

**ARTICLES OF INCORPORATION
OF SALT LAKE COMMUNITY NETWORK**

The undersigned do hereby adopt the following Articles of Incorporation for Salt Lake Community Network incorporated as a Utah non-profit corporation on August 20, 2009, and has operated under Utah Division of Corporations entity number 7441917-0140. The following Articles of Organization replace in their entirety all previously filed Articles of Organization Salt Lake Community Network, along with any amendments thereto, with an effective date of January 1, 2016.

**Article I
NAME**

The name of the surviving Corporation is Salt Lake Community Network.

**Article II
DURATION**

The period of duration of the Corporation shall be perpetual.

**Article III
PURPOSE**

The purpose of the Corporation is to provide a forum for discussion to Salt Lake City community and neighborhood and citizen organizations; to promote the general well-being, health and safety of the residents of Salt Lake City on a variety of matters related to the betterment of the community as a whole; and to collect, solicit, engage in events and efforts to raise and/or receive monies from individuals, business and/or governmental entities to facilitate the purposes of the Corporation; to make donations to community, neighborhood and citizen organizations for the furtherance of the purposes of the Corporation; to act and operate as a charitable organization in lessening the burdens of government and promoting social welfare; to engage in any and all activities and pursuits, and to support or assist such other organizations as may be reasonably related to the foregoing and following purposes; to engage in any and all other lawful purposes, activities and pursuits, which are substantially similar to the foregoing charitable purposes; therefore Salt Lake Community Network is hereby organized strictly as a non-profit corporation exclusively for exempt purposes as set forth in section 501(c)(3) of the Internal Revenue Service Code at present and as may amended and supplemented, and as set forth in the Utah Nonprofit Corporation and Cooperation Association Act, including Section 16-6a-202 thereof and as may amended and supplemented, and all other legal purposes authorized by the State of Utah for charitable organizations; limited in that no substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in , nor shall intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office except as authorized under the Internal Revenue Code of 1954, as amended; and limited in that the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under 501(c)(3) of the Internal Revenue Code of 1954, as amended (or the corresponding provision of any future United States Internal Revenue law).

**Article IV
MEMBERS/STOCK**

The Corporation shall issue no stock, and shall not have any class of stock. Membership in the Corporation shall be governed by and in accordance with the By-Laws to be perpetuated by the Organization, including any amendments made thereto from time to time. The Corporation shall have voting members as specified in its By-Laws, comprised of its Trustees, and any other officially designated representatives of community councils or other

RECEIVED

JAN 30 2017

CITY RECORDER

community groups on the current list of active members of the Corporation as maintained by its Secretary or other designated record keeping individual.

**Article V
BY-LAWS**

Provisions for the regulation of the internal affairs of the corporation shall be set forth in the Corporation's By-Laws.

**Article VI
DIRECTORS**

The number of directors of this Corporation shall be four (4), or more than four, as fixed from time to time by the By-Laws of the Corporation. The number of Directors constituting the governance of the Corporation is four, and the names and addresses of the persons who are to serve as Directors until their successors are elected are:

Dianne Leonard	183 K Street Salt Lake City, Utah 84103
Michael Iverson	210 S 300 E #116 Salt Lake City, Utah 84111
Jade Sarver	62 N 1000 W Salt Lake City, Utah 84116
Dennis Faris	848 W 900 S Salt Lake City, Utah 84104

**Article VII
REGISTERED OFFICE AND REGISTERED AGENT**

The location and street address of the official registered office of the Corporation shall be:

Salt Lake Community Network
PO Box 193
Salt Lake City, Utah 84110

Such office may be changed at any time by the Board of Trustees without amendment of these Articles of Incorporation. The Registered Agent and address for the Registered Agent of the Corporation shall be:

Jade Sarver
62 N 1000 W
Salt Lake City, Utah 84116

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT:

Signature



Jade Sarver, Registered Agent

**ARTICLE VIII
PRINCIPAL PLACE OF BUSINESS**

The principal place of business of this Corporation shall be:

Salt Lake Community Network
PO Box 193
Salt Lake City, Utah 84110

The business of this Corporation may be conducted in all counties of the State of Utah and in all states of the United States, and in all territories thereof, and in all foreign countries as the Directors shall determine.

**ARTICLE IX
LIABILITY FOR DEBTS OF THE CORPORATION**

Members and Directors of the Salt Lake Community Network shall not be individually or personally liable for the debts or obligations of the Corporation.

**ARTICLE X
DISTRIBUTIONS**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the Corporation. The Corporation shall be authorized to make donations or may fund activities in furtherance of the purposes set forth herein, which may be made to community, neighborhood or citizen groups who are members of the Corporation.

**ARTICLE XI
PROVISION FOR AMENDMENTS TO ARTICLES OF INCORPORATION**


These Articles of Incorporation may be amended by the approval and adoption of a resolution by the Officers and the vote or written consent of two-thirds of a quorum of the members of the Corporation. Written consent of such members may be obtained either before or after the adoption of such resolution by the Officers.


Article XII
DISSOLUTION

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended or supplemented, or shall be distributed to the federal government or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the District Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

We, Dianne Leonard and Dennis Faris as Directors have executed these Articles of Incorporation this 1st day of May, 2016 and say: That we are all directors herein; that we have read the above and foregoing Articles of Incorporation; know the contents thereof and that the same is true to the best of our knowledge and belief, excepting as to matters herein alleged upon information and belief and as to those matters they believe to be true.

Dated this 1st day of May, 2016.

(signed) 
Dianne Leonard

(signed) 
Dennis Faris

Salt Lake Community Network

Bylaws

Article 1: NAME OF THE ORGANIZATION

The Name of the nonprofit organization is Salt Lake Community Network ("SLCN"), a non-profit incorporation under the laws of the State of Utah.

Article 2: PURPOSE AND MISSION

The purpose of SLCN is to empower and enable recognized Community Organizations (CO's) to affect positive change for the benefit of those they represent.

The mission of SLCN is to educate, and promote communication, understanding, and cooperation amongst recognized CO's and local city, county, and state governments.

Article 3: MEMBERSHIP

SLCN voting membership, henceforth known as Trustees, shall include the Chairperson of each recognized CO currently registered with Salt Lake City (as defined by SLC Recognition Ordinance 2013, City Code 2.60), or their designated representative, with the exception of SLCN itself. To vote, members must remain in good standing by a representative attending at least one half of the meetings in the last 12 months, unless excused by approval of the Trustees through a simple majority vote of those present at a regularly scheduled meeting. Each CO is entitled to one vote, however, only one vote is allowed per individual.

SLCN non-voting membership shall be open to individuals engaged in community activities to benefit the CO's or Salt Lake City as a whole, that are recognized by the membership of SLCN through a vote of simple majority by a quorum of SLCN Trustees present at a regularly scheduled meeting.

No person shall be denied membership in the SLCN on the basis of race, color, religion, ancestry or national origin, sexual orientation, age, disability, gender, gender identity, or gender expression.

In the event a conflict of interest exists for any member regarding an issue being brought before SLCN or the Executive Committee, the member shall disclose his/her relationship to the issue prior to discussion. A conflict of interest includes but is not limited to a situation in which a member stands to gain or lose financially or some other sort of personal gain, either as an individual or as a business, from decisions made by SLCN or the Executive Committee. Any member present may call attention to potential conflicts of any other member. The affected member may be asked to recuse him/herself from the meeting until discussion of the topic or conflict are concluded.

Article 4: GOVERNANCE

All powers of SLCN are vested in the organization.

The officers of SLCN shall be a Chair, Vice-Chair, Treasurer, and Secretary, who shall be elected by the Trustees of SLCN in a general election. Each shall serve for two years. No person may serve in an office for more than two (2) consecutive years without approval of the Trustees. These offices can be filled by any voting or non-voting member of SLCN.

Elections are to be held annually during the March meeting to elect the Chair and the Secretary in odd numbered years and the Vice Chair and Treasurer in even numbered years. Nominations will be taken through the January meeting. The slate of candidates will be confirmed at the February meeting. Those elected will take office immediately after the March meeting.

Actions to remove an Officer from office require a discussion of the proposed changes to take place at a regularly scheduled SLCN meeting and must be affirmed by a two-thirds vote. The proposed changes shall be duly noted in the minutes for that meeting. The number of voting members in attendance shall be no less than ten (10) voting members.

There shall be an Executive Committee composed of the Chair, Vice Chair, Secretary, and Treasurer. The members of the Executive Committee are also referred to as Directors.

Chair: The Chair shall preside at all meetings of SLCN, shall co-sign checks, drafts, and notes with the Treasurer, and, in the absence or disability of the Treasurer, co-sign checks, drafts, and notes with a Vice Chair or Secretary, shall be an ex-officio member of all committees and shall have such usual powers of supervision and management as may pertain to the office of the Chair, and perform such other duties as may be designated by the membership.

Vice Chair: In the event of resignation, absence, disability, or death of the Chair, the Vice Chair shall possess all of the powers and perform all of the duties of Chair. He/she shall fill that vacancy until a Chair is nominated by the Executive Committee and this action is ratified by a majority vote of a quorum of the general membership at the next meeting. The appointment shall be effective only until the next general election, at which time the balance of the term shall be filled by a publicly elected candidate. Fulfillment of this vacancy does not constitute a term. Any vacancy occurring in the office of Vice Chair shall be filled in the same manner as the Chair or Secretary or Treasurer.

Secretary: The Secretary shall keep the minutes of all meetings of SLCN, shall notify all members of meetings and shall perform such other functions as may be incident to the office. When staffed, this responsibility may be delegated to staff. Any vacancy occurring in the office of Secretary shall be filled in the same manner as the Chair or Vice-chair or Treasurer.

Treasurer: The Treasurer shall co-sign with the Chair or Vice Chair, all contracts, checks, and other instruments when so authorized. The Treasurer shall reconcile financial documents and shall perform such other functions as may be incident to the office. In the absence or disability of the Treasurer, a Vice Chair or Secretary shall co-sign all checks and financial obligations. Any vacancy occurring in the office of Treasurer shall be filled in the same manner as the Chair or Vice Chair or Secretary.

Article 5: MEETINGS

All deliberations of SLCN are governed by Robert's Rules of Order (revised), unless otherwise specified in the standing rules. All meetings shall be held in compliance with the Open Meeting Laws of Salt Lake City, the State of Utah and the Americans with Disabilities Act.

A minimum of five (5) Trustees shall constitute a quorum.

No vote shall take place without at least 24 hours notice given to all voting members.

Article 6: AMENDMENTS TO THE BYLAWS

SLCN shall be governed by the bylaws set forth here. Actions to amend these bylaws require a reading and discussion of the proposed changes to take place at a regularly scheduled SLCN meeting and must be affirmed by a two-thirds vote. The proposed changes shall be duly noted in the minutes for that meeting. The number of voting members in attendance shall be no less than ten (10) voting members.

Article 7: FINANCE

Drafts for amounts exceeding \$100 shall require two signatures of members of the Executive Committee and must be affirmed by a positive vote by a quorum of voting members.

Donations made to SLCN on behalf of a specific organization shall always be transferred to that organization.


Article 8: COMMITTEES

Committees shall be established by simple majority vote. Once a Committee is created, nominations will be accepted for Committee Chair and shall be elected by simple majority vote.

Committees shall report on any progress or changes at each meeting.

Article 9: ADOPTION OF BYLAWS


Duly adopted at a regular SLCN meeting held on the 12th day of May, 2016.



Chair Signature

Dianne Leonard

Chair Name



Secretary Signature

Dennis Faris

Secretary Name