

**Green Valley Ranch Citizen Advisory Board, Inc.
A Non-Profit Association**

BY-LAWS

**ARTICLE I
(Name of Organization)**

The official name of this organization shall be the **Green Valley Ranch Citizen Advisory Board, Inc. (GVR CAB)**.

**ARTICLE II
(Mission Statement)**

1. Mission Statement: The Green Valley Ranch Citizens Advisory Board will serve its citizens to help resolve community issues that will enhance the positive image of our community and ensure its future for a safe and enjoyable place to live and work".
2. Objectives: *The GVR CAB is tasked with the following*:
 - a. To foster understanding and communication between the citizens of the Green Valley Ranch and the GVR Stakeholders
 - b. To increase involvement by the citizens and other stakeholders in community programs;
 - c. To increase educational activities in, and availability to, the elementary, junior high school and high school;
 - d. To hold public meetings from time to time to solicit public input regarding on-going development and quality of life matters in the community services and programs;
 - e. To acquaint citizens with the operation of the GVR Stakeholders and its varied activities;
 - f. Support community partnerships between government, the business sector and citizens to identify and solve problems;
 - g. To assist in crime prevention through the distribution of material on crime deterrence and promoting the adoption and expansion of the neighborhood watch program ;
 - h. To generate community interest and involvement in crime prevention, to include community oriented policing and other areas of community relations; and
 - i. Review and make recommendations concerning such other and further matters as may be referred to the CAB from time to time by the community developers, City of Denver agencies, elected representatives, public safety agencies, education institutions or other GVR stakeholders.

ARTICLE III (Officers)

1. Officers & Rights of Officers. The officers of the CAB shall include a Chairperson, a Vice-Chairperson, Secretary, and Treasurer. Elected officers are deemed members of GVR CAB and shall have the same voting rights as appointed CAB members.
2. Qualifications & Submission of Interest. Any interested persons meeting the membership requirements, as defined in Article V section 2, may submit their name for consideration to be elected as one of the CAB officers thirty (30) days prior to the first meeting of each year.
3. Voting of Officers. Officers of GVR CAB shall be elected by a majority vote of all present (Green Valley Ranch residents, Green Valley Ranch stakeholders, current members, officers and ex-officio members) at the first regular meeting of the year. Officers shall be voted in as the last agenda item of the meeting and before new members are appointed for the current year. Officers shall assume office as soon as elected during the regular meeting.
4. Term. Officers shall serve for a term of two years, with annual elections for staggered officer positions (Table 1) or upon resignation or until their successors are elected. Officers shall not be limited in the number of terms they serve. To accomplish the two year staggered elections, in 2015, the Vice Chair and Secretary Officers will be elected to a one year term. In 2016, the Vice Chair and Secretary Officers will be elected to a two year term and no election for the Chair and Treasurer Officers. Each odd year beyond 2016 will hold elections for two (2) year terms for the Chair and Treasurer Officers and each even year will hold elections for two (2) year teams for the Vice Chair and Secretary Officers.ⁱ

Table 1

Officer Position	Starting Year	Initial Term Length
Chair	2015	2 year
Vice Chair	2015	1 year
Treasurer	2015	2 year
Secretary	2015	1 year
Vice Chair	2016	2 year
Secretary	2016	2 year
Chair	2017	2 year
Treasurer	2017	2 year

5. Removal of Officers. Removal of officers shall be in accordance with Article V, Paragraph 7 of these Bylaws and in the same manner as removal of GVR CAB members.ⁱ
6. Vacancy Election. In the event of the resignation or removal of the Chairperson during the year, the Vice-Chairperson will become the Chairperson and a new election will be held for Vice-Chairperson at the next regular meeting of the CAB. In the event of resignation or removal of the Vice Chairperson, Treasurer or Secretary, the office will remain vacant until a new election is held at the next regular meeting of the CAB to fill the vacant office. Notice of such election for a Vice Chairperson shall be given by the Secretary to all members through electronic mail at their electronic mail addresses as stated in the membership roll book. Notice of such election for a Treasurer or Secretary shall be given by the Vice Chairperson to all members through electronic mail to all members at their electronic mail addresses as stated in the membership roll book. Notice of any of the elections herein described shall be given to the Green Valley Ranch community by posting the date, time, place and candidates for the election on *MyGVR.org*. All such elections shall be held in accordance with Article III, Paragraph 3 above.ⁱⁱ

ARTICLE IV (Duties of Officers)

1. ***Duties of the Chairperson.*** The Chairperson shall:
 - a. Call and preside at meetings and ensure meetings are in compliance with all rules governing the CAB,
 - b. create new subcommittees as needed to accomplish CAB business,^{xxii}
 - c. serve as an ex-officio member of all subcommittees,
 - d. be the spokesperson of the CAB on issues that have been addressed by the CAB,
 - e. coordinate the agenda and any CAB member requesting an item to be placed on the agenda and
 - f. sign all documents regarding CAB business.

2. ***Duties of the Vice-Chairperson.*** The Vice-Chairperson shall perform the duties of the Chairperson in the absence of the Chairperson; act in an advisory capacity to the Chairperson and perform such functions as assigned by the CAB; and fill any vacancy occurring in the office of Chairperson for the remainder of the term.
 - a. serves as an ex-officio member of all subcommittees^{xxiii}

3. ***Duties of the Secretary.*** The Secretary shall keep a correct record of attendance, proceedings and minutes of each CAB meeting, handle correspondence, and perform such other duties as delegated by the Chairperson.

4. ***Duties of the Treasurer.*** The Treasurer shall serve as the custodian of the financial records of the CAB. This includes maintaining all financial records, recording all financial transactions, maintaining an accurate accounting of all financial transactions and providing timely reports to the CAB members and Executive Committee.

5. ***Duties of Officers:*** Shall elect or appoint Committee Chairs for standing subcommittees or newly created subcommittees, as created by the Chairperson, from those interested and qualified parties as defined in Article V. Election will only be necessary if more than one party want the same Committee Chair position, otherwise Officers can ratify an appointment of the interested party to Committee Chair.^{xxiv}

ARTICLE V (Membership)

1. Number of Members. The voting membership of the GVR CAB shall not exceed 29.

2. Qualification of Membership. Only those persons who are property owners in the Green Valley Ranch Subdivision boundaries as prescribed by the City and County of Denver (Green Valley Ranch) OR who are representatives of businesses located within Green Valley Ranch shall be eligible for member.

3. Member Appointment. Membership of the GVR CAB shall comprise of twenty-nine (29) members who are residents or business owners of businesses located within Green Valley Ranch. Membership appointments will occur as follows:
 - a. The first twenty (20) member seats will be appointed annually by each of the two (2) official metropolitan districts in Green Valley Ranch. The (2) two official metropolitan

districts are The GVR Metropolitan District and The Town Center Metropolitan District. Each of these stated districts shall appoint ten (10) members who live or own a business within their district as representatives of their districts. Officers elected that reside in either district shall count towards the ten (10) appointed member seats for each district. Each district shall submit their member appointments to the current GVR CAB Chairperson no later than thirty (30) days before the first regular meeting of the following year.

- b. The remaining nine (9) member seats will be nominated together by the twenty (20) above described appointed members by a majority vote annually at the first meeting of the year from a pool of volunteer residents having submitted their names for consideration. Volunteer residents must submit their names for consideration to the current GVR CAB Chairperson no later than thirty (30) days before the first regular meeting of the following year. A vote shall only be necessary if more than nine (9) residents submit their names for consideration.ⁱⁱⁱ
4. Term of Appointment. Members of the GVR CAB shall be appointed for a term of one (1) year from the date of the first regular meeting of the year at which they were appointed. Members may be reappointed, irrespective of the number of terms previously served. Prior year terms shall end and current year terms shall begin upon appointment of the current year members during the first regular meeting of each year.^{iv}
5. Ex-Officio Members. The GVR CAB Chairperson of the immediate prior year, Elected City Council Representative, principals from each school in Green Valley Ranch or their designee, the District Police Commander or his/her designee and Community Developer(s) shall be ex-officio non-voting members of the GVR CAB and shall participate as requested by the GVR CAB.^v
6. Attendance. A member who fails to attend three (3) consecutive regular meetings of the GVR CAB, without an adequate reason for such absences, may become subject to removal from the GVR CAB. Adequate reasons include, but are not limited to, personal or family illnesses, out of town, employment obligations (unless such employment obligations substantially interfere with the ability to carry out their responsibilities as a member on a regular basis) and lack of child care (unless such lack of child care substantially interferes with their ability to carry out their responsibilities as a member on a regular basis).^{vi}
7. Removal and Declaration of Vacancy. Any member shall have the right to recommend the removal of another member(s) for failure of a member(s) to comply with the Attendance Policy outlined in Article III, Paragraph 6. Recommendations must be made on the record at a regularly held meeting. Upon such recommendation, the recommended member for removal shall be given notice of such recommendation in writing by United States Postal Mail Certified Return Receipt requested to the mailing address provided by the member as recorded in the membership roll book within three (3) days of the recommendation. The recommended member for removal shall be given the opportunity to show cause, orally or in writing, at the next regularly held meeting as to why they shall be allowed to keep their member seat. If the next regularly held meeting is less than 15 days from the date notice was received by the member, then a specially held meeting shall be called by the Chairperson no less than 15 days from the date notice was received. Notice of the specially held meeting shall be given in accordance with Article VIII, Paragraph 1 of these Bylaws. Immediately after the recommended member shows cause at the regularly or specially held meeting, whichever applies, if quorum is present, a vote shall be held on removal of the recommended member. Upon a majority vote, the recommended member shall immediately be deemed removed or not removed depending on the votes cast. If quorum is not present, the GVR CAB Chairperson shall hold an electronic mail vote within five days of such meeting. Members shall have ten (10) days to respond and at the conclusion of the

ten (10) days, the GVR CAB Chairperson shall count the electronic mail votes made by the members. A majority of the votes made by the members within the mandatory ten (10) days shall immediately deem the recommended member as either removed or not removed depending on the votes cast. Removal of a member, herein described, automatically creates a vacancy of the removed member's seat. A member shall automatically be recommended for removal where such member ceases to qualify for membership pursuant to these By-laws and a vote shall be held as herein described.^{vii}

8. Appointment of Vacant Seats. New members shall be appointed to vacant seats at the next regularly held meeting. If the vacant seat was left vacant by a member appointed by one of the Metropolitan Districts, The Town Center Metropolitan District or The GVR Metropolitan District, then that Metropolitan District shall appoint the new member, except that the district may not appoint a previously removed member except by majority vote of members present at the meeting which constitutes a quorum.^{ix} If the vacant seat was left vacant by a member appointed by The Town Center Metropolitan District, then that district shall appoint the new member, except that the district may not appoint a previously removed member except by majority vote of members present at the meeting which constitutes a quorum. If the vacant seat was that of a volunteer resident, then notice shall be given to the community through individual members and by a posting on *MyGVR.org* within one day of this type of vacancy. Volunteer residents may then submit their names for consideration, along with a description of their experience, qualification and why they would like to be a member. One of the volunteer residents shall be appointed by a majority vote of quorum present at the next regularly held meeting.^{viii}
9. Conflict of Interest. Should any member of the GVR CAB be financially or otherwise closely associated with any issue that comes before the CAB, said member shall disqualify him or herself from participating in considering the issue and shall not sit with the GVR CAB during such consideration. In these cases, the member with the conflict of interest may speak as a member of the public concerning the issue during the course of the matter, and his or her comments shall be considered by the CAB in the same manner as all other comments by members of the public. A member of the GVR CAB may raise the question of conflict of interest of another member regarding a specific issue that is before the GVR CAB. A majority vote of those without such conflict shall determine if such a conflict does exist.
10. Responsibilities of Membership. The membership of the GVR CAB shall have the following general responsibilities:
 - a. To meet and confer as a committee with the Denver City Council, Denver Police Department personnel, community developers, Homeowners Associations, The GVR Metropolitan District and The Town Center Metropolitan District concerning law enforcement needs and concerns in Green Valley Ranch;
 - b. To supply information to known Green Valley Ranch Stakeholders which may be helpful to the effective operation of the community;
 - c. To refer to the Police Commander or his/her designated representative all questions requiring clarification of regional law enforcement policies and to provide the Denver Police Department with citizen reaction to police procedures, policies and performance;
 - d. To communicate information to Green Valley Ranch residents and business owners in an effort to solicit any and all issues and concerns that should be brought to the attention of known Green Valley Ranch Stakeholders; and
 - e. To actively participate in GVR CAB discussions, special projects, programs, events and activities as necessary to maintain all GVR CAB's objectives as set forth in Article II.

11. Privileges and Limitations of Membership. The membership of the GVR CAB shall be subject to the following privileges and limitations:^{ix}
 - a. In an effort to better familiarize and orient each GVR CAB member with future plans for the community and to address on-going issues that impact the lives of Green Valley Ranch residents and business owners, GVR CAB may request presentations for informational purposes by GVR stakeholders
 - b. Members serve on the GVR CAB voluntarily and by acceptance of appointment agree to not receive compensation for performance of their stated duties within these Bylaws.
12. Resignation. A member may resign at any time through written notice to the current Chairperson GVR CAB. Such resignation shall take effect on the date of such notice or at any later date specified within the notice.

ARTICLE VI (Meetings)

1. Regular Meetings. Regularly scheduled meetings shall be held quarterly throughout the year in January, April, August and October on the third Tuesday of the month. Notification of all regular meetings shall be provided to all members no less than ten (10) days prior to the monthly meeting through electronic mail at the electronic mail addresses as they appear in the membership roll book. Each member has a duty to ensure their current electronic mail address is on record in the membership roll book at all times. Notice of the date, place and time of all GVR CAB regular meetings shall be provided to the public by posting the date, place and time on *MyGVR.org*. All meetings shall be open to the general public.^x
2. Regular Meeting Agendas. An agenda may be prepared for each meeting. Any GVR CAB member may suggest an item be placed on the agenda; however, the majority rule or the Chairperson will decide agenda items.
3. Public Comments. When properly noticed and included on the agenda, the GVR CAB may receive at any meeting comments from the public. Notice is properly noticed and included if a member of the general public submits an issue to the current GVR Chairperson no later than fifteen (15) days before the regularly held meeting where they would like the issue addressed. The Chairperson may also permit members of the public to provide comments during discussion of items properly noticed and included on the agenda all quarterly community wide meetings.^{xi}
4. If the Chairperson and Vice-Chairperson are both absent at any meeting of the GVR CAB, the GVR CAB will elect a Chair Pro Tem who shall perform all duties of the Chairperson for that meeting.

ARTICLE VII (Special Meetings)

1. Special Meetings. Special meetings of this organization may be called by the Chairperson when he or she deems it is in the best interests of the organization. Notices of such meeting shall be sent through electronic mail to all members at their electronic mail addresses as they appear in the membership roll book at least ten (10) days before the scheduled date set for such special meeting. Such notice shall state the reasons that such meeting has been called, the business to be transacted at such meeting and by whom it was called. At the request of seven (7) (25%)

percent of the members of GVR CAB, the Chairperson shall cause a special meeting to be called but such request must be made in writing at least thirty (30) days before the requested scheduled date. Special meetings shall be conducted in the same manner as regularly held meetings, however no other business but that specified in the notice may be transacted at such special meeting without the unanimous consent of all present at such meeting. Notice of special meeting shall be provided to the public by posting on *MyGVR.org*.^{xii}

ARTICLE VIII (Subcommittees)

1. Subcommittees. The CAB may create such subcommittees as may be required for specific projects, programs, events, activities or as otherwise necessary to attain its objectives as set forth in Article II. Voting members of the CAB shall Chair all subcommittees.
 - a. Standing Committees: The standing committees of the CAB shall be:
 - i. Executive: The Board of Directors which is comprised of elected CAB Officers.
 - ii. Education
 - iii. Public Safety
 - iv. Community Events
 - v. Neighborhood Economics
 - b. New Committees: Chairperson may create new subcommittees as needed to accomplish CAB business as outlined in Article IV, section 1, subsection b.^{xxv}
 - c. Committee Chairs: shall be elected or appointed as outlined in Article IV, section 5.^{xxvi}

Article IX (Executive Committee)

1. Meetings. The Executive Committee shall meet once monthly and provide meeting minutes to the general membership by posting the meeting minutes on *MyGVR.org*.
2. Expenditures & Business Related Matters. The executive committee shall manage the business of GVR CAB and shall have the authority to act on behalf of the body for expenditures and other business related matters. The Executive Committee must inform the CAB membership of any emergency expenditure and/or Executive decision at the next regularly scheduled meeting of the full body. The Executive Committee shall comprise of the officers and the chair of each sub-committee – not to exceed the total count of officers and each Committee Chair as members.^{xxvii}
 - a. If Subcommittees have Co-Chairs only one of the Co-Chairs may vote on matters of the Executive Committee^{xxviii}
 - b. As Subcommittees are created or removed as part of doing CAB business, the count of the Executive Committee membership will adjust accordingly.^{xxviii}
2. Right of Immediate Past Year's Chairperson. Each GVR CAB Chairperson has a right to serve as an ex-officio non-voting member on the Executive Committee during the year immediately following their last term.^{xiii}

ARTICLE X (Quorum and Voting)

1. Quorum for Executive Committee Matters.^{xiv} For the purpose of conducting the regular business of the organization, a simple majority of the Executive Committee shall constitute a quorum. If a quorum is not met after the scheduled meeting time, the meeting will be rescheduled.

2. Quorum & Voting for Subcommittees besides Executive Committee. Each subcommittee shall vote on their respective assignments and the chairs will inform the Executive Committee of the vote casted during the next Executive Committee meeting.^{xv}
3. [Paragraph Removed]^{xvi}
4. Quorum & Voting for Appointing Volunteer Members and Removing Members.
Quorum exists at a regular, quarterly or special meeting for voting on appointing volunteer residents as members, removing members and amending Bylaws where 25% of the current members are present at a regular, quarterly or special meeting. Since there are twenty-nine (29) GVR CAB members, for the purpose of GVR CAB voting, 25% is equal to eight (8) members. Voting shall be done by voice vote in a roll call fashion of each member present. A majority vote of the quorum present constitutes approval of the proposed action. Voting on the actions stated within this paragraph may also take place through electronic mail for a period of ten (10) days, no more or less. Quorum is assumed by the Chairperson sending a request for vote through electronic mail to all members at their electronic mail addresses as they appear in the membership roll book. At the end of the ten (10) days, the Chairperson shall count and approval is determined by the majority of the votes cast.^{xvii}
5. [Paragraph Removed].^{xviii}

ARTICLE XI (Reports)

The CAB shall submit an annual report of its activities on or before February 1st for the preceding year.

ARTICLE XII (Amendments)

6. Vote. These Bylaws may be amended by a majority vote of the CAB membership at a regular, quarterly or special meeting where quorum is present. Quorum is present where 25% of GVR CAB Members are present. Since there are twenty-nine (29) GVR CAB Members, for the purpose of GVR CAB voting on Bylaw Amendments, eight (8) members shall constitute 25%. Voting may be held through electronic mail for a period of ten (10) days, no more or less. Quorum is assumed by the Chairperson sending a request for vote and a copy of the Proposed Amendments through electronic mail to all members at their electronic mail addresses as they appear in the membership roll book. At the end of the ten (10) days, the Chairperson shall count all votes cast during the ten (10) day period and approval is determined by the majority of the votes cast.
7. Notification of Proposed Changes. Before a vote on Bylaw amendments may take place, the Chairperson must do the following:
 - a. Notify all twenty-nine (29) members of the proposed amendments to the Bylaws in writing and the date, time and place of the vote no later than 30 days before the date, time and place of the vote; and
 - b. Post the proposed amendments to the Bylaws on *MyGVR.org* no later than 30 days before the date the vote will take place and allow the public to post comments regarding the proposed changes. Each member must make a good faith effort to

read and consider all comments made by the public. No public comment will be allowed at the date, time and place of voting, but the public may attend to observe the vote take place.^{xix}

ARTICLE XIII (Adoption of By-laws)

These Bylaws may be adopted by a majority vote of the CAB membership at a regular, quarterly or special meeting where quorum is present. Quorum is present where 25% of GVR CAB Members are present. Since there are twenty-nine (29) GVR CAB Members, for the purpose of GVR CAB voting on Bylaw Adoption, eight (8) members shall constitute 25%. Voting may be held through electronic mail for a period of ten (10) days, no more or less. Quorum is assumed by the Chairperson sending a request for vote for Adoption of Bylaws and a copy of the Proposed Bylaws to be adopted through electronic mail to all members at their electronic mail addresses as they appear in the membership roll book. At the end of the ten (10) days, the Chairperson shall count all votes cast during the ten (10) day period and approval is determined by the majority of the votes cast.^{xx}

ORIGINAL DATE ADOPTED: April 15, 2008

DATE LAST MODIFICATIONS ADPOTED: January 21,2015

CHAIRPERSON: /s/ John Foote

SECRETARY /s/ Sean Bradley

Definitions

CAB: Citizen Advisory Board

Ex-Officio member: Non-voting member

Green Valley Ranch: Subdivision boundaries as defined by the City and County of Denver and Public Trustee.

Stakeholders: Individuals and entities which have a stake in the well-being of Green Valley Ranch community. These may include, but are not limited to: developers, elected officials, Denver Police Department, Denver Fire Department and other emergency response agencies, schools, all City and County of Denver government agencies, residents, business owners, and renters.

ⁱ **New language** added for clarity in Article III, Paragraph 5. On 1/21/15 term changed from one (1) to two (2) year staggered terms.

ⁱⁱ **Previous language** in Article III, Paragraph 2 of the Bylaws executed on 8/16/09: "In the event of the resignation or removal of the Chairperson during the year, the Vice-Chairperson will become the Chairperson and a new election will be held for Vice-Chairperson at the next regular meeting of the CAB. In the event of resignation or removal of the Secretary, a new election will be held at the next regular meeting of the CAB to fill the vacant office." Proposed language moves this subject to Article III, Paragraph 6 and accounts for vacancies of Treasurer and Vice Chairperson, notification of election and how election is held.

ⁱⁱⁱ **Previous language** in Article V, Paragraph 3 of the Bylaws executed on 08/16/09: "Membership of the GVR CAB shall comprise of 29 residents of Green Valley Ranch sub-division boundaries as prescribed by the City and County of Denver. Ten members will be appointed by each official metropolitan district in Green Valley Ranch. The remaining seats nine seats will be appointed by the 20 representatives annually at the first meeting of the year from a pool of volunteer residents having submitted their names for consideration." **Proposed change** moves "Membership Appointment" to Article III, Paragraph 3 of the 2011 Proposed Amended Bylaws and revises language as stated in the same.

^{iv} **Previous language** in Article V, Paragraph 4 of the Bylaws executed on 8/16/09: "Members of the GVR CAB shall be appointed for a term consistent with their elected term as delegate in their respective metro district. Members may be reappointed, irrespective of the number of terms previously served. Terms will end on December 31st of each year." **Proposed change** moves "Membership Term" to Article III, Paragraph 4 of the 2011 Proposed Amended Bylaws and revises language as stated in the same. On 1/21/15, changed sixty (60) day period to thirty (30) day period in sections a and b.

^v **Previous language** in Article V, Paragraph 5 of the Bylaws executed on 8/16/09 references "metropolitan districts" and states: "E x-Officio Members. The Elected City Council Representative, metropolitan districts, principals from each school in GVR or their designee, District Police Commander or his\her designee and Community Developer(s) shall be ex-officio non-voting members of the GVR CAB and shall participate as requested by the GVR CAB." **Proposed change** moves "Ex-Officio Members" to Article III, Paragraph 5 of the 2011 Proposed Amended Bylaws and revises the language as stated in the same.

^{vi} **Proposed addition** of the following language: "Adequate reasons include, but are not limited to, personal or family illnesses, out of town, employment obligations (unless such employment obligations substantially interfere with the ability to carry out their responsibilities as a member on a regular basis) and lack of child care (unless such lack of child care substantially interferes with their ability to carry out their responsibilities as a member on a regular basis)."

^{vii} **Previous language** for Article V, Paragraph 7 of the Bylaws executed on 8/16/09: "Declaration of Vacancy. A simple majority of the members present at any duly called meeting of the GVR CAB at which quorum is present may recommend to the GVR CAB that a vacancy be declared for a member for cause. Cause shall include, but not necessary be limited to, a members failure to attend sufficient meetings to properly discharge his or her responsibilities as a member of the GVR CAB. A member shall automatically have a vacancy recommendation made should such member cease to be qualified for membership pursuant to these By-laws." **Proposed change** changes title to "Removal and Declaration of Vacancy" and moves the same to Article III, Paragraph 7 of the 2011 Proposed Amended Bylaws and revises the language as stated in the same.

^{viii} New language added for filling vacancies during a term.

^{ix} **Removal by law (not subject to a vote)** of the following language from Article V, Paragraph 10 of the Bylaws executed on 8/16/09: "The CAB will not take a public political position on issues involving or affecting the GVR Stakeholders. In extraordinary situations, the GVR CAB may choose to waive this limitation with a ¾ vote of the entire membership. For such situations, voting will be allowed by absentee ballot, facsimile transmission or e-mail." **This section is in direct conflict with GVR CABs' 501(c)(3) filing and status.** On 1/21/15, amended language to clarify the metropolitan districts, only one district was previously mentioned in language.

^x **Previous language** located in Article VI, Paragraph 1 of the Bylaws executed on 8/16/09: "Regularly scheduled meetings shall be held throughout the year. The frequency and specific calendar shall be determined by consensus at the first meeting of the year and shall include a first meeting date for the following calendar year. Notification of all regular meetings shall be provided to all members no less than seven (7) days prior to said meeting. Notice of the date, place and time of all GVR CAB meetings

shall be provided to the public. All meetings shall be open to the general public.” **Proposed language** in the 2011 Proposed Amended Bylaws specifies that regular meetings are held quarterly in January, April, August and December, deletes language regarding the determination of the frequency and specified calendar for the regular meetings and adds language that the public is notified of regular meetings through *MyGVR.org*.

^{xi} **Proposed addition:** Notice is properly noticed and included if a member of the general public submits an issue to the current GVR Chairperson no later than fifteen (15) days before the regularly held meeting where they would like the issue addressed.

^{xii} **Previous language** located in Article VI of the Bylaws executed on 8/16/09: “Special meetings, for any purpose, may be called by the Chairperson, Executive Committee or by a majority of the CAB members. Notification of all special meetings shall be posted no less than five (5) days prior to said meeting. Special meetings shall be conducted in the same manner as a regular meeting but shall be limited to the conduct of business specifically set forth in the notice.” **Proposed language** in the 2011 Proposed Amended Bylaws: “Special Meetings. Special meetings of this organization may be called by the Chairperson when he deems it is in the best interests of the organization. Notices of such meeting shall be sent through electronic mail to all members at their electronic mail addresses as they appear in the membership roll book at least five (5) days before the scheduled date set for such special meeting. Such notice shall state the reasons that such meeting has been called, the business to be transacted at such meeting and by whom it was called. At the request of seven (7) (25%) percent of the members of GVR CAB, the Chairperson shall cause a special meeting to be called but such request must be made in writing at least five (5) days before the requested scheduled date. Special meetings shall be conducted in the same manner as regularly held meetings, however no other business but that specified in the notice may be transacted at such special meeting without the unanimous consent of all present at such meeting.”

^{xiii} **Language added** giving Executive Committee the power to manage the business of GVR CAB.

^{xiv} Title changed.

^{xv} **Previous language** in Article X, Paragraph 2 of the Bylaws executed on 8/16/09: “Each subcommittee shall vote on their respective assignments and the chairs will cast the majority vote in Executive Session.”

^{xvi} **Previous language** in Article X, Paragraph 3 of Bylaws executed on 8/16/09: “All actions by the GVR CAB shall have been put before the members in the form of a motion, duly seconded and voted upon by at least a quorum of the members.” **Language removed** because it was in conflict with powers given to the Executive Committee in Article IX.

^{xvii} **New language added** to provide for clarity on quorum and voting for appointing the 9 volunteer resident members, removing members and amending the Bylaws.

^{xviii} **Paragraph removed** since it is covered in previous paragraph. See reference XV above.

^{xix} Bylaw language is proposed to be changed by vote on 1/18/11 for Article XII from “These By-laws may be amended by a three-quarters (3/4) vote of the entire CAB membership. Voting by absentee ballot, facsimile transmission or e-mail shall be permitted” to “These By-laws may be amended by a majority vote of the CAB membership. Voting by absentee ballot, facsimile transmission or e-mail shall be permitted; absentee ballots, fax or email must be received by the issued deadline to respond or scheduled meeting start time where the amendments are to be presented for a vote.”

^{xx} Bylaw language is proposed to be changed by vote on 1/18/11 for Article XII from “These By-laws shall be declared adopted when passed by three-quarters (3/4) vote of the entire CAB membership. Voting by absentee ballot, facsimile transmission or e-mail shall be permitted” To “These By-laws may be adopted by a majority vote of the CAB membership. Voting by absentee ballot, facsimile transmission or e-mail shall be permitted; absentee ballots, fax or email must be received by the issued deadline to respond or scheduled meeting start time where the adoption of amendments is to be presented for a vote.”

^{xxii} **Previous Language:** appoint, changed to create new.

^{xxiii} **New language added** to state vice-chairperson will serve as an ex-officio member of all subcommittees.

^{xxiv} **New language added** to provide for clarity on the duties of Officers in terms of the election or appointment of Committee Chairs on subcommittees.

^{xxvi} **New language added** to provide for clarity on new committees and committee chairs with reference to tie back to Article IV, section 5.

^{xxvii} **New language added** to provide for clarity on how the Executive Committee shall be constructed and the maximum number of voting members on the Executive Committee based on the Officers and the number of current standing CAB committees.