LAWRENCE LOVES PARKS FOUNDATION

BYLAWS

Adopted 9/28/26

ARTICLE ONE: NAME AND PURPOSE

Section 1: Name. The name of this non-profit corporation that operates as a publicly-supported charitable organization shall be the Lawrence Loves Parks Foundation, doing business as Lawrence Loves Parks, L<3P, and/or L ❤️ P hereafter referred to as "The Non-Profit".

Section 2: Mission. The mission of the Lawrence Loves Parks Foundation is to support Lawrence parks, recreation facilities, and green spaces by fundraising and generating resources from those who love Lawrence. We will cultivate community partnerships, support community-led initiatives and other capital improvement projects, and improve our community's parks and recreational resources to enhance access, equity, and good health for all.

Section 3: Charitable Purpose. The Non-Profit is organized exclusively for charitable and educational purposes under Section 501(c)(3) of the Internal Revenue Code and intends to function as a public charity under Section 509(a) of the Internal Revenue Code.

Section 4: Community Role. The Non-profit will serve as an organizational resource for community partners, their fundraising efforts, and improvement activities. It will curate projects, centralize funds, connect volunteer resources, and increase visibility for parks, recreation facilities, and green spaces improvement projects.

ARTICLE TWO: OFFICES AND RECORDS

Section 1: Offices. The principal office shall be located in Lawrence, Kansas.

Section 2: Records. The corporation shall keep records at the registered office. Permanent records will include Articles of incorporation, bylaws, the IRS determination letter, board meeting minutes, annual financial statements, and audit reports. All other documents will be kept for seven (7) years. The Secretary shall be specifically designated to maintain these records.

ARTICLE THREE: BOARD OF DIRECTORS

Section 1: Governing Body and Members. The governing body of the Lawrence Loves Parks Foundation shall be the Board of Directors. The Board of Directors shall constitute the members of the corporation for all legal purposes.

Section 2: Powers and Duties. The activities and property of the Non-profit shall be managed by the Board of Directors. Specific duties include:

- Strategic planning and goal setting.
- Active participation in networking and fundraising.
- Oversight of finances, funding decisions, and distribution of funds.
- Promotion of the Non-profit and its activities.
- Collaborate with community partners.
- Policy development.
- Ensure compliance with local, state, and federal laws.

Section 3: Composition. The Board shall consist of not less than five (5) and not more than nine (9) voting members. To maintain IRS tax-exempt status, at least three (3) board members must be unrelated, and no more than two (2) members may be affiliated with the same Non-profit community partner. No current City official or current or recently-employed (in the last three (3) years) Parks and Recreation Department employee shall serve as a member of the Board.

Section 4: Voting Rights. Members of the Board shall have voting rights for all Non-profit decisions. If a member is affiliated with a Non-profit community partner, they will abstain from voting for funding decisions related to their affiliated organization.

Section 5: Tenure. Directors shall serve staggered terms of three (3) years. The Board may reappoint Directors who are willing to serve more than one term. Each Director shall hold office until a successor has been elected and qualified, or until their earlier resignation or removal. The initial Board of Directors, with the expiration of their terms, is

Class 1 (2029): Lisa Halberg, Cyndie Courtney

Class 2 (2028): Vicki Collie-Akers, JP Redmon

Class 3 (2027): Ryan Riedel

Section 6: Removal/Replacement. Any Director may be removed by a two-thirds (2/3) majority vote of the Board of Directors whenever, in its judgment, the best interests of the Non-profit would be served. Any Director with more than three (3) unexcused absences in a fiscal year may be removed by a majority vote of the Board, except if such removal should result in the Board having less than five members. Unfilled

Director positions may be filled by a two-thirds (2/3) majority vote of the Board of Directors

Section 7: Compensation. The Directors shall serve as volunteers and shall not receive any salary or substantial non-monetary compensation for their service.

ARTICLE FOUR: OFFICERS

Section 1: Designation. The Officers are selected from the Board of Directors and shall include a Chair, Vice Chair, Secretary, Treasurer, and Communication Officer. Any two or more offices may be held by the same person, except the offices of Chair and Secretary cannot be the same person and the offices of Treasury and Secretary cannot be the same person. Officers shall serve for one-year terms and are eligible to be reappointed.

Section 2: Duties. Officers are responsible for the day-to-day operations of the Non-profit.

- **Chair:** Shall preside at all Board meetings and shall lead the Non-profit's operations and fundraising efforts.
- **Vice Chair:** Shall have powers and duties as designated by the Board of Directors, and shall fulfill the responsibilities of the Chair when the Chair is not able to fulfill those responsibilities.
- **Secretary:** Shall maintain meeting minutes, record books, financial records, and donor and Friends lists.
- **Treasurer:** Shall manage the custody of all Non-profit assets, develop financial policies, and provide regular audits/reports to the Board.
- **Communication Officer:** Shall manage public reporting, Non-profit e-newsletter, and coordination with community partner liaisons.

ARTICLE FIVE: MEETINGS

Section 1: Annual Meeting. An annual meeting in September shall be held for the election of Directors and Officers. The current Board of Directors shall elect the new Board of Directors and Officers. Elections shall be conducted by written ballot unless otherwise agreed upon by a unanimous vote of those present.

Section 2: Regular Meetings and Notice. The Board shall meet at least once a quarter and may meet more frequently. Proper written notice (email or mail) stating the place, day, and hour of any meeting shall be delivered to each member of the Board of Directors at least five (5) days prior to the meeting. All regular meetings of the Board of Directors shall be publicly announced, and members of the community may observe all regular meetings in person or remotely.

Section 3: Executive Meetings. The Board may hold closed executive sessions to discuss sensitive financial information, personnel matters, contract negotiations, and legal issues.

Section 4: Attendance and Voting. The Board may choose to meet in-person, remotely via video conferencing, or a hybrid of both. Directors must attend the meeting to vote. Liaisons may participate in meeting discussions, but do not have voting privileges.

Section 5: Quorum. A majority of the current Board of Directors shall constitute a quorum for the transaction of business.

ARTICLE SIX: FIDUCIARY DUTIES AND LIABILITY

Section 1: Duties. Directors and Officers shall act in good faith, with the care an ordinarily prudent person in a like position would exercise, and in a manner they reasonably believe to be in the best fiduciary interests of the Non-profit and its mission.

Section 2: Asset Protection. The Board has a legal obligation to protect the organization's assets and ensure funds are used solely for the stated mission.

Section 3: Indemnification. The corporation shall provide to the Directors such indemnification as it may be required to provide pursuant to applicable provision of Kansas law.

Section 4: Public Financial Documentation. In line with best practices, annual tax documents will be made publicly available on the Non-profit website, or alternatively, through the IRS's public access to tax-exempt organization documents.

ARTICLE SEVEN: COMMUNITY PARTNERS

Section 1: Community Organization Partners. The Non-profit will work with community organizations who support local Lawrence parks, green spaces, and other recreation facilities.

These include, but are not limited to, Burroughs Creek Association, Friends of Lawrence Area Trails, Friends of Veterans Park, Lawrence Mountain Bike Club, Lawrence Skaters Association, Native Lands Restoration Collaborative, Pickleball Lawrence, and interested neighborhood associations.

Section 2: Community Park Partners. Lawrence residents, who are not City of Lawrence employees and are not part of an incorporated organization, who wish to help represent a specific City of Lawrence Park, can designate park liaisons to serve on behalf of that Park.

Section 3: Community Liaisons. The Non-profit will ask community partners to send a liaison to Board meetings. Community partner liaisons will attend a minimum of two (2) Board meetings per year. They shall participate in discussions, but they shall not have voting privileges. Liaisons are not required to be the same individual for each meeting.

Section 4: Reciprocal Support. Community partners agree to support the Non-profit and one another through means such as promoting events and fundraising, volunteering at events, and sharing expertise. The form and level of reciprocity is flexible to meet each partner's capacity.

Section 5: Partnership Agreements. The Non-profit will enter into written partnership agreements with community partners to commit to this reciprocal support. The agreements will be in effect until either party chooses to dissolve it, which they may do through written notification. Participation in a partnership agreement is separate from any financial or fundraising agreement, which will be documented separately and specify the amount, timing, and conditions of funds.

Section 6: Collaboration. The Non-profit is committed to collaborative, mutually-beneficial partnerships. The Non-profit will not apply for local grants in competition with its community partners, and will communicate with community partners about pursuing grants, sponsors, and funding sources to guarantee avoiding sources that supply a substantial share of a partner's funding.

ARTICLE EIGHT: CITY OF LAWRENCE PARKS, RECREATION AND CULTURE

Section 1: Relationship with City of Lawrence Parks, Recreation and Culture (PRC) Department. The Non-profit will work with the City of Lawrence's PRC department to coordinate planning and implementation of projects supported by the Non-profit that require City approval.

Section 2: PRC Liaison. The City of Lawrence PRC department may nominate three current PRC employees, and the Board will choose one of these nominees to serve for one year as a non-voting liaison to the Board. This representative may be reappointed to serve additional one-year terms, at the pleasure of the Board.

Section 3: PRC Liaison Responsibilities. The Non-profit requests the following from the PRC liaison:

- attend all regular meetings, in person or virtually, and if they are unable to attend, they communicate with the Board in a timely manner and send a proxy
- help coordinate the implementation of community-led projects funded by the Non-profit that require City coordination and approval
- respond in five (5) business days to written inquiries provided by the Board.

Section 4: Support for Partner–City Relationships. The Non-profit will maintain template memoranda of understanding and practical guidance to help community partners establish project agreements with the PRC Department, and may convene experienced partners to assist newer organizations in building relationships with the City.

ARTICLE NINE: GENERAL PROVISIONS

Section 1: Dissolution. Upon dissolution, the Board would vote to determine where remaining assets would be transferred in accordance with Internal Revenue Code concerning 501(c)(3) organizations and the Non-profit's mission.

Section 2: Amendments. These bylaws may be amended by a majority vote of the Board at any regular meeting, provided a minimum two (2) weeks written notice (email or mail) of the proposed change was given to all Directors.

Section 3: Parliamentary Authority. The current edition of *Robert's Rules of Order* shall govern the Non-profit in all applicable cases.