

# ***GREATER AVENUES COMMUNITY COUNCIL BYLAWS***

## Article I

### NAME AND PURPOSE

- 1.1 The name of this organization is Greater Avenues Community Council, which will be referred to in these Bylaws as the Council.
- 1.2 The objectives of the Council are to:
  - 1.2.1 Provide a forum to discuss issues of mutual concern,
  - 1.2.2 Establish working groups/committees to facilitate issue resolution,
  - 1.2.3 Promote activities that enhance and enrich the community, and make improvements to the community to protect the unique character of the Avenues.
  - 1.2.4 Provide and expand communication links with governmental, civic and community organizations.
  - 1.2.5 Provide benefit to the broader Avenues Community with the use of GACC funds.
- 1.3 The Council may take actions or positions that impact the greater Community and fall under the above objectives.

## Article II

### MEMBERSHIP

- 2.1 Membership shall be open to any person 16 years of age or older who is a resident, property owner, or owner of a licensed business operating in the Greater Avenues District, which is situated within the following boundaries:

Beginning at the Northeast corner of South Temple and State Street; proceeding North on State Street to the intersection of North Temple and Second Avenue; then East to Canyon Road; then North along Canyon Road, including all residences accessible from Canyon Road, and continuing Northeasterly along the southeast ridge of City Creek Canyon to the eastern Salt Lake City limits; then South to the University of Utah boundary; then South and West along North Campus Drive to the southwest corner of North Campus Drive and 100 South; then west to University Street; then North to South Temple Street; then West to the point of beginning, excluding all the homes on the south side of South Temple.
- 2.2 A person shall cease to be a member of the Council if that person:
  - 2.2.1 Resigns in writing from the Council
  - 2.2.2 Ceases to meet the criteria of Section 2.1

- 2.3 No person meeting requirements of 2.1 shall be denied membership or office in the Council on the basis of age, ancestry, color, disability, gender, marital status, medical condition, national origin, physical limitation, race, religion or sexual orientation. Members hold voluntary positions and shall not receive compensation for their services, although the reasonable expenses incurred by an officer on behalf of the GACC may be paid or reimbursed by GACC as pre-approved by the Board.

### Article III

#### MEETINGS AND VOTING

- 3.1 The Council shall meet monthly at a time and location considered convenient to the largest number of residents.
- 3.2 All Council and Board meetings will be conducted in accordance with Robert's Rules of Order or other special rules adopted by the Board.
- 3.3 To the extent that it is financially feasible and approved in the Council's annual budget, the Council will mail a notice and agenda of each meeting to every residence and business with a U.S. Postal Service address located within the Council's boundary.
- 3.4 Special meetings of the Council may be held at any time, at a time and place designated by the Chair. The Chair shall announce the meeting at a regular monthly Council meeting giving the members at least one week notice of the date, time, place, and purpose of the special meeting.
- 3.5 Members of the Council present at any given meeting shall constitute a quorum for the transaction of business. All matters coming before any meeting of the Council shall be determined by majority of the votes cast. Proxy voting is not allowed. Email or other electronic voting may be allowed, with adequate notice. Email votes will require the name and address of the Council member. No matter coming before the Council's monthly meeting shall be acted upon (a vote held) unless:
- 3.5.1 A notice on the issue appeared in the agenda of a prior Council meeting and an open discussion on the issue occurred during that meeting and a notice on the issue appears in the agenda of the current meeting in which the action is to take place.
  - 3.5.2 Exceptions to the requirement for prior notice and discussion include those matters of interest to the community, which are of an emergency nature, or for which a deadline has been imposed requiring expedited action by the Council. Such exceptions shall be approved by a majority vote of the Board.
- 3.6 The agenda for the monthly meetings of the Council shall provide time for reports from committees of the Council, matters as the Chair or the Board deems appropriate and an Open Forum during which brief comments from the floor will be accepted as suggestions for future consideration. Any member of the Council may propose topics for the agenda by presenting that topic to the Board at their monthly meeting or by presenting it from the floor during the Open Forum.
- 3.7 The Chair shall preside at all meetings of the Council. In the absence of the Chair, the Chair-elect shall preside and, in the absence of both the Chair and Chair-elect, the presiding officer shall be appointed by the Chair. If the designated presiding officer fails to appear, the presiding officer for 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 Chair-elect, the Treasurer, and the Secretary.

#### 4.2 CHAIR

4.2.1 The Chair shall preside at all meetings of the Council and of the Board.

4.2.2 The Chair, in cooperation with the Board, shall plan and supervise the activities of the Council.

4.2.3 The Chair shall implement decisions of the Council and the Board.

4.2.4 The Chair shall keep the Council and the Board informed of actions taken on behalf of the Council between monthly meetings.

4.2.5 The Chair shall represent the Council in meetings with Salt Lake City/County officials and the media. In specific cases, this responsibility may be delegated to committee chairs or Board members as deemed appropriate by the Chair.

#### 4.3 CHAIR-ELECT

4.3.1 The term of the Chair-elect involves three years: the first as Chair-elect, the second as Chair and the third as the Immediate Past Chair. The Immediate Past Chair is a member of the Board and serves as chair of the Nominating Committee as defined in Article VII.

4.3.2 If the Chair-elect fails to meet the participation requirements in accordance with section 4.7, they are prohibited from advancing to the position of Chair or serving as an officer or Board member during the second year.

4.3.3 The Chair-elect shall assist the Chair in the performance of the Chair's duties to the extent the Chair requests.

4.3.4 In the absence of the Chair, the Chair-elect shall perform the Chair's duties.

4.3.5 The Chair-elect or designee appointed by the Chair shall serve as parliamentarian during monthly Council meetings.

4.3.6 Chair-elect shall be responsible for maintaining these Bylaws and Standard Operating Procedures (SOP) for the Council.

#### 4.4 TREASURER

4.4.1 The Treasurer shall administer the funds of the Council in accordance with Article VIII of these Bylaws and be answerable to the Board and Council.

4.4.2 In December the Treasurer shall present to the Council and be prepared to discuss, a proposed budget for the upcoming calendar year for Council's approval.

4.4.3 In February the Treasurer shall present to the Council and be prepared to discuss, an accounting of the preceding calendar year's finances.

4.4.4 The Treasurer shall chair the Finance Committee.

#### 4.5 SECRETARY

4.5.1 The Secretary shall keep a true record of the proceedings of all meetings of the Council and of the Board. Such records shall be made available to the public.

4.5.2 The Secretary shall retain a record of attendance of Board members and elected officers at all Council and Board meetings and the attendance reports from committee meetings.

- 4.5.3 If the Secretary is unavailable at any meeting of the Council or the Board, the Secretary or the Chair may delegate the taking of minutes and attendance to any Council member present.
- 4.6 The Chair, Chair-elect, Treasurer, and Secretary shall serve from the adjournment of the December Council meeting following elections until the adjournment of the following December's Council meeting.
  - 4.6.1 If a vacancy occurs in the office of Chair, the Chair-elect shall become Chair for the balance of the vacated term and shall then serve the regular term as Chair. If there is not a Chair-elect to fill such vacancy, the Board shall appoint a Chair Pro Tem to fill the unexpired term of the Chair.
  - 4.6.2 If a vacancy occurs in the offices of Treasurer or Secretary, the Board shall appoint a Council member to fill the unexpired term of that officer.
- 4.7 Any officer who fails to attend 50% of the regular monthly Council and Board meetings during their term shall not be considered active and will not be eligible for nomination to any office or to the Board at the next annual election unless the Board votes to reinstate them.

Article V

EXECUTIVE BOARD

- 5.1 The Executive Board, referred to in these by laws as the Board, shall consist of the elected officers of the Council, the Immediate Past Chair of the Council, and ideally no fewer than two representatives from each of the nine Avenue Districts commonly known as:

Canyon Road/West Avenues	(Area 1)
LDS Hospital	(Area 2)
Northcrest	(Area 3)
Mideast Avenues	(Area 4)
Midwest Avenues	(Area 5)
Lindsey Gardens	(Area 6)
Eastern Avenues	(Area 7)
Arlington Hills	(Area 8)
Federal Heights	(Area 9)

- 5.2 The members of the Board shall be elected at the November meeting as provided in Article VII of these Bylaws. In the event sufficient volunteers do not come forward to serve, the Board is nonetheless empowered to conduct the business of the Council as herein provided as fully as if all districts were properly represented. If the Board falls below six members, the Board may appoint Council Members to fill up to three positions until the following annual election and those changes to the Board shall be reported at the next scheduled Meeting.

If during the year any of the GACC areas are not represented by a voting Board member, the Board may present for a general GACC vote the name of a person willing to serve as a voting member representing that area. Upon a majority vote at any GACC general meeting at which such a vote has been noticed in the Agenda for that meeting, the candidate shall be considered a full voting member of the Executive Board of the GACC, and said candidate shall be subject to the attendance provisions of section 5.6 of these Bylaws to be considered for re-election at the next regularly scheduled elections.

- 5.3 The Board shall direct the affairs of the Council by:
- 5.3.1 Enacting by majority of the vote of the GACC Executive Board and thence maintaining a set of Standard Operating Procedures (SOP) to implement these Bylaws, a copy of which SOPs shall be made available for public review. A Past Chair will form a committee consisting of Board and Council Members to review and if needed update the SOP's and Bylaws
  - 5.3.2 Setting the Council's monthly meeting agenda.
  - 5.3.3 Providing informal input and feedback to those who seek to bring matters before the Council
  - 5.3.4 Otherwise acting as expressly provided in these Bylaws
- 5.4 The Board shall hold at least one regular monthly meeting, at a time and place designated by the Board, and may meet at other times at the call of the Chair. The Chair shall give the members of the Board reasonable notice of any meeting. Board meetings are open to any member of the Council but voting is restricted to elected Board members.
- 5.5 All matters before the Board shall be determined by a majority vote of the members of the Board present at the meeting with neither absentee nor proxy voting allowed. Members of the Board present at any meeting shall constitute a quorum for the transaction of business.
- 5.6 If a member of the Board fails to attend 50% of the regular monthly Board meetings during their term, the member shall not be considered active and will not be eligible for nomination to the Board or other elected office at the next annual election unless the Board votes to reinstate them.

## Article VI

### COMMITTEES

- 6.1 The Chair, with the approval of the Board, may establish or dissolve committees of two types:
- 6.1.1 Standing Committees, to address general or long-term issues. Standing Committees exist until specifically dissolved.
  - 6.1.2 Ad hoc Committees, to address specific or short-term issues. Ad hoc Committees are automatically dissolved on their one year anniversary unless specifically renewed by the Chair or Board.
- 6.2 Newly created or disbanded committees shall be announced at the next Council meeting following the action and in the published agenda.
- 6.3 The Chair has discretion to appoint the chairperson and members of any committee except as provided in Section 7.1. The appointment of committee members may be delegated to the chairperson of that committee. The appointments of committee chairpersons and members are subject to confirmation or change by the Chair and will be announced at the next regularly scheduled Council meeting.
- 6.4 At the September meeting of each year, the Chair shall appoint a Nominating Committee which shall have membership, powers and duties as identified in Article Seven of these Bylaws.
- 6.5 The chairperson of each committee, or their designee, shall present a short oral report of the committee's activities at least once per quarter to the monthly Council meetings.
- 6.6 The chairperson of each committee shall be responsible for turning in a report of each committee meeting to the Secretary within 30 days of the meeting. The report shall indicate the time, date and location of the meeting and provide a list of those attending.

- 6.7 If a committee chairperson fails to attend 50% of the committee's meetings during their annual term, they shall not be considered active and will not be eligible for re-appointment to the chair the following year. Committee members' active participation and eligibility for reappointment will be left to the discretion of the committee chairperson.

## Article VII

### NOMINATIONS AND ELECTIONS

- 7.1 A Nominating Committee will be presented by the Chair at the September Council meeting and shall consist of the Immediate Past Chair and three members of the Council who are appointed by the Chair. If the Immediate Past Chair is unavailable, another past Chair that is willing to serve may be selected. The Immediate Past Chair shall be ex officio the Chair of the Nominating Committee. No present officer shall be appointed to the committee and no member of the committee may be chosen by it as a candidate for election as an officer. The committee shall prepare a slate of candidates for the November election by:
- 7.1.1 Researching the Council membership for individuals with interest and qualifications to serve.
  - 7.1.2 Verifying the residency and participation requirements of the candidates.
  - 7.1.3 Confirming the willingness of the candidate to serve.
- 7.2 The agenda for the October meeting will announce that further nominations will be sought from the floor by the Nominating Committee. At the October Council meeting, the Chair of the Nominating Committee, or their designated representative, shall announce a tentative slate of candidates and invite Council members to submit additional nominations from the floor. No nomination from the floor may proceed unless the individual nominated is present, agrees to the nomination and meets eligibility requirements. The committee is responsible for verifying the eligibility of all candidates prior to the November election.
- 7.3 One or more candidates may be nominated for each position to be filled by election. Currently serving Board members, the Secretary and the Treasurer may be re-nominated if they have been active in that capacity as set forth in sections 4.7 and 5.6.
- 7.4 The office of Chair, being critical to the continuity of on-going activities and the long-term leadership of the Council, requires candidates for Chair-elect with a demonstrated history of involvement with the Council. Involvement is demonstrated through membership on the Board, the holding of elected Council office or the participation in any of the Council's various committees if the individual has been active in that capacity as set forth in sections 4.7, 5.6 and 6.7, or has demonstrated participation by attending Council meetings for six of the past eight months.
- 7.5 In the event a suitable candidate for any office has not stepped forward, the Committee may nominate a candidate who has not meet all the attendance and/or term limit criteria for nomination which are set forth in these Bylaws.
- 7.6 If the Chair-elect is ineligible to assume the office of Chair in accordance with section 4.3.2, the Nominating Committee shall nominate candidates for both Chair and Chair-elect. Both offices shall then be voted on in November and both winning candidates will assume office at the end of the December Council meeting.
- 7.7 An election shall be held at the November Council meeting. The Chair of the Nominating Committee, or their designated representative, shall present the nominees for all positions to be filled by election. No further nominations will be accepted at the November meeting.

- 7.8 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 by qualified members of the Council. An immediate run-off election to choose between the two leading candidates shall be held if a majority vote is not initially obtained by any candidate.

## Article VIII

### FINANCIAL MANAGEMENT

- 8.1 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 Bylaws.
- 8.2 The Council shall not incur any debt or liability, or any combination of debts or liabilities, exceeding the net assets of the Council.
- 8.3 The treasurer shall pay all budgeted 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 meeting, postage for correspondence in furtherance of its objectives, expenses incurred in setting up the annual Avenues Fair, and other similar expenses as they may become due on a regular basis.
- 8.4 The Board may authorize expenditures by a majority vote less than or equal to \$500.00. Authorizing votes will be equal to 1 vote per district. The Chair shall not vote except to break a tie.
- 8.5 Requests for approval of extraordinary expenses shall be presented to the Board and, subject to the Board's approval, 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, which are not reflected in the Council's budget and are greater than \$500.00.
- 8.6 The Finance Committee of the Greater Avenues Community Council shall consist of the Treasurer and 3 Board Members appointed by the Chair.

## Article IX

### AMENDMENTS

- 9.1 Bylaw amendments shall be presented to and approved by the Board before being presented to the Council where they must be approved by a majority vote subject to section 3.5.

Bylaws were adopted on October 11, 1995

Final draft incorporates changes made 10/11/95. AFC

First amendment approved on (date unavailable)

Second amendment approved on February 4, 1998

Third amendment approved on July 9, 1999 (par. 5.1) JCS

Fourth amendment approved on October 6, 1999 (par. 7.1) JCS

Fifth amendment approved May 4, 2005 WFG

Sixth amendment (Article 2.3) approved August 2, 2006 WFG

Seventh amendment (Article 5.2.1 and 5.3.1) approved February 1, 2012 GRS

Eighth amendment approved October 1, 2014

Ninth Amendment (Article 3.5) approved January 6, 2021