

# **KEEP ONESPARTANBURG BEAUTIFUL BYLAWS**

# ARTICLE I - NAME

The official name of this organization shall be: Keep OneSpartanburg Beautiful (hereafter referred to as KOSB), an affiliate of Keep America Beautiful.

# **ARTICLE II - MISSION and OBJECTIVES**

**Mission:** To engage residents in litter prevention, waste reduction and recycling, and beautification for all of Spartanburg County.

Vision: A Beautiful Spartanburg

#### **Objectives:**

- 1. To promote and support community clean-ups, waste reduction and recycling, and beautification projects
- 2. To provide educational programs for schools and other groups
- 3. To promote and support other activities and programs which will further the purpose of KOSB.

## **ARTICLE III - DUTIES and POWERS**

#### Section 1: Duties

KOSB will be governed by an independent advisory board to plan, initiate, and direct programs to support the mission, vision, and objectives of KOSB as outlined in Article II.

#### Section 2: Powers

In order to perform the duties in Article III Section 1, KOSB shall have the following authority:

- 1. To adopt bylaws
- 2. To implement programs and action plans
- 3. To encourage and accept appropriations, donations, and in-kind contributions and volunteer efforts for expenditure and use by KOSB in its achievement of goals and objectives.
- 4. To make recommendations and to work with Spartanburg County Council, Spartanburg City Council, other municipalities, OneSpartanburg, Inc., and other organizations regarding beautification, litter control, and waste reduction and recycling programs.
- 5. To make annual reports to Spartanburg County Council, Spartanburg City Council, and OneSpartanburg Inc.

#### **ARTICLE IV - MEMBERSHIP**

#### Section 1: Structure

The Board of Directors will be the advisory body of KOSB. The Board shall consist of no more than fifteen (15) or less than seven (7) members.

#### Section 2: Non-Discrimination Clause

There shall be no discrimination in membership or participation in the affairs of KOSB based on race, creed, national origin, sex/gender identity, handicap, sexual orientation, or age.

#### Section 3: Tenure of Board Directors

Board of Directors members shall serve a two (2) year term. A Board of Directors member may be re-elected to the Board of Directors for three (3) consecutive terms, with no more than three (3) consecutive terms. Board members who cannot commit to at least two (2) volunteer activities annually may be relieved of duties at the discretion of the Board.

#### Section 4: Officers

The officers of the Board shall consist of a Chairperson, Vice-Chairperson, Treasurer, and Secretary. The officers shall be elected by a simple majority. Officers will serve a term of two (2) years but may be re-elected for another term. No officer shall serve more than two (2) consecutive terms.

## Section 5: Nominations of Officers

The Chairperson at a regular meeting of KOSB shall appoint a Nominating Committee. The Nominating Committee will present the slate of nominees. The term of officers will begin immediately after election. A candidate receiving a majority of votes shall be elected and serve a two (2) year term, or until his or her successor takes office.

#### Section 6: Vacancies of Offices

In the event of any office vacancy (due to resignation, etc.), a replacement will be elected pursuant to Article IV: Section 5 at the next scheduled meeting. The replacement will complete the term of the replaced individual.

## Section 7: Duties of Officers

Chairperson – The Chairperson will be responsible for leading the Board to develop programs and policies that will accomplish the objectives of KOSB. The Chairperson will preside at all meetings of the Board and decide all points of order and procedure at such meetings.

Vice-Chairperson – The Vice-Chairperson will act in the place and stead of the Chairperson in the event of their absence, inability, or refusal to serve; and will exercise and discharge other duties as the Board elects.

Treasurer - The Treasurer will manage financial accounts and oversee spending. They will update spending reports and provide them to the Board monthly.

Secretary – The Secretary will keep the minutes of the meetings and maintain attendance records.

## ARTICLE V – MEETINGS

## Section 1: Conducting Meetings

All meetings shall be conducted by Robert's Rules of Order. KOSB will establish a regular time and place for its meetings and may hold one regular meeting monthly, and no fewer than one meeting per quarter. Special meetings may be set by the Chairperson, with at least three (3) day's notice given in advance of any special meeting.

#### Section 2: Transaction

Every decision made by a majority vote of the board will be regarded as an act of the entire KOSB organization.

## Section 3: Standing Committees

Standing Committees will be organized to carry out the objectives of KOSB by the Board. Chairperson or Co-Chairpersons of the Standing Committees will be appointed by the Chairperson of the Board after working with the KOSB Coordinator to determine the best fit. The Standing Committees will include, but not be limited to, the following:

Financial - This committee is responsible for raising and allocating funds and financial resources in coordination with the treasurer.

Governance - This committee is responsible for the principles and policies by which KOSB conducts its mission and manages its affairs.

Marketing - This committee is responsible for raising awareness of KOSB and promoting the programs as approved by the board.

#### Section 4: Other Committees

The chairperson of the Board may designate committees for special projects, appoint members to said committees, appoint a chairperson of said committees, and terminate the committees.

#### Section 5: Committee Meetings

Members of committees shall meet at the discretion of the Chairperson or Co-Chairpersons of the Committee. Those members present at any meetings shall constitute a quorum.

## ARTICLE VI – COORDINATOR

## Section 1: Duties

The KOSB Coordinator will be a full-time employee of Spartanburg County and serve under the direction of Spartanburg County and OneSpartanburg Inc. The Coordinator will be the chief administrator of KOSB, and will be responsible for implementing the policies and programs of KOSB as approved by the Board of Directors. The Coordinator will be responsible for the day-to-day management of KOSB to include maintaining records and reports, financial management, maintaining certifications and professional relationships with Keep America Beautiful, Palmetto Pride, local governments, et. al., website management, social media, public relations, Litter Hero Program administration, serving as a resource and advisor to the committees, and other duties as may be approved by the board.

# **ARTICLE VI – FUNDS AND DISSOLUTION**

## Section 1: Management of Funds

Funding of the activities of KOSB is primarily provided through OneSpartanburg Inc. appropriations and Spartanburg County. All revenue and expenses are processed and recorded by OneSpartanburg Inc. Those making grants and in-kind contributions in connection with projects, programs, etc. are consistent with Article III; Section 2, with OneSpartanburg Inc. as the grantee.

## Section 2: Dissolution

In the event of final dissolution or liquidation of KOSB, and after discharge of all its liabilities, the remaining assets of KOSB, including all of its various specifically designated funds, shall be divided at the discretion of Spartanburg County or OneSpartanburg Inc. For grant funds not spent within the time frame allowed by the Grantor, funds will be returned immediately upon the dissolution or liquidation of the affiliate.

# **ARTICLE VII – AMENDMENTS**

# Section 1: Amendments to Bylaws, Rules, and Regulations

These Bylaws may be amended by majority vote of the Board Members present at any regular meeting, provided:

- 1. A majority of the Board is present;
- 2. Notice was presented in writing at the previous KOSB meeting; and
- 3. The amendments do not violate any KOSB Resolution.

Original Bylaws adopted by the Board of Directors on May 20, 2019.

KOSB Coordinator

KOSB Chairperson

Amended Bylaws adopted by the Board of Directors on \_\_\_\_\_\_.

(date)

**KOSB** Coordinator

KOSB Chairperson