



Neighborhood Association Handbook

March, 2008

Lexington-Fayette Urban County Government
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Lexington, Kentucky 40507

Division of Planning
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NEIGHBORHOOD ASSOCIATION HANDBOOK

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INTRODUCTION

Lexington-Fayette County is a community of neighborhoods. Every neighborhood includes many people who have an emotional and economic investment in it and who care greatly about its welfare and future. All residents have a common interest in the quality of life of their neighborhoods and a common concern with traffic, sewers, parks, schools, public safety, and similar issues.

Neighborhood associations offer an excellent opportunity for citizen participation in these issues. They encourage responsive and responsible local government and provide the opportunity for residents to work together to create projects specifically tailored to their individual neighborhood.

As of October 2007, approximately 230 registered neighborhood associations were listed with the Lexington-Fayette Urban County Government Division of Planning. Many have become inactive over time – they were formed hurriedly to meet the challenge of a proposed zone change or some other immediate threat, and frequently become inactive once the crisis is resolved.

Other neighborhood associations however, have remained viable and active for years. Cherokee Park and Northside are two of Lexington’s oldest neighborhood associations and their organizational structure and by-laws and articles of incorporation have served as models for more recent associations (please see attachments).

These associations and others like them have endured because they have developed purposes and goals beyond opposition and reaction to a crisis. They have focused on beautification, neighborhood cleanup, preservation, redevelopment, parks, social activities or other objectives, which reflect an ongoing commitment to improving the quality of life within their neighborhoods.

We hope that you will seriously consider forming a neighborhood association and that the information we have included in this packet will be helpful. While your initial interest in forming an association may be sparked by some specific issue, we hope you’ll consider some broader neighborhood and community concerns which will enable your organization to remain active and productive for many years.

Making an early effort to involve as many of your neighbors as possible so as to truly represent you neighborhood is very important: it will provide a cross-section of interests, talents and resources, good public relations for your association and your neighborhood, and will be the best source of enthusiastic and energetic members and volunteers.

If the Urban County Government can assist you, please feel free to contact us.

GETTING ORGANIZED

The information in this section identifies basic issues, which should be considered in organizing a neighborhood association.

ORGANIZATIONAL MEETING

While the idea for forming a neighborhood association probably began with discussions among a small group of neighbors, it's important to move beyond this core group at the earliest time possible. If the organizational meeting is held before the organizers have a clear idea of what they hope the association will accomplish, the result can be a meeting so free-wheeling that nothing gets done and everyone becomes frustrated. At the opposite extreme, if the core group has developed a complete blueprint for the organization, other residents may feel they have no real role to play. It is probably best to call the first neighborhood meeting after the core group has come up with some general ideas for the association, but before those ideas are seen as the only approach possible.

As many neighbors as possible should be involved in the organizational process and all residents should be invited to the first neighborhood meeting with everyone's name, address, phone number, email address, and areas of interest and expertise collected at the meeting.

From the beginning, organizers should appoint someone to serve as temporary chairperson and someone to take notes to write a summary at each meeting so that there will be a record of the group's decisions. An agenda should be prepared for all meetings. It is also a good idea to have a detailed map of the proposed boundaries of the neighborhood association on display at all neighborhood meetings. Base maps are available from the Urban County Government Division of Planning. All meeting summaries should be maintained as a permanent record and kept in an official book along with other important documents such as the charter, by-laws, and financial statements. A separate location of computer files is also helpful in the event the book is lost or misplaced.

AD HOC COMMITTEES

Many organizational decisions will need to be made before the neighborhood association can really get rolling; some of these decisions will require discussion and research. Many groups find that it's most efficient to form ad hoc committees, which can develop recommendations to be presented to the general membership for review and adoption. Suggested areas for ad hoc committees are:

- Organizational structure (officers, policies, procedures, board of directors, by-laws, articles of incorporation and tax status).
- Neighborhood boundaries. (Maps are available from the Division of Planning.)
- Neighborhood goals and objectives.
- Standing committees such as Executive and Finance/Budget committees, etc.

This list is not meant to be all-inclusive. Other committees may be appropriate for particular neighborhoods.

NEIGHBORHOOD BOUNDARIES

An early step should be to define the area the association proposes to represent. The Division of Planning can provide information on the boundaries of surrounding registered neighborhood associations (or see <http://www.lfucg.com/planning/neighborhoodsInfo.asp>). Overlapping boundaries may result in potential conflicts and should generally be avoided. Associations should strive to truly represent all residents and property owners within the selected boundaries.

GOALS AND OBJECTIVES

Goals and objectives for your neighborhood association should be based on an assessment of present conditions, likely changes, and identifiable needs of your neighborhood. The Urban County Government has a number of documents (Comprehensive Plan and amendments, Capital Improvements Program, Urban County Government Budget, and Transportation Improvement Program) which can aid you in establishing appropriate goals and objectives. But more often than not, a systematic identification of resident issues, subsequent goal statements, and a simple ranking of priorities is often an excellent starting point for an initial program. The Neighborhood Association Coordinator in the Division of Planning will be glad to assist you.

BY-LAWS

By-laws are detailed rules governing the conduct of the association's business. By-laws are adopted by the members of the association and can only be changed by the association. By-laws include a description of the organization's purpose, membership rights and qualifications, election and voting procedures, titles of officers and board members, terms and responsibilities, and rules for amending the by-laws. Some organizations may want to make all the decisions at membership meetings while other organizations may delegate more responsibilities to their board and officers. Attachment I presents sample by-laws from two Lexington neighborhood associations which may be used as guidelines.

ARTICLES OF INCORPORATION

A neighborhood association is not required to incorporate, but most find it advisable to do so. If your association wants to participate in the Urban County Government's Action-Match Program (see SPECIFIC PROJECTS, pg. 5) which provides up to \$10,000 in matching funds for neighborhood projects, the association must be incorporated. This is because the Urban County Government must contract with a legal entity as such. Many other organizations may also require incorporation to be eligible for other programs and potential grant sources. To incorporate, a neighborhood association must develop Articles of Incorporation, which are to be filed with the Secretary of State and the County Clerk. Guidelines for incorporation and sample Articles of Incorporation are included in Attachment II.

TAX STATUS

State and federal tax regulations for nonprofit organizations should be reviewed during the organizational process. Please refer to Attachment III. The committee reviewing tax regulations should work closely with the committee preparing the Articles of Incorporation.

STANDING COMMITTEES

If your neighborhood association is to function on a continuing basis, standing committees should be created to deal with specific issues and make recommendations to the membership. Committees may be formed to cover planning and zoning issues (Attachment IV), fund-raising, Urban County Government meetings and public hearing schedules, and social events, among others. Associations should maintain broad representation on such committees to create greater participation by neighborhood residents in the planning and decision-making process.

REGISTRATION

With duly elected officers of the association selected, the association should complete the attached registration form and mail it to the address shown on the form. This will cause your association to be placed in the official directory of registered neighborhood associations of the county and located on the city website as well as a hard copy publication available to the public.

STAYING ACTIVE

The most important aspect of any neighborhood association is the ability of its members to maintain an active organization. Once the association has been organized, the real work begins. The neighborhood must continue to involve residents in all activities in order to have an effective association. These activities may include fund-raising, neighborhood events, ongoing communications, special projects, and community involvement.

FUND-RAISING/FINANCES

Fund-raising is one of the most important elements in maintaining an active association. Neighborhood associations should develop budgets to identify the resources and costs necessary to sustain a successful operation. Neighborhoods generate funds in a variety of ways including dues and special events such as neighborhood tours, bake sales, and garage sales. Others sell T-shirts, posters, and calendars to raise funds. In some cases, donations can be requested for special projects. Dues assessed each member vary among neighborhood associations and should be enough to at least cover such items as newsletters, flyers, postage, stationery and other basic functions.

Special projects such as bake sales and garage sales allow neighborhood residents to become better acquainted while working together for a common goal. Fund-raising activities are limited only by the creativity, interest, and commitment of the neighborhood residents. You may want to contact other associations to learn about what they have done; an internet general search may be especially useful in this regard.

NEIGHBORHOOD EVENTS

Many neighborhood associations have special events such as open houses, cleanup campaigns, annual picnics, neighborhood fairs, block parties, and/or holiday events which serve to enhance and promote the neighborhood. Such events stimulate pride, raise funds, and draw interest in the neighborhood association and its activities. Scheduling these events during different times of the year (e.g. spring cleanup, July 4th festival, and open-house tours in the fall) provides for

continuing interactions among neighborhood residents. Such events should be carefully planned to involve as many residents as possible. Committees may be necessary to oversee the events, review the costs, and coordinate various assignments.

ONGOING COMMUNICATIONS

Good communication is a prerequisite for an effective organization in which members stay involved and committed. Newsletters, block captains and regular meetings are proven ways to maintain a high level of interest and participation. A yearly survey of neighborhood interests and problems is also a good way to encourage communications. Many associations distribute their newsletters or flyers to nearby associations and community leaders to encourage a continuing dialogue. Other associations have published a history of their neighborhood. Some associations have developed a neighborhood directory, which lists all residents with their addresses and phone numbers. The directory can be expanded to include individuals who provide baby-sitting services, lawn care, and other items of interest. Communication among the residents through newsletters, regular meetings, or special events is extremely important and should never be underestimated.

The use of the internet to set up group email lists and/or an association website can be an especially useful tool in all of these efforts. The time and expense of a website should be well worth the effort given the savings in printing and distribution of materials versus traditional methods.

One of the biggest challenges in staying active is to keep your neighborhood contact information current with the Planning Division (258-3160). It's hard to do with the turnover of new officers as they are frequently unaware that this has to be done, but it's key in staying in touch with neighborhood notifications for Planning Commission and a variety of other business. The Planning Division tries to canvas all associations annually for current contact information but each association ought to develop a procedure or designated individual to assure that all contact information is current and up-to-date, i.e., to make sure that important notifications are not missed in the transfer of responsibilities.

SPECIFIC PROJECTS

Neighborhood associations can develop and implement specific projects for their neighborhood. Projects encourage all residents to become more involved. Some frequent or typical projects include tree planting, tree maintenance, neighborhood directories, sidewalk repair/replacement, handicap ramps, park improvements, and entrance and street signs, to mention a few examples. Projects related to neighborhood safety are excellent ways to get everyone involved. One very positive example is the city's Safetywatch program (please contact the Police Bureau of Community Services at 258 3636 for further information).

The Urban County Government Neighborhood Action-Match Grant Program has been very successful in helping neighborhoods implement projects. This program provides an incentive for active, enthusiastic involvement in neighborhood activities. A neighborhood association must be incorporated to be eligible for Neighborhood Action-Match funds. A maximum grant of \$10,000 may be awarded and must be matched dollar for dollar with cash or in-kind services that may include labor, donated materials, and/or services which the neighborhood has been able to secure in order to develop a project. In addition, it is advisable for each association to investigate the possibility that other state, federal or even private funds may be available to assist their activities.

URBAN COUNTY GOVERNMENT MEETINGS

Your neighborhood association will receive notice of proposed zone changes or Board of Adjustment actions, which directly affect the neighborhood. However, there are many other government actions which may affect your neighborhood directly or indirectly. By appointing someone to monitor the Urban County Government meeting schedule, you can stay abreast of the decisions being made and have input into those decisions. Please see the city website homepage for a complete weekly schedule of all LFUCG public meetings at http://www.lfucg.com/council_clerk/calendar.asp.

Urban County Council work sessions are held most Tuesdays at 3:00 p.m. Formal Council meetings are typically held on alternate Thursdays at 7:00 p.m. The Council also has standing committees which typically meet at 1:00 p.m. on Tuesdays. These meetings are held in the Urban County Government Center and are televised live on GTV3 (Cable Channel 3). Most Council meetings are replayed on Friday at 8:00 p.m. and Sunday at 9:00 p.m. Work sessions are replayed Tuesday at 9:30 p.m. Council meetings, work sessions, and standing committee meetings are also streamed live on the LFUCG website. Many meetings are also archived for viewing via the LFUCG website.

The following government meetings are held in the Government Center and televised live:

- Board of Adjustment – last Friday of each month at 1:00 p.m.
- Planning Commission for Subdivision Items – second Thursday of each month at 1:30 p.m.
- Planning Commission for Zoning Public hearing – fourth Thursday of each month at 1:30 p.m.

The following government meetings are not televised but are open to the public:

- Planning Commission Work Session – third Thursday each month at 1:30 p.m. Council Chambers. (Held as needed)
- Subdivision Committee – first Thursday of each month, 8:30 a.m. Division of Planning office.
- Zoning Committee – first Thursday of each month, 1:30 p.m. Division of Planning office.

Please see the Planning Services website for a complete listing of all specific dates for the current calendar year of all scheduled meetings for both the Planning Commission and Board of Adjustment. However, it's always wise to first call the Planning Division the day of the meeting to confirm that a given meeting will be held that day at 258 3160.

ADDITIONAL INFORMATION

The Urban County Government has additional information available which may be helpful to you. Some examples follow.

Planning Commission minutes and agendas can be found on the Division website under Planning Services includes a wide variety of this type of information at http://www.lfucg.com/planning/planning_services.asp.

Also available from the Division of Planning is a directory and map of all the neighborhood associations which have registered with the Urban County Government. (Please see Neighborhood Boundaries above for a complete description of accessing the map at the city's website.)

The Office of Government Communications produces a number of television programs which are broadcast on GTV3 (Cable Channel 3) and which include information of interest to neighborhoods and the entire community. These programs and the times they are shown are listed in the television supplement include in the Sunday newspaper and at <http://www.lfucg.com/Vidserv/GTVSchedule.htm>.

The Urban County Government has a number of publications, which are available for citizens. Most of the brochures are available from the Office of Government Communications (258 3008) and staff in this office can help you find other publications, which may be available throughout the government. Please check the city website at www.LFUCG.com for your respective area of concern as well as your first source for all city public information. Some hopefully relevant examples of currently available materials are as follow:

- Comprehensive Plan and Adopted Small Area Plans
- Subdivision Regulations
- Zoning Ordinance
- Planting Manual (Plant material guideline)
- Citizens Guide to Services
- Buying Your Home: Look Beyond the Flowers in the Window Box
- Working Together to Keep Lexington Safe
- Recycling Yard Waste and Garbage: Information You Need to Manage Household Waste
- At-Home with the Wastenot Family Newsletter
- Parks and Recreation Programs Guide
- Pathways: A Resource Guide for Senior Citizens
- Electronic newsletters at www.LFUCG.com : “Celebrate Lexington” and “City Source”

In addition to the Urban County Government, other sources of information may also be helpful. Some of these include:

- Other neighborhood associations
- Fayette County Neighborhood Council
- Mediation Center of Kentucky
- Fayette County Health Department
- General, topical internet searches for related topics

CONCLUSION

Neighborhood associations have contributed immeasurably to the quality of life in Lexington by:

- Providing a forum for individual voices to be heard;
- Helping to determine community priorities and influence community decisions;
- Implementing projects which have improved the appearance of the community and stimulated pride in neighborhoods and the community as a whole;
- Providing an opportunity for residents to learn new skills and serve as a training ground for new community leaders; and
- Contributing to the personal well-being of residents and to a spirit of cooperation and community among neighbors.

The ultimate goal of a neighborhood association is two-fold: (1) to achieve immediate objectives for the enhancement and conservation of the neighborhood and (2) to build an organization that will endure and grow stronger over time. Viewed in this light, all activities of your neighborhood association are useful, even if you experience setbacks and disappointments from time to time. Everything you do together as a neighborhood, from clearing out a vacant lot, to negotiating with developers, to speaking out at public hearings, strengthens your organization and reinforces the quality of life for the city as a whole. In this sense, neighborhoods are the building blocks of the city.

If we can help you, please call on us. We wish you much success in all your endeavors!

ATTACHMENT I

Following are the bylaws of two active neighborhood associations located in Fayette County. The Northside Neighborhood Association is one of the oldest associations in Lexington and is involved with the issues that face a fully developed older area. The Andover Neighborhood Association is an association formed in 1990 in the suburban area. The bylaws of these associations are somewhat different due to the date each association formed and the issues they face.

**BY-LAWS
OF
THE NORTHSIDE NEIGHBORHOOD
ASSOCIATION, INC.**

I. REGULAR MEETINGS

Regular meeting of the members of the Corporation shall be held on the third Thursday of May and November of each year. Notice of the time and place of said regular meeting shall be mailed to all members of the Corporation by the Secretary. At each regular November meeting, there shall be an election of officers and directors of the corporation. The names and addresses, and any biographical data, if available, of any nominees for officers or directors positions shall be included in the notice of the regular November meeting, including a statement that additional nominations can be made from the floor by any member during the meeting.

II. SPECIAL MEETINGS

Irregular or special meetings of the members of the Corporation shall be called by a majority vote of the Board of Directors of the Corporation, or by the President upon the written request of ten (10) percent of the membership. A call of a special meeting shall set forth in writing the purpose or purposes of said meeting, and no other business shall be transacted at any special meeting without the unanimous consent of those members present. A notice of any special meeting shall be mailed to all members of the Corporation by the Secretary of the Corporation, said notice to contain the purpose or purposes of said meeting. The place of said special meeting shall be designated by the Board of Directors, if the Board calls the meeting, or by the President of the Corporation, if the President calls the meeting, provided, however, that said meeting be in Fayette County, Kentucky.

III. NOTICES OF MEETINGS

Any notice of any meeting as required under these By-laws, shall be personally delivered or mailed to every member of the Corporation in good standing at the time of the notice, at least one week in advance of the date of the meeting. If mailed, the notice shall bear proper postage and shall be addressed to the member at his address as it appears on the books of the Corporation. Upon the failure or refusal of the Secretary to give proper notice of any meeting called, such notice may be given by any member of the Corporation. Notice of any meeting may be waived by the unanimous consent of the members of the Corporation.

IV. MEMBERSHIP

Membership in the Corporation shall be extended to any individual person or family residing or owning the property in the geographical area of the Northside, as defined in the Articles of Incorporation, upon payment of annual dues; and may be extended to any interested person or family, if so allowed by a majority vote of the Board of Directors, upon payment of annual dues, and may be extended to any group, corporation or association, if so allowed by a majority vote of the Board of Directors, upon payment of annual dues. The payment of dues affords membership for the membership year in which said dues are paid. A membership year shall run from April 1 to March 31. The Board of Directors shall establish the amount of dues.

V. QUORUMS

Ten (10) percent of the membership shall constitute a quorum for any meeting of the Corporation, and a majority of the directors shall constitute a quorum for a Board of Directors meeting, subject only to the provisions in the Corporations Articles of Incorporation and the laws of the Commonwealth of Kentucky.

VI. PROXIES

A member of the Corporation may cast his vote by proxy, and only such persons shall be entitled to vote at a meeting of the members as appear to have been members on the books of the Corporation due two weeks immediately preceding the meeting.

VII. VOTING

A majority vote of members present, in person or by proxy, shall determine all questions at any meeting, except in those instances where the manner of procedures set out by the By-laws, the Articles of Incorporation of this Corporation, or the laws of the Commonwealth of Kentucky are to the contrary. Any member in good standing may vote on any and all matters at a regular or special meeting of the Corporation, provided however, that a family membership shall possess only one (1) vote for that family, which vote may be cast singularly or fractionally for that family.

VIII. BOARD OF DIRECTORS

At every regular November meeting, the members of the Corporation shall elect five directors to serve until the third regular November meeting following their election, or until their successors are elected. The Board of Directors shall be composed of a total of fifteen (15) directors, elected as mentioned hereinbefore, and the officers of the Corporation, as hereinafter mentioned, all of who shall have full standing, rights and privileges on the Board of Directors.

IX. DIRECTORS MEETING

The Board of Directors shall meet monthly in Fayette County, Kentucky, at a place and hour designated by the President. The Directors shall also meet whenever called together by the President on due notice to each director. The President shall call all meeting of the Board of Directors, and if for any reason he shall fail to call a meeting when requested to do so by three (3) or more directors, or shall fail to call a regular meeting of the Board of Directors, the meeting may be called by any three (3) Directors in the same manner that the President may call a meeting. Notice of any special meeting of the Board of Directors shall be given in writing or by telephone at least two days in advance of such meeting. Such notice shall give the time and place of the meeting, and if mailed, shall be mailed postage prepaid, to each director at his address as it appears on the books of the Corporation, or

personally delivered to him. Notice of a meeting of the directors may be waived by all the directors. The Board of Directors may adopt such rules and regulations for the conduct of its meetings and for the conduct of the business of the Corporation as are not inconsistent with the laws of the Commonwealth of Kentucky, the Articles of Incorporation, or its By-laws.

X. OFFICERS

There shall be elected by the membership a President, Vice-president, Second Vice-president, Secretary and Treasurer, provided, however, that the Board of Directors may combine any two of the foregoing offices. All such officers shall be voting members of the Board of Directors, and the election of said officers shall take place prior to the election of the directors, at the regular November meeting. The President shall be the Chief Executive officer of the Corporation, and shall preside at all meeting of the Board of Directors and at all membership meetings. In the event of the absence or incapacity of the President, the First Vice-president shall act as the President. In the event of the absence or incapacity of both the President and First Vice-president, the Second Vice-president shall act as President. The Secretary shall keep accurate minutes of all meeting of the Board of Directors and of the membership and shall have charge of all correspondence of the Corporation. The Treasurer shall have supervision of all financial records of the Corporation. Each of the officers named above shall be elected for a term of one year, and shall, serve until the expiration of his term or until a successor is elected.

XI. VACANIES

If a vacancy occurs on the Board of Directors or on any office before the expiration of the term, the Board of Directors of the Corporation may fill the vacancy for the unexpired term. Any board member who fails to attend three consecutive board meetings without excuse shall have the member's seat declared vacant. The vacancy shall be filled as described above.

XII. AMENDMENTS

These By-laws may be amended by a majority of the members of the Corporation present at a properly called meeting, or present by way of proxy at said properly called meeting; provided, however, that no amendment thereto shall be acted upon at any meeting unless the proposed amendment is set forth at length in the notice of such meeting. Any person desiring to submit an amendment to the By-laws shall furnish a copy of the same to the Secretary of the Corporation in sufficient time to allow him to prepare copies of the same for submission to the membership with the notice of the meeting of the membership, at which such amendment shall be proposed; and the Secretary upon receipt of such proposed amendment shall submit the same to the membership with the notice of said meeting.

Amended: May 16, 1985. Articles IV and XI

Amended: November 19, 1987. Articles IV and X

Amended: November 17, 1988. Article and X

BY-LAWS

**OF
THE ANDOVER NEIGHBORHOOD
ASSOCIATION, INC.**

ADOPTED NOVEMBER 14, 1990

AMENDED FEBRUARY 12, 1992

I. REGULAR MEETINGS

Regular meetings of the members of the Association shall be held on the second Monday of November, February, May and August. Notice of the time and place of said regular meeting shall be mailed to all members of the Association by the Secretary. At each regular November meeting, there shall be a n election of officers and directors of the Association. The names, addresses and any biographical data, if available, of any nominees for officers of directors positions shall be included in the notice of the regular meeting, including a statement that additional nominations can be made from the floor by any member during the meeting.

II. SPECIAL MEETINGS

Irregular or special meetings of the members of the Association shall be called by a majority vote of the Board of Directors of the Association, or by the president upon the written request of ten (10) percent of the membership. A call of a special meeting shall be set forth I writing the purpose or purposes of said meeting, and no other business shall be transacted at any special meeting without the unanimous consent of the members present. A notice of any special meeting shall be mailed to all members of the Association by the Secretary of the Association, said notice to contain the purpose or purposes of said meeting. The place of said meeting shall be designated by the Board of Directors, if the Board calls the meeting, or by the President of the Association, if the President calls the meeting, provided, however, that said meeting shall be held in Fayette County, Kentucky.

III. NOTICES OF MEETINGS

Any notice of any meeting as required under these By-Laws, shall be personally delivered or mailed to every member of the Association in good standing at the time of the notice, at least one week in advance of the date of the meeting. If mailed, the notice shall bear proper postage and shall be addressed to the member at their address as it appears on the books of the Association. Upon failure or refusal of the Secretary to give proper notice of any meeting called, such notice may be given by any member of the Association. Notice of any meeting may be waived by the unanimous consent of the members of the Association.

IV. MEMBERSHIP

Membership in the Association shall be extended to any home owner or property owner in the geographical area of the Andover subdivision, as defined in the By-Laws, upon payment of annual dues; and may be extended to any interested person or family, if so allowed by a majority vote of the Association membership, upon payment of annual dues, and may be extended to any group, corporation or association, if so allowed by a majority vote of the Association membership, upon payment of annual dues. The payment of dues affords membership fro the calendar year in which said dues are paid.

V. QUORUMS

Ten (10) percent of the membership shall constitute a quorum for any meeting of the Association, and a majority of the directors shall constitute a quorum for the Board of Directors meeting.

VI. PROXIES

A member of the Association may cast their vote by proxy, and only such persons entitled to vote at a meeting of the members as appear to have been members on the books of the Association due two weeks immediately preceding the meeting.

VII. VOTING

A majority vote of members present, in person or by proxy, shall determine all questions at any meeting, except in those instances where the manner of procedure set out by the By-Laws is to the contrary. Any member in good standing may cast one vote regardless of the number of homes or lots owned on any and all matters at a regular or special meeting of the Association, provided however, that a family membership shall possess only one (1) vote for that family, which vote may be cast singularly or fractionally for that family.

VIII. BOARD OF DIRECTORS

At every regular November meeting, the members of the Association shall elect at least one director to serve a two-year term beginning January 1st. Two directors shall be elected in odd years and one director shall be elected in even years. The Board of Directors shall be composed of a total of seven (7) directors, elected as mentioned hereinbefore, including the officers of the Association, as hereinafter mentioned, all of whom shall have full standing, rights and privileges on the Board of Directors.

IX. DIRECTORS MEETING

The Board of Directors shall meet monthly in Fayette County, Kentucky, at a place and hour designated by the President. The Directors shall also meet whenever called together by the president on due notice to each director. The President shall call all meeting of the Board of Directors, and if for any reason he should fail to call a meeting when requested to do so by three (3) or more directors, or shall fail to call a regular meeting of the Board of Directors, the meeting may be called by any three (3) Directors in the same manner the President may call a meeting. Notice of any special meeting of the Board of Directors shall be given in writing or by telephone at least two days in advance of such meeting. Such notice shall be given at the time and place of the meeting, and if mailed, shall be mailed postage prepaid, to each Director at their address as it appears on the books of the association, or personally delivered to them. Notice of a meeting of the Directors may be waived by all of the Directors. The Board of Directors may adopt such rules and regulations for the conduct of its meetings and for the conduct of the business of the Association which are not inconsistent with the laws of the Commonwealth of Kentucky or the Association By-Laws.

X. OFFICERS

There shall be elected by the membership a President, Vice-President, Secretary and Treasurer, provided, however, that the Board of Directors may combine any two of the foregoing offices. All such officers shall be voting members of the Board of Directors, and the election of said officers shall take place prior to the election of the Directors, at the regular November meeting. The President shall be the Chief Executive Officer of the Association, and shall preside at all meetings of the Board of Directors and at all membership meetings. In the event of the absence or incapacity of the President, the Vice-President shall act as temporary President. The Secretary shall keep accurate minutes of all meetings of the Board of Directors and of the membership meeting and shall have

charge of all correspondence of the Association. The Treasurer shall have supervision of all financial records of the Association. Each of the officers named above shall be elected for a term of one year, and shall serve until the expiration of their term or until a successor is elected.

XI. VACANCIES

If a vacancy occurs on the board of Directors or on any office before the expiration of the term, the Board of Directors of the Association may fill the vacancy for the unexpired term. Any board member who fails to attend three consecutive board meetings without excuse shall have the member's seat declared vacant. The vacancy shall be filled as described above.

XII. AMENDMENTS

These By-Laws may be amended by a majority of the members of the Association present at a properly called meeting, or present by way of proxy at said properly called meeting; provided, however, that no amendment thereto shall be acted upon at any such meeting unless the proposed amendment is set forth at length in the notice of such meeting. Any person desiring to submit an amendment to the By-Laws shall furnish a copy of the same to the Secretary of the Association in sufficient time to allow the Secretary to prepare copies of the same for submission to the membership with the notice of the meeting of the membership, at which such amendment shall be proposed amendment shall submit the same to the membership with the notice of said meeting.

XIII. DUES

Annual dues are twenty-dollars (\$20.00) per property owner or family. Paid up members are entitled to one vote or proxy at each meeting. Members admitted after November shall pay dues on a quarterly pro-rata basis.

XIV. ASSESSMENTS

Each member shall be assessed an equal portion of any expenses authorized by a majority of the membership which cannot be covered by funds in the Association treasury. However, the Board of Directors may limit assessments to only the members directly affected by small projects.

XV. EXPENSES

The Board of Directors is authorized to spend up to one-hundred dollars (\$100.00) per incident to cover expenses related to the operation of the Association or the enforcement of the subdivision deed restrictions.

XVI. ASSOCIATION BOUNDARIES

The Andover Neighborhood Association will represent property owners living West of Todds Road in the area surrounding the Andover Country Club. Those subdivisions are listed in the Lexington Urban County Government records as Stonecase Valley and Lochmere but are marketed under the names of Andover Hill, Andover Lakes, Andover Estates, Andover Club, The Meadows and the Villas of Andover.

ATTACHMENT II

GUIDELINES FOR INCORPORATING A NONPROFIT CORPORATION

Neighborhood associations and other community groups may desire to incorporate as a non-profit corporation for a variety of reasons. For instance, a nonprofit corporation may qualify for tax-exempt status, thus enabling it to solicit tax-deductible donations. Or, an organization may be required to obtain such a status in order to receive governmental funding for various projects.

Incorporation carries with it other advantages as well, such as reducing the concerns of members or potential members that they might be held personally liable for legal and authorized actions taken on behalf of the organization. Consultation with an attorney can inform an organization as to the advantages and disadvantages of choosing a corporate structure for that particular organization.

Kentucky law authorizes the formation of non-stock, nonprofit corporations in Section 273.160 to Section 273.390 of the Kentucky Revised Statutes. This Act must be strictly complied with. Basically, an organization incorporates by filing Articles of Incorporation with the Secretary of State of the Commonwealth of Kentucky and then recording with the county clerk of the county in which the registered office of the corporation is situated.

The requirements of the Articles of Incorporation of a nonprofit corporation in Kentucky are listed in KRS 273.247:

1. Name.
2. Duration.
3. Purpose(s).
4. Address of its registered office in this state and name and address of registered agent.
5. Number of directors constituting the original board and their names and addresses.
6. Name and address (and signature) of each incorporator.

Filing provisions are contained in KRS 273.251. Three originals (may be photocopies as long as signatures and acknowledgements are original) must be filed with the Secretary of State. One is retained and two returned endorsed by the state and accompanied by a Certificate of Incorporation. The two copies must be taken to the County Clerk's corporate records office where one is retained and the other endorsed for the new corporation.

An organization wishing to incorporate as nonprofit corporation should consult with an attorney so that Articles can be drafted which would particularly address that organization's needs and functions. A sample Articles of Incorporation is provided along with these guidelines for illustrative purposes only. This sample also contains language applicable to an organization that wishes to file an application for federal tax exemption status under Internal Revenue Code Section 501 (c)(3).

Once the secretary of State receives and approves the Articles of Incorporation, a Certificate of Incorporation is issued. At this point, corporate existence begins. Kentucky law requires that the corporation then hold an organizational meeting of the board of directors for the purpose of adopting by-laws, electing officers and transacting other business. KRS 273.257.

In addition, a nonprofit corporation must submit an annual report and record any material changes (address, for example) with the Secretary of State as provided in KRS 272.367.

SAMPLE ARTICLES OF INCORPORATION

WE, THE UNDERSIGNED, having associated for the purpose of forming a nonprofit, non-stock corporation, under and pursuant to the laws of the Commonwealth of Kentucky, and more particularly Chapter 273 of the Kentucky Revised status, hereby certify as follows:

ARTICLE I

The name of the Corporation shall be: (Required by KRS 273.247(1)(a))

ARTICLE II

The duration of the Corporation shall be perpetual. (Required by KRS 273.247(1)(b)). The period may be less than perpetual, but would it be advisable to set up a corporation that would automatically cease to exist on a certain date?

ARTICLE III

The principal place of business of the Corporation is to be located at _____ and such other places in said city or elsewhere as its Board of Directors may be resolution designated.

The name and address of registered agent for service of process is: (Required by KRS 273.247(1)(e); address of registered officer must be identical to business office of registered agent. KRS 273.181(1).

ARTICLE IV

The Corporation is organized and shall be operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provisions of any later Federal tax laws), including for such purposes the making of distributions to organizations and individuals for the purpose of engaging in activity falling within the purposes of the Corporation and permitted for an organization exempt under said Section 501(c)(3).

The purposes of the Corporation shall be more specifically stated as follows: (KRS 273.247(1)(c) requires that the purposes be set forth. IRS 501(c)(3) lists purposes which are exempt under that section. *See also*, IRS Publication 557.)

ARTICLE V

The Corporation shall be irrevocably dedicated to and operated exclusively for, nonprofit purposes. No part of the net earning of the Corporation shall inure to the benefit or be distributable to its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make pavements and distributions in furtherance of the purposes set forth in Article IV hereof. (Required by IRS 501(c)(3). *See also*, IRS Publication 557.) A nonprofit corporation is “a corporation no part of the income or profit of which is distributable to its members, directors, or officers.” KRS 273.161(3).

ARTICLE VI

In carrying out the corporate purposes described in Article IV, the corporation shall have all the powers granted by the laws of the State of Kentucky, including in particular those listed in Section 273.171 of the Kentucky Revised Statues, except as follows as otherwise stated in these Articles: (This paragraph is optional; statutory powers needed not be set forth. KRS 273.247(2).)

- a) No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not

participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office. (Required by IRS 501(c)(3); this is the heart of (c)(3) restrictions. See also, Publication 557.)

- b) Notwithstanding, any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any subsequent Federal tax laws.
- c) If and so long as the Corporation is a private foundation as defined in Section 509(a) of the Internal Revenue Code of 1954, or corresponding provisions of any later Federal tax laws:
 - 1) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income posed by Section 4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any later Federal tax laws.
 - 2) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any later Federal tax laws.
 - 3) The Corporation shall not retain any excess business holding as defined in Section 4943(c) of the Internal Revenue Code of 1954, or corresponding provisions of any later Federal tax laws.
 - 4) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Code of 1954, or corresponding provisions of any later Federal tax laws.
 - 5) The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954, or corresponding provisions of any later Federal tax laws.

ARTICLE VII

The names and addresses of the incorporators are: (Required by KRS 273.247(1)(g). The incorporators may sign either here, or at the end. All incorporators must sign somewhere. KRS 273.243.)

INCORPORATOR

MAIL ADDRESS

ARTICLE VIII

The initial Board of Directors shall consist of ____ (no.) (The number of directors set out here may be changed by amendment to the by-laws, and must be at least three. KRS 273.211.) Directors. The names and addresses of the members of the initial Board of Directors are: (Required by KRS 272.247(1)(f).)

ARTICLE IX

The initial By-laws shall be adopted by the initial Board of Directors. Thereafter, the Corporation shall be governed by the By-laws. (This is statutory (KRS 273.191) and not required to be in the Articles, but it makes the responsibilities of the incorporators and initial Board of Directors clear.)

ARTICLE X

The officers and members of this Corporation shall not be held personally liable for any debtor obligation of the Corporation solely because of their position as officers and members of the Corporation. (This is statutory (KRS 273.187) and not required for Articles.)

ARTICLE XI

In the event of dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, dispose of all assets of the Corporation exclusively for the purposes of the Corporation, in such manner, or to such organizations organized and operated exclusively for charitable or educational purposes as shall at the time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provision of any later Federal tax laws), as the Board of Directors shall determine.

The remaining assets, if any, shall be disposed of by the Circuit Court of the county in which the principal office for the Corporation is then located, exclusively for such purposes or to such organizations as said Court shall determine are organized and operated exclusively for such purposes.

ARTICLE XII

Amendments to these Articles shall be made pursuant to the provisions of KRS 273-263. (This is statutory and not required for Articles, but helpful to have a reference in the Articles. KRS 273.263 requires two-thirds vote of members if entitled to vote, otherwise majority vote of Board.)

IN TESTIMONY WHEREOF, witness the signatures of the Incorporators of this Corporation on this ____ day of _____, 200 ____.

(Signatures here are not necessary if incorporators have signed in the Article listing incorporators (Article VII above), but acknowledgements are still required, of course. Type names below each signature line. Adjust for single incorporator. See KRS 273.243.)

STATE OF KENTUCKY
COUNTY OF _____

Before me, the undersigned authority, personally appeared _____ and being first duly sworn, acknowledged that she/he was an incorporator of the aforementioned Corporation, and that she/he signed the foregoing Articles of Incorporation as her/his free act and deed.

Witness my signature and seal of office this ____ day of _____, 200 .

NOTARY PUBLIC

(See KRS 273.251 (1). Only one incorporator is required to acknowledge. However, if more than one will, be sure to have a separate acknowledgements unless you know you can get all the incorporators together with a notary at one time. Adjust for masculine and more than one incorporator.)

This Document Prepared by:

(name and address of attorney)

(Name and address of individual who prepared must be printed, typewritten or stamped on Articles of Incorporation. KRS 382.335.)

ATTACHMENT III

NONPROFIT TAX STATUS

Nearly all neighborhood organizations are nonprofit. A nonprofit organization can raise money from its activities, but “no part of the earnings of the organization should inure to the benefit of, or be distributed to, its members, trustees, officers, or any other private persons”...(excluding salaried employees). (IRS definition).

There are two possible classifications for neighborhood organizations: civic leagues, also known as Section 501 (c) (4) organization; and charitable organizations, also known as Section 501 (c) (3) organizations.

Civic leagues operate “to further the common good and general welfare,” and do not have to pay income taxes on revenue. However, contributions to civic leagues are not tax deductible.

Charitable organizations are organized for religious, charitable, scientific or educational purposes. Charitable activity can include such functions as relief for the poor, advancement of education, eliminating prejudice and discrimination, and combating community deterioration and juvenile delinquency. Like civic leagues, charitable organizations do not have to pay income taxes on revenue. In addition, contributions to charitable organizations are tax deductible, and Internal Revenue Service regulations encourage charitable foundations to award grants only to publicly-supported Section 501 (c) (3) organizations. Charitable organizations may qualify for special third-class bulk mailing postage rates and may be eligible for exemption from a variety of state and local taxes.

Neither a civic league nor a charitable organization may engage in partisan politics. A civic league may engage in legislative or lobbying activity, which relates to the group’s basic objectives. A charitable organization may generally not devote a “substantial part” of its activities to influencing legislation. However, it may elect to lobby by filing Form 4768, which permits organizations to spend regulated portions of its budget on lobbying.

A civic league applies for an exemption on IRS Form 1024; a charity uses Form 1023. Both forms must be accompanied by the group’s organizing documents (corporate charter or articles of association, by-laws, etc.). An exemption will not be awarded unless these documents contain certain statements and assurances. These details are explained in IRS pamphlet 557, *How to Apply for Recognition of Exemption of an Organization*. Interested groups can also call the toll free number in the telephone book and ask for these forms.

Information (tax) returns for exempt organizations are filed with the Internal Revenue Service, generally on Form 990. Exempt organizations (which are not private foundations) with a gross annual income not in excess of \$10,000, may simply fill out the heading portion of the form (name, address, tax number).

Tax laws may change from time to time. Check with the attorney who prepares your Articles of Incorporation and the IRS for the most recent laws pertaining to tax status.

ATTACHMENT IV

PLANNING AND ZONING PROCESS

The fundamental purpose of planning is to guide and shape the community's growth and development. Our community's planning policies and regulations are set out in a variety of documents and ordinances. The comprehensive plan and the zoning ordinance are probably the ones of greatest interest to neighborhood associations.

The Comprehensive Plan

The comprehensive plan provides the foundation for all land use decisions in Fayette County. The plan document sets out the principles, policies and standards by which development will be evaluated and includes proposals for the general location, character and extent of future transportation and all other community facilities (roads, sewers, parks, etcetera) Incorporated into the plan is a map showing the types of land uses that are appropriate for each area within the community.

State law requires that the comprehensive plan be reviewed every five years. In Lexington-Fayette County the plan development and review process has been characterized by considerable community involvement. Neighborhood associations have played an important role in the process suggestions at the many public meeting and hearings, which have been held before adoption of the plan by the Planning Commission.

The Zoning Ordinance

The zoning ordinance serves as a primary tool for implementation of the comprehensive plan. It outlines the various zones into which the county is divided, defines the principal and accessory uses which can be made of land within each zone, lists conditional uses of the land with approval of the Board of Adjustment, and sets out uses that are prohibited on land in each zone. It also lists minimum lot and yard sizes, maximum building heights, off-street parking requirements, and landscape buffering requirements for each zone.

Within each zone, a property owner is limited to the land uses permitted by the zoning ordinance unless he or she obtains approval for a zone change. When a zone change request is filed, notice is set to owners of property within 400 feet of the property for which the change is proposed. The neighborhood association, if there is one, is also notified.

Upon receiving notice o a zone change request, citizens should feel free to contact the Division of Planning to obtain more details regarding the development proposal. Citizens may visit the Division's office to view plans and other materials – all such records are open to the public (or may want to check with Long Range Planning or the Division's website at www.LFUCG.com to view submitted plan drawings). Direct discussions between the developer and citizens are often useful in resolving issues of neighborhood concern. The public may attend the Planning Commission's Zoning and Subdivision Committee meetings, but these are not hearings and only brief statements may or may not be entertained by the Committees if time permits. The most important times for citizens input are at the scheduled Planning Commission public hearing and, where applicable, the Council public hearing. These are the meetings where recommendations and decisions are made.

At the Planning Commission hearing, the Planning staff makes a recommendation and testimony is heard from the applicant, any supporters and any objectors. The Planning Commission

then makes its recommendation to the Urban County Council. The Council does not have to hold a second public hearing but usually does if requested. At the Council public hearings, the Planning Commission's recommendation must be approved unless eight Council members vote to override it. Any interested party may appeal the Council's decision to circuit court within 30 days of the council's vote.

At the hearings of both the Planning Commission and the Council, applicants and objectors may be represented by attorneys if they choose, but this is not required. Hearings are informal, and anyone who wishes to present evidence or testimony is allowed to do so, as long as it is not repetitive. Experience has shown that a well-organized neighborhood association provides the best vehicle for citizens to respond to zone change requests.

At both the Planning Commission and Council level, certain legal criteria must be applied. It is important for neighborhood representatives to understand these criteria in order to present their cases effectively. A zone change request *may* be granted if:

- | |
|--|
| <p>1. The zone change agrees with the comprehensive plan; recommendations;</p> <p style="text-align: center;"><i>OR</i></p> <p>2. The existing zoning classification of the property is inappropriate or improper; and the requested zoning classification is</p> <p style="text-align: center;"><i>OR</i></p> <p>3. There have been major changes of an economic, physical or social nature within the area involved, which were not anticipated in the comprehensive plan and which have substantially altered the basic character of the area.</p> |
|--|

Neither of these criteria can be met, the zone change must be denied.

However, even if one or more of these criteria is met, the Planning Commission and Council may deny the request, and the denial is likely to be upheld by the Circuit Court on appeal unless the zone change applicant has clearly demonstrated compelling need for the rezoning.

When a property owner seeks a condition use permit (for example, to operate a child care center or home occupation in a residential zone) or a variance from the lot, yard or height requirements, the case is heard by the Board of Adjustment. As with zone change requests, nearby property owners and the neighborhood association are notified and may comment at the public hearing. Interested parties have the right to appeal a Board of Adjustment decision to circuit court within 30 days of the board's final vote.

The Planning Commission and the Urban County Council act in a quasi-judicial role when deciding on zone change requests. The Board of Adjustment also performs a quasi-judicial function. This means that they are required to make their decision solely on the basis of evidence presented at the Public hearings.

It should be clear from this brief summary that neighborhood association leaders need to familiarize themselves with the comprehensive plan and zoning ordinance if they think it likely they will be involved in planning and zoning issues. Copies of these documents are available from the Division of Planning (258 3160). Neighborhood leaders may also find it helpful to attend one or more public hearing (or watch them on Cable Channel 3 or streaming on the LFUCG website) in order to become familiar with hearing procedures and to get an idea of the kinds of evidence and testimony which tend to be most effective.

NEIGHBORHOOD ASSOCIATION REGISTRATION FORM
OR
UPDATE OF INFORMATION ON EXISTING ASSOCIATIONS

_____NEW ASSOCIATION

_____CHANGE OF INFORMATION

Neighborhood Association Name _____

Web Page Address of the Association _____

Association President or Primary Contact _____

Address _____

Home Phone _____

Work Phone _____

e-mail address _____

Alternate Contact _____

Address _____

Home Phone _____

Work Phone _____

E-mail address _____

PLEASE USE THE REVERSE OF THIS FORM TO ATTACH A MAP SHOWING THE BOUNDARIES OF YOUR ASSOCIATION. A WRITTEN DESCRIPTION OR RECENT MEMBERSHIP LIST WITH STREET ADDRESSES MAY BE SUBMITTED IN LIEU OF THIS DESCRIPTION.

Please return to:

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