEXINGTON, KENTUCKY

**ARTICLE V: APPOINTMENT, NOMINATION, ELECTION & REMOVAL OF BOARD MEMBERS**

**Section 1: ~~Appointment~~ Appointed of Board Members**

~~Nine~~ Eight (8) Board members shall be selected from the membership of Federation as follows:

- a) ~~Three~~ Two (3) ~~(2)~~ shall be appointed by the President of Temple Adath Israel;
- b) ~~Three~~ Two (3) ~~(2)~~ shall be appointed by the President of Ohavay Zion Synagogue;
- c) One (1) shall be appointed by the President of the Lexington Havurah;
- d) One (1) shall be appointed by the President of the Lexington Chapter of Hadassah;
- e) One (1) shall be appointed by the President of the Lexington Lodge #289 of B'nai B'rith;
- f) The Immediate Past-President of the Federation shall serve on the Board for one term;
- ~~f)g)~~ Any local Jewish organization that wishes to be considered for representation on the Board must be a membership based organization that is fully compliant with 501(c)(3) laws regarding nonprofits, including a governing Board, organizational Bylaws, articles of incorporation, meeting minutes, conflict of interest, nondiscrimination, and record retention policies.-

**Section 2: ~~Nomination~~ Nominated & ~~Election~~ Elected of Board Members**

- a) ~~Fifteen~~ Eight (15) (8) Board members shall be ~~members who are~~ elected by from the membership of the Federation by the Board. The President shall appoint a Nominating Committee at a regular Board meeting in December, consisting of not less than three members of the existing Board, none of whom shall then be eligible for nomination as Board Member. The Executive Committee will provide a slate of one nomination per vacant position. This committee shall nominate not more than two persons from the membership for each vacant elected position who have indicated their willingness to serve. At the first regular Board meeting of the calendar year Board in February, the Nominating Executive Committee shall make its report provide the slate;
- b) The report of the ~~Nominating Executive~~ Committee will be sent to all Federation members not less than ten (10) days before the Annual Meeting of the membership;
- ~~c) Additional nominations of members will be accepted at the Annual Meeting from any member of the Federation as long as the nominee is eligible to serve, has agreed to serve if elected, and the nomination is submitted in writing and seconded by at least four other members of the Federation membership present at the Annual Meeting;~~
- ~~d) The nominees for the Board receiving the greatest number of votes at the Annual meeting shall be declared elected to the Board.~~
- c) The Board shall vote on the slate of nominees at the second regular Board meeting of the calendar year;
- ~~e)d)~~ The membership of the Federation present at the Annual Meeting shall approve the new Board members.

Formatted: Indent: Left: 0.25", No bullets or numbering

BYLAWS OF ~~THE~~  
JEWISH FEDERATION OF THE BLUEGRASS, INCORPORATED  
OF LEXINGTON, KENTUCKY

**Section 3: Term of Office**

- a) Subject to the restrictions of Article V, Section 4 (Board Vacancies), all Board members, whether appointed or elected, shall serve a ~~three- two-~~year term ~~commencing with following~~ the ~~May~~ Annual Meeting of the ~~Board Federation, excepting only that of the initial Board members to be elected: one half shall be for a one-year term and one half shall be for a two-year term.~~ ~~and A Board member's term shall ending~~ with the installation of their respective successors, or a vacancy in their position by reason of resignation or removal from the Board, termination of Federation membership, death, incapacity or any other cause;
- ~~b) Board terms shall be staggered so that eight (8) Board positions become vacant each year. To the extent practical, these eight positions shall be allocated as follows:~~
- ~~i. Five (5) Board Members elected by the Federation membership;~~
  - ~~ii. One (1) Board Member appointed by the President of Temple Adath Israel;~~
  - ~~iii. One (1) Board Member appointed by the President of Ohavay Zion Synagogue;~~
  - ~~iv. One (1) Board Member appointed, in rotation, by the Lexington Havurah, the Lexington Chapter of Hadassah, or the Lexington Lodge #289 of B'nai B'rith;~~
- ~~e) b) No member of the Board shall serve as a member of the Board for longer than ~~two- three (3)~~ consecutive terms of ~~three two (2)~~ years each, plus any time served by virtue of filling a vacancy. Upon a member of the Board having served the maximum time permitted herein, such a member shall not be eligible for nomination or appointment to the Board for at least one year;~~
- ~~d) c) If a Board member who would otherwise exceed his/her maximum permitted time is elected to an officer position, said Board member may continue on the Board during the term of said office.~~

Formatted: Indent: Left: 0.25", No bullets or numbering

**Section 4: Board Vacancies**

- a) If a Board member who has been appointed by an organization vacates the position, the president of that organization shall be asked by the Federation president to appoint a replacement to complete the term of appointment;
- b) If a Board member who has been elected by the ~~general membership- Board~~ vacates the position, a nominee presented by the Executive Committee shall fill the vacancy ~~shall be filled for the remainder of the term by the person receiving the highest number of votes in the most recent election who is willing to serve on the Board upon ratification by the Board.~~
- ~~e) If a Board Member who has been elected by the general membership vacates the position and there is no one left in the pool from the previous election (as specified in 2 above) the President shall, with the advice and consent of the Executive Committee, appoint a member of the Federation to fill the vacancy for the remainder of the term.~~

Formatted: Indent: Left: 0.25", No bullets or numbering

**Section 5: Removal**

Any Board Member may be removed by a vote of two thirds (2/3) of all Board members whenever, in the Board's judgment, the best interests of the Federation will be served.

BYLAWS OF ~~THE~~  
JEWISH FEDERATION OF THE BLUEGRASS, INCORPORATED  
OF LEXINGTON, KENTUCKY

**ARTICLE VI: OFFICERS & THEIR DUTIES**

**Section 1: Elected Officers**

The officers of the Federation shall be a President, a Vice President, a Secretary, and a Treasurer.

**Section 2: Duties of the President**

- a) ~~Preside~~ Shall preside over and set the agenda for all meetings of the general membership and the Board;
- b) ~~Chair~~ Shall chair the Executive Committee;
- c) ~~Perform~~ Shall perform such duties as usually pertain to the office of the President;
- d) ~~Organize~~ Shall organize and chair ~~the~~ a Council of Presidents.

**Section 3: Duties of the Vice President**

- a) ~~Act~~ Shall act in the place of the President in the event of the President's absence or inability to perform the President's duties;
- b) ~~Perform~~ Shall perform such duties as usually pertain to the office of Vice President.

**Section 4: Duties of the Secretary**

- a) ~~Record~~ Shall record all proceedings of all meetings of the Board and of the Executive Committee, and ~~to~~ provide the same at each subsequent meeting;
- b) ~~To~~ Shall supervise the keeping of all valuable papers of the Federation in a suitable file or vault designated by the Board;
- c) ~~To~~ Shall supervise the sending of all notices of meetings and required correspondence of the Federation as directed by the Board;
- d) ~~To~~ Shall supervise the maintenance of an accurate and current list of all members of the Federation.

**Section 5: Duties of the Treasurer**

- a) ~~Supervise~~ Shall supervise the process of all monies as they are received, ~~and~~ deposited ~~and disbursed~~ by the Federation. No unbudgeted disbursements shall be made unless they have been authorized by the Board, ~~except~~ the Board may, by resolution, authorize certain disbursements by item or category in advance. All disbursements ~~shall be made by in the form of~~ checks shall bear two signatures and be signed by the Treasurer and/or ~~such~~ other officers or persons ~~as~~ authorized by the Board. All other disbursements shall be authorized in advance by the Treasurer and/or other officers or persons as authorized by the Board;
- b) ~~Give~~ Shall supervise the reports of the receipts ~~and~~ disbursements and securities on hand at every meeting of the Board;
- c) ~~Maintain~~ Shall maintain a constant check on actual income and expenditures in relation to budget;
- d) ~~Submit~~ Shall supervise the submission of all the books to the ~~Budget- Finance~~ Committee for review;

BYLAWS OF ~~THE~~  
JEWISH FEDERATION OF THE BLUEGRASS, INCORPORATED  
OF LEXINGTON, KENTUCKY

- e) ~~Submit~~ Shall supervise the submission of all the books to a committee appointed by the President, upon request of the President or the Board;
- f) The Treasurer and any other persons authorized to disburse funds shall be bonded or insured, along with any other persons authorized to disburse funds, for the faithful performance of duties in such sum and manner as the Board shall determine;
- g) Serves as Chair of the ~~Budget~~ Finance Committee.

**Section 6: Election of Officers**

~~Every year, the~~ The Board shall nominate and elect from among its membership the following officers: ~~of~~ President, Vice President, Secretary and Treasurer, each of whom shall serve a ~~one~~ two-year term commencing immediately upon election and ending with the installation of their respective successors, or a vacancy in their position by reason of their resignation, removal, incapacity, death or any other cause.

**Section 7: Officer Vacancies**

- a) If the President vacates office, the position may be filled by the Vice President. If the Vice President is unwilling or unable to serve, the Board shall elect from its membership a replacement who will finish the term of office;
- b) If other officers vacate office, the President shall appoint a Board member from its membership who will finish the term of office.

**ARTICLE VII: Executive Director**

The Executive Director shall be hired by the Board. The Executive Director shall have day-to-day responsibility for the Federation, including carrying out the Federation's goals and policies. The Executive Director shall attend all Board meetings, report on the progress of the Federation at the Board meetings, respond to questions of the Board members and carry out the duties described in the Executive Director job description. The Executive Director shall be responsible for hiring, evaluating and replacing Federation staff. The Executive Director shall perform such other duties as designated by the Board.

**ARTICLE VIII: COMMITTEES**

**Section 1: General**

- a) Standing committee chairpersons ~~and co-chairpersons~~ shall be selected from the Board; or if there are co-chairpersons one must be a Board member and both shall be approved by the Board. It is the responsibility of the Chair of each committee to populate said committee with a sufficient number of persons to carry out the committee's mission;
- b) All Board Members shall serve on at least one standing committee;
- c) All standing committees shall be composed of no fewer than three (3) members;
- d) All standing committee meetings shall be open to all members of the Federation except when the committee is discussing



BYLAWS OF ~~THE~~  
JEWISH FEDERATION OF THE BLUEGRASS, INCORPORATED  
OF LEXINGTON, KENTUCKY

individual personnel/Board member matters, personal requests for financial aid or personal matters of a member of the Federation;

- e) All committees shall report to the Board at its regular ~~monthly~~ meetings;
- f) No committee shall have any powers other than those authorized within the Bylaws or by the Board.

**Section 2: Executive Committee**

- a) ~~The Executive Committee s~~shall consist of ~~6 members serving a one-year term~~ the following members:
  - i. The four (4) Federation officers (President, Vice-President, Secretary and Treasurer);
  - ii. ~~Two~~ One (1) additional members who ~~are~~ is elected by the Board and from the Board ~~at its Annual Meeting of the Federation for a two-year term~~;
  - iii. ~~The immediate Past President of the Board. The Immediate Past President may serve for only one (1) two-year term.~~
- b) ~~A quorum for an Executive Committee meeting shall be four members;~~
- e)b) ~~The Executive Committee~~shall evaluate and researches issues related to the Jewish community and makes recommendations to the Board;
- d)c) ~~The Executive Committee shall~~shall review the performance of the Executive Director;
- e)d) ~~The Executive Committee shall~~have authority to appoint and remove all other committee chairpersons, co-chairpersons and the right to approve all other committee members;
- f)e) ~~The Executive Committee may~~shall act upon any matter which it believes requires decision or action before the next regular or special meeting of the Board, except for matters which, under these Bylaws, expressly require action by the Board;
- f) ~~Actions Shall report all actions taken by the Executive Committee shall be reported to the Board by the President or representative at the next Board meeting. These shall be reported by the President or appointed representative;~~
- g) ~~Shall meet every month. A meeting quorum shall be four (4) members, at least one of whom shall be the President or Vice-president;~~

Formatted: Indent: Left: 0.25", No bullets or numbering

**Section 3: ~~Budget~~ Finance Committee**

~~The Budget Committee:~~

- a) ~~Shall consist of a minimum of three (3) members of which at least one (1) is a member of the Board;~~
- b) ~~Obtains Shall obtain~~ a detailed estimate of anticipated expenses and income for the next fiscal year from all committees ~~and divisions of the Federation~~;
- c) ~~Shall D~~drafts an overall picture of the tentative budget for the next fiscal year in October;
- d) ~~Shall P~~prepares and present the annual ~~the~~ budget for the following year, for approval by the Board, based on the detailed

BYLAWS OF ~~THE~~  
JEWISH FEDERATION OF THE BLUEGRASS, INCORPORATED  
OF LEXINGTON, KENTUCKY

~~estimates from all committees and in consultation with the Board, including but not limited to, projected amounts for contingencies and reserves, and in consideration of previous and current years' income;~~

- ~~i. Based on the detailed estimates from all committee;~~
- ~~ii. Including projected amounts for contingencies and reserves for future plans;~~
- ~~iii. Which does not exceed actual income from previous fiscal year;~~

- ~~e) Consults with the Board about determination of priorities;~~
- e) ~~Shall Pp~~resents a final draft balanced budget to the Board for its approval at the first regular January meeting of the ~~Board~~ fiscal year;
- f) ~~Shall Pp~~resents to the Board throughout the fiscal year recommendations for budget revisions on matters not included in the approved budget.

**Section 4: ~~Campaign Development~~ Committee**

- ~~a) The Campaign Committee~~~~Shall organize~~s and implements an annual all fundraising and development campaign and any other fundraising activity or program related to the campaign activities and programs;
- b) Shall consist of not less than five (5) members of which at least two (2) shall be members of the Board;

**Section 5: Community Relations Committee**

- a) Shall maintains liaison with Jewish and non-Jewish organizations in the community;
- b) Shall arranges for the Federation's participation in joint communal efforts and functions;
- c) Shall encourages within the membership individual concern about the response to the social problems of the times;
- d) Shall facilitates other activities as approved by the Board;
- e) Upon Board approval, shall organize the membership of the Federation to provide united action on problems of communal concern. If time is of the essence, the Executive Committee is empowered to act for the Board;
- e) ~~Shall consist of not less than three (3) members of which at least one (1) shall be a member of the Board.~~

**Section 6: Jewish Family Services Committee**

~~The Jewish Family Services Committee:~~

- a) Shall Arranges, via the Jewish Family Services Director, for the provision of appropriate services to any member of the Jewish community;
- b) ~~Receives~~Shall receive and reviews requests from members of the Jewish community for financial aid in the form of interest-

BYLAWS OF ~~THE~~  
JEWISH FEDERATION OF THE BLUEGRASS, INCORPORATED  
OF LEXINGTON, KENTUCKY

free loans ~~from members of the Jewish community~~. Subject to budgetary limitations, this committee shall have final decision on each request up to two hundred dollars (\$200). For requests in excess of \$200, the committee shall recommend a course of action to the Executive Committee which will then make a final decision, subject to budgetary limitations;

~~c) Administrators Shall administer~~ scholarship programs to help send children of the membership to nonprofit Jewish camps and to participate in educational and cultural visits to Israel;

~~e) d) Shall consist of not less than five (5) members of which at least one (1) shall be a member of the Board.~~

**Section 7: Community ~~Activities- Engagement~~ Committee**

~~The Community Activities Committee:~~

a) ~~Shall C~~coordinates all programs assigned to it by the Board and suggests to the Board new programs which will provide a well-rounded and meaningful schedule of activities which do not duplicate existing activities;

b) ~~Shall D~~develops programs which enhance and promote adult education and Israel connection;

~~c) Shall D~~develops and implements programs assigned to it by the Board which improve the quality of Jewish life in Central Kentucky;

~~d) Shall consist of not less than four (4) members of which at least one (1) shall be a member of the Board.-~~

**Section 8: ~~Camp Shalom- Youth Activities~~ Committee**

~~a) The Camp Shalom Committee e~~Shall oversees the operations, planning, administration and evaluation of Camp Shalom ~~and Camp Gecher, PJ Library and PJ Our Way,~~ and ~~other youth activities,~~ and advises the Board as to these concerns;

~~b) Shall consist of not less than four (4) members of which at least one (1) shall be a member of the Board.-~~

**Section 9: Shalom Publication Committee**

~~The Shalom Publication Committee:~~

a) ~~Shall S~~serves as the editorial Board and proofreaders for the ~~Shalom-newspaper publications~~;

~~b) Shall seeks~~ and encourages community involvement in ~~Shalom~~;

~~b) c) Shall consist of not less than three (3) members of which at least one (1) shall be members of the Board.-~~

**Section 10: Ad hoc Committees**

Additional committees may be appointed from time to time by the Executive Committee, with approval of the Board, and with responsibilities defined as needed.

BYLAWS OF ~~THE~~  
JEWISH FEDERATION OF THE BLUEGRASS, INCORPORATED  
OF LEXINGTON, KENTUCKY

**ARTICLE IX: BYLAW AMENDMENTS**

**Section 1: Motions to Amend Bylaws**

- a) A motion to amend these Bylaws must be submitted to the President by a member of the Board;
- b) A copy of the motion must be provided to each Board member for discussion at the next two Board meetings;
  - a. At the first Board meeting, the motion will be discussed;
  - b. At the second Board meeting, the motion will be discussed again and voted upon by the Board;
- c) Amendments will be considered adopted if the motion is approved by two-thirds of the Board members present.

**Section 2: Notice of Proposed Bylaws Amendment**

- a) The Board shall provide reasonable notification to the Federation membership that a motion to amend the Bylaws is under consideration;
- b) Such notice shall include the proposed amendment(s) ~~and the dates of the Board meetings where the amendment(s) will be discussed;~~
- c) Such notice shall be given at least 10 days prior to the date of each meeting at which the Board will discuss the motion.

**ARTICLE X: GIFTS & ENDOWMENTS**

**Section 1: Terms and Purposes:**

The terms, conditions, stipulations and purpose(s) of each proposed gift or endowment to the Federation made during the lifetime of the donor shall be in writing to express the exact intention of the donor.

**Section 2: Board Action:**

No proposed gift or endowment to the Federation shall be effective until duly accepted by vote of the Board at a regular or special meeting.

**Section 3: Board of Directors as Final Arbiter:**

- a) After a gift and/or endowment has been accepted by the Board, in the event of any ambiguity, discrepancy, inconsistency, dispute or controversy whatsoever with respect to the gift and/or endowment, the Board shall be the final arbiter;
- b) The Board will endeavor to carry out and perform the purpose, wishes and intent of the donor.

**ARTICLE XI: IMPLEMENTATION OF THESE BYLAWS**

The implementation of these Bylaws will take place upon the approval of the Board. Upon implementation, these Bylaws shall

BYLAWS OF ~~THE~~  
JEWISH FEDERATION OF THE BLUEGRASS, INCORPORATED  
OF LEXINGTON, KENTUCKY

replace and supersede any and all Bylaws previously in effect. The terms of all Board members serving immediately preceding the adoption of these Bylaws shall be deemed terminated as of the date and time of adoption of these Bylaws. The terms of all Board members elected or appointed pursuant to these Bylaws shall commence upon their election or appointment regardless of any prior service as a Board member.

**AMENDMENT 1** ~~(passed by the BoardBoard on April 28, 2010)~~

~~Article V, Section 3, Paragraph 3—No member of the BoardBoard shall serve as a member of the BoardBoard for longer than two consecutive terms of three years each, plus any time served by virtue of filling a vacancy. However, if a BoardBoard member who would otherwise exceed his/her maximum permitted time is elected to an officer position, said BoardBoard member may continue on the BoardBoard during the term of said office. Upon a member having served the maximum time permitted, said member shall not be eligible for nomination or appointment to the BoardBoard for at least one year.~~