



## **Nicholasville, Wilmore – Jessamine County Joint Tourism Commission Bylaws**

In conjunction with the City of Nicholasville, City of Wilmore and the Fiscal Court for the County of Jessamine and the simultaneous enactment by said bodies of similar Ordinances, there is hereby established the Nicholasville/Wilmore/Jessamine County Joint Tourism Commission. The Commission shall serve and operate under such terms and conditions as maybe established by the laws of the Commonwealth of Kentucky and all applicable ordinances enacted by the establishing bodies. The NWJC Joint Tourism Commission was officially established

### **Mission Statement**

“The overall mission of the Nicholasville, Wilmore – Jessamine County Tourism Commission is to increase the economic impact of tourism in Nicholasville, Wilmore and Jessamine County; to identify attractions and recreational opportunities and to aggressively promote (market and advertise) Nicholasville, Wilmore and Jessamine County as a travel destination; to strategically identify potential new markets; to give priority to those markets which have the highest potential to sustain and increase the transient room tax; and to give support and assistance to all tourism entities within the cities and county.”

### **Purpose**

(A) The purpose of the Nicholasville, Wilmore – Jessamine County Tourism Commission is to promote the economic growth of the cities and county through expenditure of the transient room tax to attract conventions, tournaments, meetings and visitors to the area by acting as an aggressive sales, marketing and service organization.

### **Objectives**



1. To increase business to every establishment that directly or indirectly serves the conventioner and/or the traveling public.
2. To encourage those serving the traveling public to render always a high standard of performance; and to levy charges proportional to the quality and quantity of service and/or products supplied.
3. To provide leadership and/or seek funding to involve those establishments serving the traveling public in projects and programs which enhance and advance our community; and simultaneously to provide for expansion of tourist and convention business in Nicholasville, Wilmore and Jessamine County.
4. To extend the hand of welcome to all visitors and visitor prospects, in keeping with the highest traditions of hospitality expected of our area, and in keeping with fair and honest business practices.
5. To create and project a positive image for the tourist and convention industry within the local community.
6. To maintain the transient room tax for the sole purpose of promoting conventions and tourist activity to the area through the allotment of Special Funding, special interest groups, programs, projects and facilities that are eligible to receive funding, to further the interest of tourism in Nicholasville, Wilmore and Jessamine County.

## **Article I**

### **Office or Address**

The commission shall use as its address 102 S. First Street, Nicholasville, KY 40356. Any other address may be determined by the Commission as the business of the Commission may require.

## **Article II**

### **General Powers**



**Section 1.** The business and affairs of the Commission shall be managed by the duly appointed members of the Commission.

**Section 2.** The Commission is the policy making body and shall be authorized to conduct and transact business in the name of the "Tourist Commission."

**Section 3.** The number, tenure in office, qualifications and method of appointment of the members of the Commission shall be as set forth in the KRS 91A.360

**Commission Membership-Terms-Removal-Officers and Employees-Audit:**

(A) **Members:** The commission shall be composed of seven (7) members and shall, unless otherwise specified, be appointed by the joint action and agreement of the Nicholasville City Mayor, the Wilmore City Mayor and the Jessamine County Judge Executive, as set forth herein.

(B) **Appointment of Members:** In the absence of both a local hotel-motel association and a local restaurant association at the time of the establishment of the commission, the initial commission members shall be appointed as follows:

(1) Initial Appointments: The following initial members of the commission shall, unless otherwise specified, be appointed by the joint decision of the Mayor of Nicholasville, the Mayor of Wilmore and the County Judge Executive of Jessamine County, to wit:

- (a) Three (3) commissioners representing local hotels or motels, one (1) of whom shall be appointed in the sole discretion of the Mayor of the City of Wilmore;
- (b) One (1) commissioner representing local restaurants.
- (c) One (1) commissioner shall be appointed from a list of three (3) or more names submitted by the Jessamine Co. Chamber of Commerce.
- (d) One (1) commissioner shall be appointed in the sole discretion of the Jessamine County Judge Executive.
- (e) One (1) commissioner shall be appointed in the sole discretion of the Mayor of the City of Nicholasville.



(2) Subsequent Appointments/Vacancies: All appointments or re-appointments made after the date of the initial appointments described in Paragraph (B)(1) shall be made as follows:

(A) In the event that no local hotel association exists and/or no local restaurant association exists at the time it shall become necessary to fill an expired term or other vacancy, all such subsequent appointments or vacancies shall be filled in the same manner that the original appointment was made.

(B) In the event that a local hotel association exists at the time it shall become necessary to fill an expired term or other vacancy, all such subsequent appointments or vacancies shall be filled as follows:

(i) Two (2) commissioners shall be jointly appointed from a list of three (3) or more names submitted by the local city hotel and motel association and one (1) commissioner shall be appointed from a list of three (3) or more names submitted by the local county hotel and motel association, provided that if only one (1) local hotel and motel association exists which covers both the city and county, then three (3) commissioners shall be jointly appointed from a list of six (6) or more names submitted by it. A local city or county hotel and motel association shall not be required to be affiliated with the Kentucky Hotel and Motel Association to be recognized as the official local city or county hotel and motel association.

(C) A Local Hotel/Motel Association must be a legal, non-profit entity formed in the Commonwealth of Kentucky and recognized by the Kentucky Secretary of State as active and in good standing. Furthermore, in order to be recognized by this ordinance as a Local Hotel/Motel Association said entity must:

- (i) Permit the admission of any and all lodging establishments within the geographic bounds of Jessamine County whether they are hotels, motels, or bed and breakfasts;
- (ii) Maintain reasonable financial dues that permit participation in the association by all those who desire to do so;
- (iii) Maintain a board of directors of no less than seven (7) members which shall be comprised of employees, agents or owners of any



major chain hotel, independent hotel, bed and breakfast or industry partner which currently operates within the geographic boundaries of Jessamine County;

(iv) Each entity desiring to be recognized as a Local Hotel/Motel Association must appear before the legislative bodies of the participating governments at a regularly scheduled meeting and submit the entities' by-laws for approval by said body. The by-laws will only be reviewed and approved in the event said entity can prove to the legislative body that the entity has:

(a) Been in existence for no less than two (2) years at the time the entity submits their by-laws for review by the legislative bodies of the participating governments, and

(b) Have as members more than fifty (50%) percent of all Hotels, Motels and Bed and Breakfasts in existence within the geographic boundaries of Jessamine County at the time the entity submits their bi-laws for review by the legislative bodies of the participating governments.

(D) In the event that a local restaurant association exists at the time it shall become necessary to fill an expired term or other vacancy, all such subsequent appointments or vacancies shall be filled as follows:

(i) One (1) commissioner shall be jointly appointed from a list of three (3) or more names submitted by the local restaurant association or associations. A local restaurant association or associations shall not be required to be affiliated with the Kentucky Restaurant Association to be recognized as the official local restaurant association or associations.

(E) A Local Restaurant Association must be a legal, non-profit entity formed in the Commonwealth of Kentucky and recognized by the Kentucky Secretary of State as active and in good standing. Furthermore, in order to be recognized by this ordinance as a Local Restaurant Association said entity must:



- (i) Permit the admission of any and all Restaurant businesses within the geographic bounds of Jessamine County including major chain restaurant, independent restaurants, bars and food trucks;
  - (ii) Maintain reasonable financial dues that permit participation in the association by all those who desire to do so;
  - (iii) Maintain a board of directors of no less than seven (7) members which shall be comprised of employees, agents or owners of any major chain restaurant, independent restaurants, bars, food trucks or industry partner which currently operates within the geographic boundaries of Jessamine County;
  - (iv) Each entity desiring to be recognized as a Local Restaurant Association must appear before the legislative bodies of the participating governments at a regularly scheduled meeting and submit the entities' by-laws for approval by said body. The by-laws will only be reviewed and approved in the event said entity can prove to the legislative body that the entity has:
    - (a) Been in existence for no less than two (2) years at the time the entity submits their by-laws for review by the legislative bodies of the participating governments, and
    - (b) Have as members more than fifty (50%) percent of all major chain restaurants, independent restaurants, bars and food trucks in existence within the geographic boundaries of Jessamine County at the time the entity submits their bi-laws for review by the legislative bodies of the participating governments.
- (F) In the event that no chamber of commerce exists when it shall be necessary to fill an expired term or other vacancy, all such subsequent appointments or vacancies shall be filled by the joint decision of the City Mayors and the County Judge Executive from persons residing within the jurisdiction of the commission and representing local businesses.
- (G) Vacancies on the commission of members appointed under the terms of Paragraph (B)(1), subsections (d) and (e) shall be filled in the same manner that the original appointment was made.



(H) Any candidate submitted for appointment to the commission, pursuant to subsection (2)(a), (b) or (c) shall be appointed by the appropriate chief executive officer or officers within thirty (30) days of the receipt of the required list or lists.

(C) **Term:** Commissioners shall be appointed for terms of three (3) years, provided, that in making the initial appointments, the appropriate chief executive officer or officers shall appoint two (2) commissioners for a term of three (3) years, two (2) commissioners for a term of two (2) years and three (3) commissioners for a term of one (1) year. There shall be no limitation on the number of terms to which a commissioner is reappointed. Upon the expiration of the term of any member, such member may continue to serve without restriction until replaced. NWJC Tourism Commission was established on October 1, 2017.

- City of Nicholasville - 1 year (2018)
- Jessamine County Chamber - 1 year (2018)
- City of Wilmore - 1 year (2018)
- Hotel/Motel - 2 year (2019)
- Jessamine County - 2 year (2019)
- Restaurant - 3 year (2020)
- Hotel/Motel - 3 year (2020)

(D) **Removal of Commissioner:** A commissioner may be removed from office, by joint or separate action, of the appropriate chief executive officer or officers of the local governing body or bodies that established the commission, as provided by KRS 65.007.

(E) **Officers and Employees:** The commission shall elect from its membership a chairman, vice chairman, secretary and a treasurer, and may employ personnel and make contracts necessary to carry out the purpose of KRS 91A.350 to 91A.390. The contracts may include, but shall not be limited to, the procurement of promotional services, advertising services, and other services and materials relating to the promotion of tourist and convention business. Contracts of the type enumerated shall be made only with persons, organizations, and firms with experience and



qualifications for providing promotional services and materials, such as advertising firms, chambers of commerce, publishers, and printers.

(F) **Books and Audits:** All books of the commission and its account(s) as established pursuant to KRS 91A.390(2) shall be audited as provided in the applicable sections of the Kentucky Revised Statutes, as amended. An independent certified public accountant or Auditor of Public Accounts shall make a report to the commission, to the associations submitting lists of names from which commission members are selected, to the appropriate chief executive officer or officers, to the State Auditor of Public Accounts, and to the local governing body or bodies that established the commission that was audited. A copy of the audit report shall be made available by the commission to members of the public upon request and at no charge.

### **Article III**

#### **Meetings**

**Section 1.** The meetings of the Commission shall be held monthly on the third Thursday of the month or at any other time and day agreed upon by the majority of the Commission. Notice of meetings shall be by mail, e-mail or phone to the Commission and the news media.

**Section 2.** Special meetings may be called by or at the request of the Chairman or any two (2) Commissioners. They may select the time and place for the meeting and shall be responsible for notifying each of the Commissioners at least two (2) days before a special meeting.

### **Article IV**





### **Manner of Acting**

**Section 1.** The act of the majority of the Commission present at a meeting of which a quorum is present shall be the act of the Commission.

**Section 2.** A simple majority (4 of 7) of the Commissioners shall be a quorum. Without a quorum present, the majority present may adjourn a meeting.

**Section 3.** If the Commission so desires, it can adjourn to go into executive session pursuant to KRS 61.810.

**Section 4.** Action shall not be required to be taken on any matter that is presented before the Commission on the first presentation.

**Section 5.** Compensation shall not be paid Commissioners for their services. If any reimbursement is in order, preferable with prior approval, such reimbursement shall be approved as an act of the Commission for expenses incurred on behalf of the Commission.

**Section 6.** Request for expenditures shall be presented in written application. Itemized bills shall be presented for payment to the Treasurer.

### **Article V**

#### **Officers**

**Section 1.** Officers of the Commission shall be a Chairman, Vice-Chairman, Secretary, and Treasurer. Each shall be elected as an act of the duly appointed Commissioners.

**Section 2.** Committees under the Commission shall be appointed by the Chairman at a regular meeting. Members of the Commission shall aid in the development of committees of volunteers for special services and/or special events. At least one member of the commission shall be a member of any committee appointed by the Commission.



**Section 3.** The Commission may provide for the created of supportive organization or association of persons (referred to as "exofficio members") involved in the hospitality or tourist industry to work with the Commission in carrying out it purposes and objectives.

**Section 4.** At the May meeting each year, the Chairman shall appoint a committee of three (3) Commissioners as a Nominating Committee. The Nominating Committee will prepare a slate of officers to be voted on at the regular June meeting. Officers shall assume the responsibility of office at the regular meeting July meeting.

**Section 5.** The term of office shall be for the fiscal year. July first (1<sup>st</sup>) to June thirtieth (30<sup>th</sup>). The Officers shall be elected and serve for a term of one (1) year. No members shall serve in the same office more than two (2) consecutive years.

**Section 6:** A member of the Commission may be removed from office, by a majority vote, if absent from three (3) consecutive meetings without good cause; or if a member's personal conduct is unbecoming to the Commission, its work or its image, the member shall be deemed to have resigned his/her position in accordance with the provisions of KRS 65.007.

## **Article VI**

### **Duties of Officers**

**Section 1. The Chairman shall be the principal executive officer and shall:**

- a. Preside over meetings with present.
- b. May sign, with other designated officers as authorized by the Commission, such contracts, deeds, bonds, mortgages, leases, and other instruments or documents which the Tourist Commission has authorized to be executed, except in cases where signing and execution thereof shall be expressly delegated by the Commission members or by these by-laws to some other office or agent of the commission, or shall be required by law to be otherwise signed or executed.
- c. Appoint a three (3) member Nominating Committee for the election of officers or office.



- d. Appoint committees for special events and other volunteer services, as approved by the Commission.
- e. Fill vacancies as set forth in Article V and VI.
- f. Able to co-sign all Commission checks along with the Director.

**Section 2. The Vice-Chairman shall:**

- a. Preside over meetings in the absence of the Chairman.
- b. If for any reason the Chairman by inability or refusal to act does not perform the duties of office, the Vice-Chairman, when so acting shall have all the powers of and be subject to all the restrictions upon the Chairman.

**Section 3. The Secretary shall:**

- a. Keep the minutes of the proceedings of the Commission.
- b. See that all notices are duly given in accordance with the provision of the by-laws or as required by law.
- c. Be custodian of the Commission's records and turn over such records to a successor.

**Section 4. The Treasurer shall:**

- a. Have charge and custody of and be responsible for all funds and securities of the Commission.
- b. Receive and give receipts for money due and payable to the Commission from any source and deposit and moneys in the name of the Commission in the designated banking facility.
- c. Shall file monthly a yearly report with the City of Nicholasville and a copy for the Secretary's records.
- d. Able to cosign all Commission checks along with the Director.
- e. Perform all duties incident to the office of Treasurer and other duties as assigned.



## **Article VII**

### **Indemnification of Officers**

The Commission shall indemnify each duly appointed member who was or is a party, or is threatened to be made a party to any threatened, pending or completed action, suit, or proceedings whether civil, administrative, or investigative by reasons of the fact that he or she is or was a member of the Commission or serving at the request of the Commission against expense (including lawyer fees), judgments, fines and amounts actually incurred by him or her in connection with such action, suit or proceedings if he or she acted in good faith and in a manner he or she reasonably believed to be in and not opposed to the best interest of the Commission.

## **Article VIII**

### **SPGE applicability - Fiscal Year**

(A) The commission shall comply with all applicable provisions of KRS 65A.010 to 65A.090 governing Special Purpose Governmental Entities.

(B) Fiscal Year. The commission shall operate on the fiscal year beginning July 1<sup>st</sup> of each year and ending on June 30<sup>th</sup> of the next following year.

## **Article IX**

### **Annual Budget and Transient Room Tax**

(1) (A) The commission shall annually submit a budget and request for funds for the operation of the commission to the Nicholasville City Commission, Wilmore City Council and the Jessamine Co. Fiscal Court.

(i.) The annual budget shall be submitted no later than the 1<sup>st</sup> day of May of each year.



(ii.) The first line-item of each annual budget proposed by the commission shall be an expenditure sufficient to cover all expenses anticipated to be incurred relative to the annual audit.

(iii.) The proposed annual budget shall be acted upon by the Nicholasville City Commission, the Wilmore City Council and the Jessamine Co. Fiscal Court, either through approval or amendment, before the 30<sup>th</sup> day of June of each year.

(iv.) In the event that any proposed annual budget is not acted upon by the Nicholasville City Commission, Wilmore City Council and the Jessamine Co. Fiscal Court before the June 30<sup>th</sup> date described above, the commission budget approved for the preceding year shall be automatically reinstated and the commission may operate under the terms of such budget until further action of the City Commission, City Council and Fiscal Court.

(B) The Nicholasville City Commission, Wilmore City Council and Jessamine Co. Fiscal Court shall include the commission in the annual budget of each entity and shall provide funds for the operation of the commission by imposing a three percent (3%) transient room tax on the rent for every occupancy of a suite, room, or rooms, charged by all persons, companies, corporations, or other like or similar persons, groups, or organizations doing business as motor courts, motels, hotels, inns, "bed & breakfasts", or like or similar accommodations businesses.

(i.) The collection and enforcement of the transient room tax from all persons or entities subject thereto, and who are located within the incorporated boundaries of the City of Nicholasville, shall be the sole responsibility of the City of Nicholasville.

(ii.) The collection and enforcement of the transient room tax from all persons or entities subject thereto, and who are located outside the incorporated boundaries of the City of Nicholasville and the City of Wilmore, shall be the sole responsibility of the County of Jessamine.

(iii.) The collection and enforcement of the transient room tax from all persons or entities subject thereto, and who are located within the incorporated boundaries of the City of Wilmore, shall be the sole responsibility of the City of Wilmore.



(C) Transient room taxes shall not apply to the rental or leasing of an apartment supplied by an individual or business that regularly holds itself out as exclusively providing apartments. Apartment means a room or set of rooms, in an apartment building, fitted especially with a kitchen and usually leased as a dwelling for a minimum period of thirty (30) days or more.

(2) All moneys collected pursuant to this section and KRS 91A.400 shall be collected on a monthly basis and shall be maintained in an account separate and unique from all other funds and revenues collected, and shall be considered tax revenue for the purposes of KRS 68.100 and KRS 92.330.

(3) A portion of the money collected from the imposition of this tax, as determined by the tax levying body, upon the advice and consent of the tourist and convention commission, may be used to finance the cost of acquisition, construction, operation, and maintenance of facilities useful in the attraction and promotion of tourist and convention business, including projects described in KRS 154.30-050(2)(a). The balance of the money collected from the imposition of this tax shall be used for the purposes set forth in KRS 91A.350. Proceeds of the tax shall not be used as a subsidy in any form to any hotel, motel, or restaurant, except as provided in KRS 154.30-050(2)(a)3.c. Money not expended by the commission during any fiscal year shall be used to make up a part of the commission's budget for its next fiscal year.

(4) The transient room tax collecting and enforcement entity as described above, or an agent or employee designated in writing by such entity, is authorized to examine the books, papers and records of any person, firm, organization or other like or similar accommodation business required herein to file a return. Said examination shall be permitted in order to determine the accuracy of any return made, or if no return was made to determine the amount of room tax due and owing.



- (5) (A) All transient rooms taxes collected by the City of Nicholasville pursuant to the above section, shall be paid over to the commission for deposit into such account as is described in Paragraph (2) above, within thirty (30) days of collection.
- (B) All transient rooms taxes collected by Jessamine County pursuant to the above, shall be paid over to the commission for deposit into such account as is described in Paragraph (2) above, within thirty (30) days of collection.
- (C) All transient rooms taxes collected by the City of Wilmore pursuant to the above, shall be paid over to the commission for deposit into such account as is described in Paragraph (2) above, within thirty (30) days of collection.
- (D) All transient rooms taxes collected by the State government, or any agency thereof, and which are at any time transferred either to the government of the City of Nicholasville, the City of Wilmore or the County of Jessamine, shall be in turn transferred to the commission by the receiving City or County government, for deposit into such account as is described in Paragraph (2) above, within thirty (30) days of collection.
- (6) The commission, with the approval of the tax levying body, may borrow money to pay its obligations that cannot be paid at maturity out of current revenue from the transient room tax, but shall not borrow a sum greater than can be repaid out of the revenue anticipated from the transient room tax during the year the money is borrowed. The commission may pledge its securities for the repayment of any sum borrowed.
- (7) The City of Nicholasville and/or the City of Wilmore and/or the Jessamine County Fiscal Court are authorized and empowered to issue revenue bonds pursuant to KRS Chapter 58 for public projects. Bonds issued for the purposes of KRS 91A.350 to 91A.390, may be used to pay any cost for the acquisition of real estate, the construction of buildings and appurtenances, the preparation of plans and specifications, and legal and other services incidental to the project or to the issuance of the bonds. The payment of the bonds, with interest, may be secured by a pledge of and a first lien on all of the receipts and revenue derived, or to be derived, from the rental or operation of the property involved. Bond and interest obligations issued pursuant to this section shall not constitute an indebtedness of the county, consolidated local government, or city.



All bonds sold under the authority of this section shall be subject to competitive bidding as provided by law, and shall bear interest at a rate not to exceed that established for bonds issued for public projects under KRS Chapter 58.

(8) The ordinance shall be severable. If any sentence, clause, section or portion of this ordinance or the application thereof to any particular set of facts is for any person found to be unconstitutional or invalid, said sentence, clause, section or portions shall be severed, and such unconstitutional or invalidity shall not affect repeal an of the remaining provisions, sentences, clauses, or portions of the ordinance.

(9) Penalty

(A) Any Transient Room tax imposed by this ordinance remaining unpaid after it becomes due shall bear interest at the rate of (12%) per annum of the amount of the unpaid tax payable and added to the principal amount when paid.

(B) If said account remains unpaid sixty (60) days after its due date, the Tourism Commission may seek criminal charges through the Office of the Jessamine County Attorney for enforcement of this Ordinance.

(C) Any owner, manager, corporate officer, director, or agent in charge of any facility subject to this Ordinance is deemed responsible for seeing that said monies are paid to the Tourism Commission. Sixty (60) days delinquency on the part of any establishment charged with collecting and paying this tax shall be prima facie evidence of willful intent not to pay same.

(D) Upon conviction for willful intent not to pay said tax, any person mentioned in subsection (C) above shall be guilty of a Class B misdemeanor as defined in KRS Chapter 500, et seq., and upon conviction may be fined not more than \$250.00 or sentenced to imprisonment in the County Jail for not more than ninety (90) days in said jail, or both fine and imprisonment may be levied. Each day's continued violation shall constitute a separate violation.





## **Article IX**

### **Amendments**

The Commission shall have the power and authority to alter, amend, or repeal the by-laws of the Commission at any regular or special meeting at which a quorum is present by the vote of the majority, providing all member were duly notified at the meeting, including the notice of such a proposed amendment would be voted upon.

By: \_\_\_\_\_

Chairman

Date \_\_\_\_\_