

## Bylaws

### The Denver Parks and Recreation Advisory Board (Amended and Approved October 13, 2011)

The Parks and Recreation Advisory Board of the City and County of Denver was created and exists under Article IV of the City and County of Denver, the basic provisions therefore having been incorporated in the City Charter as Section A4.3 and A4.3-1. The duties of the Board as defined in Section A4.3-1 are as follows:

**“The Board shall advise the Manager with respect to the policy and operation of the Department and shall review and comment on the proposed annual budget for the Department.”**

The Denver Parks and Recreation Advisory Board consists of nineteen members, thirteen of whom shall be individually appointed by members of the City Council, five of whom shall be appointed by the Mayor, one of whom shall be appointed by the Denver Public Schools.

## Bylaws

### I. Name

The Board shall be known as the “Denver Parks and Recreation Advisory Board”.

### II. Mission

The mission of the Denver Parks and Recreation Advisory Board is, in accordance with the Charter of the City and County of Denver, Colorado, *to provide advice to the Denver Parks and Recreation Department including the diverse views from each City Council District, the Mayor’s Office, the Parks People, registered neighborhood organizations, local non-profits and the Denver community at-large.*

*Support the values of environmental sustainability, equity, engagement and sound economics as detailed in the Denver Parks and Recreation Game Plan.*

*Positioning Denver parks and recreation centers to fulfill the present needs of Denver residents while respecting the past and planning for the future.*

In pursuit of such mission, the Board shall review and comment upon the policies, operations and proposed budget of the Department.

In addition, it shall bring the voice, opinions and concerns of citizens of Denver to the Manager in matters regarding planning, proposed change and use of the Parks and Recreation system.

### III. Membership

The membership of the Board shall consist of nineteen members who have been appointed from time to time by their appropriate appointing authorities.

### IV. Governance

Section 1. The general management of the affairs of the Denver Parks and Recreation Advisory Board shall be vested in the members of the Board.

Section 2. The officers of the Executive Board shall consist of the President, Vice President and a Secretary. The officers shall perform duties designated in Article V.

### V. Duties of Officers

Section 1. The officers of the Executive Board shall consist of a President, Vice-President and Secretary.

Section 2. President. The President shall be the head of the Board. He or she shall preside at all meetings of the Board and shall have all the general powers and duties which are usually vested in the office of President or Chairperson of Boards of non-profit corporations; including, but not limited to the power to appoint committees from among the members as he or she may decide are appropriate to assist in the affairs of the Board, and to appoint such committees as may be established by a resolution of the Board at any regular or special meeting where such resolutions may be proper.

The President shall authorize calls for any special meetings either on his or her own initiative or on the resolution of the Board. The President is also a member of the Board with full voice participating in all matters and shall have the right to vote independently of whether or not there is a tie vote. The President shall be an ex-officio member of all committees.

The President may represent the Board at any and all City Council sub-committee, full council meetings, community meetings or public hearings to present the advice of the Denver Parks and Recreation Advisory Board. The President may appoint other members of the executive committee or the Board at large to represent the Denver Parks and Recreation Advisory Board at such meetings as described above.

Section 3. Vice-President. The Vice-President shall have all the powers and authority and perform all of the functions and duties of the President in the absence or death of the President or his or her inability to perform the duties of the President.

**Section 4. Secretary.** The Secretary shall keep the minutes of all meetings of the Board. Such duties may be delegated to a staff member. The Secretary will ensure that all meeting minutes are posted in a timely manner on the Denver Parks and Recreation website. The Secretary will report to the President any board members whose attendance is not in good standing as described in Article VI, Section 5. The Secretary will validate a quorum was met at all Board meetings.

## **VI. Meetings**

**Section 1. Regular Meetings.** A regular monthly meeting of the Board shall be held on the **second Thursday** of each month at **5:30 p.m.** at a site designated by the President or by affirmative vote of the Board. The agenda of such meeting shall be posted on the Denver Parks and Recreation website prior to the date of each meeting.

**Section 2. Special Meetings.** Special meetings of the Board may be held at any time. A call for such meetings shall be issued by the President or by the written request of not less than ten members of the Board for the purpose of transacting business specifically stated in such call. The notice of the special meeting may be issued by electronically, by telephone or by mail; but in any event, the purpose of the special meeting shall be stated to each member. No business other than that set forth in the call for the special meeting shall be transacted at the special meeting.

**Section 3. Annual Meetings.** The Annual Meeting of the Denver Parks and Recreation Advisory shall be held on the **second Thursday** of October at a time and site designated by the President or by and affirmative vote of the Board. At the Annual Meeting, the officers of the Board shall be elected for the ensuing year to serve until their respective successors have been elected and qualified.

At least thirty (30) days prior to the Annual meeting, the President shall appoint a nominating committee consisting of at least three to five members of the Board to report at the Annual Meeting the slate of nominees for the respective officer positions. Other nominations may be made from the Board at the Annual Meeting. Officers shall be elected by majority vote.

**Section 4. Quorum.** A quorum for the transaction of business shall consist of the majority of the Board members plus one. Board members that have missed four or more meetings will not be counted for the purposes of a quorum. It shall be the responsibility of the Secretary, or in the Secretary's absence the President, to determine what number constitutes a quorum at each meeting. If upon call of a regular or special meeting less than ten members adopt any resolution, such action shall be valid, notwithstanding the absence of a quorum, if the majority of the quorum of the Board ratifies and approves such action in writing prior to or at the next regular meeting of the Board. The President can also rescind the requirement of a quorum through the use of Roberts Rules of Order for any regular or special meeting. The

requirement for a vote would then be a simple majority of board members present. This remedy should be used with discretion.

**Section 5. Attendance.** The Executive Board shall make accommodations on an individual basis based on rare and extraordinary circumstances.

The President shall notify the appointing authorities and the individual board member by email or mail if **three (3)** meetings are missed in any given year.

The President shall notify the appointing authorities and the individual board member by email or mail if **four (4)** meetings are missed in a given year. The board member will be considered not in good standing. They would become ineligible to chair committees or to be a candidate for the executive board.

The President shall notify the appointing authorities, Denver Parks and Recreation staff and the individual board member by email or mail if **five (5)** or more meetings are missed in a given year. The board member will be asked to resign and the appointing authority will be asked to appoint another member to the board.

**Section 6. Agenda.** The officers shall establish the agenda for each meeting. The officers will seek input from individual members of the Denver Parks and Recreation Advisory Board as well as input from Denver Parks and Recreation staff.

**Section 7. Annual Report.** The Executive Board shall, each year, at the Annual Board Meeting issue an annual report.

## **VII. Amendments**

These Bylaws may be amended at any regular meeting of the Board by a vote of a majority of the entire Board, provided notice shall have been given to the members of the Board in writing of such proposed amendments at least 15 days prior to such meeting. In addition, these Bylaws may be amended at any time upon the unanimous written approval of all the members of the Board. Further, these Bylaws may be amended by a majority vote of the entire Board at a special meeting called for the purpose of considering such amendment to Bylaws.

## **VIII. Parliamentary Procedures**

Cases involving questions of parliamentary procedure not covered herein, Roberts Rules of Order, Revised Edition, shall govern.

Adopted by the **Parks and Recreation Advisory Board** of the City and County of Denver this 13<sup>th</sup> day of October 2011.