

RESOLUTION NO. 2023-19

A RESOLUTION APPOINTING REPRESENTATIVE AND ALTERNATE REPRESENTATIVE TO LEXINGTON AREA SOLID WASTE AGENCY.

WHEREAS, the undersigned political subdivision has previously approved and adopted an Interlocal Agreement, thereby becoming a member of the Lexington Area Solid Waste Agency; and

WHEREAS, it is necessary to adopt a Resolution to appoint a representative to serve on the governing body of the Lexington Area Solid Waste Agency.

BE IT THEREFORE RESOLVED that Gary Green,

Residing at

1008 24<sup>th</sup> Place, Gothenburg, NE 69138

ggreer@cityofgothenburg.org

(complete mailing address, phone and e-mail) is hereby appointed as the representative of the undersigned political subdivision to serve on the Agency Board of the Lexington Area Solid Waste Agency, and that Shane Gruber

Residing at 1315 Lake Ave, Gothenburg NE 69138 sgruber@cityofgothenburg.org

is hereby appointed as alternate representative of the undersigned political subdivision to serve on the Agency Board of the Lexington Area Solid Waste Agency. Such representation to be effective upon the date of this Resolution, and continue until a successor representative has been appointed.

PASSED AND APPROVED on the date stated: \_\_\_\_\_



City of Gothenburg  
City / Village / County

By: [Signature]  
Mayor / Chairperson

ATTEST and SEAL:

[Signature]  
Clerk

INTERLOCAL AGREEMENT  
LEXINGTON AREA SOLID WASTE AGENCY

THIS AGREEMENT is made this 5<sup>th</sup> day of September, 2023, by and among the Initial Members shown as signatories below, hereinafter collectively referred to as "Initial Members." The term "Member" or "Members" as used in this Agreement includes the Initial Members and Additional Members approved in accordance with this Agreement. The term "solid waste jurisdiction area" shall have the meaning afforded such term by the Integrated Solid Waste Management Act.

I.

CREATION OF THE SOLID WASTE AGENCY

Pursuant to Sections 13-801 to 13-827 of R.R.S. Neb. 1943, as amended (the "Interlocal Cooperation Act"), the Initial Members hereby create a joint entity which shall be named the Lexington Area Solid Waste Agency (the "Agency") and shall constitute a separate body corporate and politic under the provisions of the Interlocal Cooperation Act. The Agency shall be subject to control by the Members in accordance with the terms of this Agreement. The governing body of each Initial Member shall have approved this Agreement by resolution. A certified copy of each approving resolution shall be kept on file at LASWA offices. The Agency's existence shall commence upon the execution of this Agreement on behalf of each Initial Member shown as a signatory below.

II.

PURPOSES

The purpose of the Agency are as follows:

- a) To make efficient use of the powers of the Members by enabling them to cooperate with each other on a basis of mutual advantage and thereby provide services and facilities in a manner and pursuant to forms of governmental organization that will accord best with geographic, economic, population, and other factors influencing the needs and development of the local communities.
- b) To enable the Members to comply with the mandates of Section 13-2001 to 13-2043 of R.R.S. Neb. 1943, as amended (the "Integrated Solid Waste Management Act"), the Resource Conservation and Recovery Act, any amendments thereto, and the rules and regulations promulgated pursuant to such acts.
- c) To provide or contract for integrated solid waste management facilities and services as approved by the agency board with the landfill to be located adjacent to the Lexington landfill site.

III.  
ORGANIZATION

- a) Agency Board: The governing body of the Agency shall be designated as the Agency Board (the "Board"), which shall consist of one representative and one alternate appointed by resolution of the governing body of each Member. Each resolution of appointment shall take effect upon filing of a certified copy of such resolution at the Agency's office.
- b) Voting: Each Member shall have one representative and one vote. The voting Member must be the appointed Members from Municipality.
- c) Quorum: *A quorum of the Board shall consist of thirty-three percent of Active Member Representatives appointed to the Board.*
- d) Majority Vote: Unless otherwise required by this Agreement, any board action shall require an affirmative vote of the majority of the Active Member representative constituting a quorum at a meeting under Article III (c) of this Agreement.
- e) Officers: The Board shall elect a Chairperson, Vice Chairperson, and Secretary-Treasurer at its initial meeting and at its January meeting in each succeeding year, or at the Board's next regular or special meetings in the event a vacancy occurs in any office. Each officer shall serve so long as he or she remains a Member Representative or until his or her successor is chosen, whichever shall first occur.
- f) Board Meetings: The Board shall meet at least annually on the 4<sup>th</sup> Monday in January of each year and such other regular meetings and at such place as shall be determined in the Bylaws or by vote of the Board. Special meetings of the Board may be called as provided in the Bylaws. The Board may elect to reimburse Members for the expense of attending *each* meeting.
- g) Agency Legal Counsel: The Board may employ legal counsel and may set and approve compensation for such counsel.
- h) Executive Committee: There shall be established an Executive Committee, the Members of which shall be the Board Chairperson, Vice Chairperson, and Secretary-Treasurer and three (3) other members of the Agency Board. At least Three (3) members of the executive committee shall be agency Board members from Gothenburg, Cozad, Lexington, or Dawson County. Each member of the Executive Committee shall have one vote. The Executive Committee shall have such power, authority and duties as the Board may from time-to-time delegate to it, including the authority to approve the payment of claims. It shall report its acts and doings to the Agency Members on a periodic basis, and to the Board at each Board meeting. A quorum of the Executive Committee shall consist of a majority of the voting members thereof.

IV.  
DURATION

- a) Additional Member Eligibility: In order to qualify as an additional member, an entity must be either a county, (acting with respect to either the whole or to a designated portion of its solid waste jurisdiction area or territory) located in the State of Nebraska; or a city or village located in the State of Nebraska.
- b) Approval of Additional Members: Additional Members may be added to the Agency upon a three-fourths affirmative vote of all the Member Representatives to the Board. Upon approval of an Additional Member, the Board shall establish policies and procedures governing the time, manner and amount of financial contributions due from such Additional Member. The addition of a Member shall be effective upon the filing at the Agency's office of a resolution adopted by the governing body of such Additional Member approving the terms of this Agreement, any amendments thereto, and the Board's policies and procedures governing financial contributions by such Additional Member.

V.  
POWERS

The Agency shall have such powers as are allowed by the Interlocal Cooperation Act, any amendments thereto, the Integrated Solid Waste Management Act, and any amendments thereto including, but not limited to, the powers:

- a) to sue and be sued;
- b) to have a seal and alter the same at pleasure or to dispense with the necessity thereof;
- c) to make and execute contracts and other instruments necessary or convenient to the exercise of its powers, including service agreements as provided by the Integrated Solid Waste Management Act and any amendments thereto;
- d) from time to time, to make, amend, and repeal bylaws, rules, and regulations, not inconsistent with the Interlocal Cooperation Act and this Agreement, to carry out and effectuate its powers and purposes;
- e) to make all necessary rules and regulations governing the use, operation, and control of a facility or system for integrated solid waste management;
- f) to establish just and equitable rates or charges to be paid for the use of integrated solid waste management facilities or systems, including direct charges to each person whose premises are served by said facility or system, tipping charges for persons hauling solid waste to a facility and charges for late payments; if the charges so established by the Agency are not paid when due, the Agency shall have the power to recover such charges in the manner provided by the Integrated Solid Waste Management Act or as otherwise provided by law.
- g) to purchase, plan, develop, construct, equip, maintain, and improve facilities and systems for use in solid waste management and may lease or acquire land in fee by gift, grant, purchase, or condemnation, as necessary for the construction and operation of such a facility or system.

- h) to acquire, hold, use and dispose of the reserves derived from the operation of solid waste management facilities and systems and other moneys of the Agency;
- i) to acquire, hold, use and dispose of other personal property for the purposes of the Agency;
- j) to cause the transfer, diversion, or disposal of solid waste material originating within each Member pursuant to a contract between the Agency and the Member pertinent thereto;
- k) to make or cause to be made studies and surveys necessary or useful and convenient to carrying out the functions of the Agency;
- l) to contract with and compensate consultants for professional services including, but not limited to, architects, engineers, planners, lawyers, accountants, rate specialists, and others found necessary or useful and convenient to the stated purposes of the Agency;
- m) to provide for a system of budgeting, accounting, auditing, and reporting of all Agency funds and transactions, for a depository, and for the bonding of officers and employees;
- n) to consult with representatives of Federal, State, and local agencies, departments and their officers and employees and to contract with such agencies and departments;
- o) to exercise such other powers as are available under the existing law of Interlocal agency;
- p) to borrow money, make and issue negotiable bonds, certificates, bond anticipation notes, refunding bonds and notes, all in accordance with Sections 13-808 through 13824 of the Interlocal Cooperation Act, and any amendments thereto, and to secure the payment of such bonds, certificates, refunding bonds and notes or any part thereof by a pledge of any or all of the Agency's net revenues and any other funds which the Agency has a right to, or may hereafter have the right to pledge for such purposes;
- q) to provide in the proceedings authorizing such obligations for remedies upon default in the payment of principal and interest on any such obligations, including, but not limited to, the appointment of a trustee to represent the holders of such obligations in default and the appointment of a receiver of the Agency's property, such trustee and such receiver to have the powers and duties provided for in the proceeding authorizing such obligations;
- r) to receive funds from each Member as payment for providing collection, transfer, diversion, or disposal of domestic solid waste from premises therein; provided, however, that in lieu of or in addition to receiving such funds from Members, the Agency shall have the power to bill each person whose premises are served and to levy tipping charges as described in Article VI, Paragraph (f);
- s) to employ a manager which may exercise such of the Agency's powers as shall be determined by contract;
- t) to hire employees, fix their compensation, benefits, personnel rules, and regulations, and terminate their employment;
- u) to borrow money and accept grants, contributions, or loans from, and to enter into contract, leases, or other transactions with Municipal, County, State or Federal Government;
- v) to require contributions from its Members pursuant to policies and procedures adopted by the Board pursuant to Articles V (c) and VI.

VI.  
TECHNICAL COOPERATION FROM MEMBERS

The Members agree to respond to reasonable requests to make local records available to the Agency for the purposes of this Agreement, and to assure that engineers, architects, and consultants hired by the Members release to the Agency materials, data, and other items pertinent to this Agreement.

VII.  
BUDGETING

The Board shall prepare a budget based on a fiscal year ending December 31 for the operation of the Agency, the same to be adopted by the Board no later than November 1 of each year. Approval of the budget shall require a majority affirmative vote a quorum. A copy of the budget for the ensuing fiscal year shall be forwarded to each Member no later than the first day of December following its adoption.

VIII.  
NOT FOR PROFIT

It is expressly understood that the Agency is a public body acting for and on behalf of the political subdivisions which constitute its Members and is to be operated not for profit. No profit or dividend from the Agency shall inure to the benefit of any individual.

IX.  
WITHDRAWAL AND DISSOLUTION

- a) Withdrawal: Any member seeking to withdraw from membership in the Agency shall file in the Agency's office a certified copy of the resolution of the Members governing body approving withdrawal. The withdrawal shall be effective upon such filing, but the withdrawing Member shall not be entitled to any refund of any contributions previously paid to the Agency. Any Member seeking to withdraw that is a party to a service agreement with Agency shall remain bound by such service agreement in accord with its terms.
  
- b) Dissolution: The Agency may be dissolved only by the adoption of resolutions approving such action by the governing body of each Member, provided that the Agency may not be dissolved until all outstanding bonds, notes, service agreements or other contractual obligations and legal claims shall have been satisfied in full.
  
- c) Distribution of Assets: Upon dissolution of the Agency, each Member shall become the owner of a fractional undivided interest in all remaining assets of the Agency. Each Member's undivided fractional interest in such assets shall be determined in accordance with that fraction which is produced by dividing the population of the

Member's solid waste jurisdiction area or the designated portion of such area as provided in Article V by the total population of all Members' solid waste jurisdiction areas, or the designated portion of such areas as provided in Article V. Such population shall be ascertained from the most recent federal census or special federal census, whichever is the latest, for such solid waste jurisdiction areas.

X.

MANNER OF ACQUIRING AND HOLDING PROPERTY

The Board may lease, purchase, or acquire by any means, from Members or from any other source, such real and personal property as is required for the operation of the Agency and for carrying out the purposes of this Agreement. The title to all such property, personal or real, shall be held in the name of the Agency.

All conveyance of real property owned or held in the name of the Agency shall be authorized by resolution of the Board and executed by the Chairperson or Vice Chairperson on behalf of the Agency.

XI

AMENDMENT OF AGREEMENT

This Agreement, except Article II (c), may be amended upon approving resolutions adopted by at least three-fourths of the governing bodies constituting the membership. A certified copy of each approving resolution shall be submitted to and kept on file at the Agency's office

THIS AGREEMENT ADOPTED AND EXECUTED by duly adopted resolution of the governing body on the date and year above stated.

City of Gothenburg  
(Typed or printed name of Governmental Subdivision)

BY: [Signature]

Title: Mayor

ATTEST:  
[Signature]  
City/Village Clerk/Treasurer



(Two copies of this Agreement are to be executed. One to remain with the Subdivision signing, and the other to be forwarded to the LASWA 76460 HWY 21, Lexington, NE 68850)

**BY-LAWS**  
**of**  
**LEXINGTON AREA SOLID WASTE AGENCY**

**ARTICLE I. OFFICES**

The principal office of the Agency in the State of Nebraska shall be located at the LASWA Office at 76460 HWY 21, Lexington, Nebraska. The Agency may have such other offices, either within or without the State of Nebraska, as the Agency Board may designate or as the business of the Agency may require from time to time.

**ARTICLE II. AGENCY MEMBER REPRESENTATIVES**

**SECTION 1. Quarterly Meetings.** The quarterly meetings of the Agency Board shall be held on the 4th Monday in the months of January, April, July, and October in each year, beginning with the year 1994, at the hour of 7:00 o'clock P.M. The January meeting of each year shall be for the purpose of electing the Executive Committee and for the transaction of such other business as may come before the meeting. The October meeting of each year shall be for the purpose of setting the annual budget and for the transaction of such other business as may come before the meeting. If the day fixed for the quarterly meeting shall be a legal holiday in the State of Nebraska, such meeting shall be held on the next succeeding business day. If the election of the Executive Committee shall not be held on the day designated herein for the January meeting of the Agency, or at any adjournment thereof, the Agency Board shall cause the election to be held at a special meeting of the Agency as soon thereafter as conveniently may be.

**SECTION 2. Special Meetings.** Special meetings of the Agency, for any purpose or purposes, unless otherwise prescribed by statute, may be called by the Chairperson, by the Executive Committee, or by the Chairperson at the request of not less than one-third (1/3) of all the Active Member Representatives entitled to vote at the meeting.



SECTION 3. Place of Meeting. The Agency Board may designate any place, either within or without the State of Nebraska unless otherwise prescribed by statute, as the place of meeting for any annual meeting or for any special meeting called by the Agency Board. A waiver of notice signed by Active Member Representatives entitled to vote at a meeting may designate any place, either within or without the State of Nebraska, unless otherwise prescribed by statute, as the place for the holding of such meeting. If no designation is made, or if a special meeting be otherwise called, the place of meeting shall be the Office of the Agency located at 76460 HWY 21, Lexington, Nebraska. The agency may conduct meetings via technological communications methods in accordance with state law.

SECTION 4. Notice of Meeting. Written notice shall comply with all laws of the State of Nebraska in regard to the Open Meeting Act and shall state the place, day and hour of the meeting, and, in case of special meeting, the purpose or purposes for which the meeting is called, shall unless otherwise prescribed by statute, be delivered not less than one (1) nor more than thirty (30) days before the date of the meeting, either personally, or by electronic or standard mail, by or at the direction of the Chairperson or the Secretary/Treasurer, or the persons calling the meeting, to each Active Member Representative of record entitled to vote at such meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail or via e-mail, addressed to the Member Representative at its address as it appears on Agency records, with postage thereon prepaid. In addition, notice complying with State Public Meeting Laws shall be published one (1) time in a legal newspaper within the geographic area of the Agency, at least three (3) days prior to such meeting.

SECTION 5. Voting Lists. The officer or agent having charge of the records of the Agency shall make a complete list of the Active Member Representatives entitled to vote at each meeting of the Agency or any adjournment thereof, arranged in alphabetical order, with the

address of and the number of votes held by each. Such list shall be produced and kept open at the time and place of the meeting and shall be subject to the inspection of any Active Member Representative during the whole time of the meeting for the purposes thereof.

*Active Member Representatives are those who have had less than 2 unexcused absences in a row at Agency meetings. After establishing an active membership by attending a meeting the member will be allowed to vote at the next meeting of the agency.*

SECTION 6. Quorum. One-third (1/3) of the total Active Member Representatives of the Agency entitled to vote shall constitute a quorum at a meeting of the Agency. If less than majority of the outstanding Active Member Representatives are represented at a meeting, a majority of the Member Representatives so represented may adjourn the meeting from time to time without further notice. At such adjourned meeting at which a quorum shall be present or represented, any business may be transacted which might have been transacted at the meeting as originally noticed. The Member Representatives present at a duly organized meeting may continue to transact business until adjournment, notwithstanding the withdrawal of enough Member Representatives to leave less than a quorum.

SECTION 7. Consent Agenda Calendar. For each regular or special meeting, the Chairperson may designate a part of the agenda as the "consent agendacalendar." This part of the agenda shall include noncontroversial items, including but not limited to minutes of previous meetings, approval of bills and financial reports, executive committee reports, engineering certificates of progress and completion, and similar items. Each such item shall be subject to discussion, and upon request of any voting Active Member Representative shall be withdrawn from the consent agendacalendar. The consent agenda calendar shall then be subject to approval as one agenda item.

Section 8. Public Meetings Law. Unless otherwise provided by law, any action required to be taken at a meeting of the Agency, shall be conducted in compliance with State law pertaining to public meetings.

### ARTICLE III. AGENCY BOARD

SECTION 1. Budget. The Agency Board shall be responsible for the setting of the budget for the agency.

SECTION 2. Rates. The Agency Board shall have the general responsibility for the setting of the rates for the agency.

SECTION 3. Compensation for Expenses. Active Member Representatives of the Agency shall receive \$100 for each full board meeting in which that said Agency's designated representative (or alternate) attends. This shall be paid out on a yearly basis to the Agency Member Representative and not the representative.

### ARTICLE IV. EXECUTIVE COMMITTEE

SECTION 1. General Powers. The business and affairs of the agency shall be managed by its Executive Committee; except as provided in ARTICLE III. The Executive Committee may on an emergency basis set rates; however said action shall be ratified by the full board at the next scheduled or special meeting of the board; or rates shall return to the rates previously adopted by the full board.

SECTION 2. Tenure and Qualifications. Each member of the Executive Committee shall hold office until the next annual election meeting of the Agency and until his successor shall have been elected and qualified.

SECTION 3. Meetings. The Executive Committee, shall by resolution, set the time and place for the holding of regular meetings to be held monthly without other notice than such resolution, and such notice as required by State Public Meeting Law. Special meetings of the Executive Committee may be called by or at the request of the Board Chairperson or any

two (2) members. The person or persons authorized to call special meetings of the Executive Committee may fix the place for holding any special meeting of the Executive Committee called by them.

SECTION 4. Notice. Notice of any special meeting shall be given at least one (1) day prior thereto by written notice delivered personally, e-mailed, or mailed to each member at his business address. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail so addressed, with postage thereon prepaid. Any member may waive notice of any meeting. The attendance of a member at a meeting shall constitute a waiver of notice of such meeting, except where a member attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. In addition, notice complying with State Public Meeting Laws shall be published one (1) time in a legal newspaper within the geographic area of the Agency, at least three (3) days prior to such meeting.

SECTION 5. Quorum. A majority of the number of members shall constitute a quorum for the transaction of business at any meeting of the Executive Committee, but if less than such majority is present at a meeting, a majority of the Committee members present may adjourn the meeting from time to time without further notice.

SECTION 6. Manner of Acting. The act of the majority of the members present at a meeting at which a quorum is present shall be the act of the Executive Committee.

SECTION 7. Action Without a Meeting. In the event of an emergency, any action that may be taken by the Executive Committee at a meeting may be transacted in a telephonic/electronic conference if conducted in compliance with the public meeting law of the State of Nebraska.

SECTION 8. Vacancies. Any vacancy occurring in the Executive Committee shall continue until the next quarterly meeting of the Agency, or until a special meeting called for the purpose of filling such vacancy. A Member elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office.

SECTION 9. Compensation for Expenses. By resolution of the Executive Committee, each member may be paid his expenses, if any, of attendance at each meeting of the Executive Committee, and such other expenses as the Executive Committee shall deem appropriate.

#### ARTICLE V. OFFICERS

SECTION 1. Number. The officers of the Agency and the Executive Committee shall be a Chairperson, a Vice-Chairperson, and a Secretary-Treasurer, each of whom shall be elected by the Agency Board. Such other officers and assistant officers as may be deemed necessary may be elected or appointed by the Agency Board.

SECTION 2. Election and Term of Office. The officers of the Agency to be elected by the Agency Board shall be elected annually by the Agency Board at the January meeting. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently may be. Each officer shall hold office until his successor shall have been duly elected and shall have qualified or until his death or until he shall resign or shall have been removed in the manner hereinafter provided.

SECTION 3. Removal. Any officer or agent may be removed by the Agency Board whenever, in its judgment, the best interests of the Agency will be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed. Election or appointment of an officer or agent shall not of itself create contract rights.

SECTION 4. Chairperson. The Chairperson shall be the principal executive officer of the Agency and, subject to the control of the Executive Committee, shall in general supervise and control all of the business and affairs of the Agency. The Chairperson shall, when present, preside at all meetings of the Membership and of the Executive Committee. The Chairperson may sign, with the Secretary/Treasurer or any other proper officer of the Agency thereunto authorized by the Executive Committee, any deeds, mortgages, bonds, contracts, or other instruments which the Agency has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Agency or by these By-Laws to some other officer or agent of the Agency, or shall be required by law to be otherwise signed or executed; and in general shall perform all duties incident to the office of Chairperson and such other duties as may be prescribed by the agency from time to time.

SECTION 5. Vice-Chairperson. In the absence of the Chairperson or in the event of his death, inability or refusal to act, the Vice-Chairperson shall perform the duties of the Chairperson, and when so acting, shall have all the powers of and be subject to all the restrictions upon the Chairperson. The Vice-Chairperson shall perform such other duties as from time to time may be assigned to him by the Chairperson or by the Agency.

SECTION 6. Secretary/Treasurer. The Secretary/Treasurer shall: (a) Assure that the minutes of the proceedings of the Agency Board and the Executive Committee are taken and saved in one or more books, or by electronic media provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these By-Laws or as required by law; (c) be custodian of the records and of the seal of the agency and see that the seal of the Agency is affixed to all documents, the execution of which on behalf of the Agency under its seal is duly authorized; (d) keep a register of the post office address of each Member Representative which shall be furnished to the Secretary/Treasurer by such Member Representative; (e) in general perform all duties incident to the office of Secretary/Treasurer and such other duties as from time to time may be assigned to him by

the Chairperson or by the Agency. (f) have charge and custody of and be responsible for all funds and securities of the Agency; (g) receive and give receipts for moneys due and payable to the agency from any source whatsoever, and deposit all such moneys in the name of the agency in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of Article V of these By-Laws; and (h) in general perform all of the duties incident to the office of Secretary/Treasurer and such other duties as from time to time may be assigned to him by the Chairperson or by the Agency. If required by the Agency Board, the Secretary/Treasurer shall give a bond for the faithful discharge of his duties in such sum and with such surety or sureties as the Agency Board shall determine.

## **ARTICLE VI. CONTRACTS, LOANS, CHECKS AND DEPOSITS**

SECTION 1. Contracts. The Agency Board may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Agency, and such authority may be general or confined to specific instances.

SECTION 2. Loans. No loans shall be contracted on behalf of the Agency and no evidences of indebtedness shall be issued in its name unless authorized by a resolution of the Agency Board. Such authority may be general or confined to specific instances.

SECTION 3. Checks, drafts, etc. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Agency, shall be signed by such officer or officers, agent or agents of the Agency and in such manner as shall from time to time be determined by resolution of the Agency Board.

SECTION 4. Deposits. All funds of the Agency not otherwise employed shall be deposited from time to time to the credit of the Agency in such banks, trust companies or other depositories as the Agency Board may select.

**ARTICLE VII. INTERPRETATION AND SEPARABILITY**

In the event of conflict or inconsistency between these By-laws and the Interlocal Agreement as adopted or as amended, the Interlocal Agreement shall always take precedence. If any section, subsection, clause, phrase or portion of these By-laws is for any reason held invalid or unconstitutional by any court of competent jurisdiction, such portion shall be deemed a separate, distinct and independent provision and such holding shall not affect the validity of the remaining portions hereof.

**ARTICLE VIII. FISCAL YEAR**

The fiscal year of the corporation shall begin on the 1st day of January and end on the 31st day of December in each year.

**ARTICLE IX. CORPORATE SEAL**


The Agency Board shall provide a corporate seal which shall be circular in form and shall have inscribed thereon the name of the Agency and the word "Seal."

**ARTICLE X. AMENDMENTS**


These By-Laws may be altered, amended or repealed and new By-Laws may be adopted by the Agency Board at any regular or special meeting of the Agency Board.

**ADOPTION**

Adopted by action of the Agency Board, and to take effect on this 5<sup>th</sup> of September, 2023.

  
\_\_\_\_\_  
Chairperson Mayor

This is to certify that the forgoing By-laws of the Lexington Area Solid Waste Agency have been duly adopted at a regularly called meeting of such Agency, at which a quorum was present, and a majority of the Member Representatives present and eligible to vote cast their vote in favor of adoption of said By-laws.

  
\_\_\_\_\_  
Secretary/Treasurer City Clerk

7-24-23

