



**ADAMS COUNTY CULTURAL COUNCIL
BYLAWS**

- I. Name and Location**
 - a. The name of this Council shall be the "Adams County Cultural Council" (hereinafter "Council").
 - b. It shall be located within the County of Adams and its principle address shall be that of the office of the Board of Adams County Commissioners.
 - c. The Council shall meet and conduct business at such locations within Adams County as it deems appropriate.

- II. Mission**
 - a. The Adams County Cultural Council's mission is to recommend a funding plan for the SCFD funds allocated to Adams County that thereby develops and encourages a countywide environment rich in arts, culture, history, and scientific opportunities for Adams County's diverse citizenry.

- III. Functions, and Responsibilities**
 - a. The Council is created pursuant to the Colorado Scientific and Cultural Facilities Act, specifically C.R.S. 32-13-103(3) and 107(3) (c), to prepare and submit to the Board of Directors of the Denver Metropolitan Scientific and Cultural Facilities District ("District") an annual plan for distribution of moneys to organizations eligible for funding in Adams County that meet the criteria of the Act.
 - b. The Council may perform any act or function it deems necessary or desirable to effectuate said purpose. By way of example, and not of limitation, the Council shall:
 - i. Prepare and provide to eligible organizations the materials and information necessary to make application for District funds;
 - ii. Evaluate applications received and apportion available moneys among qualified applicants;
 - iii. Serve as liaison between eligible organizations and the District.

- IV. Membership and Terms of Members**
 - a. The members of the Council shall be those individuals appointed by the Board of Commissioners of Adams County.
 - b. The Council shall consist of nine members.
 - c. The term of office of a member shall be three years, except that the terms of the initial members shall be staggered and may be one, two, or three years, as decided by lot.
 - d. There are no limitations to the number of terms that a member may serve.
 - e. To avoid disruption of each year's grant cycle(s), membership terms shall end on January 31.

- f. A member may resign at any time by giving notice in writing to the Council, its Chairperson, and/or the Adams County Board of County Commissioners.
- g. A member may be removed at any time, with or without cause, by the Adams County Board of County Commissioners, and the Council may recommend that the Commissioners remove a member for cause, including unexcused absences from two or more consecutive Council meetings. Any replacement member shall serve the remainder of the removed member's term.
- h. The representative(s) to the District Board who reside in Adams County shall be ex officio members of the Council.

V. Meetings and Manner of Acting

- a. The Council shall hold at least four regular meetings per year, so that it meets at least once during each calendar quarter, beginning with a meeting in January.
- b. Regular meetings shall be held as determined by the Council, and the Council shall set or confirm the date and place for its succeeding meeting(s) during each such meeting.
- c. Reminder notice shall be given to each member by mail or telephone not less than three nor more than seven days before a meeting.
- d. Special meetings may be held at the call of the Adams County Board of County Commissioners or of the Council Chairperson and at least one other Council member.
- e. Telephone or written notice of such a meeting shall be given to each Council member at least two days before the meeting date.
- f. Attendance of a member at a meeting shall constitute a waiver of notice as to that meeting, except when a member attends for the express purpose of objecting to the transaction of business because the meeting is not noticed and called in accord with these bylaws.
- g. A simple majority of the total Council members shall constitute a quorum for the transaction of business at any meeting.
- h. The act of a majority of the members present at a meeting shall be the act of the Council.

VI. Parliamentary Authority and Order of Business

- a. To the extent practical, rules of general parliamentary procedure shall be followed.
- b. The order of business for the Council shall be substantially as follows:
 - i. Call meeting to order
 - ii. Roll Call
 - iii. Approve the Agenda
 - iv. Approval of Minutes
 - v. New Business items
 - vi. SCFD Staff items
 - vii. Staff Liaison items
 - viii. Council Communication
 - ix. Public Comment
 - x. Adjourn

VII. Committees

- a. The Council by and through its Chairperson, may designate from among its members such committees as it deems appropriate to facilitate the performance of Council duties.
- b. A committee shall consist of at least two Council members. Committees may be formed and disbanded by resolution of the Council for the purpose of making recommendations to the Council concerning any aspect of its affairs.
- c. No committee shall have power to commit the Council to any agreement, course of action, or obligation without approval of the Council as a whole.

VIII. Officers and Elections

- a. The officers of the Council shall consist of Chairperson, Vice-Chairperson, and Secretary.
- b. Officers shall be elected annually by majority vote of the Council, shall assume their duties upon election; and shall serve one-year terms.
- c. Officers must be members of the Council, and may succeed themselves in office.
- d. No two offices may be held by the same individual.
- e. Any Council member may nominate a member for an office to be filled at the meeting which includes an election, so long as the nominee has consented to serve if elected.
- f. Elections may be by voice vote for offices for which there is only one nominee, but shall be by anonymous paper ballot in other cases. Ballots shall be tallied in the presence of the Council.
- g. Tie votes shall be resolved by lot.
- h. The Council shall not allow absentee, mail-in, or proxy voting except in cases of extreme hardship by consent of the Council.
- i. A vacancy in any office shall be filled for the unexpired term by an individual elected at the first Council meeting after the vacancy occurs.

IX. Duties of Officers

- a. **Chair**
 - i. Shall preside at the Council Meetings.
 - ii. Consult with staff liaison in drafting the meeting agenda.
 - iii. Attend Board of County Commissioner meetings as needed to represent the Council.
 - iv. Keep discussion orderly, focused, efficient, impersonal, and fair.
- b. **Vice-Chair**
 - i. Act as an assistant to the Chair
 - ii. Shall execute the duties of the Chair when there is an absence.
- c. **Secretary**
 - i. Shall maintain the records of the Council's SCFD fund distribution plan along with the Staff Liaison.
 - ii. Ensuring that the Council's funding criteria are met by each applicant and by the Council as a whole.
 - iii. Shall tally the individual Council member's funding rankings and present the final tally to Council.

- iv. Record the Council's final composite rankings and funding recommendations.
- v. Shall maintain current copies of and make any approved changes to the Council By-laws and the Council Funding Criteria.

X. Removal of Officers

- a. The Council may by resolution remove any officer for cause, including unexcused absence from meetings or other conduct prejudicial to the Council.
- b. A resolution for removal of an officer shall not take effect unless it receives at least a majority of the Council in a vote by anonymous paper ballot.

XI. Compensation

- a. At no time shall any member or officer of the Council receive or become entitled to any compensation or profit from the Council.

XII. Amendment of Bylaws

- a. These bylaws may be amended, repealed, and/or replaced in whole or in part by a majority vote at any meeting, provided that the proposed amendment(s) shall have been presented at a previous meeting of the Council.
- b. Approved changes shall take effect immediately unless otherwise provided by the Council at the time of the vote.
- c. County Attorney's Office has legal authority.

XIII. Conflict of Interest

- a. A conflict of interest shall arise when a member of the Council stands or appears to gain financially or otherwise benefit themselves, their family, friends, or affiliated organizations.
- b. In such a case, the Council Member shall disclose said interest to the Council and publicly abstain from discussion and voting on the matter.
- c. It shall be considered a conflict of interest for a Council Member to vote on grant applications from organizations to which the Council member belongs or on whose Board the Council Member serves.

XIV. Adams County Staff

- a. The Cultural Affairs Liaison will provide support to the Cultural Council. The Liaison shall:
 - i. Attend all meetings.
 - ii. Prepare agendas in conjunction with the Council chair.
 - iii. Provide background and context on agenda items.
 - iv. Alert the Council of possible detrimental actions.
 - v. Offer professional expertise and recommendations about an issue.
 - vi. Keep the Council focused on priorities.
 - vii. Ensure that motions and minutes reflect the intent of the Council.
 - viii. Educate new members about their role and responsibilities.
 - ix. Will serve as the single point of contact between the Council and county management.

