

**Old Spanish Trail Arena Advisory Committee By-laws
Grand County, Utah**

**ARTICLE 1.
Name and authorization**

This organization shall be called the Old Spanish Trail Arena Advisory committee (hereinafter **“Advisory Committee”**). The Advisory Committee is authorized by Grand County Ordinance 2966. The Advisory Committee exercises authority and assumes responsibilities delegated to it under these authorities.

**ARTICLE 2.
Purpose of Committee**

Introduction and Purpose of Old Spanish Trail Arena Advisory Committee: Shall be to develop the master plan with a view to provide a publicly balanced direction with diversified events and to give advice and recommendations to Old Spanish Trail Arena (hereinafter **“OSTA”**) management and the Grand County Council (hereinafter **“Council”**) as to the direction to the master plan of the OSTA looking 10 years ahead at any given time so as to be a viable enterprise aligned with the future trends. The Old Spanish Trail Arena Advisory Committee Members (hereinafter **“Committee Member(s)”**) shall in all cases act as a committee, and they may adopt such rules and regulations for the conduct of their meetings and the management of the Committee, as they may deem proper, not inconsistent with Resolution _____, County ordinances and Council direction and approval.

**ARTICLE 3.
Committee Members**

All members of the Committee will be residents, in good standing, of Grand County and must be 21 years of age or older.

The Committee shall comprise of 7 members who are interested in the development and future of OSTA and its community use. Membership should collectively include a range of interests to achieve a balanced approach.

Each Committee Member will serve a two-year term with initial terms being staggered and with lengths as appropriate.

A Committee Member may resign at any time by giving written notice to the Committee, the Chairman or OSTA Manager. Unless otherwise specified in the notice, the resignation shall take effect upon receipt thereof by the Committee or such officer, and the acceptance of the resignation shall not be necessary to make it effective.

ARTICLE 4.

Officers

At the first meeting a Chairperson and Vice-Chairperson shall be elected from the committee membership, and then annually elected at the first meeting of each calendar year.

Officers shall include a Chairperson and Vice-Chair, who shall be members of the Committee.

The Chairperson, with approval of the Committee, shall appoint a secretary to take minutes of meetings, distribute authorized documents, give notice of meetings and provide and circulate an agenda, all under the direction of the Chairperson.

The Chairperson shall:

Set the agenda for the regular monthly meetings.

Conduct the meetings.

Submit minutes for County retention at the OSTA office.

Establish subcommittees to address pertinent issues and topics as they arise.

The Vice-Chairperson shall:

Assist the Chairperson in the discharge of the duties of the Chairperson.

Fulfill the duties of the Chairperson in his/her absence.

The Secretary shall:

Take minutes at monthly meetings to capture the essence of the meeting.

Send the draft of the minutes to the Chair.

Draft letters as requested by the Chair or Vice-Chair.

Keep attendance and sign-up sheets.

May be assigned other clerical duties.

ARTICLE 5.

Order of Business

The normal order of business at regular meetings of the Board shall be:

1. Call to Order/Open Meeting
2. Approval of Minutes
3. Citizens to be Heard
4. OSTA Managers Report
5. Board Member Reports
6. Old Business – Tabled Items
7. New Business
8. Future Agendas
9. Adjournment

ARTICLE 6.
Committee Responsibilities and Authority

The OSTA Advisory Committee, being an advisory body to the Grand County Council/OSTA Manager, is hereby authorized to:

Provide the Council/OSTA Manager with facts, opinions, advice, and recommendations on issues related to the development of the OSTA site to better serve the community.

Provide insight and recommendations on better positioning OSTA to recover costs, produce revenue and to become more financially viable.

Promote the facility as a multifunctional event venue for all potential users while simultaneously maintaining the value of the property as a community asset.

Work with the Grand County Community Development Department and Grand County Planning Commission (if required) in developing OSTA in compliance to the Grand County Land Use Code, the Grand County General Plan and other relevant ordinances and requirements so OSTA can serve as an example to the community.

Promote unity between local business and user groups regarding events, sponsorship/fundraising and increased revenue to local business with Grand County.

Select work projects by consensus to develop the arena complex in line with event trends to further promote OSTA as a business venue.

Assist OSTA staff with reports on requests from Council regarding OSTA development.

Give advice on priorities for event planning, project planning and construction with input from each Committee Member, OSTA staff and other concerned members of the public.

Notwithstanding the above, the OSTA Manager/Staff will have the autonomy to direct donated funds to other projects they deem important and also to comply with Occupational Health and Safety and with local codes, laws and policies.

The Committee will not attempt to give advice on expenditures of the maintenance budget which will remain the sole responsibility of the OSTA Manager and Staff.

The Committee will not attempt to supervise OSTA employees, dictate their work tasks or influence personnel decisions related to OSTA employees.

ARTICLE 7.

Meetings

The OSTA Advisory Committee shall meet monthly, or as deemed appropriate by the committee. OSTA Advisory Committee meetings shall be conducted in compliance with the Utah Open and Public Meetings Act, Utah Code Title 52, Chapter 4. The Committee will adopt Robert's Rules of Order in conducting its meetings. Subcommittee meetings are not subject to the Utah Open and Public Meetings Act, and subcommittees shall not constitute a quorum for the purpose of transacting OSTA Advisory Committee business. **OSTA Advisory Committee Members may attend or conduct business via phone or email to vote or advice on Committee matters as long as a quorum is achieved; this should be an exception rather than a rule.**

Special meetings may be called as needed.

The Chairperson shall preside over the meetings, create subcommittees if necessary, assign members to serve on the subcommittees and authorize calls for meetings. The Chairperson shall perform the duties of an executive officer.

In the absence of the Chairperson, the Vice-Chair shall exercise the Chairperson's functions and may, upon the request of the Chairperson, take over any functions the Chairperson is unable to perform.

The OSTA Manager shall be a liaison and advisor to the Committee and attend meetings or may appoint someone from the OSTA staff to attend.

Quorum: Four members of the OSTA Advisory Committee shall be present to constitute a quorum for the transaction of OSTA Advisory Committee business.

Minutes: The Chairperson, with approval of the Committee Members, shall appoint a secretary to take minutes of meetings, distribute authorized documents, give notice of meetings and provide and circulate an agenda, all under the direction of the Chairperson. Once the OSTA Advisory Committee has approved the minutes, the official signed copy of the minutes, including any approved corrections, shall be forwarded to the OSTA Manager for retention/storage.

ARTICLE 8.
Attendance Policy

To remain in good standing, Committee members must attend regularly scheduled meetings in compliance with the following guidelines:

1. A Committee member that is absent for more than three (3) of the regular scheduled meetings in a year, without being excused, will be automatically dismissed from the OSTA Advisory Committee. Meetings that are changed or rescheduled after the official dates have been posted for the year do not apply towards attendance requirements.
2. If a Committee member has attended two committee meetings, as a committee member, this would excuse one (1) absence from the regularly scheduled meetings, which is a privilege that could be taken advantage of only one time per year, per member.
3. A Committee member must be present at each meeting through at least three quarters of the scheduled agenda to constitute a presence.

ARTICLE 9.
Compensation

OSTA Advisory Committee Members' work is completely voluntary and will not require to be reimbursed for associated expenses. Minor stationery items may be supplied from the OSTA maintenance budget.

ARTICLE 10.
Amendments

The bylaws will be reviewed by the Advisory Committee at the beginning of each calendar year. Amendments will be recommended to the County Council for approval as per County Ordinance 472.