

|

Bylaws

of the

Community Advisory Committee

Pikes Peak Area Council of Governments

Revised and Approved by the PPACG Board of Directors January 9, 2008

PENDING CAC & PPACG APPROVAL

ARTICLE I

NAME

The name of this committee shall be the Community Advisory Committee of the Pikes Peak Area Council of Governments.

ARTICLE II

ORGANIZATION

Section 1. AUTHORITY

The committee shall be governed by the policies and guidelines set forth by the Pikes Peak Area Council of Governments or as amended.

Section 2. AREA

The area to be served by the committee consists of ~~the Colorado Springs urbanizing area, including the Cities of Colorado Springs, Fountain, Manitou Springs, and Woodland Park; the Towns of Green Mountain Falls, Monument and Palmer Lake; and El Paso, and Teller, and Park~~ Counties.

Section 3. NONDISCRIMINATION

No person ~~or organization shall, on the grounds of race, color, national origin, religion, creed or handicap, in any protected class included in Federal, state of Colorado, or local Non-~~discrimination Laws and ordinances will be excluded from participating in, be denied the benefits of, or be subject to discrimination from the committee.

ARTICLE III

PURPOSE

Section 1. PURPOSE

The purpose of this committee is to:

Pending CAC and PPACG Board Approval

A. Advise and recommend appropriate courses of action to the PPACG Board of Directors and PPACG staff on regional issues directly related to the mission and programs of PPACG; and

B. Assist the Pikes Peak Area Council of Governments and the PPACG staff in keeping the general public informed relative to regional plans and programs.

ARTICLE IV

MEMBERSHIP

Section 1. COMPOSITION AND REPRESENTATION

All PPACG member entities are eligible for voting membership on the committee. Entities shall be members upon submittal of a request for membership and identification of a representative, subject to confirmation by the PPACG Board of Directors. Each entity, except El Paso County and the City of Colorado Springs will have one voting member. El Paso County and the City of Colorado Springs are each authorized three representatives. Representatives of these entities are limited to two consecutive terms. Upon termination of the term of the previous representative, the entities shall designate new representatives subject to confirmation by the PPACG Board of Directors.

The committee will have six at-large, voting members who will be selected according to Section 7 of this Article and are limited to two consecutive three-year terms.

Additionally, voting membership positions are granted to the following three community-based organizations with broad-based representation and a regional perspective related to the mission and programs of PPACG: the Council of Neighborhood Organizations, the ~~Chamber of Commerce~~ Colorado Springs Regional Business Alliance, and the League of Women Voters. These organizations shall appoint a member to represent them on this committee. Representatives of these organizations are limited to two consecutive terms. Upon termination of the term of the previous representative, the organizations shall designate new representatives subject to confirmation by the PPACG Board of Directors.

PPACG staff are non-voting members of this committee and all subcommittees.

Section 2. ADDITIONAL CRITERIA

Members must have a sincere interest in serving the community and must have the time to review pertinent materials and attend meetings of the committee.

Approved January 9, 2008

Pending CAC and PPACG Board Approval

Section 3. SELECTION

The committee will make recommendations to the PPACG Board of Directors on the at-large membership of the committee.

The PPACG Board of Directors will review all applications for membership and recommendations for representatives from community-based organizations. It reserves the right to review and approve/disapprove or withdraw that approval at any time.

Section 4. TERM OF MEMBERSHIP

A full term of membership is three (3) years, which shall begin ~~the day the member is appointed on June 1 or December 1 of their appointment year, whichever date is closer to the date the member is appointed.~~ A member may serve no more than two (2) consecutive full terms. ~~A member who has completed two terms may reapply for appointment to the same or different category of membership one year after the end of their second term.~~

~~The terms of membership will be staggered so that only one third of the membership shall be renewed each January.~~

Section 5. ABSENTEEISM

~~Members missing~~Any member who misses three (3) consecutive, regularly scheduled meetings, or a total of four (4), regular meetings, during a twelve-month period shall be automatically reviewed by the ~~Board of Directors~~Officers of the CAC for possible termination. When a committee member has been absent for the second consecutive time or has been absent for the third time in any twelve-month period, the CAC Chairperson shall ~~send, or cause to be sent, in a reasonable time a letter to such member at his/her address as entered on the committee's books, informing such~~inform the member that another absence shall result in his/her membership being reviewed. If attendance does not improve, other actions including removal may be ~~taken recommended by the CAC Chairperson for consideration by the PPACG by the~~ Board of Directors.

Section 6. LEAVE OF ABSENCE

Any member may be granted an excused temporary leave of absence from serving on the Committee upon submitting a written request to the ~~Chairman~~Chairperson of the PPACG ~~Board~~CAC explaining the reason(s) for the requested absence, ~~and~~subject to approval of the PPACG Board.

Section 7. VACANCIES AND APPOINTMENTS

Approved January 9, 2008

Pending CAC and PPACG Board Approval

The committee shall screen and/or interview applicants to fill at-large vacancies on the committee and make recommendations to the Board of Directors. All other membership positions are nominated by the member entity.

The PPACG Board, thereafter, reviews all recommendations and appoints members to this Committee.

~~Members shall be appointed to serve the remainder of the unexpired term which, if it is longer than one and a half years, shall be considered to be a full term.~~

Approved January 9, 2008

Pending CAC and PPACG Board Approval

Section 8. RESIGNATIONS

Members are encouraged to send written notice of intent to resign to the PPACG Executive Director and a copy to the committee chairperson and to the administrative office of the member entity represented as soon as possible but at least one (1) month before the termination date.

ARTICLE V

OFFICERS

Section 1. OFFICERS

Officers of the committee shall consist of a Chairperson, First Vice-chairperson and Second Vice-chairperson.

Section 2. SELECTION OF OFFICERS

Only voting members of the committee are eligible to be officers. Officers may be nominated by a Nominating/Membership Subcommittee, from the floor or both as appropriate. Nominees shall be presented to the membership for election at the ~~last regularly scheduled November~~ meeting ~~of~~ each year. Election shall be by ballot with a majority vote electing the officers.

Section 3. TERM OF OFFICE

Elected officers shall serve for a term of one (1) year in accordance ~~with the time schedule identified in Section 2~~ beginning January 1 following election. Such officers shall hold office until they resign, are removed, are otherwise disqualified to serve, or until their successors shall be elected, whichever occurs first. Officers may be re-elected but may not serve more than two (2) consecutive terms.

Section 4. VACANCIES

A vacancy in any office shall be filled for the unexpired portion of the term by the immediate subordinate officer (e.g., if the Chair is vacant, the 1st Vice Chair will serve in that position until the next regular election). In the event of a vacancy in the office of either ~~2nd Vice-Chair, vice chairperson,~~ the Chairperson may temporarily appoint a new ~~2nd Vice Chairperson vice-chairperson~~ until such time as an individual is elected to fill the unexpired term.

Formatted: Superscript

Formatted: Superscript

Approved January 9, 2008

Pending CAC and PPACG Board Approval

When required,~~The~~ election for ~~Chairperson and First and~~ Second Vice-chairpersons shall be held at a regularly scheduled meeting within sixty (60) days after the vacancy occurs. The election shall follow the nominating/voting process established by Article V, Section 2.

A member elected to fill an unexpired term of six (6) months or longer shall be considered to be filling a full term of office.

Section 5. REMOVAL AND RESIGNATIONS

Any request for removal of an officer will be submitted to the PPACG Board of Directors. The Board of Directors, after investigation, may remove the officer and call for a special election for a new officer.

Any officer may resign his/her position as an officer at any time by giving written notice to the Chairperson of the committee and the PPACG Executive Director. Any such resignation shall take effect on the date of the receipt of such notice or at any later date specified therein, not to exceed the expiration date of the regular term of the office. The acceptance of such resignation shall not be necessary to make it effective.

Section 6. DUTIES OF THE CHAIRPERSON

The Chairperson shall serve in the following capacities:

- A. ~~P~~Preside at all meetings of the Committee and shall be eligible to vote on all matters;
- B. ~~be responsible for the~~Assure effective, efficient and timely conduct of the committee's meetings;
- C. ~~work~~Work closely and coordinate with the assigned PPACG staff liaison person on developing annual objectives of the committee to be communicated to and approved by the Board of Directors;
- D. ~~appoint~~Appoint all Chairpersons of sub-committees ;
- E. ~~serve~~Serve as an ex-officio non-voting member of all subcommittees created by the committee;
- F. ~~be~~Be responsible to the PPACG Board of Directors to assure that all subcommittees are accomplishing their objectives; and
- G. ~~perform~~Perform such other duties as may be assigned from time to time by the committee or requested by the PPACG staff assigned to the committee.

Approved January 9, 2008

Pending CAC and PPACG Board Approval

H. ~~attend~~Attend Board of Directors meetings when possible and/or if requested by the Board's chair.

PENDING CAC & PPACG APPROVAL

Approved January 9, 2008

Pending CAC and PPACG Board Approval

Section 7. DUTIES OF THE VICE-CHAIRPERSONS

In the absence of the Chairperson or in the event of his/her inability to act or if the office is vacant, the First Vice-Chairperson shall perform all duties of the Chairperson, and when so acting, shall have all the powers and be subject to all restrictions of the Chairperson. Similarly, in the absence of both the Chairperson and First Vice-Chairperson, the Second Vice-Chairperson shall perform the duties of and have the powers of the Chairperson.

ARTICLE VI

MEETINGS, VOTING & QUORUM

Section 1. PUBLIC MEETING

All meetings of the committee and its sub-committees are open to the public. Citizens are welcome at meetings and may express their opinions at such times as designated by the agenda or when recognized by the Chairperson.

Section 2. REGULAR AND SPECIAL MEETINGS

A. Regular meetings of the committee shall be held monthly or as needed. Notice of said meetings and all available meeting materials shall be mailed to each committee member at least seven (7) days prior to the meeting.

B. Special meetings of the committee may be called at the discretion of the PPACG staff in consultation with the Chairperson or by written petition by any three (3) committee members mailed or delivered personally to the Chairperson with a copy to the PPACG staff liaison. The PPACG shall fix the time, date and location for holding any special meeting. Committee members shall be notified by mail/fax, in person or by telephone of such special meetings, and said notice shall specify the nature of any and all business to be conducted at such meetings.

Section 3. VOTING

Voting members of the committee shall be entitled to one (1) vote on all matters brought before a regular or special meeting of the committee, provided a quorum is present. No proxy vote shall be allowed. All issues shall be settled by a majority vote.

Section 4. QUORUM

Approved January 9, 2008

Pending CAC and PPACG Board Approval

Thirty percent of the current voting committee membership (rounded up to the nearest whole number) shall constitute a quorum. A quorum shall be necessary for the transaction of any official business at any meeting of the committee.

Section 5. PROCEDURE

The latest version of Robert's Rules of Order shall govern the conduct of business at all meetings of the committee and its sub-committees except when such Rules are in conflict with these bylaws.

Section 6. SECRETARIAL DUTIES

The PPACG will meet the secretarial needs of the committee and shall keep the bylaws as amended, minutes of all meetings of the committee, a current membership list containing the names, addresses and telephone numbers of all committee members, and all other official documents of the committee.

ARTICLE VII

SUB-COMMITTEES

Section 1. STANDING SUB-COMMITTEES

The Nominating/Membership Sub-Committee (NMSC) is the only standing sub-committee of the Community Advisory Committee. It shall consist of three (3) voting members. The NMSC shall select a slate of nominees for election of officers at the last meeting of the year as set forth in Article V, Section 2. The NMSC shall also select a slate of nominees for election to the positions of Chairperson and Vice-Chairpersons in the event that vacancies occur in these positions as set forth in Article V, Section 4. The NMSC shall interview and recommend new committee members to fill vacancies where appropriate.

Section 2. NEW SUB-COMMITTEES

When a need arises for a new subcommittee, a written request which identifies the purpose, charge, objectives, relationships, membership, officers, requirement for minutes, and term of the subcommittee will be submitted to the PPACG Board of Directors for approval.

Section 3. SUB-COMMITTEE APPOINTMENTS

The committee Chairperson shall appoint the Chair of each sub-committee. If warranted, the committee may request experts from outside the committee be appointed voting members of

Approved January 9, 2008

Pending CAC and PPACG Board Approval

the subcommittee. Members of all sub-committees shall be recommended by a majority vote of the full committee to the PPACG Board of Directors which, at its discretion, will approve/disapprove the recommendation.

Section 4. SUB-COMMITTEE VACANCIES

Vacancies on any sub-committee may be filled for the unexpired portion of the term in the same manner as provided in the case of original appointments.

Section 5. SUB-COMMITTEE QUORUM

A simple majority of the members of a sub-committee shall constitute a quorum of such sub-committee, and the actions of a majority of the members at a meeting at which a quorum is present shall be the action of the sub-committee.

ARTICLE VIII

CONFLICT OF INTEREST

Section 1. ANNOUNCING CONFLICT

Whenever a committee or sub-committee member has cause to believe that a matter to be voted upon would involve him/her in a conflict of interest, s/he shall announce the conflict of interest and shall request a ruling by the committee on voting on such matters.

Section 2. ABSTENTION FROM VOTING

No committee or sub-committee member shall vote on any matter which would involve a conflict of interest.

ARTICLE IX

AMENDMENT OF BYLAWS

Action may be initiated at any duly constituted meeting of the committee to alter, amend or repeal these bylaws and have new bylaws adopted. Notice of any proposed amendment to, or repeal of, these bylaws shall be presented at a duly constituted meeting of the committee, and shall then be voted on at the next duly constituted meeting of the committee. A copy of the current bylaws with the proposed changes shall be distributed to all committee members at least thirty (30) days in advance of the meeting at which the amendment will be presented for

Approved January 9, 2008

Pending CAC and PPACG Board Approval

approval. An affirmative vote by the majority of the committee members is necessary for amendment adoption. The committee's recommendation to amend these bylaws is then subject to approval by the PPACG Board of Directors.

The PPACG Board of Directors may from time to time amend its bylaws, or change its policies, necessitating revisions in the bylaws of this committee. Should such a case occur, the PPACG Chairman shall notify or cause to notify the Chairperson of the committee to implement such changes.

Approved January 9, 2008