

## DENVER COMMISSION ON AGING

### Bylaws

## **Article I. NAME**

The name of this Commission shall be the Denver Commission on Aging [henceforth after Denver Commission on Aging will be referred to as DCOA].

## **Article II. MISSION STATEMENT, PURPOSE, AND PROCESS**

- A. **MISSION STATEMENT:** “The mission of the DCOA is to advise the Mayor and to partner with Denver City Council and the community as to all matters of public policies that influence or otherwise impact the Denver aging community.”
- B. **PURPOSE:**
- i. Assume an active role in local public policy that enhances the social and economic quality of life of older adults.
  - ii. Represent and advocate for local and state public policy benefiting older Denver residents to policymakers, related organizations and agencies, and the public.
  - iii. Communicate information and ideas to older adult stakeholders, including resource information, event promotion, and civic engagement opportunities,
  - iv. Foster innovation in local public policy through the exchange of ideas and consultation with public officials and community organizations.
- C. **PROCESS:**
- i. Recommend older adult service priorities for the City to the HRCP Executive Director, the Mayor and City Council and review, comment and act on issues and legislation affecting older adults.
  - ii. Encourage cooperation and coordination among agencies and groups working on behalf of older adults in areas such as employment, housing and transportation.
  - iii. Advise the executive director and the mayor on the special issues and opportunities of its respective constituent groups.
  - iv. Recommend necessary procedures, programs, legislation, or administrative action and promote equal rights and opportunity for the people of the city to the HRCP executive director.
  - v. Develop and present goals and objectives of the commissions to the executive director and the advisory board annually.
  - vi. Elect one (1) individual as its delegate to the advisory board and one (1) individual as its alternate delegate to the advisory board. If the primary delegate

cannot attend a scheduled meeting or perform their duties, the alternate delegate shall attend scheduled meetings and perform duties at the primary delegate's request.

- vii. Develop and adopt bylaws concerning internal affairs, including, without limitation, membership qualifications, governance, and operation of the commission. All bylaws, including any amendments thereto, are subject to the executive director's approval.
- viii. Provide, as requested by the agency, input to office directors regarding annual goals, priorities, and objectives.

### **Article III.   ADVOCACY ACTIVITIES**

In its role as advocate for the older adults of the City and County of Denver and advisor to the Mayor and City Council, the DCOA shall take positions of advocacy, herein defined as the adoption and communication of a position regarding pending legislation. These positions are presented from the DCOA, in writing, to the Mayor and to the HRCP Executive Director for determination of a formal city position. 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.

The DCOA shall not support or endorse any candidate for elected office nor suggest recall of any elected official. No interaction shall take place, either in person or through in-kind or monetary contribution to or in support of any political campaign, candidate, party, or political committee.

While the DCOA may adopt advocacy positions, no official position urging voters to cast their ballot for or against any ballot measure shall be taken.

Refer to HRPC guidelines on commission advocacy activities for further clarification.

### **Article IV.   MEMBERSHIP**

- A. The DCOA shall consist of no fewer than eight (8) and no more than twenty-one (21) members. All members of the DCOA (commissioners) shall be appointed by the Mayor and confirmed by Council acting by resolution. The appointees shall hold said appointments so long as their services are satisfactory to the Mayor.

- B. The membership of the commission shall make a good faith effort to represent the ethnic, gender, racial, age distribution, sexual orientation, geographic area, and political viewpoints and affiliations of their constituency population.
- C. Commissioners shall serve without compensation, except that Commissioners may be reimbursed for expenses incurred in connection with the work of the DCOA in accordance with the Charter and Municipal Code, orders, fiscal rules and city policies of the City and County of Denver, and as approved by the HRCF Executive Director.
- D. The terms of the members shall be three (3) consecutive years. No commission member may serve more than two (2) consecutive terms, unless otherwise directed by the Mayor. In the event of the death or resignation of any commissioner, 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 commissioner has been appointed.
- E. The qualifications for DCOA commissioners shall include an interest in (1) advocating for public policy that positively impacts older adults in the City and County of Denver; (2) communicating existing resources and information to the older adult population; and (3) engaging with stakeholders who work with and represent the older adult community. DCOA members must live and/or work in the City and County of Denver.
- F. Any person desiring to be appointed to the DCOA is encouraged to attend at least one regularly scheduled meeting of the DCOA and submit a copy of his/her application to the Director of Boards and Commissions and the Human Rights and Community Partnerships.
- G. A commissioner may resign his/her membership at any time by providing written or email notice to both the Director of Boards and Commissions of the City and County of Denver and the Chair of the DCOA.
- H. A commissioner may be removed by the Mayor for cause upon recommendation of the DCOA, and/or the Executive Director of the Human Rights and Community Partnerships. Cause shall include, but not be limited to, one of the following:
  - i. Failure to attend at least nine (9) of the regularly scheduled DCOA Commission meetings during a 12-month period. Extenuating circumstances will be considered by the Chair on a case-by-case basis.
  - ii. Failure to serve on and participate in at least one (1) standing committee or having three (3) or more unexcused absences from regularly scheduled Commission meetings.
  - iii. Harassment or inappropriate behavior.

- I. The Director of the Denver Office on Aging shall be a non-voting member of the DCOA.
- J. The membership list of the DCOA shall not be sold or made available for commercial purposes.

#### **Article V. COMMISSION MEETINGS AND QUORUM**

- A. The DCOA shall meet at least eleven times a year.
- B. Special meetings of the DCOA may be called at such times and places as may be determined necessary by the Chair, Executive Committee or the DCOA itself.
- C. Only appointed commissioners may vote on issues before the DCOA. Each commissioner is allocated one vote for each issue to be voted upon. Votes can be made by proxy by providing advance notice to the Chair and the proxy holder. Commissioners voting by proxy must submit vote to the proxy holder in writing.
- D. Agendas for all DCOA meetings shall be sent to all commissioners at least 48 hours prior to the scheduled meeting and posted to the HRCP website for public access.
- E. Regular meetings of the DCOA shall be at a time and place established by the DCOA.
- F. A quorum shall be necessary to conduct official business of the DCOA. A quorum shall consist of 50% plus 1 of the total number of the appointed members of the DCOA.
- G. The Chair may direct that a vote be taken in-person or virtually on matters requiring immediate attention. All members must be notified at least 24 hours prior to this action. The DCOA shall maintain a record of any such vote taken under this paragraph.

#### **Article VI. OFFICERS**

- A. Officers of the DCOA shall consist of a Chair, Vice-chair, and Secretary/Treasurer.
- B. Only appointed members of the DCOA are eligible to hold office.
- C. Commissioners may create other officers and specify the length of their terms upon majority vote of all commissioners without having to amend the Bylaws. The Chair shall make the initial appointment to a newly created position. Thereafter, the position shall be filled through the regular nominating and election process set forth in Articles X and XI. The Chair and Vice-chair shall be elected for one-year terms of office, subject to confirmation by the HRCP Executive Director. The Chair, Vice-chair, and Secretary/Treasurer each may be

elected for one (1) successive term to their same offices. In the event of a mid-term vacancy of the Chair, it is the expectation that the Vice-Chair will finish out the remainder of the term of the office of Chair, subject to confirmation of the HRCP Executive Director. If a commissioner fills the position of Chair, Vice-chair, or Secretary/Treasurer due to a mid-term vacancy, the commissioner will still be eligible to serve up to two full one-year terms in the same office.

## **Article VII. STANDING COMMITTEES**

- A. The work of the DCOA shall be done primarily through standing committees. Currently, there are three standing committees: Executive, Social Media and Advocacy. The DCOA may change the number and focus of the standing committees as the needs of the DCOA change. Any change to the standing committees requires a bylaws amendment.
  - i. The Executive Committee shall be a standing committee consisting of the Chair, Vice-chair, and Secretary/Treasurer.
    - a. The Executive Committee shall provide overall direction and leadership for the DCOA, direct and coordinate short-term and long-term planning efforts monitoring accomplishments of annual goals. It will enable quick decision-making of time sensitive items before the DCOA, shall establish the agenda for full DCOA meetings, and shall serve as the official liaison to the City and County of Denver.
    - b. Special meetings of the Executive Committee may be called by any of its members upon one (1) or more days' notice stating the place, date, and hour of the meeting. Such notice shall be given to all Executive Committee members. The notice does not need to state the business proposed to be transacted at the meeting. A quorum shall be necessary to conduct official business of the Executive Committee. A quorum shall consist of 50% plus 1 of the total number of the appointed membership of the Administrative Committee.
  - ii. The Social Media Committee will communicate through social media channels about the issues older adults face, the strengths that older adults bring to the community, DCOA's successes and accomplishments, available resources for older adults, and civic engagement opportunities,
  - iii. The Advocacy Committee will review positions of advocacy and identify the adoption and communication of a position regarding pending legislation.
- B. Each commissioner shall be an active member of at least one standing committee and attend, as requested, committee meetings outside of the regular Commission meetings.

- C. Each standing committee will elect a chair who will be responsible for the conduct of the committee's activities.
- D. Each committee shall establish annual goals and objectives and report on its progress and activities at the regular Commission meetings.
- E. Membership in the standing committees is not limited to appointed commissioners. Members of the community may be invited to join at the invitation of the committee with the exception of the Executive Committee.

#### **Article VIII. COUNTY COUNCIL ON AGING**

The DCOA shall act as the County Council on Aging for the City and County of Denver pursuant to the applicable statutory, regulatory, and contractual requirements of the Older Americans Act, the State Unit on Aging of the Colorado Department of Human Services, and the Region 3A Area Agency on Aging.

#### **Article IX. AD HOC COMMITTEES**

- A. The Chair, at their discretion, may establish task forces or ad hoc committees as needed to carry on the work of the DCOA. Such task forces or ad hoc committees shall provide recommendations and reports to the DCOA. A task force or ad hoc committee shall not take action on behalf of the DCOA without the DCOA approval.
- B. The Chair shall appoint task force or ad hoc committee members as well as chairs if deemed necessary.
- C. All task forces and ad hoc committees shall report to the DCOA at the DCOA's regularly scheduled meetings.
- D. Task forces and ad hoc committees may have indefinite or limited terms depending on their purposes.
- E. Task forces and ad hoc committees may include, in their own discretion, participants who are not DCOA members.

#### **Article X. NOMINATING COMMITTEE**

- A. The Nominating Committee shall develop a slate of candidates for the annual election for officer positions and present such candidates to the DCOA for acceptance. In the event of an unexpected vacancy, the Nominating Committee shall recruit a replacement candidate to serve for the remainder of the unexpired term.
- B. The Chair shall appoint members to the Nominating Committee. Appointments to

the Committee shall be for a period of one (1) year from the date of appointment.

- C. The Nominating Committee shall not be considered a standing committee. The Committee shall meet only as necessary to develop nominations for the annual election for officers and any vacancy.

#### **Article XI. ELECTIONS**

- A. Elections for officers of the DCOA shall be held annually at a time approved by the DCOA. Elections to fill positions vacated mid-term shall occur as needed.
- B. The DCOA may approve the slate presented by the Nominating Committee in its entirety or vote on each individual position. Nominations may be made from the floor at the time of the election.

#### **Article XII. PARLIAMENTARY AUTHORITY**

The Parliamentary Authority shall be based on the rules contained in the current edition of Robert's Rules of Order, Newly Revised and shall govern the DCOA in all cases to which they are applicable and not inconsistent with these bylaws or any special rules of order the DCOA may adopt.

#### **Article XIV. JOB DESCRIPTIONS**

- A. The Executive Committee shall develop and adopt job descriptions for the officers and appointed positions of the DCOA. These descriptions are provided to commissioners in the orientation manual.
- B. The job descriptions can be revised and approved by the Executive Committee without requiring an amendment to the Bylaws of the DCOA.

#### **Article XV. AMENDMENT OF BYLAWS**

- A. The Executive Committee will review the Bylaws at least every other year and recommend amendments to the DCOA for approval.
- B. The bylaws shall be amended as necessary to conform to the charter and code, Executive orders, fiscal rules, and official policies of the City and County of Denver and the HRCP agency.
- C. Notice of intent to amend, repeal or adopt new bylaws shall be communicated to each Commissioner by means of the agenda sent out for the regularly scheduled



meeting at which the vote is intended to occur.

- D. The bylaws may be amended, repealed, or new bylaws adopted by the affirmative vote of the majority of Commissioners present at a regularly scheduled meeting at which a quorum exists. Any amendments or repeals of these bylaws or adoptions of new bylaws shall be submitted to the Executive Director of HRCP for approval.

These bylaws are adopted this 21 day of August 2024

Attest: Barbara Walkosz

Barbara Walkosz, Chair