

WASATCH HOLLOW COMMUNITY COUNCIL BYLAWS
(Adopted April 23, 2014)

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CITY RECORDER

Article I: Name & Purpose

1.1 The name of this organization is Wasatch Hollow Community Council, a not-for-profit corporation under the laws of the State of Utah, with boundaries as follows: *North*: 1300 South, *South*: 1700 South, *East*: 1900 East, *West*: 1300 East.

1.2 The purpose of the Wasatch Hollow Community Council is to involve citizens in identifying issues, plans, and projects that enhance the beauty, safety, vibrancy, and retain the character of Wasatch Hollow neighborhoods, businesses, and historical and natural resources. The Community Council sponsors, supports, and provides a voice on such issues to governing bodies, public and private service agencies, the community at large, and any other organization or individual that may directly affect the vitality of the Wasatch Hollow area and its residents.

Article II: Membership

2.1 Any resident, property owner, or owner of licensed business operating in the Wasatch Hollow Community, which is situated within the boundaries listed above in section 1.1, and is 18 years of age or older is a member, unless 2.2 applies.

2.2 A person shall cease to be a member of the Council if that person (a) resigns in writing or (b) ceases to be a resident, property owner, or business owner in the Wasatch Hollow Community Council district.

2.3 No person shall be denied membership in the Council on the basis of race, color, sex, religion, ancestry, national origin, or sexual orientation.

Article III: Meetings and Voting

3.1 The annual meeting shall be held in February.

3.2 The Council shall meet on the fourth Wednesday of each month, unless otherwise agreed in advance at a prior monthly meeting. The Council shall provide quarterly notice of its scheduled meetings to its members. A copy of the planned agenda will be posted at least one week prior to the monthly meetings in a manner determined at the annual meeting. To the extent that it is financially feasible and approved in the Council's annual budget, the Council will send the

notice and agenda to every household within the Council's boundary.

3.3 Any community matter or business that will be brought to a vote must be on the meeting agenda.

3.4 Special meetings of the Council may be held at any time, at a time and place designated by the Executive Board. The Executive Board shall give all the members at least two weeks' notice of the date, time, place, and purpose of the special meeting.

3.5 The members of the Council present at any given membership meeting shall constitute a quorum for the transaction of business. All matters coming before any meeting of the Council shall be determined by the majority vote of the members present with a complete vote (including total votes cast and outcome) reported in the minutes. There shall be neither absentee nor proxy voting.

3.6 The agenda for the monthly meetings of the Council shall provide time for reports from standing and ad hoc committees of the Council and other matters as the Chair of the Council deems appropriate. The Agenda of all meetings, including special meetings, shall be reasonably related to those matters of which notice has been given in accordance with section 3.2 or 3.4 of these by-laws, but may include matters of interest to the Wasatch Hollow Community Council, which are of an emergency nature, or for which a deadline has been imposed, so that expedited discussion is warranted.

3.7 The Council Chair shall preside at all meetings of the Council, in the absence of the Chair, the Vice Chair shall preside and, in the absence of both the Chair and Vice Chair, the presiding officer shall be appointed by the Chair. If the designated presiding officer fails to appear, the presiding officer of that meeting shall be selected by a majority of the members present.

3.8 All meetings shall be held in compliance with the Open Meeting Laws of the City and the State of Utah and the Americans with Disabilities Act.

Article IV: Officers

4.1 The officers of the Council shall be the Chair, the Vice Chair, the Second Vice Chair, the Treasurer, the Secretary, and board members. They constitute the Executive Board.

4.2 The membership of the Executive Board shall be maintained at an odd number to facilitate tie breaking votes.

4.3 The Chair shall preside at all meetings of the Council and of the Executive Board. Except as otherwise specifically provided in sections 6.2 and 7.1 of these by-laws, the Executive Board shall appoint the Chairs of all committees of the Council. The Chair shall plan and supervise the activities of the Council, subject to the direction and approval of the Executive Board. The Chair shall keep the Executive Board informed of the activities of the Council and shall implement decisions of the Executive Board.

4.4 The Vice Chair shall assist the Chair in the performance of the Chair's duties to the extent the Chair requests. In the absence of the Chair, the Vice Chair shall perform the Chair's duties.

4.5 The Second Vice Chair shall assist the Chair and Vice Chair in the performance of their duties to the extent the Chair or Vice Chair requests. In the absence of the Vice Chair, the Second Vice Chair shall perform the Vice Chair's duties.

4.6 The Treasurer shall administer the funds of the Council and be answerable to the Executive Board and Council. The Treasurer shall give an annual accounting of the Council's financial status to be presented at the annual meeting. The treasurer shall present a proposed budget for the current fiscal year, to be presented at the monthly meeting after the annual meeting. The treasurer shall be responsible to prepare all necessary tax returns for the organization in a timely manner.

4.7 The Secretary shall assist the Chair and Vice Chairs in the performance of their duties to the extent requested. The Secretary shall keep a true record of the proceedings of all meetings of the Council and of the Executive Board and of the Council meeting attendance. The meeting minutes will be posted prior to the next meeting.

4.8 The board member(s) shall perform such duties as assigned by the chair.

4.9 Every year, at the annual meeting held in February, the officers shall be elected as provided in Article Six of these by-laws.

4.10 If a vacancy occurs in the office of Chair, the Vice Chair shall become Chair for the balance of the term. If the Vice Chair is unable to fill such vacancy in the office of Chair, the Executive Board shall appoint a Chair Pro Tem to fill the unexpired term of the Chair.

4.11 If a vacancy occurs in the offices of Vice Chair, Second Vice Chair, Treasurer or Secretary, the Executive Board shall appoint a Council member to serve until the following annual meeting.

4.12 If an officer attends no meetings of the Executive Board or the Council during the first three months after election, or attends less than 50 percent of the meetings of the Executive Board and the Council six months or more after election, the other members of the Executive Board may, by majority vote, declare that officer's position vacant, with the vacancy to be filled according to section 4.8 or 4.9.

4.13 At the annual meeting held in February, the Executive Board shall report to the Council the percentage of Executive Board and Council meetings attended by each officer in the preceding year.

Article V: Committees

5.1 The Executive Board may decide from time to time what standing committees will benefit the council in achieving its goals within the Wasatch Hollow Community, and may also direct the creation and termination of ad hoc committees, as the occasion may require.

5.2 The Executive Board has discretion to appoint the members of any committee or to delegate appointment of the members of the Chair of that committee.

5.3 The Chair of each committee shall submit, upon request by the Executive Board, a short oral report of the committee's activities at the monthly Council meetings.

Article VI: Nominations and Elections

6.1 An election shall be held at the annual meeting, in February. Any council member may nominate from the floor another candidate for any position to be filled by election. No nomination from the floor may proceed unless the individual nominated is present and agrees to the nomination.

6.2 In the event of there not being present enough nominees to fill the vacancies on the Executive Board at the annual meeting (Section 6.1), the Executive Board shall proceed with elections for those positions, for which nominees are present, leaving open unfilled vacancies to be filled at a future meeting.

6.3 Voting shall be in descending order of position starting with the Chair.

6.4 If more than one candidate is nominated for any of the positions to be filled, the election for that position shall be by written ballot and shall be decided by a majority of the votes cast. A run-off election to choose between the two leading candidates shall be held if a majority vote is not initially obtained by any candidate.

6.5 In the event of a run-off election, the second place candidate may stand for another position or, with verbal approval of the voters, be retained as a board member subject to Article Four, Section 4.2.

Article VII: Financial Management

7.1 Ultimate control and responsibility for management of the assets of the Council rests with the members of the Council. The assets of the Council shall be managed with a view to achieving the objectives set out in paragraph 1.2 of these by-laws. The Council shall not incur any debt or liability, or any combination of debts or liabilities, exceeding the net assets of the council.

7.2 The treasurer shall pay all expenses incurred in the normal operation of the council's month-to-month affairs, such as dissemination of monthly meeting agenda, rentals for facilities to hold its monthly meetings, postage for correspondence in furtherance of its objectives, and other expenses as they may become due on a regular basis.

7.3 Requests for approval of extraordinary expenses shall be presented to the Executive Board and placed on the Council's monthly meeting agenda for approval by a majority of council members in attendance.

"Extraordinary expenses" are those which may arise from time to time outside the regular operation of the Council's affairs and which are not reflected in the Council's budget.

Article VIII: Amendments

8.1 These by-laws may be amended at any meeting of the Council by a majority vote of the members of the Council present at voting, provided that any proposed amendment shall first have been approved by a majority of the Executive Board and written notice of the proposed amendments made available to the Council.

Original Bylaws were adopted March 11, 1990.

Updated January 28, 2004

Revised December 4, 2008

Revised April 23, 2014