

**OPERATIONAL GUIDELINES  
OF  
THE EQUESTRIAN PARK ADVISORY BOARD (EPAB)**

**ARTICLE I. FORMATION OF BOARD, DELEGATION OF AUTHORITY, MEMBERSHIP,  
RIGHTS OF MEMBERS.**

Section 1. Name, Authority, and Purpose of Board. The name of the organization shall be the Equestrian Park Advisory Board (the "EPAB"). The EPAB is established by the Salt Lake County Governing Board, composed of the Salt Lake County Mayor and Salt Lake County Council ("County Governing Board"), for the purpose of advising the County Governing Board and the private management company ("Facility Management") about the mission and values of the Salt Lake County Equestrian Park and Event Center. The term "Mayor" refers to the Salt Lake County Mayor.

Section 2. Period of Duration. The EPAB shall exist perpetually or until such time as it is dissolved by the County Governing Board in accordance with the ordinances of Salt Lake County and the laws of the state of Utah.

Section 3. Membership. Any resident citizen of Salt Lake County may be appointed a member ("Member") of the EPAB by the County Governing Board. Membership on the EPAB shall be available without regard to race, color, creed, sex, religion, age, disability, sexual orientation, marital status, or national origin.

Section 4. Rights of Members. All Members with voting rights, including the EPAB Chair, shall be entitled to vote on all matters properly brought before the EPAB for action.

Section 5. EPAB Meetings. EPAB meetings shall be held periodically at such times and at such places as shall be determined by the EPAB Chair. EPAB Members shall be given notice of EPAB meetings by any means reasonably designed to provide EPAB Members the date, time, and location of any meeting, including by means of official correspondence and personal contact. Members may waive notice of any meeting. Attendance of a Member at a EPAB meeting shall constitute a waiver of notice of such meeting, except where a Member attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

Section 6. General Powers. The business and affairs of the EPAB shall be managed by its Members.

Section 7. Number, Tenure and Qualifications. The Equestrian Park Advisory Board shall consist of the following citizens and representatives.

- A. Stakeholder Members (Term: 3 years, two term limit-unless otherwise noted; full voting rights)
- Visit Salt Lake Sports Market Salesperson – term is perpetual
  - Representative of Salt Lake County Community Services -term is perpetual);
  - Facility users or stakeholders:
    - One (1) Long Term Boarding Representative
    - Non-Equestrian Event (2)

- Equestrian Event (ex., Rodeo, Barrel, Hunter/Jumper) (3)
  - Track User (1)
  - One (1) representative for SLCo 4-H
  - EQ Coalition and/or equestrian community at large (2);
  - One (1) representative from an affiliated industry;
- B. Standing Members (Terms-various based on position; no voting rights)
- Facility Director
  - General Manager
  - Designee for South Jordan (1)
  - Representative from a neighborhood immediately adjacent to the Park (1)

The number of Board Members with full voting rights shall be no fewer than 12 and shall be set by the Mayor, and may be changed from time to time at the request of the Mayor and upon approval of the Salt Lake County Council. The Chair and Co-Chair of the EPAB shall be selected annually by its voting members. The EPAB will be provided staff assistance as necessary, by the private management company for the facilities. The Salt Lake County Mayor, with the approval of the County Council, may appoint such other non-voting members as deemed necessary to assist the EPAB.

Term. Board Members' terms will consist of three calendar years from the date of appointment. Board Members are permitted to serve multiple terms. Terms of the board members shall not be concurrent and shall be staggered so that terms of service shall overlap.

Section 8. Quorum. At all Board meetings, a majority of the Members shall be necessary and sufficient to constitute a quorum for the transaction of business, except for the approval of minutes, an action which may be taken by a simple majority of the Members present at a Board meeting. Any action taken by a majority of a duly-constituted quorum at any meeting of the Board shall be considered the act of the Board, except as may be otherwise specifically provided by County ordinance or by these Operational Guidelines. If a Member cannot be present at a meeting, that Member's vote will be considered cast when given orally or by electronic communication to the EPAB Chair or designee for tallying purposes. This vote will be accepted once the meeting agenda has been communicated and the meeting is called to order. A Member may also participate and be considered present at a meeting by conference call or other telecommunications means. Meetings shall be conducted in compliance with the Open and Public Meetings Act, Utah Code Ann. Sections 52-4-101 through 305 and as amended.

Section 9. Action Without a Meeting. The EPAB may take any action without a meeting if approval for the proposed action, described with sufficient detail, shall be given by at a majority of Stakeholders. Consent may be given in writing, orally, or by electronic communication. When given orally or by electronic communication, a Member's consent shall be recorded by the Chair or designee, by recording the form in which a Member's consent was given, by whom the consent was received, and the date and approximate time at which the consent was given.

Section 10. Removal. Any EPAB Member may be removed from office in accordance with the provisions of a County ordinance dealing with removal of persons as members of County advisory boards. In the event the Members of the EPAB determine, by a two-thirds majority vote of all voting Members, that it is in the best interest of the EPAB or of the County that a Member be removed, the EPAB may make a recommendation to the County Governing Board to initiate removal proceedings.

Section 11. Vacancies. A Member may resign at any time by giving notice of such resignation to the EPAB's Chair and to the County Governing Board. Any vacancy occurring in the membership of the EPAB shall be filled by the County Governing Board in compliance with Section 7. A Member appointed to fill a vacancy shall be appointed for the unexpired portion of the term of the vacating Member.

Section 12. Compensation and Reimbursement. EPAB Members shall receive no compensation for their services. If authorized by the County Governing Board or Facility Management, EPAB Members may be reimbursed for any reasonable expenses they may incur for activities conducted or meetings attended at the request of Facility Management or County Governing Board. EPAB Members shall not be prohibited from dealing with the EPAB, the Facility Management, or the County in any other capacity and receiving compensation therefore; provided, however, such Member complies with County ordinances and state statutes relating to the disclosure and management of conflicts.

Section 13. Duties. The duties of the EPAB shall be:

- a. To transact necessary business as may be referred to it by the County Governing Board and the Facility Management.
- b. To approve recommendations received from EPAB committees.
- c. To report to the County Governing Board, upon request, concerning its dealings.

The EPAB shall provide advice and direction on a variety of industry-related issues to the private management company of the facilities as well as the Mayor, the Director of Community Services, and the County Council. The EPAB shall act as a liaison between the private management company and the Convention & Visitor's Bureau, as well as other facility users and stakeholders. The EPAB shall also make recommendations to the Mayor and County Council for improved services at the facilities to the users and public. The EPAB shall reviews costs and fees charged for rental of the facilities, and will take into consideration the local market as compared to regional and national rates. The EPAB shall also assist building management to identify and implement new revenue sources and marketing opportunities. The EPAB shall make recommendations to the Mayor and County Council regarding capital improvements to the facilities and ongoing maintenance. The EPAB has no authority to contract for or bind the County to any agreement.

Section 14. Standing and Ad Hoc Committees. The EPAB may create or abolish such standing and ad hoc committees as it may deem necessary to promote the purposes and carry on the work of the EPAB. The chair of each standing committee shall be responsible for preparing a periodic report to the EPAB on the activities and work of their committees. Such reports will be presented at the time and place designated by the EPAB Chair. The permanent standing committees of the EPAB shall include a Capital Projects Committee.

Section 15. Meeting Attendance.

1. Members should maintain 75% attendance at regularly scheduled EPAB Meetings, unless excused for good cause.
2. The EPAB Board shall explain to applicants for EPAB membership the attendance policy and the necessity for attendance.
3. The Chair may speak to Members whose attendance falls below standard to ascertain if the situation is temporary or permanent. In the latter case the Member and Chairperson should

- discuss how the Member can best continue to serve or whether the Member should vacate the position.
4. The EPAB Board shall establish procedures to replace outgoing EPAB Members at least one month before their terms end.
  5. The EPAB Board shall provide an orientation for new Members at the beginning of their term.
  6. If a Member resigns the EPAB Board shall notify the County Governing Board to select a replacement.

## ARTICLE II. OFFICERS

Section 1. Number, Title, and Election of Officers. The officers of the EPAB shall be a Chair and one Co-Chair. Each officer shall be elected by a majority of the Members voting. Such other officers and assistant officers, as may be deemed necessary, may be elected by the EPAB or appointed by the Chair. In its discretion, the EPAB may leave unfilled, for any such period as it may determine, any office except that of Chair.

Section 2. Term of Office. Each officer shall hold office for a term of one year with the option of being re-elected for a consecutive year. The term limit for an officer is subject to the representative's Membership term until a successor shall have been duly elected and shall have qualified or the position is vacated.

Section 3. Chair. The Chair shall preside at all meetings of the EPAB. The Chair may sign any instruments which the EPAB has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the EPAB or by these Operational Guidelines to some other officer or agent of the EPAB, or shall be required by law to be otherwise signed or executed; and in general shall perform all duties incident to the office of Chair and such other duties as may be prescribed by the EPAB from time to time, including:

- a) assist the Facility Management in the development of the EPAB's meeting agendas;
- b) attend and conduct all EPAB meetings;
- c) encourage full participation in EPAB discussions and deliberations;
- d) appoint ad hoc committees, as necessary;
- e) support the mission, values, and goals of the Facility Management;
- f) assist in the recruitment and orientation of new EPAB Members;
- g) represent the EPAB before the County Governing Board and at public events.

Section 4. Co-Chair. In the absence of the Chair or in the event of the death, inability, or refusal of the Chair to act, the Co-Chair shall perform the duties of the Chair, and when so acting, shall have all the powers of and be subject to all the restrictions upon the Chair. The Co-Chair shall perform such other duties as from time to time may be assigned by the Chair or by the EPAB.

## ARTICLE III. CONTRACTS AND SERVICES BY EPAB MEMBERS AND OFFICERS

The Members and Officers of the EPAB may be interested, directly or indirectly, in any contract relating to or incidental to the operations of the Office of Facilities Management or Salt Lake County, and may freely make contracts, enter into transactions, or otherwise interact with Salt

Lake County and the Office of Facilities Management; provided, however, that any contract, transaction, or other interaction shall be at arm's length, is disclosed to the Board before voting on a related matter, and the Member's conduct complies with County ordinances and policies and state laws relating to conflicts of interest.

#### ARTICLE IV. ETHICS AND CONFLICTS OF INTEREST

All Salt Lake County employees, elected and appointed officials, and volunteer board members must abide by County ordinances and policies and state laws which prohibit, or require disclosure of, certain actual or potential conflicts of interest between their public duties and private business interests. EPAB Members shall complete all required County documentation on an annual basis.

#### ARTICLE V. WAIVER OF NOTICE

Whenever any notice is required to be given under the provisions of these Operational Guidelines or under the provisions of an ordinance of Salt Lake County, a waiver thereof in writing, signed by the person or persons entitled to such notice, or a waiver given by verified communication, whether given orally, electronically, or by telecommunications, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

#### ARTICLE VI. AMENDMENTS TO OPERATIONAL GUIDELINES

These Operational Guidelines may be altered, amended, or repealed and new Operational Guidelines may be adopted by affirmative vote of a two-thirds majority of a quorum, except as otherwise provided by law.

APPROVED, as amended, this \_\_\_\_\_ day of \_\_\_\_\_, 2017 by the Equestrian Park Advisory Board

\_\_\_\_\_ (Chair).