

COMMONWEALTH OF KENTUCKY  
KENTUCKY WATER TRANSPORTATION ADVISORY BOARD

**BYLAWS**

**WHEREAS**, the Kentucky Water Transportation Advisory Board (the "Water Transportation Board" or "Board"), is an advisory board to the executive and legislative branches of Kentucky government on matters pertaining to water transportation, as created and established by Kentucky Revised Statutes ("KRS") (the "Act") 174.200 *et seq.* having all of the powers, duties, and responsibilities delegated to it within the statutes or as otherwise provided by law; and

**NOW, THEREFORE**, the Water Transportation Board hereby adopts the following Bylaws that shall be in effect until amended by the Board:

**Article I**

**Definitions**

All words or phrases used in these Bylaws, unless otherwise defined herein, and in proceedings and resolutions of the Board under the statutes, shall have, to the extent defined by the statutes, the same meanings as assigned such words or phrases by the statutes. Any conflict between language used in these Bylaws, or in any proceedings of the Board, and the statutes, shall be resolved in favor of the language of the statutes, which is, in all such respects, controlling.

**Article II**

**Office**

The Water Transportation Board's office for record purposes shall be located at the Kentucky Transportation Cabinet Building, 200 Mero Street, Frankfort, Kentucky 40622 or such other address as the Chairman of the Board shall assume in the future.

### **Article III**

#### **Powers**

In addition to any and all other powers as provided by law, the Board shall have all the powers and Board, not explicitly provided by statute, necessary or convenient to carry out and effectuate the functions, duties, and responsibilities of the Board under the statutes.

### **Article IV**

#### **Quorum and Approvals**

A majority of the board shall constitute a quorum for the purposes of conducting business. Any item of business shall be approved by a majority of the members present.

### **Article V**

#### **Membership**

A. **Members.** The Board shall consist of seven (7) voting members as set forth under the statutes. Each member shall serve a term as set forth within the statutes and after the initial appointments, members shall serve four (4) year terms. Members shall be eligible to succeed themselves and shall serve until their successor is appointed.

B. **No Compensation.** The members of the Board shall receive no compensation for their services and shall not be entitled to reimbursement for expenses.

### **Article VI**

#### **Officers and Authorized Agents**

A. **Officers.** The members of the Board shall elect a Chairman and Vice-Chairman from its members, who shall serve two (2) year terms or until replaced. At the first meeting following the end of the 2 year term, the Board shall elect a Chairman and Vice-Chairman.

**B. Duties and Powers of Officers.**

(i) **Duties of the Chair.** The Chair shall preside at all meetings of the Board. The Chair shall sign in the name and on behalf of the Board on all instruments and documents executed on behalf of the Board.

(ii) **Duties of the Vice-Chairman.** The Vice-Chair of the Board shall preside at all meetings of the Board in the Chair's absence. The Vice-Chair shall carry out all of the functions of the Chair whenever the Chair is absent or incapacitated for any reason.

**Article VII**

**Meetings**

A. **Call of Meetings.** The Board shall meet at the call of the Chairman, or in his/her absence, the Vice-Chairman. At a minimum, the Board shall meet biennially. Meetings may also be called at the request of the Secretary of the Transportation Cabinet. The call shall be made in writing and shall advise members of the Board of the time, date, and place of the meeting, and the nature of the business to be considered at such meeting. Notice of all meetings shall be given to the public pursuant to KRS 61.805 to 61.850 and all meetings shall be considered open meetings.

B. **Conduct of Meetings.** The Chairman, or in his/her absence, the Vice-Chairman, shall preside at Board meetings. If both the Chairman and Vice-Chairman are absent from a meeting, the Chairman may designate another member to preside over the meeting as the Chairman's representative. Meetings of the Board shall be conducted generally according to the rules of proceedings outlined in the most current edition of Roberts' Manual of Parliamentary Rules.

C. **Administrative.** The Board shall receive assistance, if requested by the Board, in carrying out its administrative functions from the Transportation Cabinet as

provided for in the statutes and shall be attached to the Transportation Cabinet for administrative purposes as provided for in the statutes.

D. **Open Records.** The Board shall be subject to the provisions of the Kentucky Open Records Act, KRS 61.870 to 61.884.

**Article VIII**

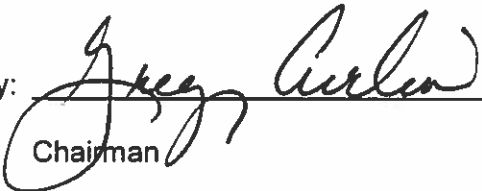
**Amendment of Bylaws**

These Bylaws may be amended only upon approval of a majority of the members of the Board.

**CERTIFICATE OF ADOPTION**

It is hereby certified that the foregoing Bylaws of the Kentucky Water Transportation Advisory Board were adopted by the Board at a duly called meeting held on the 18 day of 1, 2017.

This the 18 day of 1, 2017.

By:   
Chairman



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