**RESOLUTION NO. 2016-02**

**A RESOLUTION OF THE UINTAH ANIMAL CONTROL AND SHELTER SPECIAL SERVICE DISTRICT TO APPROVE AND ADOPT A *REVISION* TO *ARTICLE 7: MEETINGS,* IN THE ADMINISTRATIVE CONTROL BOARD BYLAWS.**

**WHEREAS,** the Administrative Control Board of the Uintah Animal Control and Shelter Special Service District desires to Approve and Adopt *a* Revision to Article 7: Meetings, in the Administrative Control Board Bylaws.

**SECTION 1.** ***This section being revised.***

**UINTAH ANIMAL CONTROL AND SHELTER SPECIAL SERVICE DISTRICT**

**ADMINISTRATIVE CONTROL BOARD BYLAWS**

The Uintah Animal Control and Shelter Special Service District was established by the Board of the County Commissioners of Uintah County on the 21st day of August, 2006 and certified and incorporated by the Lieutenant Governor of the State of Utah on the 14th day of September, 2006. Pursuant to U.C.A. 17A-2-1326 the Board of County Commissioners of Uintah County created an Administrative Control Board and delegated the authority referenced in section 5 (a)of that statute to the Uintah Animal Control and Shelter Special Service District Administrative Control Board.

**Article 1: Name and Purpose:**

The name of the organization shall be the Uintah Animal Control and Shelter Special Service District administrative control board (hereinafter “the Board”). The purpose of the Board shall be to oversee the operation of the Uintah Animal Control and Shelter Special Service District (hereinafter “the District”), to receive input from the Executive Director of the District, and to formulate policy and directives for the ongoing operation of the District.

**Article 2: Membership:**

As created the total voting membership of the board shall be five (5) members. The board membership shall be as follows: one (1) representative appointed by Vernal City, one (1) appointed by Naples City, one (1) appointed by Ballard City, and two (2) appointed by the Uintah County Commission. All members appointed shall be qualified electors of Uintah County. The total number of Board members is subject to modification by the Uintah County Commission.

Any member of the board who is an elected official shall sit as a voting ex officio member of the board and his or her appointment shall terminate at such time as that elected status no longer exists. Additionally any member of the board who is an elected official and sitting as a voting ex officio member of the board may voluntarily relinquish his or her appointment at any time. At such time the entity which appointed that member will have the duty to appoint another member to fill the unexpired term of the original appointment pursuant to Article 4.

Qualification:

A district board member may not be employed by the district either as an employee or under a contract. There is an exception to this requirement when:

* Fewer than 3,000 people live within 40 miles of the primary place of employment;
* The job opening has had reasonable public notice, and;
* The person employed is the best qualified candidate for the positon (See Utah Code 17B-1-311)

A district board member must also be a registered voter and a resident within the boundaries of the district. (*Revised 12/19/14, Resolution No. 2014-25)*

Ethics:

Utah Code 67-16 addresses ethics and conflicts of interest. Generally, ethics prohibit the acceptance and solicitation of gifts, compensation or loans by a public officer or employee. A public officer may accept an occasional gift having a value of less than $50.00. A conflict of interest may be allowed as long as full and proper disclosure is made. Please refer to Utah Code 67-16-7 and 67-16-8 or your legal advisor for specific disclosure requirements. (*Revised 12/19/14, Resolution No. 2014-25)*

**Article 3. Terms of Office:**

The terms of office for the five (5) members shall be for four (4) years. Two of the members initially appointed shall serve two (2) year terms and three shall serve four (4) year terms except in the case of elected officials as stated in Article 2, above. The initial terms shall be determined by lot. The members shall serve at the pleasure of the entity which appointed them.

All terms of office shall run from January 1st through December 31st of the year the member was appointed accepting the term for all original members will be deemed to have begun on 1 January 2007 for purposes of calculating their tenure on the board. The publication and nomination process for those positions expiring in any given calendar year should begin no later than November 1st of the year prior to the year in which the position expires. All Board members shall serve until such time as their replacement has been duly appointed. *(This section Revised January 18, 2013, Resolution No. 2013-01)*

**Article 4: Vacancies:**

When a vacancy occurs on the board because of the expiration of the term or terms of a member the procedures provided in Title 17A, Chapter 1, Part 3 shall be followed for the appointment of a replacement member. When a vacancy occurs on the board, other than by expiration of the term, the entity which appointed that member shall have the right to designate a replacement member to fill the vacancy pursuant to **U.C. A. 20A-1-512 to** complete the unexpired term of the member whose vacancy is being filled. In the case of an elected official the term of office shall be as stated in Article 2, above.

Three (3) consecutive absences of the board meetings by any board member shallbe considered grounds to remove that member and appoint a replacement. Upon recommendation by the Board to the entity which appointed that member a replacement may be named by that entity pursuant to the procedure for filling a vacant position.

**Article 5: Board Officers and Duties:**

Appointment of Officers: The Board shall at its organizational meeting and its annual meeting held thereafter, elect from its members a Chairperson, a Vice Chairperson, Clerk and Treasurer. The offices of chair, clerk and treasurer **may NOT be held by the same person**.The Board shall designate an individual to serve as Secretary *or* Clerk to the Board, who may be a non-board member and if not a board member shall have no vote on any matter. No member of the Uintah County Board of Commissioners shall serve as Chairperson. Noted below are the specific responsibilities of each officer, as well as financial related governing board responsibilities specifically required by law. (See Utah Code 17B-1-309 and 17B-1-631 through 17B-1-638) (*Revised 12/19/14, Resolution No. 2014-25)*

Chairperson’s Duties: The Chairperson shall be responsible for presiding over all meetings of the Board, and for executing all documentation representing official actions of the Board. The Chairperson shall also accomplish other duties as assigned by a majority of the Board from time to time.

*(Amended 12/06/07), Resolution No. 2007-20)*

Vice-Chairperson’s Duties: The Vice-Chairperson shall be responsible for presiding over all meetings of the Board, and for executing all documentation representing official actions of the Board in the absence of the Chairperson. The Vice-Chairperson shall also accomplish other duties as might be assigned by the Chairperson or a majority of the board from time to time.

Clerk’s Duties: The Clerk or his or her designee*(s) (****not performing treasurer duties)***Shall:

* Attend meetings and keep a record of the proceedings;
* Maintain financial records;
* Prepare checks after determining that the claim was authorized by the board or financial officer, and does not over expend the budget, and was approved in advance;
* Present a financial report at least quarterly to the board and;
* **May not** sign a single signature check.
* Andbe responsible for insuring all notices of Board meetings are properly posted and/or published;

That all meetings of the board are documented in accordance with the Utah Open Meetings law, and that all board vacancies are properly publicized and shall perform any other duties required under U.C.A. 17A-1-434. (*Revised 12/19/14, Resolution No. 2014-25)*

Treasurer’s Duties: The treasurer or his or her designee **(*not performing clerk duties)*** shall:

(a) determine the cash requirements of the district and provide for the deposit and investment of all monies by following the procedures and requirements of Title 51, Chapter 7, State Money Management Act;

(b) receive all public funds and money payable to the district within three business days after collection, including all taxes, licenses, fines, and intergovernmental revenue;

(c) keep an accurate detailed account of all monies received under Subsection (3)(b) in the manner provided in this part and as directed by the governing body of the district by resolution;

(d) collect all special taxes and assessments as provided by law and ordinance; and shall perform any other duties required under U.C.A. 17A-1-437.

Entire Board Duties:

* Approve all expenditures-however, the board may authorize a district manager or other official to act as the financial officer for the purpose of approving; (1) payroll checks, if the checks are prepared in accordance with a schedule approved by the board, and (2) routine expenditures, such as utility bills, payroll-related expenses, supplies and materials;
* Set a maximum sum over which all purchases may not be made without the board’s approval;
* At least quarterly, review all expenditures authorized by the financial officer (See Utah Code 17B-1-642)

In a district with an expenditure budget of less than $50,000 per year, a governing board member shall sign all checks. (*Revised 12/19/14, Resolution No. 2014-25)*

**Article 6: Removal of Board Members:** In the event that allegations are leveled against a Board member, the Chairperson shall bring said allegations to the attention of the Board of County Commissioners. If the charges are leveled against the Chairperson, the Clerk shall bring said allegations to the attention of the Board of County Commissioners. If in the opinion of the Commissioners the allegation is severe enough to consider removal of the Board member from the Board, the Board member shall be provided written notice of the allegation and the proposal for removal from the Board, along with a date and time to appear before the Commissioners to respond to the allegation and proposed removal.

The Commissioners shall make the final determination as to the validity of all allegations, and the necessity of removal from the Board. Grounds for removal from the Board shall include, but are not limited to, the following:

1) Conviction of any felony, or any crime involving moral turpitude;

2) Malfeasance;

3) Chronic neglect of duties, including failure to appear at meetings.

**Article 7: Meetings:** The Board shall meet not less than quarterly, on a date, time and location set by members of the Board at its organizational meeting and yearly meeting thereafter. Special meetings may be called by the Chairperson, or Vice-Chairperson, with no less than three (3) day notice to the Board members. All meetings shall be open to the public. Minutes will be kept at each meeting, by the Secretary, and once approved by the Board a copy, as well as the recorded transcript of the meeting shall be kept in a secure place in accordance with Utah State Statutes, ~~for the period of one (1) year,~~ after which the records may be destroyed, unless another retention schedule is required by Title 63, Chapter 2, “Government Records Access and Management Act”.

(A) Electronic Meeting Requirements:

No open public meeting of the Administrative Control Board of the District may be convened and held as an electronic meeting except on the following conditions;

1. A request for an electronic meeting has been made by a member of the Administrative Control Board, at least three (3) days prior to the date of the meeting to allow for arrangements to be made for the electronic meeting; and;

2. A quorum of the Administrative Control Board is present at a single anchor location for the meeting.

3. Notice of the electronic meeting has been given as provided herein.

(B) Definitions:

For the purpose of section the following definitions shall apply so long as they are consistent with the definitions of the same terms found in the Utah Open and Public Meetings Act, the definition found in that Act shall apply.

1. “Anchor Location” means the physical location from which an electronic meeting originates or the participants are connected.

2. “Electronic Meeting” shall mean a public meeting convened or conducted by means of a conference using electronic communications.

3. “Monitor” means to hear or observe, live, by audio or video equipment, all the public statements of each member.

4. “Participate” means the ability to communicate with all of the members of the Administrative Control Board, either verbally or electronically, so that each member of the Administrative Control Board can hear or observe the communication.

**Article 8: Notice of Meetings:** Written notice stating the place, day and hour of all meetings of the Board and, in case of a special meeting, the purpose for which the meeting is called, shall be delivered not less than seven (7) days before the date of the meeting, either personally or by mail, to each member of the Board. Board members can agree to receive such notice by e-mail, which will satisfy this notice requirement. In the event of a special meeting, called with less than seven (7) days’ notice, notice of the meeting may be provided telephonically to each Board member. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail addressed to the member at his/her address as it appears on the records of the Board, with postage thereon prepaid. Notice to the public of all meetings will be made pursuant to the Utah Open Meetings Act.

**Article 9: Voting:** Each Board member shall have one vote. Proxy votes shall be accepted, with written notice of intent to vote by proxy having been provided to the Clerk of the Board, prior to the meeting. A majority of the appointed members in person or by proxy shall constitute a quorum. No business requiring a vote may be conducted without a quorum. The vote of a majority of the members or their proxies present shall be necessary for the adoption of any matter voted on by the Board members, unless a greater proportion is required by law or these bylaws.

**Article 10: Compensation:** A board member of a district may receive a stipend for their service as determined by the board. However, a board member may not receive over $5,000 annually for their service on the board. The $5,000 limit does not include a board member’s reimbursement for district expenditures incurred by the board member for such things as travel or other purchases made on behalf of the district. (See Utah Code 17B-1-307) (*Revised 12/19/14, Resolution No. 2014-25)*

**Article 11: Parliamentary Procedure:** Roberts Rules of Order (revised) shall be used for the order of business and conduct of all meetings of the Board, except where such would conflict with these bylaws.

**Article 12: Place of Meeting:** All meetings of the board shall be held in the Uintah County Building located at 152 East 100 North, Vernal, Utah, unless posted differently on the agenda at least twenty-four hours in advance.

(A) Place of Electronic Meeting. The District Records Clerk shall establish one or more anchor locations for the public meeting, at least one of which shall be where the board would normally meet if they were not holding an electronic meeting.

(B) Meeting Facilities for Electronic Meeting. The District Records Clerk shall see that space and facilities are provided for at the anchor location so that interested persons and the public may attend and monitor the open portions of the meeting; and if the meeting includes a public hearing, provide space and facilities at the anchor location so that interested persons and the public may attend, monitor, and participate in the open portions of the meeting.

**Article 13: Time of Meeting:** The time of all meetings/hearings of the board will be scheduled as posted at the principal office of the Uintah Animal Control and Shelter Special Service District, or as provided by notice to at least one newspaper of general circulation within Uintah County at least one time per year, unless it is necessary to consider matters of an emergency or urgent nature, and a majority of the board member vote affirmatively to hold such a meeting. No such emergency meeting shall be held unless an attempt has been made to notify its members not less than twenty-four hours prior to the meeting.

**Article 14: Notice of Meeting:** The board shall give public notice at least once each year of its annual meeting schedule and, in addition, shall give not less than twenty-four hour public notice of each of its meetings as set forth in U.C.A. 52-4-6. The public notice shall specify the date, time and place of such meetings and written notice shall be posted at the principal office of the board, or if no such exists, at the building where the meeting is to be held, or by providing notice to at least one newspaper of general circulation within Uintah County. When, because of unforeseen circumstances, it is necessary for the board to hold an emergency meeting, the twenty-four hour public notice requirements set forth above shall not apply and the best public notice practicable shall be given.

(A) Notice of Electronic Meetings: The District Records Clerk, upon receiving a request from a member of the Administrative Control Board for a meeting to be convened as an electronic meeting, shall give public notice of the meeting as required by Utah Code section 52-4-202 of the Utah Open and Public Meetings Act; and post written notice at the anchor location for the meeting. The District Records Clerk shall in addition to giving the public notice required by Utah Code section 52-4-202, provide notice of the electronic meeting to the members of the Administrative Control Board at least 24 hours before the meeting so that they may participate in and be counted as present for all purposes, including the determination that a quorum is present. The notice to the members of the Administrative Control Board shall give a description of how the members will be connected to the electronic meeting.

**Article 15: Order of Business:** The board may change its order of business or consider matters out of order at the request of the Chairperson or by a majority of the board members. Any member of the Board may place any item on the agenda of the meeting, and that item may not be removed without the written consent of the member who placed it.

**Article 16: Duties of the Executive Director:** The Executive Director shall serve as an Executive Officer (non-voting) to the Board. The director shall be solely responsible for the administration of the District under the general direction of and policies adopted by the Board. The Director shall recommend such policies and procedures to the Board that will promote the efficient operation and administration of the District and improve service to its patrons. The Director shall hire and supervise all District personnel in accordance with Title 17A, Chapter 6 of the Utah Code, and the merit system, personnel policies and procedures, and compensation plans approved by the Board, and in compliance with Utah Law.

The Executive Director shall be responsible for all properties belonging to the District and shall submit monthly and annual reports to the Board on the progress, activities, and finances of the District. The Executive Director shall have the authority to sign any and all legal documentation on behalf of the District including all procurement documentation if that documentation has been authorized by the board or is under normal procurement procedures as stated in the Uintah Animal Control and Shelter Special Service District Purchasing Policies and Procedures. The Executive Director shall serve as an appointed employee of the District, and shall not be considered a merit employee.

**Article 17: District Employees:** District personnel are employees of the District and are subject to the District merit system, personnel policies and procedures, and compensation plans approved by the Board. All District personnel are under the direct supervision and direction of the Executive Director and shall be accomplished in conformity to Title 17A, Chapter 6 of the Utah Code.

**Article 18: Uniform Fiscal Procedures:** Accounting, budgeting and financial reporting procedures for the District shall be accomplished in conformity to Title 17A, Chapter 4 of the Utah Code. All purchasing and procurement shall be accomplished in compliance with Uintah Animal Control and Shelter Special Service District Purchasing Policies and Procedures.

All funds of the District which originate as mineral lease payments under the provisions of 30 U.S.C. 191, and Title 59, Chapter 21 shall only be used for (i) planning, (ii) construction and maintenance of public facilities, and (iii) for the provision of public services.

**Article 19: Amendments:** Any proposed bylaw changes shall be distributed to all board members seven (7) days prior to adoption. These bylaws may be amended by the board by majority vote of the members taken at two (2) consecutive meetings of the board. No amendment shall conflict with the written agreement creating this board, or with any aspect of Title 17A, Chapter 2 of the Utah Code.

**SECTION 2.Severability.** The Provisions of this resolution shall be severable and if any provision thereof or the application of such provision under any circumstances is held invalid and it shall not affect the validity of any other provision of this resolution or the application in a different circumstance.

**SECTION 3. Effective Date.** This resolution shall take effect upon approval and adoption.

**PASSED, ADOPTED AND ORDERED** published this 19th day of February, 2016.

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Chair-Person

ATTEST:

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Secretary