

Divide Planning Committee Bylaws

Article I. Name

- Section 1. This group will be known as the Divide Planning Committee.
- Section 2. The name may be changed by a two-thirds (2/3) majority vote of the Committee Members.

Article II. Purpose

- Section 1. The Divide Planning Committee will work together toward the goal of responsibly managed growth in our region.
- Section 2. The Divide Planning Committee will support the Divide Regional Plan and make informed recommendations consistent with the Teller County Growth Management Plan, the Teller County Land Use Regulations and regulatory maps to the Teller County Planning Commission, Teller County Board of County Commissioners and other interested and affected entities and parties regarding development issues in the Divide Region. The Divide Planning Committee will perform duties of a Review Agency for the Divide Region pertaining to applications referred to the Teller County Planning Department for presentation to the Teller County Planning Commission.

Article III. Membership

- Section 1. Anti-discrimination clause: Volunteers wishing to serve on the Divide Planning Committee will be treated with respect and consideration and without regard to race, religion, color, sex or sexual orientation, age, national origin, political affiliation, disability or opinions relative to topics discussed at meetings of this Committee.
- Section 2. Qualifications: This Committee will consist of volunteer members made up of active, interested people who currently live or own property in, or whose place of work or business is within the boundaries of the Divide Region as indicated in the current Teller County Land Use Regulations, Appendix B – Maps (specifically the Divide Region Growth and Conservation Map).
- Section 3. Membership Number, Make-up and Tenure. There shall be not less than nine nor more than eleven Committee members, the exact number to be determined by the actual membership at each annual Community meeting.
- A. Committee members will represent the interests of the community and be chosen from the following categories:

1. 2 each - Development Community (Developers, Realtors, home builders)
2. 2 each - Business Community (non-development related)
3. 2 each - Homeowners Associations (homeowners in developments with a Homeowners Association)
4. 1 each - Ranching Community
5. 2 each - Non-Homeowner Association (homeowners in developments with no Homeowners Association)
6. 2 each - At-Large (residents of the Region, can include renters)

B. A non-voting Advisory Board may be made up of county staff and other consultants and authorities as deemed appropriate by the Committee.

C. At the first meeting of the full Committee following the adoption of these bylaws, the Committee shall provide by lot, for no less than two, preferably three, separate classes of members.

1. The first class shall serve a term of one (1) year
2. The second shall serve a term of two (2) years
3. The third shall serve a term of three (3) years

D. Thereafter, members of the committee will be elected to three (3) year terms. The terms of all committee members shall expire at the close of the annual meeting at which their successors are selected. In the event of a vacancy, the remaining Committee members shall elect, by a 2/3 majority vote of existing Committee members, a nominee to fill the vacancy for the remainder of the unexpired term or a full term, as the case may be. The replacement shall be made in the same category as the vacancy was in.

Section 4. Alternates. Interested community members can be designated as Alternate members. Alternates do not vote on matters before the Committee. Alternates must match the categories identified in Article III Section 3.

Section 5. Vacancies. Once a standing Committee has been established, vacancies and expired terms shall be filled by the following methodology:

- A. If there is a qualified alternate for the vacancy, the vacancy will be filled according to sub-sections D or E, below.
- B. If there are no qualified alternates, Committee vacancies will be announced by every no-cost manner possible: newspaper, website, email, etc.
- C. Interested citizens matching the category of a vacancy (refer to Section 3. A, above) shall submit a Letter of Intent to the Chair within twenty-one (21) days of the posted notice.
- D. If only one (1) Letter of Intent is received, and the individual meets the qualifications of Article III Sections 2 and 3, or there is only one (1)

qualified alternate they will become a member of the Divide Planning Committee.

- E. If more than one (1) Letter of Intent is received, **or there are more than one (1) qualified alternates** the Divide Planning Committee will then vote to determine the new Committee Member. An individual must receive a **two-thirds (2/3) majority vote of the current Committee members** to join the Divide Planning Committee, no plurality votes will be accepted.
- F. A committee member **selected** to fill a vacancy shall **complete** the unexpired term of his/her predecessor ~~within the category of the resigning committee member.~~

Section 6. Resignations and Removals

- A. Any committee member may resign at any time by giving written notice to the Chair of the Committee. Such resignation shall take effect at the time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.
- B. The committee members may remove another committee member whenever in the judgment of the Committee, the removal would serve the best interest of the Committee. **Grounds for removal of a member must not go against the anti-discrimination clause (Article III; Section 1).** Any vote to remove a member must be carried by an affirmative vote of a majority **(2/3) of the current Committee** membership.

Section 7. In the event that the Divide Planning Committee needs to be reconstituted, the reconstitution will take place during a Community Meeting.

Article IV. Officers, Positions and Sub-Committees

Section 1. Officers. Officers will be elected by the membership at the first Regular Meeting following an Annual meeting. The officers include the following positions:

- A. Chair / Community Contact
- B. Vice Chair / Sub-Committee Coordinator

Section 2. Officers' Duties.

- A. Chair / Community Contact:
 - 1. This person shall prepare the agenda for and preside over all meetings of the Committee
 - 2. Contact responsibilities will include but not be limited to: liaison to Teller County Planning Department and public entities such as newspapers and other parties interested in the workings of the Divide Planning Committee
 - 3. This person shall present the work of this Committee to the Teller County Planning Commission and the Teller County Board of County Commissioners

4. This person may delegate these responsibilities as required

B. Vice Chair / Sub Committee Coordinator:

1. In the absence of the Chair, this person shall assume the duties of the Chair
2. As Sub-Committee Coordinator this person will work with individual sub-committees by **coordinating these sub-committees** and reporting their needs to the rest of the Committee
3. The Vice Chair shall perform other duties as directed and/or necessitated by the work of the Divide Planning Committee

Section 3. Recording Secretary. The position of a recording secretary may, but does not need to be member of the Committee.

A. Recording Secretary Duties:

1. The Recording Secretary shall keep detailed minutes of each meeting and shall publish the minutes prior to the next regular meeting
2. The Recording Secretary shall be responsible for all official correspondence for the group and shall maintain a file of all correspondence
3. The Recording Secretary shall maintain a current list of all members, and contact information (phone numbers, E-mail addresses etc.)

Section 4. Sub-Committees. The Committee may form sub-committees as necessary which will be **coordinated** by the Vice Chair.

Section 5. Compensation. Members shall serve without compensation.

Article V. Meetings

Section 1. Annual Meetings. The Divide Planning Committee shall conduct a Community Meeting at a location (to be determined) in Divide, Colorado. The business of the annual meeting of the Committee shall be to report to the community the activities of the Committee during the past year and to appoint/elect members. Annual meetings should be scheduled to occur during the first half of the month of September.

Section 2. Regular Meetings. Regular meetings of the Committee may be called by or at the request of the Chair or any two committee members. The person or persons authorized to call meetings of the Committee may fix any place within Teller County as the place for holding any meeting of the Committee called by them. Staff of the Teller County Planning Department may request special meetings of the Chair of the Committee on behalf of their department or other interested entities and parties.

Section 3. Quarterly Meetings. The Committee will hold periodic (quarterly) meetings in an

attempt to be pro-active. When there are not applications current these meetings can be used for educational purposes relating to Teller County planning topics.

- Section 4. Rules of Conduct. Meetings of the Divide Planning Committee shall be conducted in accordance with guidance of abbreviated and simplified Robert's Rules of Order. Refer to the Simplified Robert's Rules of Order accompanying these By-Laws. Approval of the meeting minutes from the previous meeting will be one of the first activities of each meeting.
- Section 5. Quorum. A majority (50%+1) of the voting committee members shall constitute a quorum for the transaction of business at any meeting of the Committee, and the vote of a majority of the committee members present at a meeting at which a quorum is present shall be the act of the Committee. If less than a quorum is present at a meeting, a majority of the committee members present may adjourn the meeting ~~from time to time~~ without further notice other than an announcement at the meeting, until a quorum shall be present.
- Section 6. Voting. Committee members are expected to attend meetings and participate in discussions on business before the Committee and thus be present when a vote is called for. In extenuating circumstances, and with prior agreement, a member may vote by written proxy or email.
- Section 7. Notice of Meetings. Each notice of meeting(s) shall contain a proposed agenda for the meeting, prepared by the Chair. Every no-cost effort will be made to inform the community of scheduled meetings; this could include newspapers, website, email, etc.
- Section 8. Conflict of Interest. Committee members are expected to announce any conflict, or appearance of a conflict of interest to fellow members. There is a conflict when a member has a personal, private or financial interest in the matter before the Committee. The Committee members present will determine if the conflict exists by majority vote.

Article VI. Application Review Process

- Section 1. The Divide Committee Officers and members will follow this process in the performance of an Agency Review task.
- Section 2. When notified there is an application to be reviewed by the Teller County Planning Department the Divide Planning Committee contact person(s) obtains a copy of the application.
- Section 3. The Committee chair schedules a meeting and issues a meeting notice providing the application to the Committee members and interested community individuals. The Divide Planning website will be the primary mechanism used to disseminate information.
- Section 4. Committee members are expected to familiarize themselves with the application prior to the meeting.
- Section 5. At the meeting, or meetings if more than one meeting is necessary, the Committee will discuss the application and prepare a written response/responses to the

Planning Department.

Article VII. Amendments

- Section 1. These bylaws may be amended by a super majority vote of two thirds (2/3) of the committee members.
- Section 2. Amendments to these bylaws must be proposed in written form. Proposed amendments must be provided to all members prior to the meeting at which they are introduced and/or voted upon.

Article VIII. Indemnification

- Section 1. The Committee shall indemnify and hold harmless any member, ~~officer, or employee~~ of the Committee against expenses actually and reasonably incurred by him/her in connection with the defense of any action, suit or proceeding, civil or criminal, in which he/she is made a party by reason of being or having been a member, ~~officer or employee~~, except in relation to matters as to which he/she is adjudged in such action, suit, or proceeding to be liable for willful or wanton misconduct in the performance of his/her duty.

Certification

We HEREBY CERTIFY that the foregoing is a true copy of the By-Laws of The Divide Planning Committee which were duly adopted by a majority of at least 2/3 of the current Committee members on this date April __, 2014.

Members of the Divide Planning Committee:

Simplified Robert's Rules of Order

Guidelines for conduct of Divide Planning Committee meetings

Main Ideas:

- Everyone has the right to speak once if they wish, before anyone may speak a second time.
- Everyone has the right to know what is going on at all times.
- Only urgent matters may interrupt the speaker.
- The members discuss only one thing at a time.

How to do things:

1. To start the meeting
 - (a) Call the meeting to order
2. Once the meeting is started, review and approve the minutes for the prior meeting.
 - (a) Make a motion to approve the minutes
 - (b) A second is required to the motion to go to the floor for debate, or consideration
3. You want to bring up a new motion before the group.
 - (a) After recognition by the chair, present your motion
 - (b) A second is required for the motion to go to the floor for debate, or consideration
4. You want to change some of the wording in a motion under debate.
 - (a) After recognition by the chair, move to amend by
 - i. adding words,
 - ii. striking words, or
 - iii. striking and inserting words
 - (b) A second is required for the amended motion to go to the floor for debate, or consideration
5. You have changed your mind about something that was voted on earlier in the meeting for which you were on the sinning side.
 - (a) Move to reconsider. If the majority agrees, the motion comes back on the floor as though the vote had not occurred.
6. To end the meeting
 - (a) The chair declares the meeting concluded