UINTAH BASIN ASSOCIATION OF GOVERNMENTS
COMMUNITY SERVICES & FOOD PANTRY ADVISORY BOARD
BY-LAWS

ARTICLE I: DEFINITIONS

SECTION 1. For the purposes of clarification and understanding of the terms used in these by-laws, the following definitions shall apply:

A. Uintah Basin in North Eastern Utah. The geographical area consisting of Daggett, Duchesne and Uintah Counties.

B. Uintah Basin Association of Governments. (Herein referred to as the “UBAOG.”) The voluntary Association of Daggett, Duchesne and Uintah Counties, under which Community Service programs function.

C. UBAOG Board of Directors. The policy body made-up of representatives from each of the three (3) participating county political jurisdictions in the Association, responsible for the total functions of the Association.

D. Community Services & Food Pantry Advisory Board. (Herein referred to as the “Advisory Board”) This body is responsible for Community Service program functions in the Uintah Basin.

E. Sub-Committees. Sub-committees by the Advisory Board to assist in carrying out specific responsibilities.

ARTICLE II: NAMES

SECTION 1. The name of this body shall be “The Community Services & Food Pantry Advisory Board of the Uintah Basin.”
ARTICLE III: PURPOSE – ROLES & RESPONSIBILITIES
(To be reviewed at least every 2 years)

SECTION 1. The Community Services & Food Pantry Advisory Board (CS&FPAB) is charged with the responsibility of making policy recommendations and any other issues deemed necessary for the function of the program to the UBAOG Board of Directors on all matters pertaining to community services in the Uintah Basin. The duties of the Advisory Board includes, but is not limited to:

A. Researching the scope and magnitude of community service problems in the Uintah Basin.

B. Informing the UBAOG Board of Directors and the communities of the scope and magnitude of community service problems in the Uintah Basin.

C. Determining the Community Service program needs of Uintah Basin residents.

D. Formulating a comprehensive Community Services plan for the Uintah Basin.

E. Soliciting resources for use in meeting the community service needs of Uintah Basin residents.

F. Making community services planning and resource allocations recommendations to the Advisory Board.

G. Enhancing the coordination and cooperation of community services interest groups, councils, and service providers in the Uintah Basin.

H. Forming Community Services sub-committees as deemed necessary.

I. Evaluating the effectiveness, efficiency, and utility of Community Services programs for which the Advisory Board has been granted authority by the UBAOG Board of Directors.

J. Informing the UBAOG Board of Directors and the Uintah Basin communities of the progress in impacting the quality of life of Uintah Basin residents.

K. Conducting all other matters of business as befit the concerns of the Advisory Board for the community services in the Uintah Basin.

L. The Advisory Board Chairman will report all pertinent information and solicit approval on major program activities and issues once per quarter from the UBAOG Board of Directors.

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ARTICLE IV: GOVERNANCE OF THE ADVISORY BOARD

SECTION 1. General Governance. The Community Services Advisory Board is responsible for community service activities in the Uintah Basin and shall participate in policy development and implementation as delegated by the UBAOG Board of Directors.

SECTION 2. Powers of the Advisory Board. The Community Services Advisory Board may exercise all powers created hereunder. The Advisory Board shall designate staff and/or Board members to make all recommendations to the UBAOG Board of Directors.

SECTION 3. Board Membership. The direction and management of the affairs of the Advisory Board shall be exercised, conducted, and controlled by the Advisory Board membership, which shall consist of twelve (12) members.

Composition and Manner of Solicitation: The Advisory Board membership shall be a Tripartite Board; and shall not have more than four (4) elected or public officials, not less than four (4) low-income representatives, with the remaining four (4) from the private sector. The twelve (12) members of the Advisory Board shall be appointed and elected as follows: Each county will be represented and the representatives for that county will be selected the same way. Nominations for the position can be made by elected officials, advisory board members, staff, volunteers, low-income and/or groups, clubs and organizations. All Advisory Board members will be appointed by the Uintah Basin Association of Governments Board of Directors in their regular scheduled meetings. Clarification of solicitations will follow the procedures below:

I. Four (4) members shall consist of elected officials and will be appointed by the UBAOG Board of Directors. One elected official from each of the three counties, and one at-large, which make-up the Uintah Basin.

a) 1 – Elected Official from Daggett County;
b) 1 – Elected Official from Duchesne County
c) 1 – Elected Official from Uintah County;
d) 1 – At large - Elected Official representing Human Services.

II. Four (4) members shall consist of low-income representatives and the procedure for selection in addition to the above can consist of solicitation through surveys of low-income in targeted areas such as; public forums, agency programs, or low-income consumers after which the nominations will be voted on by a majority of low-income individuals. If more than one low-income individual is selected, the nominated individuals will be posted and consumers who are low-income will vote on the candidates. The low-income representatives will be appointed by the UBAOG Board of Directors.

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a) 1 – Low-income Representative from Daggett County;
b) 1 – Low-income Representative from Duchesne County;
c) 1 – Low-income Representative from Uintah County;
d) 1 – At large - Homeless Representative / Low-income Advocate

III. Four (4) members shall constitute the private sector of the Advisory Board and such members shall be appointed by the UBAOG Board of Directors which make-up the Uintah Basin.

a) 1 – Public Representative from Daggett County or Uintah County if one from Daggett County is not available;
b) 1 – Public Representative from Duchesne County;
c) 1 – Public Representative from Uintah County;
d) 1 – Public Representative from the Minority Sector.

a) Term of Appointment. A member of the Advisory Board shall be appointed for a staggered term of three (3) or four (4) years. Unless, re-appointed by the UBAOG Board of Directors.

b) Equal Opportunity. Appointments to the Advisory Board shall not be withheld on the basis of race, creed, color, sex, age, political affiliation, or national origin.

SECTION 4. Resignation of Board Member. Any member may resign from the Advisory Board by filing a written resignation with the Chairperson of the Advisory Board. The resignation shall be effective as of the date it is received by the Chairperson. Three consecutive un-excused absences may constitute a resignation and may be considered for acceptance by the Advisory Board. Community Service Board members may be removed whenever it is recommended by the Advisory Board that such removal would be in the best interest of the functions of the Advisory Board. Such removal shall be without prejudice to the rights, if any, of the person so removed.

SECTION 5. Vacancies. In the event of any vacancy occurring in the Advisory Board by death, resignation, disqualification, end of term, or otherwise, the remaining Advisory Board members shall continue to act; and such vacancy shall be filled by the appropriate constituents’ organization as described in Article IV, Section 3.

SECTION 6. Meetings.

a) Regular Meetings. The Advisory Board shall meet at least four (4) times a year at a time and place determined by the Advisory Board and the time between any two meetings shall not exceed four (4) consecutive months. Notice of such regular meetings shall be mailed to Advisory Board members no later than five (5) days prior to the meeting. All meetings will be scheduled for the convenience of the members and the public. The notices of any such meetings will include the
agenda to be considered. Public notices will be posted at least 24 hours prior to the time of each Advisory Board meeting.

b) **Special Meetings.** Special meetings of the Advisory Board may be called by or at the request of the Chairperson or by two (2) or more of the Advisory Board members. Notice of any special meetings of the Advisory Board shall be given in writing at least five (5) days prior to the scheduled meeting.

c) **Telephone Meeting.** When an emergency arises or a quorum needed a phone meeting can be held or a quorum polled by phone.

d) **Closed Sessions.** Decisions made in closed sessions must be finalized in a meeting open to the public.

e) **Written Minutes.** Written minutes must be kept for all open meetings.

f) **Voting.** Each member of the Advisory Board shall have one vote including: the Chairperson, 1st Vice-Chair and 2nd Vice-Chair.

**SECTION 7. Quorum.** A quorum to conduct regular business shall consist of a majority (7) of the Advisory Board members in attendance and those participating by phone. Advisory Board members may designate their own representatives to attend Advisory Board meetings when the need arises. These alternate representatives are authorized to vote in the place of the regular Advisory Board members that they are representing.

**SECTION 8. Conflict of Interest.** Members of the Advisory Board shall abstain from voting or otherwise being involved in the decision-making process when it might be interpreted that they could economically, politically, or personally benefit from such action. This same individual shall not be restricted from answering questions or otherwise participating in providing information pertinent to the decision-making process of others.

**ARTICLE V: OFFICERS**

**SECTION 1. Number of Officers.** The officers of the Advisory Board shall consist of a Chairperson, 1st Vice Chairperson, and 2nd Vice Chairperson.

**SECTION 2. Election, Term of Office, and Qualifications.** All officers shall be approved by the UBAOG Board of Directors, based upon recommendations for Chairperson as determined by vote of the Advisory Board and shall hold this office for a period of one (1) year. A person may be re-appointed by a majority of the Advisory Board to serve an additional one (1) year term.

**SECTION 3. Rotation of Officers.** The Chairmanship will rotate on an annual basis starting with Duchesne, then Uintah, then Daggett. The 1st Vice will become the Chair, the 2nd Vice will become the 1st Vice and a new 2nd Vice will be approved by the County not represented.

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SECTION 4. Vacancies, Removal, Resignation. A vacancy in any office because of death, resignation, removal or disqualification, or any other cause, shall be filled for the un-expired portion of the term in the manner prescribed by these guidelines for regular appointments or elections to such offices. An officer may be removed, either with or without cause, by vote of a majority of those in attendance at any regularly scheduled meeting of the Advisory Board, at which a quorum is present, if the matter of the removal was included in the notice of the meetings as provided in Article IV, or at a special meeting of the Advisory Board called for that purpose. Any officer may resign from office at any time by giving written notice to the Advisory Board. Any such resignation shall take effect upon being accepted by the Advisory Board. Three (3) consecutive unexcused absences may constitute a resignation and be considered and approved by the Advisory Board.

SECTION 5. Duties of Officers.

a) The Chairperson. The Chairperson shall preside at all meetings of the Advisory Board. The Chairperson, upon approval of the Advisory Board, shall appoint sub-committees responsible for assisting the Advisory Board in its activities. The Chairperson shall carry out other duties and responsibilities consistent with these by-laws, as may be assigned to him/her by the Advisory Board, the UBAOG Board of Directors, or state and local statute.

b) The 1st Vice Chairperson and 2nd Vice Chairperson. At the request of the Chairperson, or in the absence or inability to act, or if the office be vacant, the 1st Vice Chairperson then the 2nd Vice Chairperson may exercise all the duties and powers of the Chairperson. The 1st Vice Chairperson or 2nd Vice Chairperson shall perform such other duties as may be assigned to him by the Advisory Board or the UBAOG Board of Directors.

ARTICLE VI: COMMITTEES

SECTION 1. Sub-Committees. The Chairperson of the Advisory Board may appoint, with the approval of the Advisory Board, such sub-committees as may be necessary or appropriate to carry out the objectives and purposes of the Advisory Board. Each such sub-committee shall be appointed for the period required to execute its duties. With the approval of the Advisory Board, individuals who are not members of the Advisory Board but have a special interest or background may be appointed to serve on such committees in an advisory or consultative capacity. An Advisory Board member shall be the Chairperson of all sub-committees organized by the Advisory Board. A sub-committee shall limit its activities to the accomplishment of those tasks for which it is appointed and shall have no powers except those specifically conferred by action of the Advisory Board and approved by the UBAOG Board of Directors. The committee shall periodically inform the Advisory Board regarding progress and shall report completion of the special task and any recommendations resulting. The Advisory Board will take action on any
recommendations forwarded to the Advisory Board by the sub-committee and present to the UBAOG Board of Directors for approval.

ARTICLE VII: REVISIONS

SECTION 1. Amendments. These by-laws may be altered, amended or repealed and new by-laws may be adopted by the affirmative vote of two-thirds (2/3) of the Advisory Board members which consist of 7 of the 12. However, at least five (5) days written notice shall be given of the intention to alter, amend, repeal, or adopt new by-laws. Proposed changes will be available for review five (5) days prior to meeting.

ADOPTED BY RESOLUTION OF THE COMMUNITY SERVICES & FOOD PANTRY ADVISORY BOARD ON: May 8, 2019

[Signatures]

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