

# **KENTUCKY ASSOCIATION OF MITIGATION MANAGERS, INC. CONSTITUTION**

## **PREAMBLE**

In order to promote education about floodplain, stormwater, emergency management and mitigation; to enhance cooperation between the various related private, local, state, and federal agencies; and to encourage and ensure effective, new, and innovative approaches to managing the Commonwealth's floodplains and risk management systems, this body hereby adopts this document as the amended Constitution of Kentucky Association of Mitigation Managers, Inc.

## **ARTICLE I. NAME**

The name of this corporation shall be "Kentucky Association of Mitigation Managers, Inc.", hereafter referred to as KAMM.

## **ARTICLE II. PURPOSE**

KAMM is organized exclusively for educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations, under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

KAMM will advance its educational purpose by the following:

- 1) To provide a forum for discussion among floodplain coordinators, emergency and mitigation managers, engineers, code enforcement officials, and surveyors;
- 2) To provide knowledge and promote discussion on issues pertinent to floodplain management, mitigation, and disaster recovery;
- 3) To promote public awareness of floodplain and stormwater management and mitigation;
- 4) To promote the professional status of floodplain, stormwater, and emergency management and mitigation and to secure all benefits resulting therefrom;
- 5) To enhance cooperation and to exchange information among various related private and non-profit organizations; individuals; and local, state, and federal agencies;
- 6) To inform individuals concerned with floodplain, stormwater, and emergency management and mitigation through educational and professional seminars and to provide a method for dissemination of information, both general and technical.

No part of the net earnings of KAMM shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth above. No

substantial part of the activities of KAMM shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and KAMM shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, KAMM shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

### **ARTICLE III. LOCATION**

The principal place of business of KAMM shall be within the Commonwealth of Kentucky, United States of America.

### **ARTICLE IV. PARLIAMENTARY LAW**

In all questions involving parliamentary procedure, including election procedures not covered by the Constitution of KAMM or established by the Board of Directors, Robert's Rules of Order (Revised) shall be considered the governing authority.

### **ARTICLE V. ASSOCIATION RECORDS AND REPORTS**

The original Constitution and copies thereof, as amended to date and certified by the Secretary, shall be kept on file at a location selected by the Board of Directors and open to inspection at all reasonable times.

The minutes of the Board of Directors and membership meetings and the membership register shall be kept on file at a location selected by the Board of Directors and open to inspection at any reasonable time upon written demand of any member, for any purpose reasonably related to his/her interest as a member.

The books of account shall be kept on file at a location selected by the Board of Directors and open to inspection at any reasonable time upon written demand of any member, for any purpose reasonably related to his/her interest as a member. At the discretion of the Board of Directors, the books of account may be audited prior to KAMM's annual meeting.

### **ARTICLE VI. DISSOLUTION CLAUSE**

Upon the dissolution of KAMM, assets of the corporation shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal, state, or local government, for a public purpose. The Common Court of Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization as said Court shall determine which are organized and

operated exclusively for such purposes shall dispose of any such assets not so disposed of.

**ARTICLE VII. SAVING CLAUSE**


Should any provision of the Constitution of this corporation, or the application thereof to any person or circumstance be held invalid, then the remainder of the same or the application of such provision to other circumstances shall not be affected thereby.

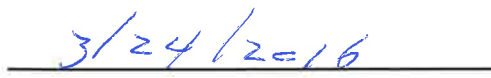
Certified by the Executive Board:

  
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Chair – Carey Johnson

  
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Vice-Chair – Jimmy Stahl

  
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Secretary – Esther White

  
\_\_\_\_\_  
Treasurer – Ben Conley

  
\_\_\_\_\_  
Date

  
\_\_\_\_\_  
Notary Public

[seal of notary]

My commission expires: 11/22/2019

