



Historic Linden Grove Cemetery

BY LAWS

OF THE

BOARD OF OVERSEERS

OF

LINDEN GROVE CEMETERY

**Approved May 22, 2008
and as subsequently amended
March 17, 2011; July 14, 2011; March 15, 2012**

Section 1. Establishment & Membership

- 1.1 The Board of Overseers is established pursuant to the Inter Local Agreement between the City of Covington, Kentucky and the Kenton County Fiscal Court, originally executed on October 25, 1998 and as subsequently amended by those entities.
- 1.2 The Board is established in accordance with the applicable provisions of the Kentucky Revised Statutes.
- 1.3 In accordance with the provisions of the Inter Local Agreement, membership on the Board is comprised of three (3) members appointed by the Kenton County Fiscal Court, three (3) members appointed by the City of Covington, and three (3) At Large members selected by the County and City appointees as provided herein. Appointed members serve for the term specified in their appointment.
- 1.4 The City and County members of the Board shall select one (1) At Large member who has expertise in the field of Cemetery operations, and two (2) At Large members who have relevant expertise and/or experience in a field or discipline as desired by the Board.
- 1.5 All members of the Board serve without compensation.

Section 2. Powers & Duties of the Board

- 2.1 In accordance with the provisions of the Inter Local Agreement, the Board is authorized to: manage and operate the Cemetery; establish and maintain trust accounts, including a Perpetual Care Trust Fund for the Cemetery; maintain and have custody of all Cemetery records; collect all revenues and pay all expenses for the Cemetery; and meet regularly to adopt policies for the management and preservation of the Cemetery.
- 2.2 The Board shall establish its own meeting schedule and meeting locations for each fiscal year or calendar year and publish same to all Board members, City and County agencies and departments as requested. The Board may also publish its meeting calendar with any other parties it may deem to be appropriate.
- 2.3 The City and County members of the Board shall select by majority vote the At Large members in accordance with the requirements of the Inter Local Agreement. The initial terms of office for At Large

members shall be as follows: one (1) member shall serve for a term of one (1) year; one (1) member shall serve for a term of two (2) years; and one (1) member shall serve for a term of three (3) years. Upon the completion of these initial terms, all At Large members shall serve for a term of three (3) years. At Large members may serve subsequent terms upon the affirmative majority vote by the City and County members of the Board.

- 2.4 In accordance with the provisions of the Inter Local Agreement, a member of the Board may be removed from office by his or her respective appointing authority for misconduct, inefficiency, or willful neglect of duty. Any vacancy shall be filled by the appropriate appointing authority within thirty (30) days of the vacancy.

Section 3. Board Officers

- 3.1 At the first meeting following the start of each fiscal year, the Board shall elect a Chair, Vice-Chair, Co-Treasurer and Secretary from its own membership.
- 3.2 Officers elected shall serve from the date of their election until the date of the succeeding election or until their successors are chosen. The Board shall determine the method of election of its officers.
- 3.3 The Board shall take advantage of any Treasury and Legal Counsel services provided free of charge by Kenton County or the City of Covington agencies and departments, respectively.
- 3.4 The Board Chair shall: preside at all meetings of the Board; issue communications on behalf of the Board, to the Board, the City of Covington, the Kenton County Fiscal Court, and the public at large; establish an agenda for each regularly scheduled meeting of the Board; represent the Board in matters concerning the Cemetery; provide direct supervision of Cemetery employees consistent with the policies and directives approved by the Board; and have authority to direct the expenditure of funds not to exceed an amount of \$1,000 from the Cemetery's operating account that were not previously appropriated by the Board or not specified in the Cemetery's approved annual operating budget, for emergencies arising between meetings of the Board and necessary for the continuation of normal Cemetery operations.

- 3.5 The Board Vice-Chair shall serve in the absence of the Chair with respect to any of the Chair's specified duties and responsibilities.
- 3.6 The Board Secretary shall maintain the minutes of all meetings of the Board and publish same for its approval.
- 3.7 The Board Co-Treasurer shall not have signing authority to dispense funds directly from any of the Cemetery banking or trust accounts and shall not have access to make entries directly into the books and ledgers concerning those accounts. The Board Co-Treasurer shall be the primary liaison with the Non-Member Co-Treasurer and shall gather the necessary information and supporting documentation to prepare and present reports concerning the Cemetery's finances at each regularly scheduled Board meeting.

Section 4. Finances

- 4.1 The fiscal year for all Cemetery funds shall extend from July 1 to June 30 in the following year. The Board shall adopt a budget prior to the start of each fiscal year and provide copies to the City and County in a manner agreeable to both entities.
- 4.2 An annual financial report for the Cemetery shall be prepared by the Co-Treasurers in accordance with the standards of the Kenton County Treasurer's Office and issued to the City, County and other governmental bodies as required.
- 4.3 In accordance with the provisions of the Inter Local Agreement, the Board shall establish and maintain a Perpetual Care Trust Fund for the Cemetery.
- 4.4 The receipt and disbursement of all Cemetery funds shall adhere to the provisions and restrictions of all applicable sections of the Kentucky Revised Statutes.
- 4.5 Approval of the Cemetery's annual operating budget by the Board of Overseers constitutes authority for the expenditure of funds from the Cemetery's operating account by its authorized officers and employees necessary for normal Cemetery operations and not in excess of the approved line item amounts. Expenditures in excess of approved operating budget line item amounts require the approval of the Board of Overseers.

Section 5. Board Meetings

- 5.1 The Chair, or Vice Chair at the direction of the Chair, shall distribute a reminder notice with a preliminary agenda to each Board member, the Non-Member Co-Treasurer, Legal Counsel and Cemetery Superintendant not less than 10 days in advance of each regularly scheduled Board meeting.
- 5.2 Special meetings of the Board may be called upon the request of any member, with the consent of a simple majority (5) of the membership of the Board. Notice of a special meeting and the meeting agenda shall be provided by the Chair or Secretary to all Board members not less than five (5) days in advance of the meeting date.
- 5.3 No official action may be taken by the Board outside of a properly called meeting, regular or special.
- 5.4 Five (5) members of the Board present shall constitute a quorum for the legal transaction of business at any properly called meeting, regular or special, provided that at least one (1) member appointed by the City of Covington and one (1) member appointed by the Kenton County Fiscal Court are in attendance.
- 5.5 Meetings shall be conducted in accordance with Roberts Rules of Order, Revised and in accordance with the applicable open meeting laws of the Commonwealth of Kentucky.

Section 6. Amendments

- 6.1 These By Laws may be amended by the affirmative vote of one more than a simple majority of the membership of the Board, at any meeting of the Board; provided, however, that a final copy of such proposed amendment is provided in writing to all Board members at least ten (10) days in advance of such vote.