

BRONSTON WATER ASSOCOATION
ANNUAL MEETING

MARCH 6, 2006

MEMBERS PRESENT: JOHN PALMER, GLEN DALTON, FRANK CHILDERS, CHARLES CASSADA.

OTHER PRESENT WERE: JOYCE DALTON, BONNIE SLAGLE, BARBARA GIBSON, JC NEW, JESSE CANADA, DAN GIBSON AND ERIK KEITH.

The minutes of the annual meeting were read and were approved after a motion by John Palmer and second by Frank Childers. ALL VOTES YEA.

The Annual Audit was passed around for all to view. Copies will be made available to any who wish a copy. President Glen Dalton made available the Citizen Bank Reports and Account Balances to all present.

The Bronston Board Voted in Erik Keith to Replace Glen Dalton who did not want to be reelected for another term. Erick will be on for a three year term. ALL VOTES YEA.

The Bronston Water Board Voted in Dan Gibson to fisish out the unexpired term of David Slagle who resigned to be employed by Bronston Water as Assistant Office Manager. ALL VOTES YEA.

A motion by John Palmer to adjourn annual meeting and second by Dan Gibson. ALL VOTES YEA.

BRONSTON WATER ASSOCIATION INC.
ANNUAL MEETING
March 7, 2016

Directors Present: Charles Cassada, Carter Stewart, Leland Keith, and Eric Keith

Others Present: J C New, Jesse Canada, Vickie Ramsey, Kasi Morrow, Clint Keith, Deron Bryne, David Bowles, and Winter Huff.

President Charles Cassada called the meeting to order at 6:00 PM. The minutes of the previous Annual Meeting were read and approved with a motion by Carter Stewart and second by Leland Keith.

ALL VOTES YEA

The notice of the Annual Meeting was printed in the local newspaper – See Attached.

There are two Directors positions open for election, one current and one vacant.

J C New nominated Carter Stewart for director with a second by Leland Keith.

ALL VOTES YEA

Charles Cassada nominated Clint Keith for the Director's positions with a second by J C New. J C New made a motion for nominations to cease with a second by Eric Keith.

ALL VOTES YEA

The average yearly water loss for 2015 was 13.3%.

Highlight for the past year: Bought a new truck for the Association, new updated computer system, new radio read meters.

Leland Keith made a motion to adjourn with a second by J C New.

ALL VOTES YEA



Charles Cassada, President



Eric Keith, Secretary/Treasurer

BRONSTON WATER ASSOCIATION, INC.
MONTHLY MEETING
June 3, 2019

Directors Present: Charles Cassada, Clint Keith, Leland Keith, and Eric Keith.

Others Present: Vickie Ramsey, J C New, Chris Early, Kasi Morrow, and Jesse Canada.

President Charles Cassada called the meeting to order at 6:00 pm.

The minutes of the previous meeting were read and approved with a motion by Leland Keith and second by Clint Keith.
ALL VOTES YEA

The financial report was read and approved with a motion by Leland Keith and second by Eric Keith.
ALL VOTES YEA

Monarch Engineering firm was awarded the highest ranking for the 2019 Bronston Water line improvement project.

Charles Cassada made a motion to install Matt Tucker on the Bronston Water board to fill out the vacated Board seat for the term until March 2022 with a second by Leland Keith.

ALL VOTES YEA

Water loss for the month of May 2019 was 18.5%.

There is a LCADD meeting June 6, 2019 at 10:00 est.

There was \$6804.55 collected in arrears for the month of May.

A motion was made by Clint Keith to adjourn with a second by Leland Keith.

ALL VOTES YEA



Charles Cassada, President



Eric Keith, Secretary

BRONSTON WATER ASSOCIATION, INC.
MONTHLY MEETING
October 6, 2020

Directors Present: Eric Keith, Clint Keith, Leland Keith, and Matt Tucker.

Others Present: J C New, Vickie Ramsey, Chris Early, Kasi Morrow and Alvin Morrow.

Vice-President Leland Keith called the meeting to order at 6:00 pm.

A motion was made by Clint Keith to elect Alvin Morrow to the Bronston Water Assoc. board to fulfill Charles Cassada's board term to 2023 with a second by Matt Tucker.

ALL VOTES YEA

The minutes of the previous meeting were read and approved with a motion by Clint Keith and second by Matt Tucker.

ALL VOTES YEA

The financial report was read and approved with a motion by Matt Tucker and second by Eric Keith.

ALL VOTES YEA

A motion was made by Eric Keith to have Rose Heating and Air to replace the heating and air unit inside and outside unit at the water office with a second by Clint Keith.

ALL VOTES YEA

There was \$4856.78 collected in arrears for the month of September.

Water loss for the month of September was 8.3% with 3 water leaks and 3 new meters set.

A motion was made by Leland Keith to elect Eric Keith as President of the Bronston Water Board and Matt Tucker as the Secretary of the Bronston Water board with a second by Clint Keith.

ALL VOTES YEA

A motion was made by Leland Keith to adjourn with a second by Clint Keith.

ALL VOTES YEA



Eric Keith, President



Matt Tucker, Secretary

BRONSTON WATER ASSOCIATION, INC.
MONTHLY MEETING
September 6, 2022

Directors Present: Eric Keith, Clint Keith, Matt Tucker, and Alvin Morrow.

Others Present: J C New, Chris Early, Jamie Davis and Jennifer Tucker.

President Eric Keith called the meeting to order at 6:00 pm.

The minutes of the previous meeting were read and approved with a motion by Alvin Morrow and second by Clint Keith.

ALL VOTES YEA

The financial report was read and approved with a motion by Clint Keith and second by Alvin Morrow.

ALL VOTES YEA

Alvin Morrow made a motion to elect Jamie Davis to fill in the remainder of Leland Keith's term as a board member with a second by Clint Keith.

ALL VOTES YEA

Clint Keith made a motion to purchase Sage Accounting software for one year with a second by Alvin Morrow.

ALL VOTES YEA

Clint Keith made a motion to purchase a tractor with J C New and Chris Early making the decision on the best deal that they receive on price with a second by Matt Tucker.

ALL VOTES YEA

Water loss for the month of August was 12.7% with 4 water leaks and 2 new meters set.

There was \$7,396.76 collected in arrears for the month of August 2022.

A motion was made by Clint Keith to adjourn with a second by Alvin Morrow.

ALL VOTES YEA



Eric Keith, President



Matt Tucker, Secretary

Bronston Water Association Meeting, March 3, 1975

Director's meeting after annual meeting.

Motion made by Edward Hunley, seconder Dexter Thompson, to elect J. C. Gibson for President of Association. Votes all Yea.

Motion made by Edward Hunley, seconder Arthur Tucker, to pay \$20.00 to Bronston Church for fuel. Votes all Yea.

Motion made by Arthur Tucker, seconder Edward Hunley, to pay the five board of directors \$20.00 per meeting from Bronston Water Association. Votes all Yea.

Motion made to adjourn by Edward Hunley, seconder Arthur Tucker. Votes all yea.

Dexter Thompson, secretary

BRONSTON WATER ASSOCIATION
MARCH 2, 1998

THE BRONSTON WATER ASSOCIATION HELD THE REGULAR MONTHLY meeting at the office of Fred and Cloa Hardy. All directors present. J.C. Gibson, David Slagle, Frank Childers, Glen Roy Keith and Dexter Thompson. Others present were J.C. New, Cloa Hardy.

Motion made by J.C. Gibson for the officers to remain the same as they were in 1997. Seconded by David Slagle, to reinstate J.C. New for the coming year until March 1999.

Motion made by J.C. Gibson, seconded by Dexter Thompson to give each board member a \$25. increase. Frank Childers NA, Glen Roy Keith NA and David Slagle NA.

Motion made by Glen Roy Keith, seconded by David Slagle to raise the board members pay to \$50. a month. Frank Childers YEA, Glen Roy Keith YEA, and David Slagle YEA. J.C. Gibson NA, Dexter Thompson NA.

Motion made by J.C. Gibson seconded by David Slagle to give Cloa Hardy and J.C. New a 5% raise on their salary. Votes all YEA.

Motion made by David Slagle, seconded by Glen Roy Keith to adjourn. Votes all YEA.

BRONSTON WATER ASSOCIATION
MARCH 7, 2005

DIRECTORS PRESENT: Glen Dalton, Frank Childers, Charles Cassada, John Palmer, David Slagle.

OTHERS PRESENT: Joyce Dalton, Attorney Winter Huff, J.C. New, Jessie Canada.

The Bronston Water Association held the regular monthly meeting at the Tucker Shelter House, just after the Annual Meeting. The meeting was on March 7, 2005, at 7:30 P.M.

The meeting of the Bronston Water Association was called to order and the minutes were read from the previous meeting. Motion made by Frank Childers and seconded by Charles Cassada to approve the minutes as read.

ALL VOTES YEA

List of Monthly Bills and Deposits submitted for Directors Approval. Motion made to accept listings as is by Frank Childers and seconded by John Palmer.

ALL VOTES YEA

Motion made by John Palmer to elect Glen Dalton as President of Bronston Water Association for year 2005, seconded by Charles Cassada.

ALL VOTES YEA

Motion made by Frank Childers to elect Charles Cassada as Vice President of Bronston Water Association for year 2005, seconded by John Palmer.

ALL VOTES YEA

Motion made by Charles Cassada to elect David Slagle as Secretary of Bronston Water Association for year 2005, seconded by Frank Childers.

ALL VOTES YEA

Motion made by John Palmer to keep Joyce Dalton as Book-Keeper. J.C. New as Chief Maintenance Person. Jessie Canada as Assistance Maintenance person.

Attorney Winter Huff as Bronston Water Association Attorney. Barry Dalton as CPA for Bronston Water Association. Don Moldens as water line repair contractor for the year ending March 2006, motion was seconded by Charles Cassada.

ALL VOTES YEA

Motion made by Charles Cassada to raise salary of Board President Glen Dalton to \$250.00 per month, second by John Palmer.

ALL VOTES YEA

Motion made by John Palmer to raise salary of Board Secretary David Slagle to

\$200.00 per month, seconded by Frank Childers.

ALL VOTES YEA

Motion made by Frank Childers to raise salary of Association Maintenance Chief J.C. New , \$200.00 more per month, seconded by John Palmer.

250.00

ALL VOTES YEA

Motion made by Charles Cassada to raise salary wage of assistant Maintenance Person Jessie Canada, by \$200.00 Per month, by Frank Childers.

ALL VOTES YEA

The Board of Directors of the Bronston Water Association discussed ways to decrease water losses, see attach copy titled "Water Loss".

Attorney Winter Huff discussed writing a new Renters Agreement on Meter Hook-up and Association members and renters deposits accounts and membership fees on updating , getting PSC approval for new changes.

Motion made by Charles Cassada to ammend Previous motion Sept.7,2004 meeting on CUSTOMERS WITH WATER BILLS PAST DUE BY 90 DAYS to be ammended to read Customers with water bills past due by 60 days will be turned off and locked up and/or meter will be removed. Customer will be required to come to BWA office to pay past due bill. Elder or sick bound will be reviewed by Board as required. Motion made to operate by theses rules and seconded by John Palmer.

ALL VOTES YEA

SECRETARY
DAVID G. SLAGLE

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BRONSTON WATER ASSOCIATION, INC.
MONTHLY MEETING
March 2, 2026

Directors Present: Eric Keith, Matt Tucker, Alvin Morrow, and Jamie Davis

Others Present: Jennifer Tucker, Victoria Hoppi, JC New and Chris Early

President Eric Keith called the meeting to order at 6:08 pm.

The minutes of the previous meeting were read and approved with a motion by Alvin Morrow and a second by Jamie Davis.

ALL VOTES YEA

The financial report was read and approved with a motion by Matt Tucker and a second by Jamie Davis.

ALL VOTES YEA

Jamie Davis made a motion to elect Eric Keith as president with a second by Alvin Morrow.

ALL VOTES YEA

Jamie Davis made a motion to elect Clint Keith as vice president with a second by Alvin Morrow.

ALL VOTES YEA

Jamie Davis made a motion to elect Matt Tucker as secretary with a second by Alvin Morrow.

ALL VOTES YEA

Alvin Morrow made a motion to renew all contract employees with a second by Jamie Davis.

- Chief Maintenance – JC New
- Maintenance – Chris Early
- Office Manager – Jennifer Tucker
- Secretary – Victoria Hoppi
- Attorney – Winter Huff
- CPA – Abner & Cox
- Water Line Repairs – JC Cain
- Engineers – Monarch Engineering

ALL VOTES YEA

Jamie Davis made a motion to give the maintenance and office employees a 5% raise for 2026 with a second by Alvin Morrow.

ALL VOTES YEA

Due to an oversight, the approval to raise each director's salary to \$100 per meeting was left out of the original minutes of the March 7, 2005, meeting. President Eric Keith made a motion to amend the minutes from the March 7, 2005, meeting to include the director's salary with a second by Matt Tucker.

ALL VOTES YEA

Jamie Davis made a motion to pay the board president \$250 per meeting, the secretary \$200 per meeting and all other directors \$100 per meeting with a second by Alvin Morrow.

ALL VOTES YEA

Jamie Davis made a motion to award JC Cain the contract to move line from the field on Strawberry Road to the roadside with a second by Alvin Morrow.

ALL VOTES YEA

Water loss for the month of February 2026 was 11.52% with 3 water leaks and 0 new meter set. There was \$6,167.66 collected in arrears for the month of February 2026.

A motion was made by Alvin Morrow to adjourn with a second by Jamie Davis.

ALL VOTES YEA

Eric Keith, President

Matt Tucker, Secretary

**Bronston Water Association Inc
Annual Meeting
March 2, 2026**

Directors Present: Eric Keith, Matt Tucker, Jamie Davis, and Alvin Morrow

Others Presents: J C New, Tori Hoppi, Chris Early, and Jennifer Tucker

President Eric Keith called the annual meeting to order at 6:04 pm.

The minutes of the previous annual meeting were read and approved with a motion by Jamie Davis and a second by Alvin Morrow.

ALL VOTES YEA

A motion was made by JC New to retain Alvin Morrow and Jamie Davis as board directors with a second by Matt Tucker.

ALL VOTES YEA

Motion to adjourn was made by Jamie Davis with a second by Alvin Morrow.

ALL VOTES YEA

Eric Keith, President

Matt Tucker, Secretary

BY - LAWS AND RULES & REGULATIONS
OF
BRONSTON WATER ASSOCIATION, INC., A NONPROFIT CORPORATION

ARTICLE I

GENERAL PURPOSES

The purpose for which this corporation is formed, and the powers which it may exercise are set forth in the Articles of Incorporation of the corporation.

ARTICLE II

NAMS AND LOCATION

Section 1. The name of this corporation is Bronston Water Association, Incorporated.

Section 2. The principal office of this corporation shall be located at Bronston, Pulaski County, Kentucky, but the corporation may maintain offices and places of business at such other places within the State as the Board of Directors may determine.

Section 3. The registered agent of the corporation is J. C. Gibson.

ARTICLE III

SEAL

Section 1. The seal of the corporation shall have inscribed thereon the name of the corporation, State of Kentucky, and corporate seal.

Section 2. The secretary of the corporation shall have custody of the seal.

Section 3. The seal may be used by causing it or a facsimile thereof to be impressed or affixed or reproduced or otherwise.

ARTICLE IV

FISCAL YEAR

The fiscal year of the corporation shall begin the first day of January in each year.

ARTICLE V

MEMBERSHIP

Section 1. The holders of membership certificates of this corporation are its members. Any bona fide occupant of a dwelling, farm, or other property, including schools, churches, community and eleemosynary organizations, and where otherwise necessary by contract with said organization, corporation, etc., having reasonable accessibility to the source of and who is in need of having water supplied for domestic, livestock, and other purposes from the water system operated by the corporation and who receives the approval of the Board of Directors may be admitted to membership upon subscribing for or otherwise acquiring a membership certificate and by signing such agreements for the purchase of water as may be provided and required by the corporation; provided that no person otherwise eligible shall be permitted to subscribe for or acquire a membership of the corporation if the capacity of the corporation's water system is exhausted by the needs of its existing members. The membership fee shall be \$ 10⁰⁰.

Section 2. In case of the death of a member or if a member ceases to be eligible to hold membership as provided in Section 1., or willfully fails to comply with these by-laws and other requirements, or willfully obstructs the purposes and proper activities of the corporation, the corporation, through the Board of Directors, may elect to purchase his membership certificate and terminate his membership upon tender to him or his heirs or legal representatives the membership fee of \$ _____ less any indebtedness then due from him to the corporation. Any member

whose membership is so terminated for cause other than that of ceasing to be eligible may appeal from the action of the Board of Directors to a vote of the members at the next regular meeting of the members or a special meeting of the members called for such purpose.

ARTICLE VI

MEMBERSHIP CERTIFICATES

Section 1. This corporation shall not have capital stock, but its capital shall be represented by membership certificates.

Section 2. The membership certificates shall be issued to each holder of fully paid membership and shall be numbered consecutively, in accordance with the order of issue. Each membership certificate shall bear on its face the following statements:

- A. This membership certificate, No. _____, is issued and accepted in accordance with and subject to the conditions and restrictions stipulated in the Articles of Incorporation and By-laws and amendments to the same of the Bronston Water Association, Inc.
- B. Transfers of membership certificates shall be made only upon the books of the corporation, only to persons eligible to become members, only with the approval of the Board of Directors and only when the member transferring is free from indebtedness to the corporation.
- C. No member of this corporation shall be entitled to more than one vote at meetings of the members of this corporation or to hold more than one of the membership certificates of this corporation. Every member upon becoming a member of this corporation agrees to sign such agreement for the purpose of

purchasing water from the corporation as may from time to time be provided and required by the corporation.

Section 3. All transfers of membership certificates shall be made upon the books of the corporation upon the surrender of the certificates covering the same by the holders thereof or by their legal representative but only with the approval of the Board of Directors and only to persons eligible to become members and only when the transferring member is free from indebtedness to the corporation.

Section 4. Each member agrees to sign such water user's agreements as the corporation shall from time to time provide and require.

ARTICLE VII

MEETINGS OF MEMBERS

Section 1. The annual meeting of the members of this corporation shall be held at the Bronston, Ky. at 7:30 o'clock P.M., on the 1st Monday of March of each year, if not a legal holiday, or if a legal holiday, on the next business day following.

Section 2. Notice of meetings of members of the corporation may be given by a notice mailed to each member of record, directed to the address shown upon the books of the corporation, at least ten days prior to the meeting. Such a notice shall state the nature, time, place, and purpose of the meeting, but no failure or irregularity of notice of any annual meeting, regularly held, shall affect any proceedings taken thereat.

✓ Section 3. The members present at any meeting of the members shall constitute a quorum at any meeting of the corporation for the transaction of business. The voting powers of the members of this corporation shall be equal, each member shall

have one vote only, and voting by proxy shall be allowed.

Section 4. Directors of this corporation shall be elected at the annual meeting of the members.

Section 5. The order of business at the regular meetings and so far as possible at all other meetings shall be:

1. Calling to order and proof of quorum.
2. Proof of notice of meeting.
3. Reading and action on any unapproved minutes.
4. Reports of officers and committees.
5. Election of Directors.
6. Unfinished business.
7. New business.
8. Adjournment.

ARTICLE VIII

DIRECTORS AND OFFICERS

now 5
Section 1. The Board of Directors of this corporation shall consist of seven (7) members, all of whom shall be members of the corporation. The directors named in the Articles of Incorporation shall serve until their successors are elected at the first annual meeting of the members and until they have qualified. At the first annual meeting of the members, three (3) Directors shall be elected for a term of one year; two (2) Directors shall be elected for a term of two years; and two (2) Directors shall be elected for a term of three years. At each annual meeting thereafter, the members shall elect for a term of three years the number of Directors whose terms of office have expired.

Section 2. The Board of Directors shall meet within ten days after the first election and within ten days after the annual election of Directors and shall elect by ballot a president, and vice-president from among themselves, and a secretary-treasurer, each of whom shall hold office until the next annual meeting and

until the election and qualification of his successor unless sooner removed by death, resignation, or for cause.

Section 3. Special meeting of the Board of Directors may be called at any time by the president, or any two Directors, on not less than twenty-four hours notice previous to the meeting. Notice of special meeting of the Board of Directors shall be given as provided in Article VII, Section 2 of these By-laws. Any meeting at which all Directors are present shall be legal without notice or waiver. Any Director or officer may waive any notice required to be given under these By-laws. Presence of a Director in person shall constitute waiver by him of notice of a Director's meeting.

Section 4. If the office of any Director becomes vacant by reason of death, resignation, retirement, disqualification or otherwise, except by removal from office, a majority of the remaining Directors though not less than a quorum shall, by a majority vote, choose a successor who shall hold office until the next annual meeting of the members of the corporation, at which time the members shall elect a Director for the unexpired term, or terms.

Section 5. A majority of the Board of Directors shall constitute a quorum at any meeting of the Board.

Section 6. Compensation of officers may be fixed at any regular or special meeting of the members of the corporation.

Section 7. Officers and Directors may be removed from office in the following manner: Any member, officer, or Director may present charges against a Director or officer by filing them in writing with the secretary of the corporation. If presented by a member, the charges must be accompanied by a petition signed by ten per cent of the members of the corporation. Such removal

shall be voted at the next regular meeting or special meeting of the members and shall be effective if approved by a vote of a majority of the members. The Director or officer against whom such charges have been presented shall be informed, in writing, of such charges five days prior to the meeting, and shall have the opportunity at such meeting to be heard in person or by counsel and to present witnesses; and the person or persons presenting such charges against him shall have the same opportunity. If the removal of a Director is approved, such action shall also vacate any other office held by the removed Director in the association. A vacancy in the Board thus created shall immediately be filled by a vote of a majority of the members present and voting at such meeting. A vacancy in any office thus created shall be filled by the Directors from among their number so constituted after the vacancy in the Board has been filled.

ARTICLE IX

DUTIES OF DIRECTORS

Section 1. The Board of Directors, subject to the restriction of law, the Articles of Incorporation, or these By-laws shall exercise all of the powers of the corporation, and, without prejudice to or limitation upon their general powers, it is hereby expressly provided that the Board of Directors shall have, and hereby are given, full power and authority in respect to the matters and as hereinafter set forth:

- A. To pass upon the qualifications of members, and to cause to be issued appropriate certificates of membership.
- B. To select and appoint all officers, agents, or employees of the corporation or remove such agents or employees of the corporation for just cause,

prescribe such duties and designate such powers as may not be inconsistent with these By-laws, fix their compensation and pay for faithful services.

- C. To borrow from any source, money, goods, or services, and to make and issue notes and other negotiable and transferable instruments, mortgages, deeds of trust and trust agreements and to do every act and thing necessary to effectuate the same.
- D. To prescribe, adopt, and amend, from time to time, such equitable uniform rules and regulations as, in their discretion, may be deemed essential or convenient for the conduct of the business and affairs of the corporation and the guidance and control of its officers and employees, and to prescribe adequate penalties for the breach thereof.
- E. To order, at least once each year, an audit of the books and accounts of the corporation by a qualified auditor or accountant. The report prepared by such auditor or accountant shall be submitted to the members of the corporation at their annual meeting.
- F. To fix the charges to be paid by each member for services rendered by the corporation to him, the time of payment and manner of collection.
- G. To require all officers, agents, and employees charged with responsibility for the custody of any of the funds of the corporation to give adequate bonds, the cost thereof to be paid by the corporation, and it shall be mandatory upon the Directors to so require.
- H. To select one or more banks to act as depositories of the funds of the corporation and to determine

the manner of receiving, depositing and disbursing of funds of the corporation and the form of checks and the person or persons by whom the same shall be signed, with the power to change such banks and the person or persons signing such checks and the form thereof at will.

ARTICLE X

DUTIES OF OFFICERS

Section 1. Duties of the President: The President shall preside over all meetings of the corporation and the Board of Directors, call special meetings of the Board of Directors, perform all acts and duties usually performed by an executive and presiding officer, and sign all membership certificates and such other papers of the corporation as he may be authorized or directed to sign by the Board of Directors, provided the Board of Directors may authorize any person to sign any or all checks, contracts and other instruments in writing on behalf of the corporation. The President shall perform such other duties as may be prescribed by the Board of Directors.

Section 2. Duties of the Vice-President: In the absence or disability of the President, the Vice-President shall perform the duties of the President; provided, however, that in case of death, resignation, or disability of the President, the Board of Directors may declare the office vacant, and elect his successor.

Section 3. Duties of the Secretary-Treasurer: The Secretary-Treasurer shall keep a complete record of all meetings of the corporation and of the Board of Directors and shall have general charge and supervision of the books and records of the corporation. He shall sign all membership certificates with

the president and such other papers pertaining to the corporation as he may be authorized or directed to do so by the Board of Directors. He shall provide a fidelity bond in an amount to cover an amount equal to the largest sum of money in his possession as Secretary-Treasurer at any one time. He shall serve all notices required by law and these By-laws and shall make a full report of all matters and business pertaining to his office to the members at the annual meeting. He shall keep the corporate seal and membership certificate records of the corporation, complete and countersign all certificates issued and affix said corporate seal to all papers requiring seal. He shall keep a proper membership certificate record, showing the name of each member of the corporation and date of issuance, surrender, cancellation or forfeiture. He shall make all reports required by law and shall perform such other duties as may be required by him by the corporation or the Board of Directors. Upon the election of his successor, the Secretary-Treasurer shall turn over to him all books and other property belonging to the corporation that he may have in his possession. He shall also perform such duties with respect to the finances of the corporation as may be prescribed by the Board of Directors.

ARTICLE XI

BENEFITS AND DUTIES OF MEMBERS

Section 1. The corporation will install, maintain, and operate a main distribution pipeline or lines from the source of the water supply and service lines from the main distribution pipeline or lines to the property line of each member of the corporation, at which points, designated as delivery points, meters to be purchased, installed, owned and maintained by the corporation shall be placed. The cost of the service line or lines from the main distribution pipeline or lines of the

corporation to the property line of each member shall be paid by the corporation. The corporation will also purchase and install a cut-off valve in each service line from its main distribution line or lines, such cut-off valve to be owned and maintained by the corporation and to be installed on some portion of the service line owned by the corporation. The corporation shall have the sole and exclusive right to use such cut-off valve to turn it on and off.

Section 2. Each member shall be entitled to not to exceed one service line from the corporation's water system, provided that the member shall be required to pay a fee of \$ _____ for each service line in excess of one. No new service line or change in an existing service line may be made which will interfere with an existing service line or the delivery of water therein. Each service line shall connect with the corporation's water system at the nearest available place to the place of desired use by the member if the corporation's water system shall be of sufficient capacity to permit the delivery of water through a service line at that place without interfering with the delivery of water through a prior service line. If the corporation's water system shall be inadequate to permit the delivery of water through a service line installed at such place without interfering with the delivery of water through a prior service line, then such service line shall be installed at such place as may be designated by the corporation. Each member will be required to dig and have dug a ditch for the connection of the service line or from the property line of the member to his dwelling or portion of his premises and will also be required to and install the portion of the service line or lines from the property line to the place of use on his premises and

to maintain such portion of such service line or lines which shall be owned by the member, at his own expense, provided that the corporation may, if the Board of Directors so determine, purchase the pipe for and install such portion of such service line or lines, the cost of which will, however, be paid by the individual members.

Section 3. Each member shall be entitled to purchase from the corporation pursuant to such agreements as may from time to time be provided and required by the corporation, such water for domestic, livestock and other purposes as a member may desire, subject, however, to the provisions of these By-laws and to such rules and regulations as may be prescribed by the Board of Directors, each member shall be entitled to have delivered to him through a single service line only such water as may be necessary to supply the needs of the persons residing in a single dwelling and of the livestock owned by such persons and for such other purposes as needed. The water delivered through each service line shall be metered and the charges for such water shall be determined separately, irrespective of the number of service lines owned by a member.

Section 4. In the event the total water supply shall be insufficient to meet all of the needs of the members or in the event there is a shortage of water, the corporation may pro-rate the water available among the various members on such basis as is deemed equitable by the Board of Directors, and may also, prescribe a schedule of hours covering use of water by particular members and require adherence thereto or prohibit the use of water for other purposes; provided that if at any time the total water supply shall be insufficient to meet all of the needs of all of the members for domestic, livestock, and other purposes, the corporation must first satisfy all of the

needs of all of the members for domestic purposes before supplying any water for other purposes.

Section 5. The Board of Directors shall have the right in any calendar year to determine the flat minimum monthly rate to be charged each member for any specified quantity of water, such flat minimum monthly rate to be payable irrespective of whether any water is used by a member during any month, and the amount of additional charges, if any, for additional water which may be supplied the members, shall fix the date for the payment of such charges, and shall notify each member of the amount of such charges and the dates for the payment thereof, a member to be entitled to the delivery of water shall pay such charges at the office of the corporation at or prior to the dates fixed by the Board of Directors. The failure to pay water charges duly imposed shall result in the automatic imposition of the following penalties:

- A. Non-payment within ten days from the due date will be subject to a penalty of ten per cent of the delinquent account.
- B. Non-payment within thirty days from the due date will result in the water being shut off from the member's property.
- C. Non-payment for sixty days after original due date will allow the corporation, in addition to all other rights and remedies to purchase the member's membership certificate and terminate his membership, and, in such event the member shall not be entitled to receive, nor the corporation obligated to supply, any water.
- D. In the event it becomes necessary for the corporation to shut off the water from a member's property, a

fee of \$ 50⁰⁰ will be charged for the reconnection of the service.

Section 6. The Board of Directors shall be authorized to require each member to enter into water user's agreements which shall embody the principles set forth in the foregoing sections of this article.

Section 7. Membership may be cancelled and/or water service discontinued by the corporation for any violation of any rule, regulation, or condition of service and especially for any of the following reasons:

- A. Misrepresentation in application as to the property or fixtures to be supplied or use to be made of water.
- B. Resale or giving away of water.
- C. Waste or misuse of water due to improper or imperfect service pipes and/or fixtures or failure to keep the same in a suitable state of repair.
- D. Tampering with meter, meter seal, service, or valves or permitting such tampering by others.
- E. Connections, cross-connections, or permitting the same, of any separate water supply to the premises which receives water from the corporation.

ARTICLE XII

DISTRIBUTION OF SURPLUS FUNDS

Section 1. It is not anticipated that there will be any net income. If there should be any, then at the end of any fiscal year, after paying the expenses of the corporation for operation and otherwise, and after setting aside reserve, for depreciation of all buildings, equipment, and office fixtures, and such other reserves as the Board of Directors may deem proper and after providing for payments on interest and principal

of obligations and amortized debts of the corporation, and after providing for the purchase of proper supplies and equipment, the net earning shall be accumulated in a surplus fund for the purpose of replacing, enlarging, extending and repairing the system and property of the corporation and for such other purposes as the Board of Directors may determine to be for the best interests of the corporation. The said surplus fund or any portion thereof may from time to time at the discretion of the Board of Directors be applied to said debt of said corporation.

Section 2. Any part or the whole of such net income may be credited at the discretion of the Board of Directors to the indebtedness of the corporation, should any exist, and upon payment of all debts of the corporation, any surplus so remaining to be placed in a reserve account until such time as the Board of Directors shall deem sufficient for the needs of said corporation. Thereafter the Board of Directors may reduce said water rates to meet the cost of operation only.

ARTICLE XIII

AMENDMENTS

These By-laws may be repealed or amended by a vote of a majority of the Directors present at any regular meeting of the corporation, or at any special meeting of the corporation called for that purpose, except that the Directors shall not have the power to change the purposes of the corporation so as to decrease its rights and powers under the laws of the State, or to waive any requirements of bond or other provision for the safety and security of the property and funds of the corporation or its members, or to deprive any member of rights and privileges then existing, or so to amend the By-laws as to

effect a fundamental change in the policies of the corporation. Notice of any amendments to be made at a special meeting of the Directors must be given at least ten days before such meeting and must set forth the amendments to be considered.

Amendments to these By-laws must, and will have, prior approval of the lending institution, if any indebtedness is owed or outstanding, before they become effective.

IN WITNESS WHEREOF, we, the Board of Directors, have at the organization meeting on this 14 day of July, 1969, adopted the foregoing By-laws *rules & regulations*

BOARD OF DIRECTORS

Joe Lowery

Eugene Hardwick

J. C. Gibson

R. L. Thompson

John E. Gover

Cecil New

Charles A. Newell

CERTIFICATION

I, John E. Gover, Secretary of the Bronston Water Association, Inc., a corporation existing under the laws of the State of Kentucky; hereby certify that the attached is a true copy of the By-laws, together with all amendments thereto, as of the 14 day of July, 1969, which have been duly adopted.

John E. Gover

Secretary

I hereby certify that the foregoing instrument was drafted by Leslie C. Gay, Attorney at Law, Somerset, Pulaski County, Ky.

Leslie C. Gay

**SECOND AMENDMENT TO
BY-LAWS AND RULES AND REGULATIONS
OF THE
BRONSTON WATER ASSOCIATION, INC.**

The annual meeting of the Bronston Water Association, Inc. was held on March 2, 2009, at which meeting, by the unanimous vote by all members present, the following resolution was adopted to Amend the By-Laws:

ARTICLE I

GENERAL PURPOSES

The purpose for which this corporation is formed, and the powers which it may exercise are set forth in Articles of Incorporation of the corporation.

ARTICLE II

NAME AND LOCATION

Section 1. The name of this corporation is Bronston Water Association, Incorporated.

Section 2. The principal office of this corporation shall be located at Bronston, Pulaski County, Kentucky, but the corporation may maintain offices and places of business at such other places within the State as the Board of Directors may determine.

Section 3. The registered agent of the corporation is David G. Slagle.

ARTICLE III

SEAL

Section 1. The seal of the corporation shall have inscribed thereon the name of the corporation, State of Kentucky, and corporate seal.

Section 2. The secretary of the corporation shall have custody of the seal.

Section 3. The seal may be used by causing it or a facsimile thereof to be impressed or affixed or reproduced or otherwise.

ARTICLE IV

FISCAL YEAR

The fiscal year of the corporation shall begin the first day of January in each year.

ARTICLE V

MEMBERSHIP

Section 1. The holders of user agreements (water contract/property owner water usage agreement) of this corporation are its members. Any bona fide occupant of a dwelling, farm, or other property, including schools, churches, community and eleemosynary organizations, and where otherwise necessary by contract with said organization, corporation, etc., having reasonable accessibility to the source of and who is in need of having water supplied for domestic, livestock, and other purposes from the water system operated by the corporation and who receives the approval of the Board of Directors may be admitted to membership upon subscribing for or otherwise acquiring a user agreement and by signing such agreements for the purchase of water as may be provided and required by the corporation; provided that no person otherwise eligible shall be permitted to subscribe for or acquire a user agreement of the corporation if the capacity of the corporation's water system is exhausted by the needs of its existing users.

Section 2. In case of the death of a member or if a member ceases to be eligible to hold membership as provided in Section 1., or willfully fails to comply with these By-Laws and other requirements, or willfully obstructs the purposes and proper activities of the corporation, the corporation, through the Board of Directors, may elect to terminate the user agreement. All

agreement for the purpose of purchasing water from the corporation as may from time to time be provided or amended and required by the corporation.

ARTICLE VII

MEETINGS OF MEMBERS

Section 1. The annual meeting of the members of this corporation shall be held at Bronston, Pulaski County, Kentucky, at 6:00 p.m. on the first Monday of March of each year, if not a legal holiday, or if a legal holiday, on the next business day following.

Section 2. Notice of meetings of members of the corporation may be given by said notice being published in the local newspaper having largest circulation three consecutive dates at least ten days prior to the annual meeting. Said notice to state the nature, time, place, and purpose of the meeting.

Section 3. The members present at any meeting of the members shall constitute a quorum at any meeting of the corporation for the transaction of business. The voting powers of the members of this corporation shall be equal, each member shall have one vote only, and voting by proxy shall not be allowed.

Section 4. Directors of this corporation shall be elected at the annual meeting of the members.

Section 5. The order of business at the regular meetings and so far as possible at all other meetings shall be:

1. Calling to order and proof of quorum.
2. Proof of notice of meeting.
3. Reading and action on any unapproved minutes.

Notice of special meeting of the Board of Directors shall be given by Notice published in the local newspaper once at least twenty-four hours prior to said meeting, said notice to state the nature, purpose, time, and place of the meeting. Any meeting at which all Directors are present shall be legal without notice or waiver. Any Director or officer may waive any notice required to be given under these By-Laws. Presence of a Director in person shall constitute waiver by him of notice of a Director's meeting.

Section 4. If the office of any Director becomes vacant by reason of death, resignation, retirement, disqualification, or otherwise, except by removal from the office, a majority of the remaining Directors though not less than a quorum shall, by a majority vote, choose a successor who shall hold office until the next annual meeting of the members of the corporation, at which time the members shall elect a Director for the unexpired term, or terms.

Section 5. A majority of the Board of Directors shall constitute a quorum at any meeting of the Board.

Section 6. Compensation of officers may be fixed at any regular or special meeting of the members of the corporation.

Section 7. Officers and Directors may be removed from office in the following manner: Any member, officer, or Director may present charges against a Director or officer by filing them in writing with the secretary of the corporation. If presented by a member, the charges must be accompanied by a petition signed by ten percent of the members of the corporation. Such removal shall be voted at the next regular meeting or special meeting of the members and shall be effective if approved by a vote of a majority of the members. The Director or officer against whom such charges have been presented shall be informed, in writing, of such charges five days prior to the

meeting, and shall have the opportunity at such meeting to be heard in person or by counsel and to present witnesses; and the person or persons presenting such charges against him shall have the same opportunity. If the removal of a Director is approved, such action shall also vacate any other office held by the removed Director in the Association. A vacancy in the Board thus created shall immediately be filled by a vote of a majority of the members present and voting at such meeting. A vacancy in any office thus created shall be filled by the Directors from among their number so constituted after the vacancy in the Board has been filled.

ARTICLE IX

DUTIES OF DIRECTORS

Section 1. The Board of Directors, subject to the restriction of law, the Articles of Incorporation, or these By-Laws shall exercise all of the powers of the corporation, and without prejudice to or limitation upon their general powers, it is hereby expressly provided that the Board of Directors shall have, and hereby are given full power and authority in respect to the matters and as hereinafter set forth:

- A. To pass upon the qualifications of members, and to cause to be issued appropriate membership.
- B. To select and appoint all officers, agents, or employees of the corporation or remove such agents or employees of the corporation for just cause, prescribe such duties and designate such powers as may not be inconsistent with these By-Laws, fix their compensation and pay for faithful services.
- C. To borrow from any source, money, goods, or services, and to make and issue notes and other negotiable and transferable instrument, mortgages, deeds of trust and trust

ARTICLE X

DUTIES OF OFFICERS

Section 1. Duties of the President: The President shall preside over all meetings of the corporation and the Board of Directors, call special meetings of the Board of Directors, perform all acts and duties usually performed by an executive and presiding officer, and sign all user agreements and such other papers of the corporation as he may be authorized or directed to sign by the Board of Directors, provided the Board of Directors may authorize any person to sign any or all checks, contracts, and other instruments in writing on behalf of the corporation. The President shall perform such other duties as may be prescribed by the Board of Directors.

Section 2. Duties of the Vice President: In the absence or disability of the President, the Vice President shall perform the duties of the President; provided, however, that in case of death, resignation, or disability of the President, the Board of Directors, may declare the office vacant and elect his successor.

Section 3. Duties of the Secretary-Treasurer: The Secretary-Treasurer shall keep a complete record of all meetings of the corporation and of the Board of Directors and shall have general charge and supervision of the books and records of the corporation. He shall sign with the President such papers pertaining to the corporation as he may be authorized or directed to do so by the Board of Directors. He shall provide a fidelity bond in an amount to cover an amount equal to the largest sum of money in his possession as Secretary-Treasurer at any one time. He shall serve all notices required by law and these By-Laws and shall make a full report of all matters and business pertaining to his office to the members at the annual meeting. He shall keep the corporate seal and user agreement records of the corporation, complete and countersign all agreements issues and affix said

corporate seal to all papers requiring seal. He shall keep a proper user agreement record, showing the name of each member of the corporation and date of issuance, surrender, cancellation, or forfeiture. He shall make all reports required by law and shall perform such other duties as may be required by him by the corporation or the Board of Directors. Upon the election of his successor, the Secretary-Treasurer shall turn over to him all books and other property belonging to the corporation that he may have in his possession. He shall also perform such duties with respect to the finances of the corporation as may be prescribed by the Board of Directors.

ARTICLE XI

BENEFITS AND DUTIES OF MEMBERS

Section 1. The corporation will install, maintain, and operate a main distribution pipeline or lines from the source of the water supply and service lines of up to fifty feet (excluding road bores) from the main distribution pipeline or lines at which points, designated as delivery points, meters to be purchased, installed, owned and maintained by the corporation shall be placed. The corporation will also purchase and install a cut-off valve in each service line from its main distribution line or lines, such cut-off valve to be owned and maintained by the corporation and to be installed on some portion of the service line owned by the corporation. The corporation shall have the sole and exclusive right to use such cut-off valve to turn it on and off.

Section 2. Each member shall be entitled to one service line to a meter from the corporation's water system, up to fifty feet away (excluding road bores), provided that the member shall be required to pay. The then-current meter fee. Members shall be responsible for all services and costs of installation of service lines in excess of fifty feet or in addition to the one initially installed per member. No new service line or change in an existing service line may be made which

will interfere with an existing service line or the delivery of water therein. Each service line shall connect with the corporation's water system at the nearest available place to the place of desired use by the member if the corporation's water system shall be of sufficient capacity to permit the delivery of water through a service line at that place without interfering with the delivery of water through a prior service line. If the corporation's water system shall be inadequate to permit the delivery of water through a service line installed at such place without interfering with the delivery of water through a prior service line, then such service line shall be installed at such place as may be designated by the corporation. Each member will be required to dig or have dug a ditch for the connection of the service line or lines from the property line of the member to his dwelling or other portion of his premises and will also be required to purchase and install all materials for the portion of the service line or lines from his property line to the place of use on his premises and to maintain such portion of such service line or lines which shall be owned by the member, at his own expense, provided that the corporation may, if the Board of Directors so determine, purchase the pipe for and install such portion of such service line or lines, the cost of which will, however, be reimbursed by the individual members.

Section 3. Each member shall be entitled to purchase from the corporation pursuant to such agreements as may from time to time be provided and required by the corporation, such water for domestic, livestock, and other purposes as a member may desire, subject, however, to the provisions of these By-Laws and to such rules and regulations as may be prescribed by the Board of Directors, each member shall be entitled to have delivered to him through a single service line only such water as may be necessary to supply the needs of the persons residing in a single dwelling and of the livestock owned by such persons and for such other purposes as needed. The water delivered

through each service line shall be metered and the charges for such water shall be determined separately, irrespective of the number of service lines owned by a member.

Section 4. In the event the total water supply shall be insufficient to meet all of the needs of the members or in the event there is a shortage of water, the corporation may pro-rate the water available among the various members on such basis as is deemed equitable by the Board of Directors, and may also, prescribe a schedule of hours covering use of water by particular members and required adherence thereto or prohibit the use of water for other purposes; provided that if at any time the total water supply shall be insufficient to meet all of the needs of all of the members for domestic, livestock, and other purposes, the corporation must first satisfy all of the needs of all of the members for domestic purposes before supplying any water for other purposes.

Section 5. The Board of Directors shall have the right in any calendar year to determine the flat minimum monthly rate to be charged each member for any specified quantity of water, such flat minimum monthly rate to be payable irrespective of whether any water is used by a member during any month, and the amount of additional charges, if any, for additional water which may be supplied the members, shall fix the date for the payment of such charges, and shall notify each member of the amount of such charges and the dates for the payment thereof, a member to be entitled to the delivery of water shall pay such charges at the office of the corporation at or prior to the dates fixed by the Board of Directors. The failure to pay water charges duly imposed shall result in the automatic imposition of the following penalties:

- A. Non-payment within ten days from the due date will be subject to a penalty of ten percent of the delinquent account.
- B. Non-payment within thirty days from the due date will result in the water being shut

off from the member's property.

- C. Non-payment for sixty days after original due date will allow the corporation, in addition to all other rights and remedies, to terminate the membership, and, in such event, the member shall not be entitled to receive, nor the corporation obligated to supply, any water.
- D. In the event it becomes necessary for the corporation to shut off the water from a member's property, a reconnect fee will be charged for the reconnection of the service.

Section 6. The Board of Directors shall be authorized to require each member to enter in water user's agreements which shall embody the principles set forth in the foregoing sections of this Article.

Section 7. Membership may be canceled and/or water service discontinued by the corporation for any violation of any rule, regulation, or condition of service and especially for any of the following reasons:

- A. Misrepresentation in application as to the property or fixtures to be supplied or use to be made of water.
- B. Resale or giving away of water.
- C. Waste or misuse of water due to improper or imperfect service pipes and/or fixtures or failure to keep the same in a suitable state of repair.
- D. Tampering with meter, meter seal, service, or valves or permitting such tampering by others.
- E. Connections, cross-connections, or permitting the same, of any separate water supply

to the premises which receives water from the corporation.

ARTICLE XII

DISTRIBUTION OF SURPLUS FUNDS

Section 1. It is not anticipated that there will be any net income. If there should be any, then at the end of any fiscal year, after paying the expenses of the corporation for operation and otherwise, and after setting aside reserve, for depreciation of all buildings, equipment, and office fixtures, and such other reserves as the Board of Directors may deem proper and after providing for payments or interest and principal of obligations and amortized debts of the corporation, and after providing for the purchase of proper supplies and equipment, the net earnings shall be accumulated in a surplus fund for the purpose of replacing, enlarging, extending and repairing the system and property of the corporation and for such other purposes as the Board of Directors may determine to be for the best interests of the corporation. The said surplus fund or any portion thereof may from time to time at the discretion of the Board of Directors be applied to said debt of said corporation.

Section 2. Any part or the whole of such net income may be credited at the discretion of the Board of Directors to the indebtedness of the corporation, should any exist, and upon payment of all debts of the corporation, any surplus so remaining to be placed in a reserve account until such time as the Board of Directors shall deem sufficient for the needs of said corporation. Thereafter the Board of Directors may reduce said water rates to meet the cost of operation only.

ARTICLE XIII

AMENDMENTS

These By-Laws may be repealed or amended by a vote of a majority of the Directors present at any regular meeting of the corporation, or at any special meeting of the corporation called for that

purpose, except that the Directors shall not have the power to change the purposes of the corporation so as to decrease its rights and powers under the laws of the State, or to waive any requirements of bond or other provision for the safety and security of the property and funds of the corporation or its members, or to deprive any member of rights and privileges then existing, or so to amend the By-Laws as to effect a fundamental change in the policies of the corporation. Notice of any amendment to be made at a special meeting of the Directors must be given at least twenty-four hours in advance by notice in the local newspaper having largest circulation once prior to meeting said notice to state the nature, purpose, time, and place of the meeting.

Amendments to these By-Laws must, and will have, prior approval of the lending institution, if any indebtedness is owed or outstanding, before they become effective.

IN WITNESS WHEREOF, we, the Board of Directors, having at the organization meeting on this the ____ day of _____, 2009, adopted the foregoing By-Laws and Rules and Regulations.

BOARD OF DIRECTORS

CERTIFICATION

I, Charles Cassada, Secretary of the Bronston Water Association, Inc., a corporation existing under the laws of the State of Kentucky; hereby certify that the attached is a true copy of the By-Laws and Rules and Regulations together with all amendments thereto, as of the _____ day of _____, 2009, which have been duly adopted.

CHARLES CASSADA, Secretary
Bronston Water Association, Inc.

COMMONWEALTH OF KENTUCKY
COUNTY OF PULASKI

Subscribed and sworn to before me by the Board of Directors, _____, and Charles Cassada, Secretary, of the Bronston Water Association, Inc., to be their free and voluntary act and deed this _____ day of _____, 2009.

My Commission Expires: _____

NOTARY PUBLIC

THIS INSTRUMENT PREPARED BY:

LAW OFFICES OF JOHN G. PRATHER PSC
P.O. Box 616
Somerset, KY 42502-0616
Telephone: (606) 679-1626

WINTER R. HUFF, Attorney At Law