



ARTICLES OF ASSOCIATION
OF THE
UINTAH BASIN ASSOCIATION OF GOVERNMENTS

Established in 1970

Amended May 26, 2011

WE, THE REPRESENTATIVES OF LOCAL GOVERNMENT IN THE RESPECTIVE COUNTIES OF DAGGETT, DUCHESNE, AND UINTAH FIND: THAT PROBLEMS OF GROWTH AND DEVELOPMENT SO TRANSCEND THE BOUNDARY LINES OF OUR LOCAL GOVERNMENT UNITS THAT NO SINGLE UNIT CAN PLAN FOR THEIR SOLUTION WITHOUT AFFECTING OTHER UNITS IN THE REGION; THAT MULTI-COUNTY PLANNING ACTIVITIES AVAILABLE UNDER VARIOUS LAWS OF THE UNITED STATES SHOULD BE CONDUCTED AND ADMINISTERED IN A COORDINATED MANNER; AND THAT INTERGOVERNMENTAL COOPERATION ON A REGIONAL BASIS IS AN EFFECTIVE MEANS OF POOLING THE RESOURCES OF LOCAL GOVERNMENT TO APPROACH COMMON PROBLEMS.

THEREFORE, WE, THE REPRESENTATIVES OF LOCAL GOVERNMENT OF DAGGETT, DUCHESNE AND UINTAH COUNTIES AND THE CITIES AND TOWNS WITHIN THE STATE OF UTAH HEREBY JOIN TOGETHER IN A VOLUNTARY ORGANIZATION TO BE KNOWN AS THE UINTAH BASIN ASSOCIATION OF GOVERNMENTS (REGION VI) FOR THE PURPOSE OF MEETING AT REGULAR INTERVALS TO DISCUSS AND STUDY AREA-WIDE PROBLEMS OF COMMON INTEREST AND CONCERN AND TO DEVELOP POLICY AND ACTION RECOMMENDATIONS FOR RATIFICATION AND IMPLEMENTATION BY MEMBER GOVERNMENTS IN THE AREA SERVED BY THE REGION.

THIS VOLUNTARY INTER-COUNTY ASSOCIATION WHICH IS HEREBY FORMED IS A VEHICLE FOR CLOSE COOPERATION AND IS NOT A NEW LAYER OF GOVERNMENT, NOR IS IT A SUPERGOVERNMENT. AS A VOLUNTARY ORGANIZATION OF LOCAL GOVERNMENTS, THE MEMBERS SEEK TO ESTABLISH A FRAMEWORK FOR EFFECTIVE EXECUTION AND COORDINATION OF PROGRAMS TO MEET THE COMMON NEEDS OF THE CITIZENS OF THE REGION.

OUR GOAL IS TO SERVE AS A MULTI-PURPOSE ORGANIZATION UTILIZING OUR COMBINED TOTAL RESOURCES TO PROVIDE A MORE EFFECTIVE MEANS FOR PLANNING AND DEVELOPMENT OF THE PHYSICAL, ECONOMIC, AND HUMAN RESOURCES OF THE REGION.

I. PURPOSE

THE UINTAH BASIN ASSOCIATION OF GOVERNMENTS (REGION VI), HEREINAFTER REFERRED TO AS "THE ASSOCIATION," SHALL BE A VOLUNTARY ORGANIZATION OF GOVERNMENTS TO FACILITATE INTERGOVERNMENTAL COOPERATION AND TO ENSURE THE ORDERLY AND HARMONIOUS COORDINATION OF FEDERAL, STATE, AND LOCAL PROGRAMS FOR THE SOLUTION OF MUTUAL PROBLEMS OF THE REGION. THE PURPOSES OF THIS ORGANIZATION ARE:

- A. TO PROVIDE A COMMON FORUM TO IDENTIFY, DISCUSS, STUDY AND BRING INTO FOCUS REGIONAL CHALLENGES AND OPPORTUNITIES.
- B. TO ACHIEVE ADVANTAGES OF COOPERATIVE ACTION THAT CANNOT BE ACHIEVED INDIVIDUALLY AND TO MAKE THE MOST EFFECTIVE USE OF LOCAL LEADERSHIP AND STAFF RESOURCES.
- C. TO SERVE AS A MULTI-PURPOSE "UMBRELLA-TYPE" ORGANIZATION TO ENGAGE IN AND CARRY OUT PLANNING AND DEVELOPMENT PROGRAMS AS DETERMINED BY THE ASSOCIATION TO BE APPLICABLE TO ACHIEVE REGIONAL BENEFIT AND ADVANTAGE.
- D. TO SERVE AS A REVIEWING POLICY-MAKING BODY WITH RESPECT TO PROPOSALS OF BOTH PUBLIC AND PRIVATE AGENCIES.
- E. TO PROVIDE A CONTINUING ORGANIZATIONAL MEANS TO ENSURE EFFECTIVE COMMUNICATION AND COORDINATION AMONG PUBLIC OFFICIALS PERTAINING TO REGIONAL INTERESTS.
- F. TO MAINTAIN LIAISON WITH MEMBERS, GOVERNMENTAL UNITS, AND GROUPS OR ORGANIZATIONS, AND TO SERVE AS REGIONAL SPOKESPEOPLE FOR LOCAL GOVERNMENTS.

II. FUNCTIONS

THE FUNCTIONS OF THE ASSOCIATION SHALL INCLUDE:

A. ADMINISTRATION AND COORDINATION OF PROGRAMS

THE ASSOCIATION IS AUTHORIZED TO ACT AS THE PARENT ORGANIZATION UNIT FOR THE COORDINATION, ADMINISTRATION, OR OPERATION OF COMMON PROGRAMS OF MUTUAL INTEREST AND IMPACT IN THE REGION. THE ASSOCIATION IS THE AUTHORIZED AGENCY TO RECEIVE FEDERAL/STATE GRANTS FOR ALL PLANNING HUMAN RESOURCES AND DEVELOPMENT PROGRAMS THAT MAY HAVE MULTI-COUNTY OR REGIONAL LEVEL DESIGNATION. IN REGARD TO THESE FUNCTIONS, THE ASSOCIATION MAY ESTABLISH BOARDS, COMMITTEES, COMMISSIONS, COUNCILS, OR SIMILAR SUB-UNIT GOVERNING BODIES AS MAY BE REQUIRED TO MEET ORGANIZATIONAL AND PROCEDURAL REQUIREMENTS OF VARIOUS FEDERAL STATE PROGRAMS OR PROGRAMS OF ITS OWN CREATION. THE COMPOSITION OF ANY OF THESE SUB-UNITS OF THE ASSOCIATION SHALL BE DETERMINED AND APPROVED BY THE BOARD OF DIRECTORS OF THIS ASSOCIATION, AND AS SUCH UNITS WHEN APPOINTED OR OTHERWISE SELECTED, SHALL SERVE AS ADVISORY UNITS/MEMBERS TO THE ASSOCIATION.

B. PLANNING/DEVELOPMENT/HUMAN RESOURCES

THE ASSOCIATION SHALL PREPARE AND AMEND AREA-WIDE PLANS FOR THE PHYSICAL, ECONOMIC, AND SOCIAL RESOURCES OF THE REGION, AND CONDUCT STUDIES AND RESEARCH ON MATTERS OF REGIONAL CONCERN. SUCH PLANS SHALL SERVE TO FOSTER, DEVELOP AND REVIEW POLICIES AND PRIORITIES FOR REGIONAL GROWTH AND DEVELOPMENT, AND FOR

COORDINATING INTER-GOVERNMENTAL AFFAIRS WITHIN THE REGION. THE ASSOCIATION SHALL ASSIST ALL ENTITIES (COUNTIES, CITIES AND TOWNS) OF THE REGION BY PROVIDING NECESSARY HUMAN SERVICE PROGRAMS TO THE INDIVIDUALS THAT RESIDE WITHIN THE REGION.

C. REVIEW OF FEDERAL AND STATE AID PROGRAMS

THE ASSOCIATION SHALL REVIEW AND COORDINATE FEDERAL, STATE, AND LOCAL APPLICATION FOR LOANS OR GRANTS FROM THE UNITED STATES OF AMERICA FROM ALL UNITS OF GOVERNMENT OPERATING WITHIN THE REGION. THE ASSOCIATION SHALL BE ELIGIBLE TO SERVE AS THE OFFICIAL CLEARINGHOUSE AGENCY FOR THE PURPOSE OF SECTION 204 OF THE DEMONSTRATION CITIES METROPOLITAN DEVELOPMENT ACT OF 1966 AND TITLE IV OF THE INTERGOVERNMENTAL COOPERATION ACT OF 1968, ACTING ON BEHALF OF AND UNDER THE RECOMMENDATIONS OF THE MEMBERS OF THE ASSOCIATION. REVIEW PROCEDURES SHALL BE DEVELOPED IN ACCORDANCE WITH BUREAU OF THE BUDGET CIRCULAR A-95, "EVALUATION, REVIEW AND COORDINATION OF FEDERAL ASSISTANCE PROGRAMS AND PROJECTS."

D. SERVICES TO LOCAL GOVERNMENTS

THE ASSOCIATION MAY FURNISH GENERAL AND TECHNICAL AID TO LOCAL UNITS OF GOVERNMENT, WITHIN THE REGION, BY PROVIDING THEM WITH SERVICES AND TECHNICAL ASSISTANCE IN THE CONDUCT OF PLANNING, HUMAN RESOURCES, COMMUNITY AND ECONOMIC DEVELOPMENT ACTIVITIES.

E. JOINT-POWERS AUTHORIZATION

THE ASSOCIATION MAY, BY APPROPRIATE ACTION OF THE MEMBER GOVERNMENTS, EXERCISE SUCH OTHER POWERS AS ARE EXERCISED OR CAPABLE OF EXERCISE BY THE MEMBER GOVERNMENTS AND NECESSARY OR DESIRABLE FOR DEALING WITH PROBLEMS OF MUTUAL CONCERN. AUTHORIZATION MAY INCLUDE JOINT FINANCING, SCHEDULING, AND DEVELOPMENT OF PUBLIC FACILITY PROJECTS WITH INTERJURISDICTIONAL SIGNIFICANCE OR INVOLVE DIRECT PUBLIC SERVICES FUNCTIONS.

F. POWER TO CONTRACT

THE ASSOCIATION SHALL HAVE AUTHORITY TO ACT IN ITS OWN NAME; TO SUE AND WHERE APPROPRIATE UNDER UTAH CODE ANNOTATED, REPL. VOL. 7A, S63-30-1 ET SEQ., (1953) TO BE SUED; TO MAKE AND ENTER INTO AND ENFORCE BY COURT ACTION ALL MANNER AND KINDS OF CONTRACTS, AGREEMENTS, AND OBLIGATIONS BY OR WITH ANY PERSON OR PERSONS, CORPORATION OR CORPORATIONS, OR ANY GOVERNMENT OR GOVERNMENT AGENCY NOT INCONSISTENT WITH LAW FOR THE PURPOSE STATED IN THESE ARTICLES INCLUDING COORDINATING, ADMINISTERING, AND OPERATING PROGRAMS.

G. CONTRIBUTIONS

THE BOARD OF DIRECTORS MAY ACCEPT ON BEHALF OF THE ASSOCIATION ANY CONTRIBUTION, GIFT, OR BEQUEST FOR GENERAL PURPOSES OR FOR ANY SPECIAL PURPOSE OF THE ASSOCIATION.

III. DEFINITIONS

A. "ASSOCIATION": THE ASSOCIATION IS USED IN THESE ARTICLES AND MEANS THE INTER-COUNTY ASSOCIATION OF GOVERNMENTS OR COOPERATIVE BODY OF CITY AND COUNTY GOVERNMENTS ESTABLISHED BY THESE ARTICLES.

B. REGIONAL PROBLEMS: A REGIONAL PROBLEM IS ONE THAT MEETS THE FOLLOWING CRITERIA;

1. THAT PROBLEM WHICH IS COMMON TO TWO OR MORE COUNTIES, THE SOLUTION OF WHICH EVIDENTLY WILL NOT OR CANNOT BE ACHIEVED BY GOVERNMENTAL AGENCIES ACTING INDEPENDENTLY OF EACH OTHER, OR, WHICH CANNOT BE ACHIEVED SEPARATELY AS ECONOMICALLY AS WHEN ACTING COOPERATIVELY.
2. A SOLUTION IS REQUIRED BY CONSIDERATION OF PUBLIC HEALTH, SAFETY OR WELFARE.

C. OFFICIAL REPRESENTATIVE: OFFICIAL REPRESENTATIVE AS USED IN THESE ARTICLES MEANS THE MAYOR OR MEMBERS OF THE GOVERNING BODY OF MEMBER CITIES FROM EACH COUNTY AND THE CHAIRMAN OR MEMBER OF THE BOARD OF COUNTY COMMISSIONERS OF EVERY COUNTY IN THE REGION.

D. REGION: REGION MEANS A GEOGRAPHIC AREA COMPOSED OF GROUPINGS OF COUNTIES DESIGNATED AND ESTABLISHED FOR CARRYING OUT THE PURPOSES OF THESE ARTICLES.

IV. MEMBERSHIP AND REPRESENTATION

A. BOARD OF DIRECTORS THE UINTAH BASIN ASSOCIATION OF GOVERNMENTS (REGION VI) SHALL HAVE ONE POLICY BODY TO BE KNOWN AS THE BOARD OF DIRECTORS. THE MEMBERSHIP OF THE BOARD OF DIRECTORS SHALL CONSIST OF EIGHTEEN MEMBERS:

1. THE MEMBERS FROM EACH BOARD OF COUNTY COMMISSIONERS OF EVERY COUNTY IN THE REGION – DAGGETT, DUCHESNE AND UINTAH.
2. ONE MEMBER FROM EACH OF THE CITIES OR TOWNS OF MANILA, NAPLES, VERNAL, BALLARD, ROOSEVELT, MYTON, DUCHESNE CITY, ALTAMONT, AND TABIONA.

VOTING MEMBERS SHALL CONSIST OF TWELVE MEMBERS:

1. DAGGETT COUNTY - THREE MEMBERS SHALL BE FROM THE COUNTY COMMISSION AND ONE MEMBER SHALL BE A MAYOR. THE ALTERNATE (IF NEEDED) SHALL BE A TOWN COUNCIL MEMBER CHOSEN BY THE COMMISSION OR MAYOR OR AN ALTERNATE FROM DUCHESNE OR UINTAH COUNTY.
 2. DUCHESNE COUNTY - TWO MEMBERS SHALL BE FROM THE COUNTY COMMISSION, ASSIGNED BY THEIR RESPECTIVE COMMISSION CHAIRMAN. TWO MEMBERS SHALL BE MAYORS, ELECTED BY MAYORS FROM THEIR RESPECTIVE COUNTY. THE ALTERNATE (IF NEEDED) SHALL BE A COUNTY COMMISSIONER OR MAYOR, CITY COUNCIL MEMBER OR AN ALTERNATE FROM UINTAH COUNTY.
 3. UINTAH COUNTY - TWO MEMBERS SHALL BE FROM THE COUNTY COMMISSION, ASSIGNED BY THEIR RESPECTIVE COMMISSION CHAIRMAN. TWO MEMBERS SHALL BE MAYORS, ELECTED BY MAYORS FROM THEIR RESPECTIVE COUNTY. THE ALTERNATE (IF NEEDED) SHALL BE A COUNTY COMMISSIONER OR MAYOR, CITY COUNCIL MEMBER OR AN ALTERNATE FROM DUCHESNE COUNTY.
- B. ALTERNATES ALL OTHER COUNTY COMMISSIONERS AND MAYORS FROM THEIR RESPECTIVE COUNTIES (EXCEPT DAGGETT) WILL BE CONSIDERED ALTERNATES. THE ALTERNATE WILL HAVE FULL DISCUSSION RIGHTS AT ALL REGULAR MEETINGS.
1. ANY MEMBER MAY DESIGNATE AN ALTERNATE TO PARTICIPATE AS A MEMBER OF THE BOARD OF DIRECTORS IN THE EVENT OF ABSENCE OF THE VOTING MEMBER.
 2. A VOTING ALTERNATE WILL HAVE VOTING RIGHTS OF THE REGULAR MEMBER OF THE BOARD OF DIRECTORS AT THE REGULAR MEETING AND ANY SUBCOMMITTEE OR OTHER ASSIGNMENT OF THE REGULAR MEMBER.
 3. A REGULAR MEMBER OF THE BOARD OF DIRECTORS CAN DESIGNATE AN ALTERNATE NO MORE THAN FOUR (4) TIMES DURING THE CALENDAR YEAR.
- C. TERMS OF OFFICE MEMBERS OF THE BOARD OF DIRECTORS SHALL SERVE FOR TERMS OF ONE YEAR, BUT CAN BE RE-APPOINTED FROM THEIR RESPECTIVE COMMISSION OR MAYORS OR UNTIL THEIR SUCCESSORS HAVE DULY AND LEGALLY ASSUMED OFFICE IN THEIR RESPECTIVE JURISDICTIONS.
- D. EXECUTIVE OFFICERS SHALL BE ELECTED BY MAJORITY VOTE OF MEMBERS OF THE BOARD OF DIRECTORS FROM AMONG THAT BODY. ELECTIONS SHALL TAKE PLACE ANNUALLY AT THE FIRST MEETING OF THE CALENDAR YEAR. THERE SHALL BE A CHAIRMAN, A FIRST VICE-CHAIRMAN WHO WILL SERVE IN THE FORMER'S ABSENCE AS CHAIRMAN, AND A SECOND VICE-CHAIRMAN WHO WILL SERVE IN THE ABSENCE OF THE CHAIRMAN AND THE FIRST VICE-CHAIRMAN.

- E. ROTATION OF EXECUTIVE OFFICERS MUST BE SELECTED FROM THE BOARD OF DIRECTORS SO THAT EACH COUNTY IS REPRESENTED. BEGINNING IN 1996, THE CHAIRMANSHIP WILL ROTATE ON AN ANNUAL BASIS STARTING WITH UINTAH COUNTY IN 1996, DAGGETT IN 1997, AND DUCHESNE IN 1998. THE FIRST VICE-CHAIRMAN WILL BE FROM DAGGETT COUNTY IN 1996, DUCHESNE IN 1997, AND UINTAH IN 1998. THE SECOND VICE-CHAIRMAN WILL BE FROM DUCHESNE COUNTY IN 1996, UINTAH IN 1997, AND DAGGETT IN 1998. BEGINNING IN 1999, THE ROTATION WILL REPEAT THE POSITIONS DESCRIBED FOR 1996, AND WILL CONTINUE IN THE SAME ORDER THEREAFTER.
- F. ALTERNATE COMMITTEES THE BOARD OF DIRECTORS SHALL APPOINT ALTERNATE MEMBERS TO FULFILL ADVISORY BOARD POSITIONS AS REQUIRED BY PROGRAM REGULATIONS.

V. DUTIES OF THE BOARD OF DIRECTORS

- A. VOTING EACH MEMBER OF THE BOARD OF DIRECTORS, AS OUTLINED IN SECTION IV OF THESE ARTICLES, SHALL HAVE ONE VOTE INCLUDING; THE CHAIRPERSON, FIRST VICE-CHAIRMAN, AND SECOND VICE-CHAIRMAN REPRESENTING THEIR RESPECTIVE COUNTY.
1. A SIMPLE MAJORITY VOTE OF THE ENTIRE MEMBERSHIP IN ATTENDANCE IS NECESSARY TO CARRY ANY QUESTIONS, EXCEPT IN THOSE CASES WHERE THE QUESTION IS REFERRED TO A TWO-THIRDS MAJORITY VOTE.
 2. A TWO-THIRDS MAJORITY VOTE OF A QUORUM IN ATTENDANCE WILL BE REQUIRED WHEN:
 - a. THE QUESTION IS ABOUT ASSOCIATION FINANCIAL MATTERS INCLUDING FUNDING, BUDGETING, AND AUDITING; OR
 - b. A MOTION TO REQUIRE A TWO-THIRDS MAJORITY VOTE ON A SPECIFIC QUESTION IS PASSED BY THE BOARD OF DIRECTORS.
- B. QUORUM A QUORUM OF THE BOARD OF DIRECTORS SHALL CONSIST OF TWO-THIRDS OF THE TOTAL VOTING MEMBERSHIP.
- C. MEETINGS THE BOARD OF DIRECTORS SHALL MEET BY THE SCHEDULE THEY HAVE ADOPTED FOR THE YEAR OR UPON CALL OF ITS CHAIRPERSON. ADDITIONAL MEETINGS MAY BE CALLED BY THE CHAIRPERSON OF THE BOARD OF DIRECTORS, OR BY A MAJORITY OF BOARD MEMBERS. THE BOARD MAY ALSO CONDUCT BUSINESS BY ELECTRONIC MEANS, INCLUDING BUT NOT LIMITED TO CONFERENCE TELEPHONE SESSIONS, ELECTRONIC MAIL, REMOTE VIDEO TRANSMISSIONS OR FACSIMILE TRANSMISSIONS AT THE PLEASURE OF THE CHAIRPERSON.
- D. RESPONSIBILITIES THE RESPONSIBILITIES OF THE BOARD OF DIRECTORS ARE;
1. TO ADOPT AND AMEND THESE ARTICLES OF ASSOCIATION.

2. TO PROPOSE, INITIATE, APPROVE, OR CARRY OUT ANY STUDIES, POLICIES, OR OTHER ASSOCIATION MATTERS.
3. TO PREPARE AND EVALUATE POLICIES, PLANS, AND PROGRAMS FOR CONSIDERATION BY ALL PUBLIC AND PRIVATE AGENCIES WITHIN THE REGION RESPONSIBLE FOR IMPLEMENTATION.
4. TO SERVE IN A REVIEW CAPACITY TO ASSURE THAT ALL FEDERAL, STATE, AND LOCAL DEVELOPMENT PROJECTS ARE CONSISTENT WITH ADOPTED AREA-WIDE PLANS AND PROGRAMS.
5. TO APPLY FOR AND RECEIVE STATE AND FEDERAL GRANTS/LOANS FOR REGIONAL PURPOSES.
6. TO ALLOCATE COMPONENTS OF THE REGIONAL WORK PROGRAM AMONG THE ASSOCIATION'S STAFF, STAFFS OF OTHER PUBLIC AGENCIES, AND PRIVATE CONSULTANTS.
7. TO ESTABLISH REPRESENTATIVE TECHNICAL ADVISORY COMMITTEES AS NEEDED TO ASSIST IN THE PREPARATION OF PLANS, PROGRAMS, AND PROJECT REVIEWS.
8. INITIATE, ADVISE, AND AID IN THE ESTABLISHMENT OF COOPERATIVE ARRANGEMENTS INCLUDING INTERLOCAL AGREEMENTS AMONG LOCAL GOVERNMENTS IN THE REGION.
9. TO RENDER ADVICE AND TECHNICAL ASSISTANCE ON REQUEST OF MEMBER GOVERNMENTS IN REGARD TO LOCAL GOVERNMENT PROBLEMS HAVING REGIONAL IMPACT.
10. TO APPOINT, AND REVIEW SALARY INCREASES OF THE EXECUTIVE DIRECTOR.
11. TO REVIEW ACTIONS OF THE EXECUTIVE DIRECTOR AND THE STAFF.
12. TO PERFORM FIDUCIARY OVERSIGHT OF ALL GRANTS AND LOANS OBTAINED BY THE PROGRAMS AFFILIATED WITH THE ASSOCIATION.
13. OTHER ACTIVITIES AS THE BOARD OF DIRECTORS MAY DECIDE.

VI. DUTIES OF THE EXECUTIVE COMMITTEE

1. PROVIDE INPUT INTO THE DEVELOPMENT OF POLICY AND PROCEDURES WITHIN THE CONTEXT OF INDIVIDUAL PROGRAMS OR DEPARTMENTS.
2. ADVISE (IF NEEDED) THE EXECUTIVE DIRECTOR AND OTHER PERSONNEL AS APPROPRIATE IN THE SELECTION OF PROGRAM STAFF.

VII. DUTIES OF THE ALTERNATES

1. TO ACT IN THE CAPACITY OF AN ADVISORY BOARD MEMBER AS REQUIRED AND WILL MAINTAIN OVERSIGHT RESPONSIBILITY OF RESPECTIVE PROGRAMS OR DEPARTMENTS.
2. MEET AS REQUIRED WITH PROGRAM OR DEPARTMENTAL STAFF TO CONDUCT THESE RESPONSIBILITIES.
3. THE ALTERNATE (ADVISORY BOARD MEMBER) WILL PERFORM THEIR RESPONSIBILITIES, AND REPORT THEIR ACTIVITIES AND DECISIONS TO THE BOARD OF DIRECTORS FOR THEIR AFFIRMATION.

VII. STAFF AND STAFF SERVICES

A. CENTRAL STAFF TO AVOID DUPLICATION OF STAFF FOR VARIOUS REGIONAL PROGRAMS ASSISTED BY THE FEDERAL/STATE GOVERNMENT, THE ASSOCIATION MAY PROVIDE BASIC ADMINISTRATIVE, RESEARCH, AND PLANNING SERVICES FOR ALL REGIONAL PLANNING ACTIVITIES HEREAFTER UNDERTAKEN. THE ASSOCIATION MAY CONTRACT TO OBTAIN OR PERFORM SERVICES WITH STATE AGENCIES, NON-PROFIT REGIONAL GROUPS, COUNCILS OF GOVERNMENT, GENERAL UNITS OF LOCAL GOVERNMENT, AND SUB-DISTRICT ORGANIZATIONS AS THE RESULT OF FEDERAL PROGRAMS. THE STAFF SHALL PERFORM ITS ACTIVITIES FOR, AND BE DIRECTLY RESPONSIBLE TO, THE BOARD OF DIRECTORS OF THE ASSOCIATION AND THE EXECUTIVE DIRECTOR.

B. EXECUTIVE DIRECTOR

1. THE EXECUTIVE DIRECTOR SHALL BE APPOINTED AND REMOVED BY THE BOARD OF DIRECTORS.
2. RESPONSIBILITIES OF THE EXECUTIVE DIRECTOR SHALL INCLUDE:
 - a. COORDINATE AND DIRECT ALL STAFF AND CONSULTANT SERVICES AS MAY BE PROVIDED THROUGH THE ASSOCIATION.
 - b. RECOMMEND TO THE BOARD OF DIRECTORS UPPER MANAGEMENT STAFF APPOINTMENTS, AND OTHER EMPLOYMENT POLICIES.
 - c. PREPARE AND ADMINISTER AN ANNUAL APPROVED WORK PROGRAM AND BUDGET INCLUDING SALARY INCREASES (BY POLICY) FOR STAFF.
 - d. IN ADDITION TO THE ABOVE DESIGNATED DUTIES THE EXECUTIVE DIRECTOR SHALL PERFORM ALL OTHER DUTIES DELEGATED TO THE DIRECTOR BY THE BOARD OF DIRECTORS.
 - e. FIDUCIARY RESPONSIBILITY, CHECK SIGNING AND CONTRACT SIGNAGE.

VIII. STATUTORY AUTHORITY

THE UINTAH BASIN ASSOCIATION OF GOVERNMENTS (REGION VI) SHALL BE AN AGENCY ESTABLISHED BY THE JOINING POWERS AGREEMENT AMONG THE MEMBERS, PURSUANT TO TITLE II, CHAPTER 13, UTAH CODE ANNOTATED 1953, AS AMENDED.

IX. DURATION. WITHDRAWAL

- A. DURATION THE DURATION OF THE UINTAH BASIN ASSOCIATION OF GOVERNMENTS (REGION VI) SHALL BE PERPETUAL.
- B. WITHDRAWAL ANY COUNTY OR MUNICIPALITY WHICH IS A MEMBER OF THE ASSOCIATION MAY WITHDRAW FROM MEMBERSHIP UPON 90 DAYS WRITTEN NOTICE TO THE BOARD OF DIRECTORS, PRIOR TO THE EFFECTIVE DATE OF WITHDRAWAL. ANY ASSESSMENT MONIES PAID BY THE WITHDRAWING MEMBER WILL BE RETAINED BY THE ASSOCIATION.

X. CONFLICT OF INTEREST

MEMBERS OF THE BOARD OF DIRECTORS 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.

XI. AMENDMENTS

THESE ARTICLES MAY BE AMENDED, REPEALED, OR ADDED TO AT REGULAR OR SPECIAL MEETINGS OF THE BOARD OF DIRECTORS, PROVIDED THAT WRITTEN NOTICE SHALL HAVE BEEN SENT TO EACH MEMBER WHICH NOTICE SHALL STATE THE AMENDMENTS AND THE CHANGES THAT ARE PROPOSED TO BE MADE. PROPOSED AMENDMENTS SHALL BE CONSIDERED TO HAVE PASSED IF TWO-THIRD OF THE MEMBERS' VOTE IS AFFIRMATIVE.

XII. EFFECTIVE DATE

THESE AMENDED ARTICLES OF ASSOCIATION SHALL GO INTO EFFECT IMMEDIATELY UPON THE EFFECTIVE DATE OF THE AGREEMENT.

IN WITNESS WHEREOF, WE ATTACH OUR SIGNATURES ON THE 26TH OF MAY 2011:

Mark D. Raymond

Vann D. Ryan

Kim Wood

Ronald Whitton

St & L

Kathleen Cooper

Warren Blanchard

Mary Jo

Gary Howarth