

# **WEBER COUNTY CREATIVE ALLIANCE BYLAWS**

## **ARTICLE I**

### **Name**

The name of this entity shall be the Weber County Creative Alliance, hereinafter referred to as the “Creative Alliance”.

## **ARTICLE II**

### **Mission Statement**

The Creative Alliance is committed to fostering and supporting an environment where all forms of creativity will thrive and connect with the citizens of Weber County. Through public/private partnerships, the Creative Alliance will ensure that a creative culture can and will have a positive impact in education, economic development, and the daily lives of all Weber County citizens.

## **ARTICLE III**

### **General Purpose/Objectives**

The Creative Alliance was created for the purposes of serving as the local arts agency as defined under the Utah Division of Arts & Museums in order to advise the Weber County Commission in the advancement of the arts for Weber County. The Creative Alliance also serves as Weber County’s local arts council to assist groups and entities in making application for RAMP grants to help facilitate cultural and arts organizations within Weber County.

The Creative Alliance may give particular consideration to programs which would introduce art and culture to audiences while ensuring that enjoyment of the arts is available to all citizens of Weber County, including children, the elderly, individuals with physical and mental challenges, and those citizens who, because of economic or other circumstances, have not had regular access to arts within Weber County.

The Creative Alliance shall also incorporate the following objectives into its programs and policies by: 1) providing strategy and funding to diverse art forms that facilitate public participation; 2) engaging the private and non-profit community to develop resources, networking and infrastructure for the arts; 3) conducting cultural and community assessment to allow better planning tools for our creative community; 4) support those organizations, non-profits and others which produce or present creative programs such as, but not limited to, festivals, public arts projects, community theater, concerts, workshops, etc.; 5) through the guidance of our creative community and arts industries, we support their insights to foster county

economic development; 6) managing one or more cultural facilities in the community; and 7) contributing to creative placemaking activities.

## **ARTICLE IV Organization and Membership**

The Weber County Commission (“Commission”) has authorized the creation of a governing board for the Creative Alliance.

1. Creative Alliance Board (“Board”) Organization:
  - i. The Board shall be composed of no less than five (5) members who are residents of Weber County, have ownership interests in a business in Weber County, or are employed in Weber County. The Commission may also appoint at-large positions to serve on the Board so long as those appointments do not constitute a majority of the Board’s total membership.
  - ii. Board members are appointed and reappointed by the Commission after receiving and reviewing applications;
  - iii. The initial appointments shall be staggered so that approximately one fourth of the Board member positions will expire each year for four years. All subsequent appointments shall be four year terms.
  - iv. Board members are limited to serving two (2) full consecutive terms.
  - v. One (1) Weber County Commissioner will serve as an ex-officio member of the Board. This position is a non-voting position.
  
2. Board Officers:
  - i. The Board shall nominate and recommend to the Commission for appointment the name of a member willing to serve as the initial chair of the Board by December 31, 2017. The initial chair shall serve for a two-year term beginning January 1, 2018. All subsequent appointments for chair shall be for one-year terms. The Board shall also nominate and recommend to the Commission the name of an individual willing to serve as chair-elect of the Board by December 31, 2017. The initial chair-elect shall assume the role of chair on January 1, 2020. Prior to November 30, 2019, and each year thereafter on or before November 30, the Board shall recommend and the Commission shall appoint a new chair-elect from the Board’s membership.

- ii. The chair shall preside at all meetings of the Board. The duties of the chair shall include:
  - a. At each meeting, the chair shall announce the business before Board in the order in which it is to be acted upon;
  - b. Receive and submit in the proper manner all motions and propositions presented by members of the Board;
  - c. Put to a vote all questions, which are properly moved, or necessarily arise in the course of proceedings, and to announce the result thereof;
  - d. Maintain the order of meetings;
  - e. Authenticate by signature when necessary, or when directed by the Commission, all of the acts and proceedings of the Board;
  - f. Make recommendations and suggestions to the Commission concerning the business, affairs, and policies of the Board;
  - g. The chair-elect shall assume these duties and responsibilities if the chair is unable to attend any given meeting.
- iii. The Commission shall appoint one of its staff members to serve as the Board's secretary. The secretary shall:
  - a. Give notice of all meetings, keep a record of members in attendance at meetings, read communications, resolutions, and other papers which are ordered to be read by the chair, and notify members when correspondence is received from various sources;
  - b. Keep minutes of the proceedings of the Board and to record the same;
  - c. Keep and maintain a record file of all documents and papers pertaining to the work of the Creative Alliance;
  - d. Perform other such duties as may be required by the Commission and Board.

3. Vacancies:

- i. Vacancies on the Board shall be filled by having the existing members submit no more than five (5) names per vacant seat to the Commission for

consideration and appointment. Names shall be brought to the Board for nomination by members, advertisement, or by other means as requested by the Commission. Nominations will take place on or about October 1<sup>st</sup> of each year as necessary.

- ii. Mid-term vacancies that occur on the Board shall be filled within 30 days of creation of the vacancy by following the process set forth in Article IV § 3(i).
- iii. Mid-term vacancies in Board officer positions shall be filled as follows: 1) A mid-term vacancy of the chair's position shall be filled by the current chair-elect; and 2) in the event of a vacancy of the chair-elect's position, the Board shall nominate and recommend the name of a Board member willing to serve in the chair-elect position within 30 days of creation of the vacancy. A chair-elect who fills a vacancy of chair shall serve the remainder of the vacant term, and the one-year term to which he/she was originally appointed to serve.

4. Compensation: Because the duties of the Creative Alliance are of a high civic nature, all members of the Board shall serve without compensation.

5. Board Duties:

- i. The Board shall submit a plan to the Commission by August 31<sup>st</sup> of each calendar year, which will:
  - a. Outline strategy and funding proposals to diverse art forms that facilitate public participation for the upcoming year;
  - b. Describe plans to engage the private and non-profit community to develop resources, networking and infrastructure for those diverse art forms;
  - c. Propose cultural and community assessments for the Commission to consider that will allow better planning tools for the creative community;
  - d. Identify ways to support those organizations, non-profits and others which produce or present creative programs such as, but not limited to, festivals, public arts projects, community theater, concerts, workshops, etc.;
  - e. Propose ways to support creative community and arts industries in order to foster county economic development;

- f. Define the needs and desires of Weber County citizens for arts, including history, natural history, art, music, theater, and dance;
- g. Provide a plan for addressing those needs and desires;
- h. Include a plan for developing financial resources to meet those needs;
- i. Identify other creative placemaking activities and present those to the Commission as the Board deems appropriate.

**ARTICLE V**  
**Member Conduct**

1. Preparation. Board members shall take such time as necessary to prepare themselves for meetings.
2. Attendance. Every Board member is expected to attend regularly scheduled meetings unless duly excused, or unless unable to attend because of extenuating circumstances. Any member desiring to be excused shall notify the chair.
3. Conflicts of Interest. A Board member who knows that he/she has a conflict of interest in a matter on the agenda for that meeting shall state that such a conflict of interest exists. For example, a conflict of interest may exist if any member has a present or future financial interest, direct or indirect, in any project or property that is included in, or planned to be included in, any project. A member who feels that he/she, or any other member, may have a conflict of interest on any matter that is on the agenda shall explain the possible conflict and the board shall then vote to decide whether an actual, apparent, or reasonably foreseeable conflict of interest exists. A member who has a conflict of interest may participate in the discussion, but shall abstain from voting on that matter. Board members shall declare any known conflicts of interest by filling out and signing a disclosure statement provided by the Commission.
4. Gifts and Favors. No Board member shall knowingly receive, accept, take, seek, or solicit, directly or indirectly, any gift, compensation or loan for themselves or another if it tends to influence them in the discharge of duties. Exceptions to this are: an occasional non-pecuniary gift, having a value less than \$50 or an award publically presented in recognition of public service. Utah Code Ann. § 17-16a-1 et seq.
5. Removal. Board members may only be removed for cause. Removal from the Board shall occur upon an affirmative vote of the Commission. Cause shall be defined as: neglect of duty, misconduct, inefficiency or inability to satisfactorily

perform assigned duties, an act inimical to public service, or three (3) unexcused meetings per year.

**ARTICLE VI**  
**Meetings**

1. The Board shall schedule regular meetings as deemed necessary and appropriate to conduct business. However, in no event shall the Board go three months without convening a meeting.
2. Place. Meetings of Board and shall be in the Weber County Commission Office Conference Room located on the third floor at 2380 Washington Blvd, Ogden, Utah. If the conference room is not available on those dates, the meeting may be held in another room at the Weber Center Building.
3. A quorum shall consist of a majority of Board members.
4. Each Board member shall have one vote in any action taken by the Board. No proxy votes are allowed.
5. The Creative Alliance shall comply with all requirements of state law including, but not limited to, Utah's Open and Public Meetings Act.
6. Participation in meetings may take place through telephonic and other electronic means provided that the notice requirements of Utah's Open and Public Meetings Act are satisfied. All members, whether present in person or participating via electronic means, shall be able to participate in the proceedings and vote on any motion presented to the Board for action.
7. Records of the Creative Alliance shall be kept, managed, classified, and disclosed as required by county ordinance, state law, including, but not limited to Utah's Government Records Access and Management Act.

**ARTICLE VII**  
**Amendments**

These bylaws may be amended at any regular meeting of the Board by a two-thirds vote of the members present. Proposed amendments shall be stated on the agenda of the meeting where the matter will be voted upon.

\_\_\_\_\_, Creative Alliance,  
Chair

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James Ebert, Weber County  
Commission, Chair