

AMENDED

BY-LAWS

YALECREST NEIGHBORHOOD COUNCIL

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CITY RECORDER

With due respect to changes and additions that will be made from time to time as conditions alter the needs of the Yalecrest Neighborhood Council (the "Council") the By-Laws of the Council shall be as follows:

ARTICLE I

The purpose of the Council shall be (1) to promote a positive, cultural and physical environment that aids the community members in obtaining a meaningful, geographic identity; (2) to encourage positive relationships among the members of the community; and (3) to pursue other objectives that are beneficial to residents of the Yalecrest Neighborhood.

ARTICLE II

1. The governing body of the Yalecrest Neighborhood Council shall be the Board of Directors, (hereafter referred to as the "Board"), which shall consist of five members who shall also be the officers of the Council.
2. Officers
  - a. The officers of the Council shall consist of a chairperson, two vice-chairpersons, a secretary-treasurer, and the immediate past-chairperson.
  - b. The Board members and officers must be persons eligible for council membership. The office of past-chairperson shall be ex officio. The other officers shall be elected at the Council's regular June meeting each year. All officers will serve a one-year term beginning immediately after the announcement of the election results at the regular June meeting and ending when election results are announced at the regular June meeting held in the following June.
  - c. To be eligible to serve as chairperson, a Council member must have served as a Board member during the preceding year and have attended at least five Council meetings. If there are no eligible, willing Council members, this requirement is waived. For purposes of determining eligibility for election to any office, the term "preceding year" means the 12-month period beginning on June 1 of the preceding year and ending on May 31 of the year in which the election is held. The Officers shall publish a list of eligible candidates for Chairperson and other offices after the regular May meeting. Publication may be by any method reasonably accessible to Council members.
  - d. To be eligible to serve as an officer, the Council member must have attended at least three regular meetings during the preceding year. If there are no eligible, willing Council members this requirement is waived.
  - e. No person shall be elected to more than two consecutive 1-year terms to any office.

- f. The election of officers shall be held at the regular June meeting. Any Council member may nominate from the floor any eligible candidate for any position to be filled by election. No nomination from the floor may proceed unless the individual nominated agrees to the nomination. Any Council member may nominate himself or herself. In addition to nominations from the floor, any Council member may nominate himself or herself by notifying the Secretary-Treasurer prior to the meeting by telephone, email or other means.
  - g. Each Council member is eligible to exercise three votes, consisting of one vote for each of the following offices: Chairperson, Vice-Chairperson, and Secretary-Treasurer.
  - h. If more than one candidate is nominated for any of the positions to be filled, the election for that position shall be decided by a majority of the votes cast. For the positions of Vice Chair, the two individuals who receive the first highest, and second highest number of votes shall both be elected as Vice-Chairperson.
  - i. Voting shall be conducted by secret, written ballot. The ballots shall be counted by at least two persons appointed by the outgoing Chair, unless the Chair is a candidate, in which case the two persons shall be appointed by agreement of all officers who are not candidates. Ballots shall be available for inspection at the meeting.
  - j. In the event of a tie, the following rules shall apply:
    - (1) If only two candidates received votes, the result will be determined by coin toss.
    - (2) If more than two candidates received votes, the result will be determined by a run-off ballot between the tied candidates.
3. A vacancy in any office due to resignation, disqualification, removal or otherwise shall be filled for the remainder of the term of that office by an election at the next regular meeting after the meeting at which the vacancy is announced.
4. The duties of the officers shall be as follows:
- a. The chairperson shall be the principal officer of the Council and, subject to the Council's control, shall supervise and conduct the business affairs of the Council. The chairperson will preside over Council meetings, will plan the meeting agendas and see that proper notice is given of all meetings, will represent the Council with the Board's approval on all committees and organizations in which the Council is granted representation, will appoint Council members with approval of the Board to represent the Council in cooperation with other groups or government agencies which further the Council's objectives, and will be the representative of the Council to issue statements regarding the Council's policies and positions on issues of concern to the Council after being decided by the Council at any regular meeting. The chairperson shall keep the Board informed of the activities of the Council and shall implement decisions of the Board.
  - c. One of the vice-chairpersons as chosen by the Board will assume the duties of the chairperson in his or her absence, and carry out the directives of the Council and the Board.

- d. The Secretary-Treasurer will maintain the books and records of the Council, including the meeting minutes, will be responsible with the other Board members for all monies received and expended by the Council and will file all necessary annual reports with the State of Utah and the Salt Lake City Recorder to maintain the Council's good standing as a non-profit corporation and a recognized organization under City ordinances. Two Board members' signatures will be required on all checks issued by the Council one of which must be that of the Secretary-Treasurer, unless the Secretary-Treasurer is being reimbursed in which event two other officers must sign.
  - e. The past-Chairperson shall carry out the directives of the Council and the Board.
- 5. Any Board member or officer may be removed by the members by vote at a regular meeting of three-quarters (3/4) of the members attending as the best interests of the Council appear. Any Council member appointed to any committee or too a representative position with any group, organization or government entity with the Board's approval may be removed by the Board whenever in its judgment the best interests of the Council are served thereby.
  - 6. The Board may establish committees and appoint members thereof as the need arises. Such committees will serve at the Board's pleasure.
  - 7. The Board shall appoint a SLACC Board representative(s) to serve for a 1-year term(s).
  - 8. The Board shall not be vested with any power to adopt, amend, or repeal Articles or By-Laws of the Council such power being reserved in the Council members. Such action shall be presented to the members of the Council for their study at a regular meeting and at a future regular Council meeting such action may be voted on by the Council members and must be affirmed by sixty (67%) percent of the eligible voting members in attendance.
  - 9. A majority vote of the members of the Board shall rule on any matter to be voted upon by the Board.

### ARTICLE III

- 1. Council membership shall consist of all persons over 18 years of age residing within that section of Salt Lake City bounded by the east side of 1300 East to the west side of 1900 East and from Sunnyside Avenue to the north side of 1300 South, regardless of sex, age, race, color, religion, or national origin. Each member shall have one vote at every regular or special meeting.
- 2. The eligible voting members of the Council present at any given meeting shall constitute a quorum for the transaction of business. Unless otherwise provided in the Council's Articles or these By-Laws, all matters coming before any meeting of the Council shall be determined by majority vote of the members present. No proxy voting is allowed.

### ARTICLE IV

- 1. Regular meetings of the council will be held on the first Wednesday of each month at any place within the City of Salt Lake and is set in the notice of the meeting. Special meetings may be called by the Board provided that written or electronic notice is provided at least one week prior to the meeting that provides date, time, place and purpose of the special meeting. Notice of all regular meetings will be given in the manner provided by SLACC procedures. All meetings of the Council shall be conducted according to the most current edition of

Roberts Rules of Order. Unless otherwise provided in the Council's Articles or these By-Laws, all meetings shall be held in compliance with the Open Meeting Laws of the City of Salt Lake and the State of Utah and the Americans with Disabilities Act

2. Despite the foregoing requirements, the agenda of all meetings may include matters of interest to the Yalecrest Neighborhood Council that are of an emergency nature or for which a deadline has been imposed so that expedited discussion is warranted even if such items were not included in the published agenda. However, no vote may be taken on such items unless the above described notice has been provided.

#### ARTICLE V

All books and records of the Council may be inspected by any member for any proper purpose at any reasonable time as provided by Utah law.

#### ARTICLE IV

The Council's office for registration and mailing purposes will be the home address of the chairperson. The Council's program year for regular meetings will begin in August each year and end in June of the following year.

Duly adopted at the regular meeting of the Yalecrest Neighborhood Council held on March 3, 1993.

Revised April 4, 2012.