

BY
LAWS
of the
Bluegrass Economic Development Advisory Committee

Section 1: Name

This organization shall be known as the Bluegrass Economic Development Committee (BEDAC), herein-after called the Committee.

Section 2: Area

The area of focus shall be the counties within the Bluegrass Area Development District (Anderson, Bourbon, Boyle, Clark, Estill, Fayette, Franklin, Garrard, Harrison, Jessamine, Lincoln, Madison, Mercer, Nicholas, Powell, Scott, and Woodford counties).

Section 3: Purpose

The primary purpose of the Committee will be to assure responsible economic development within the Bluegrass Area Development District facilitating ongoing working relationships among local industries, chambers of commerce, financial institutions, trade and tourism organizations, promotional groups, and local, state, and national governments. The Committee will serve as a functional arm of the Bluegrass Area Development District, Board of Directors, and Executive Board.

The principal discussion areas for the Committee will include: providing input, guidance, and direction to Bluegrass Area Development District Staff and to the Board of Directors and Executive Board throughout the quinquennial development and annual update of the region's Comprehensive Economic Development Strategy (CEDS); labor supply; vocational training programs; labor recruitment; related legislation; and suitable industrial, commercial, and/or tourism sites, and related development questions and issues.

The Committee shall review Summary Notifications (OMB Circular A-95) on all projects relating to economic development or growth in the District and offer advice and recommend action to the ADD Executive Board.

Section 4: Membership

Membership shall consist of interested persons of the area who are willing to give of their time and talents to promote the objectives and purposes of the Committee, who have been appointed either to represent their jurisdiction by their locally elected official, or at large by the committee's co-chairs/BGADD Staff.

The membership will total thirty-four (34) members with all counties and county seats participating, as well as interest groups being represented.

Each county shall be entitled to two voting members, one appointed by the County's Judge/Executive or Chief Local Elected Official, and one appointed by the Mayor or Chief Local Elected Official of the County's largest city. In the event that either the Mayor or Judge/Executive of a given jurisdiction cannot be reached or does not wish to make appointments, both will be made by the other local official.

Each county represented shall be entitled to two votes on any matter brought before the membership. Appointed representatives from each jurisdiction will each cast one vote when the committee conducts business, or a motion is made. In the event that a voting member from a given county is absent, his or her vote shall be forgone. At-large committee members will be entitled to one vote each.

All BEDAC meetings will be open to the public, with participation from a wide array of stakeholders encouraged, including chambers, small businesses, entrepreneurs, lending agencies, educators and other agencies to promote economic development. Committee members are encouraged to invite stakeholders from their community with an interest in the committee's business or meeting topics.

Section 5: Terms of Members

The term of each member shall be one year or until his successor is appointed. Members may succeed themselves.

In the event a vacancy occurs, it shall be filled from the same county of representation and/or interest group.

Three consecutive absences on the part of any member to regularly scheduled Committee meetings shall be interpreted as a possible lack of interest. The Chairman of the Committee shall, at this time, inquire as to whether the respective member intends to remain active on the Committee. If this member indicates he is no longer interested in being an active member or if there is no reply, the Committee shall consider this sufficient reason for vacating the position.

Section 6: Compensation and Reinforcements

Members of the Committee shall serve without pay but may be reimbursed for necessary and actual expenses should such funds become available.

Section 7: Meetings

The committee shall conduct regular meetings as determined by the committee or upon call of the chairman, or at the direction of the ADD Board of Directors. The Committee shall conduct business at least quarterly. A quorum shall consist of those members present. Whenever possible, notice of the date, time and place of meetings shall be mailed or e-mailed to each member not less than (7) days before the date of the meeting. The Committee may utilize video conference technology, such as “Zoom” or “GoToMeeting” in order to conduct business or to hold regular meetings. Meetings may also take a “hybrid” format, where members may participate remotely or in person. Voting members attending meetings virtually will be allowed to vote, provided that their identity may be confirmed.

Section 8: Officers

The Officers of the Committee shall be two Co-Chairs who shall hold office for one (1) year or until a successor has been elected and qualified. The Co-Chairs of the Committee shall be members of the Bluegrass Area Development District Executive Board and shall be appointed by the Chairman of the ADD Executive Board for a one-year term. Committee officers may succeed themselves.

Section 9: Conduct at Meeting

“Robert’s Rules of Order” (75th Edition) shall govern the deliberations of the Committee. The Committee may also appoint a Parliamentarian who may be either a Committee member or an ex-officio member. Bluegrass ADD Staff shall act as Committee Secretary and scribe

Section 10: Amendments to By-Laws

Amendments to these by-laws shall be made by adoption by a simple majority of the Committee, provided such amendments have been distributed to the entire membership of the Committee by mail or email at least seven (7) days prior to the meeting, at which time said amendments are scheduled to be acted upon. Compliance with this notice requirement only shall require that the proposed amendments be sent via mass distribution email to the email addresses of each committee member that BGADD has on file. It is the responsibility of each committee member to inform BGADD staff of changes in mailing and email addresses.

Section 11: Date of Adoption

These by-laws shall be in effect immediately upon adoption by a majority of the Committee membership and approved by the Executive Board of Directors of the ADD. Subsequent amendments to these by-laws shall become effective immediately upon their adoption by a majority of the entire membership of the Committee as prescribed in Section 10.

Section 12: Sub-Committees

The Committee may appoint sub-committees to handle any matter which would normally be Committee business. The sub-committees shall be made up of Committee members nominated by the Chairman and approved by the Committee. Sub-committees shall elect their own officers. Sub-committees exist only at the will of the full Committee and membership thereon at the will of the full Committee.

Section 13: Ex-Officio Members

The Executive Director of the Staff of the ADD and one other designated staff member shall be non-voting ex-officio members of the Committee.

Section 14: Report to the ADD Board

The Committee shall cause to be prepared and delivered at the next succeeding ADD Board of Directors meeting, a written report (including any significant corrections to previous reports) on all pertinent actions by the Committee.

By-Laws approved December 3, 2020