

Green Valley Ranch Citizen Advisory Board (GVR CAB) BY-LAWS

ARTICLE I (Name of Organization)

The official name of this organization shall be the **Green Valley Ranch Citizen Advisory Board (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.
3. The nonprofit corporation is organized and shall be operated exclusively for charitable, education, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE III (Officers)

1. The officers of the CAB shall include a Chairperson, a Vice-Chairperson, Secretary, and Treasurer. There shall be an equal proportion of officers elected from both north and south boundaries (Green Valley Ranch Boulevard as dividing line) of Green Valley Ranch.

The Chairperson and Vice-Chairperson shall be elected by a majority vote at the first meeting of the year from the CAB membership and they shall assume office at the close of the meeting at which they are elected. The Secretary and Treasurer shall be elected from the CAB in the same manner as the other officers of the organization. Officers shall serve for a term of one year or until their successors are elected. Officers shall not be limited in the number of terms they serve.

2. 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.

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. Appoint subcommittees as needed to accomplish CAB business;
 - 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.
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.

ARTICLE V (Membership)

1. Number of Members. The voting membership of the CAB shall not exceed 29.
2. Qualification for Membership. Only those persons who are property owners in the Green Valley Ranch sub division boundaries as prescribed by the City & County of Denver or who are representatives of businesses located in Green Valley Ranch shall be eligible for membership.
3. Member Appointment. 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 districts 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.
4. Term of Appointment. 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.

5. Ex-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.
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.
7. Declaration of Vacancy. A simple majority of the members present at any duly called meeting of the GVR CAB at which a 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.
8. 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.
9. 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, HOAs, and metro Districts concerning law enforcement needs and concerns in Green Valley Ranch;
 - b. To supply information to the GVR 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 policy and to provide the police department with citizen reaction to police procedures, policies and performance;
 - d. To communicate information to other community residents and actively seek citizen issues and concerns to be brought to the attention of the GVR Stakeholders; and,
 - e. To actively participate in CAB discussions, special projects, programs, events, activities, or as otherwise necessary to attain the CAB's objectives as set forth in Article II.
10. Privileges and Limitations of Membership. The membership of the GVR CAB shall be subject to the following privileges and limitations:
 - a. 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 $\frac{3}{4}$ vote of the entire membership. For such situations, voting will be allowed by absentee ballot, facsimile transmission or e-mail.
 - b. In an effort to better familiarize and orient each GVR CAB member with future plans for the community or address on-going issues that impact the lives of GVR residents the GVR CAB may request presentations for informational purposes by GVR stakeholders
 - c. Members serve on the GVR CAB voluntarily.

10. Resignation. A member may resign at any time by given written notice to the Chairperson of the GVR CAB. Such resignation shall take effect on the date of such notice or at any later date specified.

ARTICLE VI (Meetings)

1. Regular Meetings. 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.
2. An agenda will 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. When properly noticed and included on the agenda, the GVR CAB may receive at any meeting comments from the public. The Chairperson may also permit members of the public to provide comments during discussion of items properly noticed and included on the agenda.
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)

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.

ARTICLE VIII (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: Comprising elected officers of the CAB
 - ii. Education
 - iii. Public Safety
 - iv. Zoning & Infrastructure
 - v. Community Events
 - vi. Neighborhood Economics

Article IX (Powers of Executive Committee)

The Executive Committee shall meet once monthly and provide regular reports to the general membership. The executive committee 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 9 members.

ARTICLE X (Quorum and Voting)

1. Quorum. 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. Each subcommittee shall vote on their respective assignments and the chairs will cast the majority vote in Executive Session.
3. 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.
4. Voting. Voting shall be done by voice vote or by show of hands at the discretion of the Chairperson. Votes may only be taken at a properly noticed meeting at which a quorum is present. Unless otherwise provided in these By-laws, the passage of any item shall require a simple majority vote of those in attendance. Each duly qualified member in attendance, including officers, shall be entitled to one vote. Voting by absentee ballot, facsimile transmission or e-mail shall not be permitted.

**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)**

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.

**ARTICLE XIII
(Adoption of By-laws)**

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.

DATE ADOPTED: OCTOBER 21, 2008

CHAIRPERSON: _____

ATTEST: _____

Definitions

CAB: Citizen Advisory Board

Ex-Officio member: Non-voting member

Green Valley Ranch: Sub Division 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, other government agencies, business owners, and renters.