

ADOPTED 4/21/98
Revised 11/19/2013

indicated changes suggested 6 March 2019

BYLAWS OF CANYON RIM CITIZENS ASSOCIATION (CRCA) AND CRCA COUNCIL

ARTICLE I

OFFICE

The principal office of the corporation, hereinafter called CRCA, shall be located at such place in the City of Millcreek ~~County of Salt Lake~~ as the CRCA Council may determine (Note: The CRCA Council is the "Steering Committee" referred to in the CRCA Articles of Incorporation).

ARTICLE II

PURPOSE

The purpose of CRCA is to:

- a) Provide representation, in the form of a community council, for the Canyon Rim district. The CRCA Council provides a voice for CRCA general members before elected governing bodies and other organizations, specifically the City of Millcreek, its Planning Commission and other City agencies.
- b) Promote improvements in the Canyon Rim district, including improvements in housing, educational, economic, safety, and environmental conditions.

ARTICLE III

MEMBERSHIP AND BOUNDARIES

3.1 General Membership. CRCA general membership is open to all residents and/or owners of real property in the Canyon Rim district.

3.2 CRCA Council. The CRCA Council is a community council for the Canyon Rim district. CRCA Council members are elected as provided for in Article VI of these Bylaws.

3.3 Officers and Executive Committee. The Executive Committee is comprised of those CRCA Council members who are elected as Officers of CRCA, as defined in Article VIII.

3.4 CRCA Boundaries. The Canyon Rim district is bounded by the ~~city limits of Salt Lake~~ City of Millcreek on the north, 1-215 on the East, 3300 South on the South, and Highland Drive on the West.

3.5 Authority. The Council shall operate as a volunteer citizen organization under the authority of Chapter 2.56 of the MLK Code the City.

ARTICLE IV

DUES, ASSESSMENTS OR OTHER CHARGES

4.1 **Dues, Assessments and/or Other Charges.** Dues, assessments and/or other charges may not be imposed on the membership of CRCA. Funds for CRCA shall be secured by donation or other means.

ARTICLE V

CRCA MEETINGS

5.1 **Public Meetings.** All meetings of the CRCA Council and/or the Executive Committee are open to the public. The location, hour and day of meetings shall be designated by the President and/or the CRCA Council. Public noticing of meetings will be posted on the Community Council's page of the City website and also to the City calendar.

5.2 **Notice of Meetings.** Notice of meeting with date, time and location shall be given by public posting or publication, at least three days prior to the meeting.

5.3 **General Meetings.** Meetings of the CRCA Council shall be held at least six times per year.

5.4 **Executive Committee Meetings.** Executive Committee meetings will be held as deemed necessary by the President and/or Executive Committee.

5.5 **Other and Special Meetings.** Special CRCA Council meetings may be called at such time and place as designated for such purposes as the President, Executive Committee, or CRCA Council determines necessary.

5.6 **Annual Report.** An annual report will be given by the President or as delegated, at the annual meeting. The report should provide, in reasonable detail the assets and liabilities from the Treasurer, and a general statement of the transactions and past year's accomplishments.

5.7 **Rules of Order.** Robert's Rules of Order, as currently revised, shall apply in all meetings unless otherwise specifically provided for in these Bylaws or voted upon as Standing Rules of Order by the CRCA Council.

ARTICLE VI

ELECTIONS

6.1 **Elections.** All elections of CRCA Council members must be free and open to all registered voters in the Canyon Rim district, except any individual serving on the City Planning and Zoning Board or City Council. No individual may vote more than once in any given election.

6.2 **Timing of Elections.** Elections shall be held by or on the second Tuesday after the first Monday of November in the even numbered years, ~~unless an exception is approved by the county commission.~~ or at any other time designated by the City.

6.3 **Election Officer.** At least sixty days prior to an election, the CRCA Council shall approve one CRCA Council member or designee, who is not standing for election or re-election, to serve as the Election Officer for the coming election.

6.4 Election Committee. The Election Officer shall form an Election Committee consisting of CRCA Council members or other persons not standing for election or for re-election. The Election Officer shall be the chairman of the Election Committee. The Election Committee shall work with the City of Millcreek to make all necessary arrangements for the coming election.

6.5 Notice to Potential Candidates. Notices and flyers shall be prepared, posted and published sufficiently in advance of any CRCA Council election to adequately inform prospective CRCA Council candidates of election and candidate nomination procedures. If desired, this notice may be provided by the CRCA Council before the Election Officer has been appointed.

6.6 Notice of Election. At least thirty days prior to an election the Election Committee shall provide an appropriate notice of each election. The notice shall be posted in at least one prominent place in each voting district within Canyon Rim boundaries. A copy of this notice shall be filed with the clerk of the City of Millcreek Board of County Commissioners and be published in a newspaper of general circulation distributed within Canyon Rim boundaries. The notice shall include the date, times and polling place locations for the CRCA Council election.

6.7 Candidates. All candidates for CRCA Council shall be registered to vote within Canyon Rim boundaries. The Election Committee shall institute a fair and equitable process to encourage participation by all eligible persons who are interested in serving on the CRCA Council. The Election Committee is encouraged to nominate at least one candidate from each ~~county~~ voting district. In order to be eligible for election to the Council, a candidate must have submitted a letter to the City and to the Council President, indicating a willingness to serve on the Council, and such letter must be received and acknowledged by the City prior to the specified date as indicated by the City.

6.8 Ballots. All CRCA Council members shall be elected by nonpartisan secret ballot. ~~The Election Committee shall prepare a sufficient number of ballots listing candidates for CRCA.~~ Candidates shall be listed in alphabetical order, by last name, and the ballot shall contain only the names of the candidates. No titles or indication of incumbency shall appear on the ballot. The ballot shall include space that is clearly marked to allow voting for write-in candidates.

6.9 Polling Locations. The Election Officer and members of the Election Committee shall attend the election in order to ensure the secrecy and security of the voting process. ~~Whenever possible, Voting for CRCA Council offices should~~ shall be held as directed by the City of Millcreek, at designated county polling locations for voting districts which are completely or partially within Canyon Rim boundaries. If such polling places cannot be used for CRCA Council voting, then other locations within Canyon Rim boundaries will be procured.

6.9.1 Electronic Polling. ~~CRCA elections may be alternatively held by electronic means by use of web sites or other electronic means so long as the method maintains the non-partisan processes as set forth in 6.8 above.~~

6.10 Voting Process. Election ballots shall be mailed in or deposited directly to the locked ballot box kept at City Hall. Election ballots may also be submitted through electronic means or other

methods as indicated by City officials. All ballots shall be received by the City prior to the election cycle deadline, which is the first Tuesday after the first Monday of November in each even numbered year. ~~The Election Committee shall obtain appropriate equipment to ensure the secrecy and security of the vote, including voting booths and secure ballot boxes.~~ Members of the Election Committee shall ensure the integrity of the voting process and shall, to the best of their ability, ensure that votes are cast only by eligible registered voters. No proxy voting shall be permitted. ~~Members of the Election Committee shall ensure that ballot boxes remain secure until they are delivered to a designated location where the~~ The Election Officer shall supervise tabulation of the votes.

6.11 Election Results. Within seven days after an election, the Election Officer shall prepare an official written declaration of election results, including total votes cast for each candidate, and shall cause the declaration to be filed with the City of Millcreek, clerk of the Board of County Commissioners. ~~County Commissioners.~~ Newly elected CRCA Council members shall assume office on the first day of January in the year after the election occurs. A list of all CRCA Council members, holding office as of January 1st, shall be provided to the ~~county~~ City no later than December 15th of the previous year.

ARTICLE VII

CRCA COUNCIL

7.1 General Power. The business and affairs of CRCA shall be managed by the CRCA Council.

7.2 Notice. Notice of CRCA meetings shall be given to each CRCA Council member and to the public. Any member may waive being notified of any meeting. In accordance with the Utah Open Meetings Act, any business to be transacted and the agenda of any regular or special meeting of the CRCA Council need be specified in the notice of such meeting.

7.3 Number, Tenure and Qualification. The CRCA Council shall consist of at least nine but not more than twenty-five members, including Officers. Each CRCA Council member shall hold office for a term of four years or until his resignation, death, removal, or until his successor has been duly elected, as provided in these Bylaws or as provided by law. At each biennial election, between 40 and 60 percent of the total CRCA council shall be elected. CRCA Council members must reside within the Canyon Rim district. No more than one person of a household may be a member of the CRCA Council. Members may be elected to successive terms of office, if so proposed by the Election Committee.

7.3.1 Assigned Terms. In the advent that between 40 and 60 percent of the total CRCA council cannot be brought to election, nominations of council members by quorum may assign members not designated for election of the present year to reach the minimum percentage for election. Persons so assigned will restart their 4 year tenure upon successful reelection.

7.4 Quorum. Whenever the CRCA Council consists of 17 or fewer members including Officers, a simple majority of all CRCA Council members will constitute a Quorum. If the CRCA Council consists of 18 or more members including Officers, then only nine CRCA Council members will be required in order to constitute a Quorum.

7.5 Act of the CRCA Council. The act of a majority of the CRCA Council members present at a meeting at which a Quorum is present shall be the Act of the CRCA Council.

7.6 Special Act of the CRCA Council. The act of a two-thirds majority of the CRCA Council members present at a meeting, at which a Quorum is present, shall be the Special Act of the CRCA Council.

[Section 7.9 would appear to make these sections unnecessary, so it is recommended that sections 7.6.1 and 7.6.1.1 be removed.]

7.6.1 DEFUNCT Special Act of Council. *Whereas council members have chosen not to attend council meetings for three months resulting in the lack of ability for Council to reach a two-thirds majority for a Special Act of the CRCA Council, the council may, upon proof of attempt to contact and engage missing council members, may vote to remove Defunct Council members with a two-thirds majority of present Council members.*

7.6.1.1 Proof of Outreach. *In the case of Defunct Council proof to reengage members must include proof of phone contact, written letters, or email to the last known contact information of the Council member. At least three attempts must be made to at least two different types of contact (phone, email, direct mail) and must cover no less than 30 days of time. Proof of attempt to contact must be presented in writing to the council and the act to remove must be declared on the Council Agenda.*

7.7 Presumption of Assent. A CRCA Council Member who is present at a meeting of the CRCA Council at which action on any matter of CRCA is taken shall be presumed to have assented to the action taken unless his dissent shall be entered into the minutes of the meeting. If he cannot attend the meeting, he must file his written dissent to such action before the next meeting with the person acting as the secretary of the meeting. It is the responsibility of the CRCA Council Members to inform themselves of the proceedings of meetings they cannot attend.

7.7.1 Conducting Presumption of Assent. The CRCA Officer or CRCA Council Member which is conducting shall not have Presumption of Assent. If their action is not required to break a deadlock in the council their action shall be recorded as “not voting.”

7.8 Vacancies. Vacancies occurring in the CRCA Council may be filled by a Special Act of the CRCA Council. The successor will serve until the next regular election.

7.9 Attendance. Attendance at general meetings of CRCA is expected of each CRCA Council member and Officer. Any member absent from four consecutive meetings may be removed by a Special Act of the CRCA Council.

7.10 Resolutions. The CRCA Council may adopt resolutions for the regulation and management of the affairs of CRCA, provided that said resolutions are not inconsistent with law, the Articles of Incorporation or applicable Bylaws.

7.11 **Waiver of Notice.** Whenever any notice is required to be given to any member of the CRCA Council under the provisions of the Utah Non-Profit Corporation Act or under the provisions of the Articles of Incorporation or Bylaws of CRCA, a waiver thereof in writing signed by the person or persons entitled by such notice, whether before or after the time stated therein, shall be equivalent to the giving of such notice.

ARTICLE VIII

OFFICERS

8.1 **Number.** The Executive Committee of CRCA shall be as follows: A President, one or more Vice-Presidents, a Secretary and a Treasurer. Each of these Officers is to be elected by a majority of the CRCA Council at the January meeting immediately following the election of new members, as provided in Article VI of these Bylaws. These officers will assume office at the close of said January meeting. The CRCA Council is empowered to set the number of Vice-Presidents. Such other officers and assistant officers as may be deemed necessary, may be elected or appointed by the CRCA Council. No one person may hold more than one office concurrently during a given term.

8.2 **Term of Office.** Each Officer shall hold office for a term of two years or until his resignation, death, removal, or until his successor has been duly elected, as provided in these Bylaws or as provided by law.

8.3 **Removal.** Any Officer or agent elected or appointed by the CRCA Council may be removed by a Special Act of the CRCA Council, whenever, in its judgment, the best interest of CRCA would be served.

8.4 **Vacancies.** A vacancy in any office of the Executive Committee may be filled by another CRCA Council member, by a Special Act of the CRCA Council.

8.5 **Acting President.** In the absence of the President, or if no President is in office as specified in Article 8.2 of these Bylaws, a Vice-President shall perform as Acting President. If there is more than one Vice-President, the Acting President shall be designated by the President, or in the absence of such designation, by an act of the CRCA Council.

8.6 **President.** The President or Acting President shall:

- a) be the principal executive officer of CRCA and of the CRCA Council.
- b) enforce observance of the Articles of Incorporation and Bylaws of CRCA and see that the Officers of CRCA and members of committees perform their respective duties.
- c) preside at all meetings when present, and conduct meetings where applicable.
- d) sign with any officer of CRCA authorized by the CRCA Council, all checks, contracts or other instruments which the CRCA Council has authorized to be executed;
- e) perform other duties as may be prescribed by the CRCA Council.
- f) appoint the Election Officer, Election Committee and all other standing committees as deemed appropriate and necessary. All such appointments are subject to the approval of the CRCA Council.

- g) appoint a sergeant-at-arms to assist in maintaining order at meetings of the members, if necessary.
- h) be a standing member of all committees, excluding the Election Committee.
- i) does not take action upon items presented at Council meetings unless required to break a tie of the council

8.7 Vice President(s). The Vice-President(s) shall:

- a) serve as Acting President in the absence of the President, if so designated.
- b) when serving as Acting President, have all the powers and be subject to all the restrictions upon the President.
- c) perform responsibilities or assignments deemed necessary by the President and/or the CRCA Council.

8.7 Secretary. The Secretary shall:

- a) attend all meetings of the membership of CRCA, the CRCA Council and the Executive Committee, and keep minutes of the meetings.
- b) see that all notices are duly given in accordance with the provisions of these Bylaws, or as required by law.
- c) be a custodian of CRCA's records and books, and the seal of CRCA and see that the seal of CRCA is affixed to all documents, the execution of which on behalf of CRCA under its seal is duly authorized.

8.8 Treasurer. The Treasurer shall:

- a) have charge and custody of, and be responsible for, all funds and securities of CRCA.
- b) receive and give receipts for money due and payable to CRCA from any source whatsoever, and deposit all such moneys in the name of CRCA in such banks, trust companies or other depositories as shall be selected by the CRCA Council.
- c) in general perform all of the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him by the President or by the CRCA Council.
- d) sign checks with the President or other Officers, as designated.
- e) if required by the CRCA Council, give a bond for the faithful discharge of his duties in such sum and with such surety or sureties as the CRCA Council shall determine.
- f) file, within ninety days following the close of the CRCA fiscal year, a detailed financial statement with the clerk of the Board of County Commissioners. The financial statement shall set out council revenues and expenditures for the prior year and shall be in a form approved by the ~~County~~ City Auditor.
- g) prepare a written budget request and submit it to the City Council annually, by the date requested by the City ~~Board of County Commissioners by September 1st of each year.~~
- h) submit records for an annual audit.

8.9 Assistant Secretaries. Assistant secretaries, when authorized by the CRCA Council, may sign appropriate documents with the President or Acting President. Assistant secretaries in general shall perform such duties as shall be assigned to them by the Secretary, the President or the CRCA Council.

8.10 **Assistant Treasurers.** Assistant treasurers, when authorized by the CRCA Council, shall respectively, if required by the CRCA Council, give bonds for the faithful discharge of their duties in such sums and with such sureties as the CRCA Council shall determine. Assistant treasurers in general shall perform such duties as shall be assigned to them by the Treasurer, the President or the CRCA Council.

ARTICLE IX

MISCELLANEOUS

9.1 The fiscal year for CRCA shall be determined by the City of Millcreek and shall provide sufficient time to from June 1 to May 31. ~~This allows 90 days between the end of the fiscal year and the September 1st deadline for submission of budget requests to the County. This will allow the CRCA Treasurer to prepare the previous year's financial statement along with the budget request for the current year.~~

9.2 All books and records of CRCA may be inspected by any member or his agent or attorney or the City Auditor for any proper purpose at any reasonable time.

9.3 No compensation shall be paid to any general member, CRCA Council member or Officer of CRCA, except for reimbursement for actual, authorized, out-of-pocket costs up to one-hundred dollars (\$100.00) incurred on behalf of CRCA. Any major expenditure over \$100.00 must have prior approval of the CRCA Council.

9.4 No loans shall be made by CRCA to any of its general members, CRCA Council Members or Officers.

ARTICLE X

AMENDMENT OF BYLAWS

These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by Special Act of the CRCA Council at any regular meeting of the CRCA Council. Advanced notice must be given to all CRCA Council members that Bylaws will be voted upon at that meeting.

Dated: ~~8/21/2012~~ 5 March 2019

President: ~~Brian C. Howiek~~
Vice President: ~~Jeff Waters~~
Treasurer: ~~Louis Melini~~

APPROVED BY CRCA Council: _____