

# Utah County Council of Governments Bylaws

## Purpose

These Bylaws define the membership, officers, functions, duties and responsibilities of the Utah County Council of Governments.

## Article I: Establishment, Purposes, and Service Area

### Section 1 - Name

There is established an organization to be known as Utah County Council of Governments (UTAH COUNTY COG).

### Section 2 - Origin

This organization is established under provisions of:

### Section 3 - Purposes and General Responsibilities

To complete the activities necessary to maintain a comprehensive, cooperative and continuing collaborative effort between Utah County and the jurisdictions within.

To promote public participation in decision-making processes through public outreach held pursuant to state and federal guidelines.

### Section 4 - Service Area

The service area encompasses all municipalities in Utah County and the contiguous unincorporated areas between municipalities.

## Article II: Utah County Council of Governments

### Section 1 - Responsibilities

The UTAH COUNTY COG is responsible for all action agreements and functions to be carried out by the UTAH COUNTY COG. These responsibilities include:

Nominate and/or appoint members to State commissions, boards and committees that represent Utah County and the services provided therein.

Accept contributions and grants in aid.

Give final approval for all official UTAH COUNTY COG documents.

### Section 2 – Membership and Representation

Each unit of local government shall be represented by its mayor or commissioners.

### Section 3 - Officers

The Utah County Council of Governments shall nominate from its membership for the positions of Chair and Vice Chair. Both Chair and Vice Chair shall be elected officials from jurisdictions within Utah County. Ratification of nomination shall require a simple majority vote. The position of Chair and Vice Chair shall be for one-year terms. Successive terms are not limited. Individuals may request to be replaced at any time

If the Chair should relinquish his or her elected position, he or she shall be replaced by the Vice Chair and a new Vice Chair will be elected.

In the absence of the Chair the Vice Chair shall have the powers of Chair. If both are absent the quorum may elect a Utah County COG Chair.

The Chair and Vice Chair will serve without compensation and shall serve while they are in their current term of public office.

The Chair and Vice Chair shall be able to vote on all matters before the committee. He or she shall sign on behalf of the UTAH COUNTY COG all documents requiring signatures and shall perform all other duties required of the Chair or Vice Chair.

### Section 4 - Voting and Meetings

Each represented jurisdiction and each Utah County Commissioner shall have one vote. When a legitimate need arises, as determined by the Chair, a voting member may designate a Utah County COG proxy to vote in his or her place. The Chair or MAG Staff shall be notified of the proxy by the member prior to the meeting. Proxies may be appointed from elected officials city/county: administrator, manager, chief of staff, deputy mayor, or equivalent of each entity.

The number of voting members will be established during the Call to Order to determine the presence of a quorum. Duly appointed alternates and proxies shall be counted as quorum members.

A quorum for the UTAH COUNTY COG consists of fourteen (14) voting members. Members attending through electronic means shall be included in the quorum count, and have all privileges and responsibilities normally accruing. Meetings may be conducted without a quorum present.

If a quorum is not present, the Chair may seek consensus from those voting members present to conduct a conference call during the meeting. Voting members will be contacted until a quorum is reached. If a quorum cannot be assembled, no binding actions may be taken, except as provided for below.

a. From time to time, and with the advice and consent of those members present, the Chair may determine that action on an item cannot wait until the next regular meeting. If a quorum cannot be assembled in person or by phone, the Chair may call for passage of the item

by vote of those present. Upon passage, a poll of the entire committee following the meeting shall be used to ratify such an action. Polling methods shall be approved by those members present.

A simple majority of the voting quorum present at the meeting will constitute passage. A tie vote is a failure to pass.

Conflict of Interest: A potential conflict of interest may arise if, on any matter before the UTAH COUNTY COG, a voting member or a member of his or her immediate family has material economic involvement regarding the matter being discussed. When such a situation presents itself, the member must declare the potential conflict. If such conflict appears to exist and the member has not made it known, the Chair shall make inquiry.

The UTAH COUNTY COG shall follow the Open and Public Meetings Laws of the State of Utah.

Parliamentary procedure at all meetings shall be governed by Robert's Rules of Order, except as otherwise modified herein or unless the rules are suspended by a majority of the voting quorum.

The UTAH COUNTY COG will meet every other month unless the chair cancels the meeting, and the regular attendees are notified.

#### Section 5 - Subcommittees and Advisory Committees

The Chair may set up standing sub-committees, ad-hoc committees, and public advisory committees for the UTAH COUNTY COG as deemed necessary. Such shall report progress, findings, and make recommendations to the UTAH COUNTY COG, and shall receive staff support from the UTAH COUNTY COG.

All subcommittee and advisory committee meetings shall be open to the public.

### **Article III: Adoption and Amendment of These Bylaws**

#### Section 1 - Majority Vote for Adoption

These Bylaws may be adopted by a majority of the voting quorum of the UTAH COUNTY COG at a scheduled meeting.

#### Section 2 - Majority Vote for Amendment

These Bylaws may be amended by a majority of the voting quorum of the UTAH COUNTY COG at a scheduled meeting.

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Chair, Utah County Council of Governments

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Date