

**KANSAS ASSOCIATION OF CODE
ENFORCEMENT, INC.
BY-LAWS**

ARTICLE I. NAME, TERRITORY, PURPOSE AND REGISTERED OFFICE AND AGENT

Section 1. Name

The name of this organization is the Kansas Association of Code Enforcement, Inc. In this document the Kansas Association of Code Enforcement, Inc. is referred to as KACE or the "Association". This shall be a non-profit organization and shall be self-supporting.

Section 2. Territory

The geographical area that KACE represents shall be the State of Kansas and the jurisdictions eligible to participate shall be all municipal, county and state agencies within the boundaries of the State of Kansas.

Section 3. Purpose

This organization is established:

- a. To operate without profit to KACE, or its members, as a State Association to advance, educate and improve efforts of state, county and city employees who are actively involved with and responsible for the practice of code enforcement without regard to race, creed, color, national origin, or sex.
- b. To encourage professionalism with regard to the standardization of enforcement of environmental, housing and land use codes.
- c. To supply and advance the science and practice of code enforcement through certification and provide training workshops, seminars and conferences dealing with legal matters.
- d. To exchange information, publish and disseminate professional materials relating to updated environmental, housing and land use laws.
- e. To develop procedures and programs and provide specialized services relating to code enforcement and the promotion of such programs.
- f. To promote policies that will facilitate and improve code enforcement procedures.

Section 4. Registered Office and Agent

The Association shall have and continuously maintain in the State of Kansas a registered office and a registered agent whose office shall be identical with such registered office, and may have such other offices within or without the State of Kansas and such other registered agents as the Board of Directors may from time to time determine. The registered office and agent shall be designated by resolution and the Treasurer shall notify the Kansas Corporation Commission of changes to the registered office and agent.

ARTICLE II. MEMBERSHIP

Section 1. Voting Delegates

The Code Enforcement Official for each participating jurisdiction, consisting of State, City, Town or County, or his/her designee shall be the voting delegate. When the voting delegate is a member of the Board of Directors his/her vote will be transferred to the designee.

Section 2. Active Members

A person involved in the regulation of health and safety in the environment, both natural and man-made, or is otherwise responsible for enforcement of municipal, county, state or federal codes and who resides or is employed in the State of Kansas, shall be eligible for regular membership and upon payment of established dues shall be known as an “Active Member”.

Section 3. Associate Members

Any student, nonresident or individual interested in code enforcement, but not otherwise eligible for active membership.

Section 4. Honorary Members

Section 4. Participating Agency

Any governmental jurisdiction in which there is one or more active KACE member.

Section 5. Termination of Membership

Membership may be terminated in the following ways:

- a. Any member leaving the code enforcement profession for a period in excess of six months will cease to be an active member and will be considered an associate member.
- b. If any member shall commit any act prejudicial to the conduct of the affairs of the Association or the purposes for which it is formed, or shall have changed his status so as to be ineligible for membership, such person shall be notified in writing to appear personally before the Board of Directors at a designated time not less than 30 days after such notification and at such time, be given a hearing: By a two-thirds vote of all of the Board of Directors present at the meeting, the membership of such person in the Association may be terminated or suspended. The hearing shall be conducted under the provisions of Roberts Rules of Order.
- c. Any member in default of his/her financial responsibilities to KACE for a period of six months shall no longer be entitled to the benefits of membership in KACE. This section does not preclude reinstatement upon payment of dues and a majority vote of the Board of Directors in good standing.

Section 6. Member in Good Standing

To be considered a “member in good standing” one must meet the active member requirements per article II, Section 2 and attend 16 KACE conference hours annually.

ARTICLE III. FISCAL ADMINISTRATION

Section 1. Fiscal Year

The KACE fiscal year shall be from January 1 through December 31 of each calendar year, with auditing reports being presented at the following annual business meeting of each successive year.

Section 2. Annual Budget

The annual budget shall be prepared by the Budget and Finance Committee and presented to the membership at each Annual Business meeting.

Section 3. Dues

Annual membership dues shall be determined by the following table, with the dues payable by the end of the calendar year.

Active Membership \$30.00
Associate Membership \$30.00
Honorary Membership No Charge

Section 4. Vouchers

All approved claims owed for payment by KACE shall be submitted to the Treasurer in the form of a written and signed statement prior to receiving payment of monies owed. All expenditures from KACE funds shall be subject to review by the Board of Directors. The Treasurer and the President or the nearest Board Member in proximity to the Treasurer must sign all checks issued by KACE. The establishing of the KACE bank account shall be the responsibility of the Board of Directors and the account shall be placed within the State of Kansas.

ARTICLE IV. OFFICERS

Section 1. Number and Types of Officers

The officers of KACE shall be seven in number and shall be a President; First, Second and Third Vice President; Secretary; Treasurer; and, Sergeant-at-Arms. The Past President shall also serve as an officer, ex-officio, with voting rights and an Executive Manager if appointed, shall serve as an officer, ex-officio, without voting rights.

Section 2. Eligibility for Office

- a. Any active member of KACE in good standing shall be eligible for the Office of Sergeant-at-Arms, Secretary, Treasurer and Third Vice President.
- b. Any active member of KACE in good standing, KACE Certified that has served a minimum of one year on the Board of Directors shall be eligible to serve as First Vice President.
- c. Any member of KACE in Good Standing and KACE certified prior to the Annual meeting shall be eligible for the Office of Second Vice President.
- d. KACE Certified is defined as a member completing the KACE Certification program by completing the required number of hours as set out by the KACE Certification Committee and the Board of Directors.

Section 3. Terms of Office

- a. The normal term of office shall be one year coincidental with the annual KACE Conference and Business meeting unless otherwise stated in these by-laws.
- b. The Treasurer, Second Vice-President and Sergeant at Arms shall serve a two-year term.
- c. No officer shall be elected to more than two consecutive full terms in the same office.
- d. Each Officer of the KACE Board of Directors shall fulfill the duties of his/her office outlined in this Article IV, Section 4 of these bylaws; or shall be subject to removal from the office as prescribed in Article IV, section 6 .
- e. The President, 1st Vice-President, and Treasurer must be bonded for an amount not less than \$25,000.00. This bonding shall be contracted with the approval of the Board of Directors.

Section 4. Duties of Officers

- a. **President:** The President shall be directly responsible for the supervision and guidance of the affairs of this Association and shall preside over all meetings of KACE. The President shall enforce the by-laws of this association and perform other duties that would be recognized as being part of the office. The headquarters of the Association shall be the office of the President, so long as it is located in the State of Kansas.
- b. **First Vice President:** The First Vice President shall be President Elect and shall accede to the Presidency and will preside over all meetings in the absence of the President and any other duties assigned by the President. The primary duties of the First Vice President shall be to chair the Steering Committee, to serve as program facility coordinator and to assist the Treasurer in carrying out the duties of his/her office.

- c. **Second Vice President:** The Second Vice President shall preside in the absence of the First Vice President and in the absence of the President at all KACE functions and any other duties assigned by the President. The primary duty of the Second Vice President shall be to chair the Certification Committee and to keep the President informed of the current progress and future plans of the committee.
- d. **Third Vice President:** The Third Vice President shall be responsible in the absence of the Second Vice President, or President to preside over any KACE function and any other duties assigned by the President. The primary responsibility is to serve as the Membership Drive Chairman. This position shall be a continuous effort and drive throughout the year in order to accomplish a larger capacity of active and associate members, as qualified in Article II, Section 1, 2 and 3.
- e. **Secretary:** The Secretary shall keep and maintain an accurate record of the proceedings of all official meetings and the names of all appointed committees and their functions and any other duties assigned by the President.
- f. **Treasurer:** The Treasurer shall be the custodian of all financial matters of this Association and chair the Finance/Budget Committee and any other duties assigned by the President. He/she will be responsible to see that the dues of all members are paid in full prior to the opening of the annual business session, and shall report it to the President. Records of all collections and expenditures from KACE shall be reviewed and signed by the Treasurer. The Treasurer's books and records shall be reviewed by a third party, non-affiliated accounting firm, contracted with the approval of the Board, at the close of each fiscal year in December and said findings shall be presented at the annual business meeting of each successive year. A report of all revenues and expenditures shall be made available to all members of the Association. At the annual meeting of KACE, the Treasurer shall present a financial statement for all members to view if desired. The Treasurer shall sign all membership cards, and shall keep an up-to-date roster of all members. The Treasurer must file 501c Internal Revenue Tax Statement yearly and keep Articles of Incorporation current. The Treasurer shall investigate all tax laws and shall keep KACE advised of any laws that directly affect the Association so that the Association may be in compliance with all such laws and procedures and investigate this Association in its rightful and correct position, as so stated in Article 1, Section a.
- g. **Sergeant-at Arms:** The Sergeant-at-Arms shall maintain order during all meetings and functions of this Association and any other duties assigned by the President. The Sergeant-at-Arms shall be responsible for ensuring that all voters are in accordance with the provisions of Article II. The Sergeant-at-Arms will Chair the Legislative and Judicial Review Committee and will keep the President informed of all actions and progress which the committee makes.

Section 5. Board of Directors

- a. There shall be a Board of Directors comprised of the President; First, Second, and Third Vice Presidents; Secretary; Treasurer; and Sergeant-at-Arms with the immediate Past President and any Executive Manager also serving.
- b. Except as otherwise provided by KACE bylaws constitution, the Board of Directors may transact the annual meetings; shall determine when committee reports are to be issued; shall effectuate motions voted by the Association, and may adopt rules for the regulations of its proceedings.
- c. Official findings and recommendations of the Board of Directors shall be determined by a majority vote. All members of the Board of Directors shall have one vote except any appointed Executive Manager.
- d. The Board, upon majority vote of those eligible to vote at any duly called Board Meeting, may motion to continue it's meeting in executive session. The purpose of executive session shall be for discussion only of personnel and other sensitive matters of the Association. Discussion held during the Executive Session may be recorded as minutes of the Executive Session and made available to any Board Member but shall not be made a part of the record of the Board Meeting. No motions may be made or votes taken in Executive Session.
- e. The Board of Directors may be empowered to authorize the existence of Chapter Organizations.
- f. The Board of Directors is authorized to establish policies and procedures to govern routine business affairs of the Association.
- g. Upon election, all Board of Directors/Officers of the Association must take oath of office in written and oral form. The secretary shall keep the written oath of office with the minutes of the Annual Business Meeting of that election.
- h. The Board shall, by resolution, designate an officer to serve as it's representative to each organization of which the Association is a member. Each designated representative shall have the authority to represent the Association in all matters of the organization to which KACE belongs except in matters which involve the expenditure of Association funds or policy positions of the Association.

Section 6 Removal from Office

A director shall automatically cease to hold office if:

- a. Upon recommendation of the Board after a hearing, a resolution to that effect is passed by a simple majority of the members of the Association voting at a meeting duly called for that purpose; or
- b. The remaining members of the Board of Directors, whenever in their collective judgment by a unanimous vote, determine that the best interests of the Association would be served thereby.
- c. The director otherwise ceases to be eligible as a member under the terms of Article II., Section 6 of these by-laws.

Section 7 Indemnification

Every director or officer of the Association and his executors, administrators and estate shall be indemnified and saved harmless, out of the funds of the Association, from and against:

- a. All costs, charges and expenses whatsoever that the director sustains or incurs in or about any action, suit or proceeding which is brought, commenced or prosecuted against him, or in respect of any act, deed, matter or thing whatsoever, made, done or permitted by him, in or about the execution, in good faith, of the duties of his office or in respect of any such liability;
- b. All other costs, charges and expenses which he sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his own willful neglect or default. The Association shall carry such sufficient indemnification insurance as is currently available and can be reasonably afforded by the Association.

Section 8. Executive Manager

- a. The Board may appoint an Executive Manager to manage the affairs of the Association under the general direction of the Board and its officers.
- b. The Executive Manager shall:
 1. Hold office at the pleasure of the Board or until he resigns the office.
 2. Be accountable to the Board for the proper and legal conduct of the business of the Association according to the policies from time to time established by the Board.
 3. Be responsible for the organization of the work of the Association and for the engagement, supervision, direction and discharge of all employed personnel in accordance with the personnel policies from time to time established by the Board.
- c. The Executive Manager shall, ex officio, also be an officer of the Association and shall be entitled to receive notice and attend all meetings of the Board and its Executive Committee.

ARTICLE V. ELECTIONS AND VOTING

Section 1. Nomination of Officers

- a. At least forty-five days prior to the annual meeting the Board of Directors shall appoint a nominating committee consisting of three or more persons who are active members in good standing of the Association. Nominating committee members shall not be eligible to run for office.
- b. The nominating committee shall prepare a slate of nominees for the offices of the First, Second and Third Vice Presidents, Secretary; Treasurer; and Sergeant-at-Arms.
- a. No later than thirty (30) days before the annual meeting, the nominating committee will mail to each eligible voting member a slate containing the names of the candidates for the offices of 1st Vice President, 2nd Vice President, 3rd Vice President, Treasurer, and Sergeant-at-Arms. Included with the slate of officers will be information pertaining to each candidate. Candidate information will also be printed in the KACE Enforcer.
- b. The Sergeant-at-Arms and designees appointed by the President who are not office candidates will have custody of, and assure the security of, the ballots received. The Board of Directors will verify that each ballot received was cast by an eligible voting member and that only one vote was cast by a voting member.
- c. The nominating committee may select and recommend more than one person for all offices.

- d. In the event there is only one nominee for any particular office, the membership assembled may instruct the Secretary by proper motion to cast a ballot for the full number of qualified voters at the meeting for the said nominee whereupon the President shall declare him/her elected by acclamation.
- e. No nominations will be accepted from the floor except in the event there is no nominee for any particular office. The membership assembled may instruct the Secretary by proper motion to accept nominations from the floor. The nominee must be a qualified candidate.
- f. The President shall announce the results of all balloting and shall declare all elections.
- g. Formal notification of the election results shall be prepared by the Secretary and mailed to each KACE member.

Section 2. Vacancies

In the event a vacancy is created in the office of the President, the First Vice President shall immediately vacate his/her office and assume the office of the President and at which time the Board of Directors shall have the power to fill any vacated office until a regular election is held with an interim appointee and the President will succeed himself. In the event any other officer on the Board of Directors creates a vacancy, the Board shall have the authority to fill the vacancy until a regular election can be held.

Section 3. Voting

- a. For the normal transaction of business, all members present at the Annual Meeting shall have one vote with the following exceptions for which only voting delegates will cast ballots: 1) Election of officers; 2) Adoption of by-laws and articles of incorporation, amendments, proclamations; and 3) Items for which a voice vote proves inconclusive (at the discretion of the President or presiding officer.)
- b. The Sergeant-at-Arms shall determine the eligibility for voting on specific business matters and the Secretary shall maintain a current list of voting eligibility by voting delegates as submitted by the Certification Committee chairperson.
- c. A quorum for a valid vote at the annual meeting shall be a simple majority of those eligible voters in attendance.
- d. Proxy ballots will not be counted. Proxy ballots are expressly prohibited.
- e. Ballots will be tallied and results will be announced during the Annual Business Meeting.

ARTICLE VI. MEETING

Section 1. Annual Meetings

- a. The primary purpose of the meeting shall be:
 - 1. To receive the annual report from the outgoing President and retiring Association Officers
 - 2. To elect officers to the Board of Directors
 - 3. To adopt the Association's operating budget for the following fiscal year to commence from January 1st of the following year.
 - 4. To receive the annual committee reports from the Association officers.
- b. Coincidental to the annual meeting shall be an annual conference which primary purpose is to:
 - 1. Provide seminars addressing specialized areas of code enforcement.
 - 2. Provide seminars addressing code enforcement administration and programs and innovative code enforcement programs.
 - 3. Discuss changes, policies or laws, which affect code enforcement.
 - 4. Further the exchange of information between members of the code enforcement profession.

Section 2. Special Meetings

- a. The Board of Directors and/or President may call a special meeting at such time, date and place, as they may consider appropriate.
- b. At the written request of a minimum of 10% of the organization, the President shall call a special meeting
- c. Special meetings may be held by telephone, tele-conference, regular mail, e-mail or fax as may be established by the person or persons calling the meeting and provided in the notice of the meeting.

Section 3. Notice of Meetings

- a. A written notice of the annual meeting shall be mailed to each KACE member no later than thirty days prior to the annual meeting.
- b. Personal contact, phone contact, mail or e-mail contact provided 7 days prior to a special meeting to the last recorded address, phone number or e-mail address of each Member shall constitute adequate and proper notice.
- c. Any member may waive notice of any meeting.

Section 4. Programs

It shall be the responsibility of the Board of Directors to appoint a program coordinator to ensure that each program provided for the membership shall be of the highest quality and consistent with the established purposes and goals of this Association. Duties will include overseeing site locations, facilities, lodging and all aspects of what will be necessary to secure and execute conference locations and all amenities to hold a professional conference and to coordinate conference facilities with the needs of the Certification Committee.

Section 5. Minutes of Business Meetings

- a. Either the Secretary or some other qualified member of KACE designated by the Secretary to serve in his/her absence shall record complete minutes of each business meeting.
- b. All minutes; once recorded and approved by the appropriate body as to accuracy, shall become part of the permanent record of which the Secretary is the custodian.
- c. The retiring Secretary shall record the minutes of the annual meeting.

Section 6. Adjournments

- a. **Notice.** Further notice of any adjourned meeting of the Board and its committees or the annual meeting of the Association is not necessary if the date, time and place of such adjourned meeting has been announced at the meeting which was adjourned and if this has been properly recorded in the minutes of that meeting.
- b. **Transaction of Business.** Any business may be transacted at any adjourned meeting that might have been transacted at the original meeting from which the adjournment took place.

Section 7. Suspension of By-Laws

These by-laws may be suspended by a 2/3rds vote of the members in attendance at any annual or special meeting for the duration of the meeting, at the end of which the Bylaws will return to full force and effect.

ARTICLE VII. COMMITTEES

Section 1. Appointment

The president shall, whenever necessary and appropriate, appoint special committees to perform specific and limited duties and he/she shall appoint members not otherwise designated herein to the following standing committees: Finance and Budget; Certification; Legislative and Judicial Review; Steering; and Membership. The Chairman of each of these standing committees is listed in the duties of each member of the Board of Directors. (Article IV, Section 4, Duties of Officers.)

Section 2. Tenure

The tenure of each special committee shall be for the duration of the specific duty assigned to it, but shall not exceed beyond the end of the KACE fiscal year in which the succeeding President may continue the particular special committee the following year. Standing committees have a specific job description and are appointed at the pleasure of the President to serve until the end of the KACE fiscal year unless the succeeding President continues their services for another.

Section 3. Duties and Responsibilities of Standing Committees

- a. **The Finance and Budget Committee:** is to meet at least once yearly during the last quarter of the KACE fiscal year to outline the receipts to the Board of Directors for the coming KACE fiscal year.
- b. **The Steering Committee:** shall meet as necessary and shall be responsible to the Board of Directors for the development and presentation of programs to the Board of Directors for the upcoming year.
- c. **The Membership Committee: shall** meet as necessary and is responsible for the active recruitment of new members and the retention of present members.
- d. **The Certification Committee:** shall be comprised of the Second Vice President serving as Chair and a minimum of two KACE members in good standing, appointed by the Chair of the Certification Committee and approved by the KACE Board of Directors, each to serve a two-year term. The Certification Committee is hereby responsible for the educational curriculum it sees necessary to cause the member of KACE to be duly certified in the best interests of the public and the Association. The committee shall meet as often as necessary to attain these goals and shall make a report to the Board of Directors of its progress and methods.
- e. **The Legislative and Judicial Review Committee:** will meet as necessary and is responsible for the review of ordinances throughout the State of Kansas, which pertain to Code Enforcement. Their ultimate responsibility lies in finding the most efficient and effective laws in place and working toward this establishment of these laws on a statewide basis. The Sergeant-at-Arms shall chair this Committee. In making appointments to this committee, the President shall consider for appointment lay members and all practicing attorneys who are active members and available for service as well as any other active member who is interested.

ARTICLE VIII. AMENDMENTS TO BYLAWS

Section 1.Proposal

By-law amendments may be considered at any duly called annual meeting or special meeting of the membership upon and according to the following requirements.

- a. Upon written petition officially transmitted to the Board of Directors, from a standing committee at least one-fourth of the active membership of KACE any proposed amendment to these by-laws **shall**, after full discussion by the Board of Directors, be prepared as written ballot at the next annual meeting. Said petition must be submitted to the Board of Directors no later than sixty (60) days prior to the annual business meeting.
- b. Upon written petition officially transmitted to the Board of Directors from a Member or Director, any proposed amendment to these by-laws, after full discussion by the Board of Directors, **may** be prepared as written ballot at the next annual meeting or at a duly called special meeting of the membership, but is not required to be submitted to the membership for a vote. Said petition must be submitted to the Board of Directors no later than sixty (60) days prior to the annual business meeting or fifteen (15) days prior to any special meeting.

Section 2. Adoption

Any proposed amendment properly submitted shall require a majority vote of those present for adoption at a duly called meeting. The vote shall be by secret ballot with those voting delegates so qualified as eligible to vote at the time of balloting being those allowed to vote on the proposed amendment.

ARTICLE IX. ORDER OF BUSINESS

Section 1. Procedures

Parliamentary procedures shall be as defined in the current edition of Robert's Rules of Order.

Section 2. Order of Business

The order of business of this Association shall be as follows:

- a. Roll call of officers
- b. Approval of minutes of previous meeting
- c. Announcements
- d. Reports of Officers
- e. Program
- f. Unfinished Business
- g. New Business
- h. Election of officers and seating of same
- i. Adjournment

ARTICLE X. CERTIFICATION PROGRAM

- a. You must be a member in good standing and complete 48 hours of specialized training in legal issues, procedural practices, professional development, personal and public relations and job specific training approved by the KACE Certification Committee. Re-Certification hours begin from the date of your certification.
- b. You must attend at least sixteen (16) hours of KACE training per year.
- c. A minimum of thirty-two (32) KACE approved training hours is required every two (2) years to maintain certification.
- d. You may attend courses through any agency upon course approval of the KACE Certification Committee. These hours will be credited toward certification hours at the rate of hour for hour. You will need to submit the following information to the KACE Certification Committee no later than ninety (90) days after completion of a course for which you are seeking credit: a complete syllabus of the course; name and credentials of the instructor; name and address of the host agency; and certification of completion with hours.

ARTICLE XI. SEVERABILITY

That if any part of these by-laws shall be declared unconstitutional or invalid by a court of competent jurisdiction, the remaining provisions shall remain in full force and effect.

ARTICLE XII. DISSOLUTION

In the case of dissolution of this organization, all assets remaining after payment of accrued expenditures shall be distributed to one or more organizations which qualify for a tax exemption as provided by the Internal Revenue code of the United States of America as determined by the Board and no part of any assets shall go to benefit any private individual or member.

As amended at the Annual Meeting, April 25, 2007