

BYLAWS
OF
HRCR Advisory Board

HRCR Advisory Board Bylaws

ARTICLE I

NAME

The name of this Board shall be the HRCR Advisory Board (hereinafter “Advisory Board”)

ARTICLE II

STATEMENT OF MISSION AND PURPOSE

1. MISSION STATEMENT

- Advocate on issues and opportunities of the represented commissions and at-large constituency groups and communicate those with the Agency.
- Work with HRCR and its Executive Director regarding agency policies and goals and objectives that will affect the constituencies of the commissions and at-large groups and the work of the Agency.

2. STATEMENT OF PURPOSE

- a. Legislative/Policy Issues
- b. Agency Agenda – inform and further the agency’s agenda
- c. Outreach to stakeholder/community groups – Commission or At-large constituencies

ARTICLE III

DEFINITIONS

1. “Alternate” means the secondary representative selected by a Commission to serve as a member of the Advisory Board alongside or in the absence of the primary representative (delegate).
2. “At-Large Member” shall refer to the five Advisory Board members appointed at-large by the Mayor and not currently serving on any Commission.
3. “Commission” shall include the eight Commissions currently represented under HRCR. They are:
 - a. African American Commission
 - b. American Indian Commission

- c. Asian & Pacific Islander Commission
 - d. Commission on Aging
 - e. Denver Commission for People with Disabilities
 - f. GLBT Commission
 - g. Latino Commission
 - h. Women’s Commission
4. “Delegate” means a primary representative selected by a Commission to serve as a member of the Advisory Board.
 5. “HRCR” or “Agency” shall refer to the Agency for Human Rights and Community Relations of the City and County of Denver.
 6. “Voting Member” means an at-large member or delegate, or an alternate in the absence of the delegate from their Commission

ARTICLE IV

MEMBERSHIP

1. Number. The Advisory Board shall have 13 voting members. Five members are at-large and the remaining eight are representatives of the Commissions. Either the delegate or alternate may vote on behalf of their Commission, but in no event shall any one of the Commissions be entitled to more than one vote.
2. Composition and Selection.
 - a. At Large - All at-large members shall be appointed by the Mayor and confirmed by City Council. The membership of the Advisory Board shall make a good faith effort to represent the diversity of the Denver community including gender, age distribution, race, sexual orientation, political affiliation and geographic demographics. At-large members may not serve on any other Commission during their term on the Advisory Board.
 - b. Delegates and alternates are selected by the Commission they represent pursuant to their respective bylaws. Commission members are appointed by the Mayor.
 - c. No member of the Advisory Board shall receive any compensation for serving on the Advisory Board.
3. Term. The term of the Advisory Board members shall be 2 years. The term of office of Advisory Board members shall expire two years after their date of

appointment. In the event of the death or resignation of any member, his/her successor shall be appointed in the manner provided for original appointment, to serve for the unexpired portion of the term for which such member has been appointed.

4. Removal. Any Advisory Board member with three or more unexcused absences from scheduled Advisory Board meetings or for cause shall be referred to their respective Commission chair(s) and the HRCR Executive Director for potential disciplinary action which may include a recommendation to the Mayor for termination. At-Large members can only be removed by the Mayor at the recommendation of the Advisory Board via vote. A member may resign his or her membership at any time by providing written or e-mail notice to the Director of Boards and Commissions and to the HRCR Executive Director.
5. HRCR Staff. The Advisory Board will have a HRCR liaison.

ARTICLE V

OFFICERS

1. The officers of the Advisory Board shall be one Chairperson, Vice-Chairperson and Secretary.
2. The Chairperson shall:
 - a. Preside at meetings of the Advisory Board.
 - b. Establish standing committees, subcommittees and task forces consisting of one or more individuals, and designate their members and chairpersons.
 - c. Serve as an ex officio member of all committees.
 - d. Represent the Advisory Board in their capacity as an officer of the Advisory Board.
 - e. Appoint members to represent the Advisory Board on an ad hoc basis when necessary.
 - f. Supervise the implementation of Advisory Board decisions.
3. The Vice-Chair. The Vice-Chair shall perform the duties of Chairperson in the absence of the Chairperson.

4. Secretary. The Secretary shall give, or cause to be given, notice of all Advisory Board meetings and shall attend all such meetings and keep a record of their proceedings. The Secretary shall perform such other duties as from time to time may be assigned by the Advisory Board or by the Chairperson.
5. Limitations. No officer shall serve more than two consecutive one year terms. Officers shall consider the amount of time left on their appointment before being named Chair, Vice-Chair or Secretary.
6. An officer shall at all times during their term be a voting member of the Advisory Board.
7. An officer must be a Commission delegate or at-large member.

ARTICLE VI

MEETINGS

1. Number. The Advisory Board shall meet at least six (6) times a year. Special meetings may be called at any time by the Chairperson or Vice Chairperson for any purposes.
2. Notice of Meetings. Notice of each meeting of the Advisory Board shall be given not less than seven (7) days prior thereto to each board member personally, by mail or e-mail. The notice of all meetings shall state the place, day and hour of the meeting and the agenda for the meeting.
3. Agenda. Advisory Board members may submit items for Advisory Board discussion two weeks prior to meeting. Submissions should be made to the Executive Director of the Agency or staff person and Chairperson of the Advisory Board. Agenda will be finalized 10 days prior to meeting date. The Executive Director and/or Chairperson may submit last minute agenda items, and any voting member may move to amend the agenda at the beginning of any meeting.
4. Commission Reviews – 5 year. The board shall establish a schedule for the review ___ commissions per year in compliance with the Denver Revised Municipal Code. Proposals to create new Commissions shall be made to the HRCR Executive Director and Board Chairperson and shall be voted on by the Advisory Board.
5. Place of Meeting. Meeting of the Advisory Board shall be held at such accessible place or places within the City and County of Denver as may be designated.

6. Quorum. A majority of the Advisory Board voting members of record shall constitute a quorum at a meeting of the Advisory Board. In the absence of quorum at any such meeting, a majority of the voting members present may adjourn the meeting for up to thirty (30) days without further notice. The Advisory Board voting members present at a duly constituted meeting may continue to transact business until adjournment, notwithstanding the withdrawal of enough voting members to leave less than a quorum.
7. Organization. The Chairperson or Vice-chairperson shall call meetings of the Advisory Board to order. In the absence of said officers, any Advisory Board member may call the meeting to order and a temporary Chairperson shall be elected for purposes of conducting the meeting. In the absence of the Secretary, a person appointed by the Chairperson shall act as Secretary of the meeting.
8. Voting. The Advisory Board will strive for consensus. In the absence of a consensus, the Chair may ask for a vote from Advisory Board members present. Each voting member shall be entitled to vote. No voting by proxy shall be allowed. When a quorum is present at any meeting, the affirmative vote of a majority of those voting members present shall decide any question brought before such meeting unless a different vote is required by ordinance or these bylaws, in which case such express provision shall control. The Chairperson may direct that a mail, electronic mail, fax or telephone ballot be taken on matters requiring immediate decision. All members must be notified at least 24 hour prior to this action and a majority of all voting members is required to carry official action under this procedure. A record of this electronic vote shall be maintained.
9. Participation. An Advisory Board member may participate in a meeting of the Advisory Board or a committee thereof through the use of any means of communications. The Advisory Board shall consider all communication means necessary for members to participate. A member participating in a meeting in this manner is deemed to be present in person. The Commission alternate is fully able to participate in the discussion during meetings. Voting procedures shall be followed according to bylaws.
10. Rules of Procedure. All regular and special meetings of the Advisory Board and its committees shall be open to the public.

ARTICLE VII

COMMITTEES

1. Ad Hoc Committees. In addition to the power of the Chairperson, the Advisory Board may designate such other committees including task forces and special

projects, as deemed necessary or appropriate and shall prescribe the duties, functions and duration by resolution.

ARTICLE VIII

POWERS AND DUTIES

1. The Advisory Board shall:
 - a. Advise the executive director on special or emerging issues or opportunities that may affect constituent groups.
 - b. Provide input to the executive director regarding on annual agency goals, priorities, and objectives, such as analysis of the annual plans of the advisory commissions.
 - c. Receive reports from Commission delegates regarding the work of the delegates respective Commission as it relates to the Advisory Board's agenda.
 - d. Create sub-committees, as needed, to research an emerging issue or situation for a time period determined by the Advisory Board and recommend necessary procedures, programs, legislation or administrative action in a final report submitted to the executive director.
 - e. The Advisory Board shall meet at least six (6) times a year and may hold special meetings as the chairperson deems necessary.
 - f. Develop and adopt bylaws concerning governance and operation of the Advisory Board. All bylaws, including amendments thereto, are subject to the executive director's approval.
 - g. The Advisory Board shall conduct a review every five years to assess the viability and effectiveness of each Commission and to evaluate the need to eliminate existing or establish new commissions. The Advisory Board shall report its findings and make recommendations to the executive director in writing or orally or both as requested by the executive director or mayor.

ARTICLE IX

ADVOCACY ACTIVITIES

1. The Advisory Board is expected and encouraged to undertake advocacy activities in the fulfillment of its mission. Its unique perspective is relevant to the understanding and resolution of public policy issues, and should be shared with officials of the City and County of Denver and its residents. Positions determined by the Advisory Board do not necessarily reflect the position of individual members or the commission they represent and should not be attributed to any individual or other body. As an Advisory Board to

the Executive Director of HRCR, all advocacy positions and activities shall be communicated to the Executive Director.

2. Definition. As used in this article, the term “advocacy” means the adoption and communication of a position regarding ballot measures (whether referred or initiated) or pending legislation. General issue advocacy that does not concern a specific ballot measure that has been submitted for the purpose of having a title designated and fixed, or specific, identifiable pending legislation, shall not be governed by the provisions of this article.

3. In addition to notifying the Executive Director of HRCR, advocacy positions taken by the Advisory Board shall be communicated in writing to the Mayor and the chair of the Intergovernmental Relations Committee.

4. Specific Advocacy Activities. Subject to the restrictions in paragraph (5) below, the Advisory Board may:

- a. Adopt an advocacy position on pending ballot measures.
- b. Adopt an advocacy position on legislation pending before the Denver City Council or rules or regulations of City agencies.
- c. Adopt an advocacy position on legislation pending before any other legislative body, including but not limited to local governments, the State of Colorado or the federal government.
- d. Report the adoption of such advocacy position in the minutes of the meeting at which such action occurred.
- e. Permit others, including campaigns for or against ballot measures, to list its name among others that have taken a position for or against a ballot measure.

5. Prohibited Activities. The following advocacy activities are prohibited:

- a. The Advisory Board shall not endorse any candidate for elective office or take a position regarding the proposed recall of a person holding elective office. The Advisory Board shall avoid any interaction with a candidate that might be perceived as an endorsement of such person’s candidacy.
- b. The Advisory Board shall not contribute any resources, whether monetary or in-kind, to any political campaign, candidate, party or political committee.
- c. Political contributions shall not be solicited or received in any room or building occupied for the discharge of official duties.

d. While the Advisory Board may adopt advocacy positions pursuant to this Article, no official position urging voters to cast their ballot for or against any ballot measure shall be taken.

ARTICLE X

AMENDMENT

The bylaws of the Advisory Board shall be subject to alteration, amendment or repeal, and new bylaws may be adopted, by the affirmative vote of a majority of a quorum of the members of the Advisory Board. Notice of proposed changes, edits or updates will be provided to Advisory Board members in advance with the meeting notice. These By-laws shall be amended as needed to conform with City and County law and Agency for Human Rights and Community Relations' Policy.

ARTICLE XI

EFFECTIVE DATE: APPLICABILITY

These bylaws shall take effect and supersede any previously adopted bylaws as of the effective date of the approval by the Executive Director of the Agency for Human Rights and Community Relations

ARTICLE XII

CERTIFICATION

The undersigned hereby certifies that she or he is the duly elected, acting and hereunto authorized Secretary of the Advisory Board and that the foregoing bylaws constitute a true and complete copy of the duly adopted bylaws of the Advisory Board presently in full force and effect.

APPROVED THIS _____TH OF DAY JUNE, 2008.

Name
Title

Revised to reflect amendment adopted on August 21, 2008.