

NEIGHBORHOOD DEVELOPMENT FUND
Not-for-Profit Transmittal and Approval Form

Applicant/Program: Highview Business Association

Executive Summary of Request:

For Expenses related to the Highview Fall Festival, Highview Holiday Festival and website maintenance.

Is this program/project a fundraiser?

☐ Yes ☒ No

Is this applicant a faith based organization?

☐ Yes ☒ No

Does this application include funding for sub-grantee(s)?

☐ Yes ☒ No

I have reviewed the attached Neighborhood Development Fund Application and have found it complete and within Metro Council guidelines and request approval of funding in the following amount(s). I have read the organization's statement of public purpose to be furthered by the funds requested and I agree that the public purpose is legitimate. I have also completed the disclosure section below, if required.

23
District #

James Pech (JD)
Council Member Signature

\$5,605.00
Amount

8-20-15
Date

Primary Sponsor Disclosure

List below any personal or business relationship you, your family or your legislative assistant have with this organization, its volunteers, its employees or members of its board of directors.

NONE

Approved by:

Appropriations Committee Chairman

Date

Clerk's Office Only:

Request Amount: _____ Committee Amended Appropriation: _____

Original Appropriation: _____ Council Amended Appropriation: _____

Helton, Jessamyn

From: Peden, James
Sent: Friday, August 21, 2015 2:36 PM
To: Helton, Jessamyn
Subject: NDF - Highview Business Association

Ms. Helton,

John Torsky has my permission to sign my name onto the NDF for the Highview Business Association. If you have any questions please let me know.

Thank you,
James Peden

JAMES PEDEN

METRO COUNCILMAN, DISTRICT 23

601 W. JEFFERSON STREET

LOUISVILLE, KY 40202

(502) 574-1123

LOUISVILLE METRO COUNCIL

NEIGHBORHOOD DEVELOPMENT FUND APPLICATION CHECKLIST

Legal Name of Applicant Organization: Highview Business Association Inc

Program Name and Request Amount: Highview Community, \$5,605.00

	Yes/No/NA
Is the NDF Transmittal Sheet Signed by all Council Member(s) Appropriating Funding?	<input type="checkbox"/> Yes
Is the funding proposed by Council Member(s) less than or equal to the request amount?	<input type="checkbox"/> Yes
Is the proposed public purpose of the program viable and well-documented?	<input type="checkbox"/> Yes
Will all of the funding go to programs specific to Louisville/Jefferson County?	<input type="checkbox"/> Yes
Has Council or Staff relationship to the Agency been adequately disclosed on the cover sheet?	<input type="checkbox"/> Yes
Has prior Metro Funds committed/granted been disclosed?	<input type="checkbox"/> Yes
Is the application properly signed and dated by authorized signatory?	<input type="checkbox"/> Yes
Is proof of Tax Exempt status of 501(c) 3, 4, 6, 19, 1120-H included?	<input type="checkbox"/> Yes
If Metro funding is for a separate taxing district is the funding appropriated for a program outside the legal responsibility of that taxing district?	<input type="checkbox"/> No
Is the entity in good standing with: <ul style="list-style-type: none"> • Kentucky Secretary of State? • Louisville Metro Revenue Commission? • Louisville Metro Government? • Internal Revenue Service? • Louisville Metro Human Relations Commission? 	<input type="checkbox"/> Yes
Is the current Fiscal Year Budget included?	<input type="checkbox"/> No
Is the entity's board member list (with term length/term limits) included?	<input type="checkbox"/> Yes
Is recommended funding less than 33% of total agency operating budget?	<input type="checkbox"/> No
Does the application budget reflect only the revenue and expenses of the project/program?	<input type="checkbox"/> Yes
Is the cost estimate(s) from proposed vendor (if request is for capital expense) included?	<input type="checkbox"/> No
Is the most recent annual audit (if required by organization) included?	<input type="checkbox"/> N/A
Is a copy of Signed Lease (if rent costs are requested) included?	<input type="checkbox"/> N/A
Is the Supplemental Questionnaire for churches/religious organizations (if requesting organization is faith-based) included?	<input type="checkbox"/> N/A
Are the Articles of Incorporation of the Agency included?	<input type="checkbox"/> Yes
Is the IRS Form W-9 included?	<input type="checkbox"/> Yes
Is the IRS Form 990 included?	<input type="checkbox"/> Yes
Are the evaluation forms (if program participants are given evaluation forms) included?	<input type="checkbox"/> N/A
Affirmative Action/Equal Employment Opportunity plan and/or policy statement included (if required to do so)?	<input type="checkbox"/> N/A
Has the Agency agreed to participate in the BBB Charity review program? If so, has the applicant met the BBB Charity Review Standards?	<input type="checkbox"/> N/A
Prepared by: <i>John M. Siz III</i>	Date: <i>8-20-15</i>



LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

SECTION 1 – APPLICANT INFORMATION			
Legal Name of Applicant Organization: Highview Business Owners Association <small>(as listed on: http://www.sos.ky.gov/business/records)</small>			
Main Office Street & Mailing Address: PO BOX 91767 Louisville Ky. 40291			
Website: Highviewbusiness.org			
Applicant Contact:	Janice Lawrence	Title:	Treasurer
Phone:	502-581-5200	Email:	Janice.Lawrence@pnc.com
Financial Contact:	Same	Title:	Same
Phone:	Same	Email:	Same
Organization's Representative who attended NDF Training: NA			
GEOGRAPHICAL AREA(S) WHERE PROGRAM ACTIVITIES ARE (WILL BE) PROVIDED			
Program Facility Location(s):	Highview neighborhood		
Council District(s):	Highview	Zip Code(s):	40228
SECTION 2 – PROGRAM REQUEST & FINANCIAL INFORMATION			
PROGRAM/PROJECT NAME: Highview community			
Total Request: (\$)	5605.00	Total Metro Award (this program) in previous year: (\$)	3905.00
Purpose of Request (check all that apply): <div style="display: flex; flex-wrap: wrap;"> <div style="width: 50%;"> <input type="checkbox"/> Operating Funds (generally cannot exceed 33% of agency's total operating budget) </div> <div style="width: 50%;"> <input checked="" type="checkbox"/> Programming/services/events for direct benefit to community or qualified individuals </div> <div style="width: 50%;"> <input type="checkbox"/> Capital Project of the organization (equipment, furnishing, building, etc) </div> </div>			
The Following are Required Attachments:			
<input checked="" type="checkbox"/> IRS Exempt Status Determination Letter <input type="checkbox"/> Current Year Projected Budget <input checked="" type="checkbox"/> List of Board of Directors (include term & term limits) <input checked="" type="checkbox"/> Current financial statement <input type="checkbox"/> Most recent IRS Form 990 or 1120-H <input checked="" type="checkbox"/> Articles of Incorporation <input type="checkbox"/> Cost estimates from proposed vendor if request is for capital expense		<input type="checkbox"/> Signed lease if rent costs are being requested <input type="checkbox"/> IRS Form W9 <input type="checkbox"/> Evaluation forms if used in the proposed program <input type="checkbox"/> Annual audit (if required by organization) <input type="checkbox"/> Faith Based Organization Certification Form, if required <input type="checkbox"/> Staff including the 3 highest paid staff	
For the current fiscal year ending June 30, list all funds appropriated and/or received from Louisville Metro Government for this or any other program or expense, including funds received through Metro Federal Grants, from any department or Metro Council Appropriation (Neighborhood Development Funds). Attach additional sheet if necessary.			
Source:	Neighborhood Development Funds	Amount: (\$)	5605.00
Source:		Amount: (\$)	
Source:		Amount: (\$)	
Has the applicant contacted the BBB Charity Review for participation? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
Has the applicant met the BBB Charity Review Standards? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			

[Handwritten Signature]



LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

SECTION 3 – AGENCY DETAILS

Describe Agency's Vision, Mission and Services:

The Highview Business Association has been established in order to promote and insure a healthy, prosperous community for those who live, work and worship in the bounded area. The purpose is to act cohesively for the good of our neighborhood in creating and maintaining a safe, harmonious, and balanced environment beneficial to all.



LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

SECTION 4 – PROGRAM/PROJECT NARRATIVE

A: Describe the program/project start and end dates, a description of the program/project and applicable data with regards to specific client population the program will address (attach related flyers, planning minutes, designs, event permits, proposals for services/goods, etc.):

Highview Fall Festival is scheduled for October 10, 2015 sponsorship fee is \$3000, included is a booth to share information with the information with the community. Highview Holiday Festival is scheduled for December 4, 2015, HBA will provide horse carriage rides free to all in the community that attend the event. The HBA will also provide refreshments free of charge.

B: Describe specifically how the funding will be spent including identification of funding to sub grantee(s):

\$1700.00 Horse carriage rental
\$600 Refreshments holiday festival (drinks,chili,hot dogs,cookies)
\$3000 Fall festival (various equipment, rentals, supplies)
\$305 Web site annual maintenance



LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

C: If this request is a fundraiser, please detail how the proceeds will be spent:

D: For Expenditure Reimbursement Only – The grant award period begins with the Metro Council approval date and ends on June 30 of Metro fiscal year in which the grant is approved. If any part of this funding request is for funds to be spent before the grant award period, identify the applicable circumstances:

☐ Effective October 24, 2013, reimbursements should not be made unless an emergency can be demonstrated by the primary council sponsor. The funding request is a reimbursement of the following expenditures (attach invoices or proof of payment):

- ✓ Attach a copy of invoices and/or receipts to provide proof of purchase of activities associated with the work plan identified in this application.
- ✓ Attach a copy of cancelled checks to provide proof of payment of the invoices or receipts associated with the work plan identified in this application.

☒ The funding request is a reimbursement of the following expenditures that will probably be incurred after the application date, but prior to the execution of the grant agreement:

- ✓ If selecting this option, the invoice, receipt and payment documentation should not be available as of the date of this application.

The Grantee will be required to submit financial reporting in accordance with the reporting schedule provided in the grant agreement.

Handwritten initials, possibly "JL", written in black ink.



LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

E: Describe the program's benefits to those being served (measurable outcomes). Include the program's process for collecting data and the indicators that will be tracked to measure the benefits to those being served:

Highview Fall Festival October, 10, 2015 sponsor fee is 3000- also the H.B.A will have a booth to share information with the community about the business's + any other important information going on in the community, include refreshments also.

Highview Holiday Festival December 11, 2015 the HBA will provide horse carriage rides free to the community the event is located inside + outside of the Local Government building on the Outer loop. The HBA will provide refreshments, entertainment, activities for all people Children + adults, everything is free to the community.

F: Briefly describe any existing collaborative relationships the organization has with other community organizations. Describe what those partners are bringing to the relationship in general and to this program/project specifically.

Partnership with the Sun Creek Highview Ministries.



LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

SECTION 5 – PROGRAM/PROJECT BUDGET SUMMARY

THE PROGRAM/PROJECT BUDGET SHOULD REALISTICALLY ESTIMATE WHAT AMOUNT IS NEEDED FROM METRO GOVERNMENT AND WHAT IS EXPECTED FROM OTHER SOURCES.

Program/Project Expenses	Column 1	Column 2	Column (1+2)=3
	Proposed Metro Funds	Non- Metro Funds	Total Funds
A: Personnel Costs Including Benefits	0	0	0
B: Rent/Utilities	0	0	0
C: Office Supplies	0	0	0
D: Telephone	0	0	0
E: In-town Travel	0	0	0
F: Client Assistance (Attach Detailed List)	0	0	0
G: Professional Service Contracts	0	0	0
H: Program Materials	0	0	0
I: Community Events & Festivals (Attach Detail List)	5605		5605
J: Machinery & Equipment	0	0	0
K: Capital Project	0	0	0
L: Other Expenses (Attach Detail List)	0	0	0
*TOTAL PROGRAM/PROJECT FUNDS	5605	0	5605
% of Program Budget	100 %	%	100%

List funding sources for total program/project costs in Column 2, Non-Metro Funds:

Other State, Federal or Local Government	0
United Way	0
Private Contributions (do not include individual donor names)	0
Fees Collected from Program Participants	0
Other (please specify)	0
Total Revenue for Columns 2 Expenses **	0

*Total of Column 1 MUST match "Total Request on Page 1, Section 2"

**Must equal or exceed total in column 2.



LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

Detail of In-Kind Contributions for this PROGRAM only: Includes Volunteers, Space, Utilities, etc. (Include anything not bought with cash revenues of the agency).

Donor*/Type of Contribution	Value of Contribution	Method of Valuation
<i>Total Value of In-Kind</i> <i>(to match Program Budget Line Item.</i> Volunteer Contribution & Other In Kind)		

* DONOR INFORMATION REFERS TO WHO MADE THE IN KIND CONTRIBUTION. VOLUNTEERS NEED NOT BE LISTED INDIVIDUALLY, BUT GROUPED TOGETHER ON ONE LINE AS A TOTAL NOTING HOW MANY HOURS PER PERSON PER WEEK

Agency Fiscal Year Start Date:

Does your Agency anticipate a significant increase or decrease in your budget from the current fiscal year to the budget projected for next fiscal year? NO ☒ YES ☐

If YES, please explain:



LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

SECTION 6 – CERTIFICATIONS & ASSURANCES

By signing Section 7 of the Grant Application, the authorized official signing for the applicant organization certifies and assures to the best of his or her knowledge and/or belief the following Assurances and Certifications. If there is any reason why one or more of the assurances or certifications listed cannot be certified or assured, please explain in writing and attach to this application.

Standard Assurances

1. Applicant understands this application and its attachments as well as any resulting grant agreement, reports and proof of expenditure is subject to Kentucky's open records law.
2. Applicant will establish safeguards to prohibit employees or any person that receives compensation from awarded funds from using their position for a purpose that constitutes or presents the appearance of personal or organizational conflict of interest, or personal gain.
3. Applicant and any sub grantee will give Louisville Metro Government access to and the right to examine all paper or electronic records related to the awarded grant for up to five years of the grant agreement date.
4. Applicant assures compliance with the grant requirements and will monitor the performance of any third party (sub-grantee).
5. The Agency is in good standing with the Kentucky Secretary of State, Louisville Metro Government, the Jefferson County Revenue Commission, the Internal Revenue Service, and the Louisville Metro Human Relations Commission.
6. Applicant understands failure to provide the services, programs, or projects included in the agreement will result in funds being withheld or requested to be returned if previously disbursed.
7. Applicant understands they must return to Louisville Metro any unexpended funds by July 31 following the Metro Louisville's fiscal year end.
8. Applicant understands they must provide proof of all expenditures (canceled checks, receipts, paid invoices). The Applicant understands the failure to provide proof of expenditures as required in the grant agreement could result in funding being withheld or request to be returned if previously disbursed.
9. Applicant understands if this application is approved, the grant agreement will identify an award period that begins with the Metro Council approval date, and will end with June 30 of the fiscal year in which the grant is approved. Expenditures associated with this award expected to occur prior to the award period (approval date) must be disclosed in this application in order to be considered compliant with the grant agreement.
10. Applicant understands if we choose to incur expenditures prior to the approval of the application by the Metro Council, there is no guarantee that funding will be reimbursed, as the Council may choose not to award the application.
11. Applicant understands if the grant agreement is not returned to Louisville Metro within 90 days of its mailing to the applicant, the approval is automatically revoked.

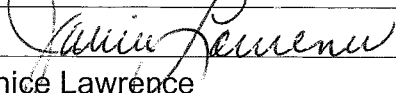
Standard Certifications

1. The Agency certifies it will not use Louisville Metro Government funds for any religious, political or fraternal Activities.
2. The Agency has a written Affirmative Action/Equal Opportunity Policy.
3. The Agency does not discriminate in employment or in provision of any service/program/activity/event based on age, color, disabled status, national origin, race, religion, sex, gender identity or sexual orientation, or Vietnam era veteran status.
4. The Agency certifies it will not require clients, recipients, or beneficiaries to participate in religious, political, fraternal or like activities in order to receive services/benefits provided with Louisville Metro Government funds.
5. The Agency understands the Americans with Disabilities Act (ADA) and makes reasonable accommodations.

Relationship Disclosure: List below any relationship you or any member of your Board of Directors or employees has with any Councilperson, Councilperson's family, Councilperson's staff or any Louisville Metro Government employee.

SECTION 7 – CERTIFICATIONS & ASSURANCES

I certify under the penalty of law the information in this application (including, without limitation, "Certifications and Assurances") is accurate to the best of my knowledge. I am aware my organization will not be eligible for funding if investigation at any time shows falsification. If falsification is shown after funding has been approved, any allocations already received and expended are subject to be repaid. I further certify that I am legally authorized to sign this application for the applying organization and have initialed each page of the application.

Signature of Legal Signatory:		Date:	6.30.15
Legal Signatory: (please print):	Janice Lawrence	Title:	Treasurer
Phone:	502-581-5200	Extension:	
Email:	Janice.lawrence@pnc.com		

HIGHVIEW BUSINESS OWNERS ASSOCIATION INC**General Information**

Organization Number	0641559
Name	HIGHVIEW BUSINESS OWNERS ASSOCIATION INC
Profit or Non-Profit	N - Non-profit
Company Type	KCO - Kentucky Corporation
Status	A - Active
Standing	G - Good
State	KY
File Date	6/26/2006
Organization Date	6/26/2006
Last Annual Report	4/24/2015
Principal Office	7306 OUTER LOOP LOUISVILLE, KY 40228
Registered Agent	JANICE LAWRENCE 7603 OUTER LOOP LOUISVILLE, KY 40228

Current Officers

President	<u>DARRELL FRANKLIN</u>
Vice President	<u>Kevin Bayens</u>
Secretary	<u>RON LOUGHRY</u>
Treasurer	<u>JANICE LAWRENCE</u>
Director	<u>Darrell Franklin</u>
Director	<u>janice lawrence</u>
Director	<u>ron loughry</u>

Individuals / Entities listed at time of formation

Director	<u>KIM FAULKNER</u>
Director	<u>SHERRI RICHTER</u>
Director	<u>DAVID WATKINS</u>
Director	<u>JANICE LAWRENCE</u>
Incorporator	<u>KIM FAULKNER</u>

Images available online

Documents filed with the Office of the Secretary of State on September 15, 2004 or thereafter are available as scanned images or PDF documents. Documents filed prior to September 15, 2004 will become available as the images are created.

<u>Annual Report</u>	4/24/2015	1 page	<u>PDF</u>
<u>Annual Report</u>	4/3/2014	1 page	<u>PDF</u>
<u>Annual Report</u>	1/11/2013	1 page	<u>PDF</u>
<u>Annual Report</u>	6/11/2012	1 page	<u>PDF</u>
<u>Annual Report</u>	6/27/2011	1 page	<u>PDF</u>
<u>Annual Report Return</u>	4/13/2011	2 pages	<u>tiff</u> <u>PDF</u>

Highview Bwo. Assoc. 2015-2016
Budget:

40.00 Postage
92.00 PO Box Rental
88.85 Tent Purchase
305.00 W&B Maintenance
600.00 Holiday Festival Refreshments
1700.00 Holiday Cruise Rides
3000.00 Value Fall Fest. Sponsor
15.00 S.O.S

Non-Profit Checking

PNC Bank



For the Period 05/01/2015 to 05/29/2015

Primary Account Number [REDACTED]

Page 1 of 2

Number of enclosures: 0

HIGHVIEW BUSINESS OWNERS ASSOC
PO BOX 91767
LOUISVILLE KY 40291-0767

For 24-hour banking sign on to
 PNC Bank Online Banking on pnc.com
FREE Online Bill Pay

For customer service call 1-877-BUS-BNKG
Monday - Friday: 7 AM - 10 PM ET
Saturday & Sunday: 8 AM - 5 PM ET

Para servicio en español, 1-877-BUS-BNKG

Moving? Please contact your local branch

☒ Write to: Customer Service
PO Box 609
Pittsburgh, PA 15230-9738
 Visit us at PNC.com/mybusiness/
 TDD terminal: 1-800-531-1648
For hearing impaired clients only

Non-Profit Checking Summary

Highview Business Owners Assoc

Account number: [REDACTED]

Overdraft Protection has not been established for this account.
Please contact us if you would like to set up this service.

Balance Summary

Beginning balance	Deposits and other additions	Checks and other deductions	Ending balance
3,594.95	50.00	92.00	3,552.95
		Average ledger balance	Average collected balance
		3,585.29	3,585.29

Deposits and Other Additions

Description	Items	Amount
ATM Deposits and Additions	1	50.00
Total	1	50.00

Checks and Other Deductions

Description	Items	Amount
Checks	1	92.00
Total	1	92.00

Daily Balance

Date	Ledger balance	Date	Ledger balance	Date	Ledger balance
05/01	3,594.95	05/08	3,644.95	05/15	3,552.95

Activity Detail

Deposits and Other Additions

ATM Deposits and Additions

Date posted	Amount	Transaction description	Reference number
05/08	50.00	ATM Deposit 7603 Outer Loop Louisville Ky	96455927 PNC PA3657

Checks and Other Deductions

Checks and Substitute Checks

Date posted	Check number	Amount	Reference number
05/15	1032 *	92.00	070446159

INTERNAL REVENUE SERVICE
P. O. BOX 2508
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: NOV 19 2011

HIGHVIEW BUSINESS OWNERS
ASSOCIATION INC
PO BOX 91767
LOUISVILLE, KY 40291

Employer Identification Number:

DLN:

17053263319021

Contact Person:

JOAN C KISER

ID# 31217

Contact Telephone Number:

(877) 829-5500

Accounting Period Ending:

June 30

Form 990 Required:

Yes

Effective Date of Exemption:

June 26, 2006

Contribution Deductibility:

No

Addendum Applies:

No

Dear Applicant:

We are pleased to inform you that upon review of your application for tax-exempt status we have determined that you are exempt from Federal income tax under section 501(c)(6) of the Internal Revenue Code. Because this letter could help resolve any questions regarding your exempt status, you should keep it in your permanent records.

Please see enclosed Publication 4221-NC, Compliance Guide for Tax-Exempt Organizations (Other than 501(c)(3) Public Charities and Private Foundations), for some helpful information about your responsibilities as an exempt organization.

We have sent a copy of this letter to your representative as indicated in your power of attorney.

Sincerely,



Lois G. Lerner
Director, Exempt Organizations

Enclosure: Publication 4221-NC

Form **W-9** (Rev. 12-2011)



Form 990-N E-filing Receipt - IRS Status: Accepted
epostcard to: janice.lawrence

08/18/2015 04:04 PM

Organization: HIGHVIEW BUSINESS OWNERS ASSOCIATION INC
EIN: [REDACTED]
Submission Type: Form 990-N
Year: 2014
Submission ID: 7800582015230di03893
e-File Postmark: 8/18/2015 3:58:43 PM
Accepted Date: 8/18/2015

The IRS has accepted the e-Postcard described above. Please save this receipt for your records.

Thank you for filing.

e-Postcard technical support
Phone: 866-255-0654 (toll free)
email: ePostcard@urban.org

HIGHVIEW BUSINESS OWNERS
ASSOCIATION INC
PO BOX 91767
LOUISVILLE, KY 40291

Highview Business Association Board Members

July 1, 2015 – June 30, 2016

Darrel Franklin – President

Tay Metzmeier – Vice President

Ron Loughery – Secretary

Janice Lawrence – Treasure

**BY-LAWS
OF
HIGHVIEW BUSINESS OWNERS ASSOCIATION INC.**

ARTICLE I – PURPOSES

The Highview Business Owners Association Inc. has been established in order to promote and insure a healthy, prosperous community for those who live, work, and worship in the bounded area. The purpose is to act cohesively for the good of our neighborhood in creating and maintaining a safe, harmonious, and balanced environment beneficial to all.

To further define this purpose, the following guidelines are set forth:

- I. To recognize the Highview Business Owners Association Inc. as a distinctive neighborhood of businesses, residents, churches, and social service organizations.
- II. To facilitate communication and understanding between area members, defining common problems, and developing strategies to solve these problems.
- III. To insure that the property values and neighborhood aesthetics of the area are maintained, promoting safety, crime prevention, and economic development.
- IV. To serve as a liaison with government agencies as issues arise affecting our business community.

The bounded area may be defined by the Board of Directors and may be updated from time to time.

ARTICLE II – MEMBERSHIP

Section 1 - Qualifications and Election of Members

Membership shall be open to those persons, entities, and associations described in Article V of the Articles of Incorporation and shall be open to any individual, corporation, or other entity which pays the annual dues as set forth herein.

All members must submit an application for membership to the Secretary and pay annual dues in an amount set from time to time by the Board of Directors.

Section 2 - Voting Rights

- A. Voting members: Each voting member shall be entitled to one vote on each matter submitted to a vote of the members and to vote in the election of Officers and Directors as provided in Article V, Section 8 of these by-laws.
- B. Non-voting members: As of the adoption of these by-laws, the Corporation has no non-voting members. Should the Corporation wish to admit non-voting members in the future, the Board of Directors shall establish the qualifications, rights and other provisions for a non-voting membership class by amendment to these by-laws at that time.

Section 3 - Termination of Membership

The Board of Directors by affirmative vote of two-thirds (2/3) of all of the members of the Board, may suspend or expel a member for cause after an appropriate written notice, and may, by a majority vote of those present at any regularly constituted meeting, terminate the membership of any member who becomes ineligible for membership, or suspend or expel any member who is in default in the payment of dues for the period fixed by prior Board resolution.

Section 4 - Resignation

Any member may resign by filing a written resignation with the Secretary, but such resignation will not relieve the member so resigning from the obligation to pay any dues, assessments, or other charges theretofore accrued and not paid.

Section 5 - Reinstatement

Upon written request or submission of an application signed by a former member and filed with the Secretary, the Board of Directors may, by the affirmative vote of two-thirds (2/3) of the members of the Board, reinstate a former member to membership upon such terms as the Board of Directors may deem appropriate.

Section 6 - Transfer of Membership

Membership in this Corporation is not transferable or assignable.

ARTICLE III - MEETINGS OF MEMBERS

Section 1 - Annual and Regular Meetings

An Annual meeting of the members shall be held during the month of April for the purpose of electing Directors and Officers and for the transaction of such other

business as may come before the meeting. The Annual meeting will be held at such time, date and location as determined by the Board of Directors. The Board of Directors may provide for the holding of additional regular meetings and set the times, dates and locations of such regular meetings.

Section 2 - Special Meetings

Special meetings of the members may be called by the President, the Board of Directors or not less than one-tenth of the members having voting rights. The person or persons authorized to call special meetings may designate the location for holding any special meeting of the members called by them.

Section 3 - Notice of Meetings

Notice stating the place, day and hour of any meeting of members shall be distributed to all members by electronic mail not less than three days before the date of such meeting.

Section 4 - Quorum

Five (5) members entitled to vote shall constitute a quorum at any meeting of the members. If a quorum is not present at any meeting of members, a majority of the members present may adjourn the meeting from time to time without further notice.

Section 5 - Manner of Acting

Membership action shall require the act of the majority of the members present at a meeting at which a quorum is present unless a greater proportion is required by law, the Articles of Incorporation or these by-laws.

Section 6 - Informal Action by Members

Any action required by law to be taken at a meeting of the members, or any action which may be taken at a meeting of members, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the members entitled to vote with respect to the subject matter thereof. Such consent shall have the same force and effect as a unanimous vote.

ARTICLE IV – BOARD OF DIRECTORS

Section 1 – Powers

The Board of Directors shall be empowered to conduct the business and affairs of the Corporation, including but not limited to, the acquisition and disposal of property, the hiring and firing of staff, and all other rights provided by statute.

Section 2 – Number and Qualifications

The Board of Directors shall consist of the five (5) Officers of the Corporation described in Article V of these by-laws. All Directors shall be members of the Corporation who shall support and subscribe to the purposes of the Corporation.

Section 3 – Term of Office

Each Director shall serve a one-year term and until his/her successor shall be elected and qualified. Directors may serve an unlimited number of terms.

Section 4 – Voting

Each Director shall have one (1) vote. No Director may assign another Director his or her vote by proxy.

Section 5 – Meetings

- A. The Board of Directors shall meet as necessary with one meeting being the Annual Meeting held in April.
- B. The date, place and time of each meeting shall be set by the President or other Officer acting on behalf of the President.
- C. Special meetings may be called by any member of the Board of Directors.
- D. Notice of all meetings shall be mailed electronically to Directors not less than three days prior to the day of the meeting.
- E. Any Director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting except when a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

Section 6 – Quorum

A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board; but if less than a majority of the Directors are present at said meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice.

Section 7 – Manner of Acting

Board of Directors action shall require the act of the majority of the Directors present at a meeting at which a quorum is present unless the act of a greater number is required by law, the Articles of Incorporation or these by-laws.

Section 8 - Compensation

The Directors shall serve without compensation.

Section 9 – Conducting Business By Means Other Than A Meeting

Any action required by law to be taken at a meeting of Directors, or any action which may be taken at a meeting of Directors, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the Directors.

ARTICLE V – OFFICERS

Section 1 – Composition

The Corporation shall have the following Officers: President, Vice-President, Secretary, Treasurer and Director-at-Large.

Section 2 – President

The President shall:

- A. preside over all meetings of the membership and Board;
- B. plan, in consultation with the other Officers, the agenda for all meetings;
- C. appoint, with the confirmation of the Board, the members and chairpersons of all committees;
- D. carry out all other duties incident to the office of President or prescribed by the Board of Directors.

Section 3 – Vice-President

The Vice-President shall:

- A. assist the President in carrying out the President's duties;
- B. carry on the duties of the President in the President's absence;
- C. carry out all other duties incident to the office of Vice-President or prescribed by the Board.

Section 4 – Secretary

The Secretary shall:

- A. attend all Board and membership meetings and act as a clerk of each meeting, recording all votes and keeping the minutes of all proceedings in a book kept for that purpose;
- B. be responsible for the sending of all notices for all meetings;
- C. keep the official records, including all minutes, policy decisions, the original copy of the Articles of Incorporation and by-laws, and all amendments thereto, of the Corporation;
- D. be responsible for authenticating the records of the Corporation;
- E. keep a list of the name and address of each member which shall be furnished to the Secretary by such member
- F. assist the President with all correspondence and keep a file of correspondence;
- G. carry out all other duties incident to the office of Secretary or prescribed by the Board.

Section 5 – Treasurer

The Treasurer shall ensure that the following duties are carried out subject to such internal controls as the Board of Directors shall adopt:

- A. keep custody of all funds and securities and keep full and accurate accounts of all receipts and disbursements in books belonging to the Corporation;
- B. deposit all money and other valuable effects in the name and to the credit of the Corporation in such depositories as may be designated by the Board of Directors;
- C. disburse the funds of the Corporation as determined by the Board, taking proper vouchers for such disbursements;
- D. prepare regular financial reports and yearly budget;
- E. carry out all other duties incident to the office of Treasurer or prescribed by the Board.

Section 6 – Director-At-Large

The Director-At-Large shall:

- A. carry out such duties as prescribed by the Board.

Section 7 – Term of Office

Each Officer shall serve a one-year term and until his/her successor shall be elected and qualified.

Section 8 – Elections

- A. All Officers and Directors shall be elected each year by the members at the Annual Meeting of members.
- B. In order to qualify as a candidate a person must be a member of the Corporation who shall support and subscribe to the purposes of the Corporation.
- C. Election shall be by a plurality vote with each member entitled to cast one vote for each Officer position to be filled.
- D. Election shall be by secret ballot unless the Board votes by a simple majority, a quorum being present, to dispense with a secret ballot and vote by other means.

Section 9 – Removal

Any Officer elected or appointed may be removed from office by the persons authorized to elect or appoint such Officer whenever in their judgment the best interests of the Corporation would be served thereby.

Section 10 – Resignation

An Officer may resign at any time by delivering a written resignation to the President or the Secretary in the event of resignation of the President. Said resignation shall become effective upon acceptance by the Board.

Section 11 – Vacancies

Any vacancy occurring among the Officers may be filled for the remainder of the term of office by the vote of a majority of members at the next regular meeting, or a special meeting called for that purpose. Should membership fail to elect a successor, the Board of Directors may fill any such vacancy for the remainder of the term by

affirmative vote of a majority of the remaining Directors, though less than a quorum of the Board of Directors.

ARTICLE VI – COMMITTEES

Section 1 – Establishment of Committees

The Board of Directors may from time to time establish any committees, standing or special, that it deems necessary and set the term of office and other rules for the operation of said committee. Any committee with Board-delegated powers shall consist of no less than two Directors and shall comply with the requirements of KRS 273.221. The President, with Board confirmation, shall appoint the members and chairpersons of committees.

Section 2 – Organization

- A. The Committee Chairperson shall be responsible for presiding over committee meetings, for the conducting of a committee's business, and for reporting on committee business, activities, and recommendations to the Board of Directors at each regularly scheduled meeting following a committee meeting.
- B. Committees shall meet upon the call of the respective Chairpersons or upon request of the President.

ARTICLE VII – CONTRACTS, LOANS, CHECKS AND DEPOSITS

Section 1 - Contracts

The Board of Directors may authorize any Officer or Officers, agent or agents, to enter into any contract and execute and deliver any instruments in the name of and on behalf of the Corporation. Such authority may be general or confined to specific instances.

Section 2 - Loans

No loans shall be contracted on behalf of the Corporation, and no evidences of indebtedness shall be issued in its name, unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances.

Section 3 – Checks, drafts, orders, etc.

All checks, drafts, or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Corporation shall be signed by such Officer or Officers, agent or agents, of the Corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors. In absence of such determination, all checks shall be signed by either the President or the Treasurer.

Section 4 - Deposits

All funds of the Corporation not otherwise employed shall be deposited, from time to time, to the credit of the Corporation in such banks, trust companies and other depositories as the Board of Directors may select.

Section 5 – Charitable contributions

No Officer shall make charitable contributions in the name of, from the funds of, or on behalf of the Corporation without prior authorization by the Board of Directors.

ARTICLE VIII – FISCAL YEAR

Section 1 – Fiscal Year

The fiscal year shall be July 1st – June 30th.

ARTICLE IX – NONDISCRIMINATION

The members, Officers, Directors, committee members, employees and persons served by the Corporation shall be selected entirely on a nondiscriminatory basis with respect to age, ethnicity, familial status, gender, national origin, race, religion, sexual orientation, veterans status, disability and all other categories providing nondiscriminatory treatment by law, statute, or ordinance.

ARTICLE X – INSPECTION OF CORPORATE RECORDS

The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, Board of Directors and committees having any of the authority of the Board of Directors; and shall keep at its registered office or principal office in this state a record of the names and addresses of its members entitled to vote. All books and records of the Corporation may be inspected and copied by any member, or the member's agent or attorney, for any proper purpose at any reasonable time. When required by law, the Corporation shall comply with any applicable public inspection laws including the Kentucky Open Records Act and the Internal Revenue Code.

ARTICLE XI – INDEMNIFICATION

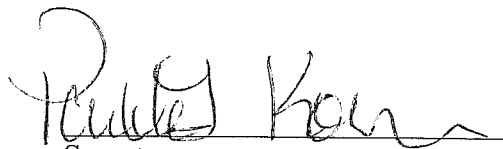
The Corporation may indemnify any Director or Officer or former Director or Officer of the Corporation against expenses actually and reasonably incurred by him or her in connection with the defense of any action, suit or proceeding, civil or criminal, in which he or she is made a party by reason of being or having been such Director or Officer, except in relation to matters as to which he or she shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty to the Corporation. The Corporation may make any other indemnification permitted by law and authorized by its Articles of Incorporation, or its by-laws or resolution adopted after notice to the members entitled to vote.

ARTICLE XII - AMENDMENTS

These by-laws may be amended by a majority of the Board of Directors present at any regular meeting or at any special meeting, if notice of the proposed amendment shall be given at the meeting prior to the meeting during which voting on the amendment shall occur. If any Directors are absent from the meeting at which notice of the proposed amendment is given, written notice of the proposed amendment shall be emailed or otherwise delivered to such Directors within five days of the meeting at which notice was given.

CERTIFICATE

I, the undersigned, do hereby certify that I am the Secretary of Highview Business Owners Association Inc., a Kentucky non-profit corporation, and that the foregoing are the by-laws of said Corporation, as fully adopted in a meeting of the Board of Directors held on the 9 day of AUGUST, 2011.


Secretary

Trey Grayson

Secretary of State

Received and Filed

06/26/2006 11:33:35 AM

Fee Receipt: \$8.00

ARTICLES OF INCORPORATION
OF
HIGHVIEW BUSINESS OWNERS ASSOCIATION *INC*



The undersigned, desiring to organize a non-stock, non-profit corporation under the laws of the Commonwealth of Kentucky, specifically the Kentucky Non-profit Corporation Act, hereby certifies:

ARTICLE I

Name

The name of the Corporation is the Highview Business Owners Association. *INC*

ARTICLE II

Duration

The period of duration of the Corporation shall be perpetual.

ARTICLE III

Purposes

The Highview Business Owners Association has been established in order to promote and insure a healthy, prosperous community for those who live, work and worship in the bounded area. The purpose is to act cohesively for the good of our neighborhood in creating and maintaining a safe, harmonious, and balanced environment beneficial to all.

To further define this purpose, the following guidelines are set forth:

I. To recognize the Highview Business Owners Association ^{*INC*} as a distinctive neighborhood of businesses, residents, churches, and social service organizations.

II. To facilitate communication and understanding between area members, defining common problems and developing strategies to solve these problems.

III. To insure that property values and neighborhood aesthetics of the area are maintained, promoting safety, crime prevention, and economic development.

IV. To serve as a liaison with government agencies as issues arise affecting our business community.

ARTICLE IV

Powers



No part of the net earnings of the Corporation shall inure to the benefit of any member, director, officer or employee of the Corporation. No member, director, officer, or employee of the Corporation shall receive or be lawfully entitled to receive any pecuniary benefit of any kind, except reasonable compensation for services in effecting one or more purposes of the Corporation. The Corporation shall not participate in, or

intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

ARTICLE V Membership

Section 1: Class Members: The Chamber shall have two classes of members, voting and non-voting.

Section 2: Election of Members: Membership shall be open to those persons, entities, and associations described in Article V of the Articles of Incorporation and shall be open to any individual, corporation, or other entity which pays the annual dues as set forth in the Bylaws of the Corporation.

Section 3: Termination of Membership: The Board of Directors by affirmative vote of two-thirds (2/3) of all of the members of the Board, may suspend or expel a member for cause after an appropriate written notice, and may, by a majority vote of those present at any regularly constituted meeting, terminate the membership of any member who becomes ineligible for membership, or suspend or expel any member who is in default in the payment of dues for the period fixed by prior Board resolution.

Section 4: Resignation: Any member may resign by filing a written resignation with the Secretary, but such resignation will not relieve the member so resigning from the obligation to pay any dues, assessments, or other charges theretofore accrued and not paid.

Section 5: Reinstatement: Upon written request or submission of an application signed by a former member and filed with the Secretary, the Board of Directors may, by the affirmative vote of two-thirds (2/3) of the members of the Board, reinstate a former member to membership upon such terms as the Board of Directors may deem appropriate.

Section 6: Transfer of Membership: Membership in this Association is not transferable or assignable.

Section 7: Voting Rights: Voting rights of members shall be in accordance with the Bylaws of the Corporation.

ARTICLE VI Directors

The Board of Directors shall consist of five (5) members. The initial Board shall consist of the following organizing members:

President: Kim Faulkner
Vice-President: Sherri Richter
Secretary: David Watkins
Treasurer: Janice Lawrence

The initial members shall serve until the first annual meeting of the Corporation, at which time officers and directors will be elected in accordance with the Bylaws and Articles of the Corporation.

ARTICLE VII
Bylaws and Amendments

Bylaws for the Corporation shall be adopted, and may be amended or repealed by the Board of Directors. Amendment to the Articles of Incorporation shall require the affirmative vote of two-thirds (2/3) of the members of the Corporation voting at a regular meeting or a special meeting called for that purpose.

ARTICLE VIII
Registered Office and Agent

The registered and principal office is 7309 Fegenbush Lane, Louisville, KY 40228.

The registered agent is Kim Faulkner.

ARTICLE IX
Dissolution

The Corporation may be dissolved by the affirmative vote of two-thirds (2/3) of the members of the Board of Directors, then in office, taken at a special meeting of the Board of Directors called for that purpose, or upon the written consent of all the members of the Board of Directors. Upon the dissolution or other termination of the Corporation, no part of the property of the Corporation, nor any of the proceeds thereof, shall be distributed to, or inure to the benefit of any of the members, officers, or directors of the Corporation, but all such property and proceeds shall, subject to the discharge of valid obligations of the Corporation and to applicable provisions of law, be distributed, as directed by the Board of Directors, to or among any one or more domestic non-profit corporations, societies or organizations engaged in activities substantially similar to those of the dissolving Corporation, pursuant to a plan of distribution adopted as provided by state statute.

ARTICLE X
No Personal Liability

No member, director, officer, employee or agent of the Corporation shall be personally liable for the debts or liabilities of the Corporation.

ARTICLE XI
Incorporator

The name address of the incorporator is Kim Faulkner, 7309 Fegenbush Lane, Louisville, KY, 40228.

IN WITNESS WHEREOF, for the purposes of forming the Highview Business Owners Association, under the laws of the Commonwealth of Kentucky, the undersigned,

constituting the incorporator of the Highview Business Owners Association has executed these Articles of Incorporation this 12th day of June, 2006.

Kim H. Faulkner
Kim Faulkner, President

STATE OF KENTUCKY)
)
COUNTY OF JEFFERSON)

Subscribed and sworn to before me this 12 th day of June, 2006, by

My Commission expires: 8/6/08.

Marlene S. Nichols
Notary Public, State at Large, KY

The foregoing instrument was prepared by:

David D. Watkins Jr.
David D. Watkins Jr., Secretary