

**SUNNYSIDE EAST NEIGHBORHOOD COUNCIL
BY-LAWS**

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

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ARTICLE I - PURPOSE

CITY RECORDER

The purpose of the Council shall be to promote a positive, cultural and physical environment that aids the community members in obtaining a meaningful geographic identity, to encourage positive inter-change among all members of the community and to do those things beneficial to the members and their families living in the Council area.

ARTICLE II - MEMBERSHIP

The Council membership shall be open to all persons over 18 years of age residing or owning property within that section of Salt Lake City bounded by on the north by Sunnyside Avenue, on the west by 21st East, on the south by 13th south and on the east by 2726 East Wasatch Drive, regardless of sex, age, race, color, religion, or national origin. Each member will have one vote at every regular or special meeting. Unless otherwise provided in the Council's Articles or these By-Laws, all action by the Council will be by majority vote of the Council members attending a meeting. No proxy voting is allowed.

ARTICLE III – MEETINGS

1. Regular Meetings of the Council shall be held quarterly in January, April, and July, and October, at any place within the City of Salt Lake. Notice of the time and place of a meeting shall be sent via email to Council members at least 14 days before the meeting.
2. Annual Meeting – The October Meeting of the Council shall be designated as the Annual Meeting, at which the members of the Council shall elect Trustees, according to the provisions of Article IV, in order to fill vacancies caused by resignations, removals or expiration of terms.
3. Notice of all meetings will be given in compliance with open meeting laws. All meetings of the Council and the Trustees shall be conducted according to the current edition of Roberts Rules of Order.
4. Special meetings of the Council or the Trustees may be called by the Trustees.

ARTICLE IV – GOVERNANCE: TRUSTEES AND OFFICERS

1. The governing body of the Sunnyside East Neighborhood Council shall be the Board of Directors, (hereafter referred to as the "Trustees"), consisting of 15 members. Trustees must be members of the Council. Trustees shall be elected by the Council for three-year terms with 1/3 of the Trustees elected each year. A Nominating Committee, appointed by the Chairperson, may propose a slate of Trustee-candidates, and nominations may also be made from the floor. Election requires an affirmative vote of a majority of Council members present.
2. The Trustees shall elect the Officers, who must be Trustees, with the exception of the Secretary and Treasurer. Officers shall be elected by the Trustees immediately following the October Annual Meeting of the Council. A Nominating Committee, appointed by the Chairperson, may propose a slate of Trustee-candidates, and nominations may also be made from the floor. Election as an Officer requires the presence of a quorum of Trustees and an affirmative vote of a majority of those present.
3. A vacancy in any Office due to resignation, disqualification, or removal shall be filled for the remainder of the term of that Office by an election at the next meeting of Trustees following the announcement of the vacancy.
4. The Officers shall be:
 - a. A Chairperson, two Vice-chairpersons, a Secretary, a Treasurer, and the Immediate Past-chairperson.
 - b. The office of Past-chairperson shall be ex-officio.
 - c. All officers shall serve one-year terms, but they may be re-nominated and reelected ad infinitum.
5. 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 shall preside over Council meetings, plan the meeting agendas and see that proper notice is given of all meetings, represent the Council with the Trustees' approval on all committees and organizations in which the Council is granted representation, appoint Council members with approval of the Trustees to represent the Council in cooperation with other groups or government agencies which further the Council's objectives, and 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 approved by the Trustees. The Chairperson, or a member designated by the Chairperson, may represent the Council as a member of the Salt Lake City Network, an organization

of the Chairpersons of the 24 neighborhood community councils in Salt Lake City.

- b. One of the Vice-chairpersons shall be elected as Chairperson-elect.
- c. One of the Vice-chairpersons, as chosen by the Trustees, shall assume the duties of the Chairperson in his/her absence, and carry out the directives of the Council and the Trustees.
- d. The Secretary shall maintain the records of the Council, including the meeting minutes.
- e. The Treasurer shall be responsible for keeping records of all monies received and expended by the Council and shall 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 signatures shall be required on all checks issued by the Council if the amount of the check is in excess of \$250.00, one of which must be the treasurer and another an officer of the Council. If the treasurer is being reimbursed, two other officers must sign any check.

6. Removal of Trustees and Officers

- a. Any Trustee may be removed by the Council members by affirmative vote of three-quarters (3/4) of the members attending a regular meeting.
- b. Any Officer may be removed by affirmative vote of three-quarters (3/4) of the Trustees present, provided that a quorum is present at any meeting of Trustees.

7. The Trustees may establish internal committees consisting of council members, as the need arises. Likewise they can appoint council members to represent the Council with any other group, organization or government entity. All such representatives and committee members shall serve at the Trustees' pleasure.

8. The Trustees 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 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-seven (67%) percent of the eligible voting members in attendance.

9. Any action by the Trustees shall require an affirmative vote of a majority of those present, provided that a quorum, hereby defined as a simple majority of the elected trustees is present.
10. In the event that a trustee is unable to attend a trustee meeting but is able to communicate his vote on the action by email, fax, text or other means capable of providing a written record, the Trustee may participate by telephone or other device and will be considered present for purposes of determining a quorum and voting. The results of any electronic voting shall be included in the minutes of the trustee meeting.

ARTICLE V – INSPECTION OF RECORDS

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

ARTICLE VI – COUNCIL ADDRESS

The Council's office for registration and mailing purposes shall be the home address of the chairperson.

Duly adopted at the regular meeting of the Sunnyside East Neighborhood Council held on July 18, 2012.

Patrice W. Schulze
Chair