

Boulder County Cultural Council By-Laws

January 9, 2024

Article 1: Name

1.1 The name of this Boulder County Board of Commissioners advisory council shall be the Boulder County Cultural Council (BCCC), referred to herein as the Council or BCCC.

Article 2: Authority

2.1 The Council was created in 1989 as the Boulder County Citizens Cultural Advisory Committee pursuant to the Colorado Scientific and Cultural Facilities Act ("Act"), C.R.S. 32-13-103(3) and 107(3), by the Boulder County Board of Commissioners on May 11, 1989. The name of the Council was changed on July 8, 2008, to the Boulder County Cultural Council. The authority of the Council is solely advisory and its recommendations are not binding on the Boulder County Board of Commissioners (hereinafter "BOCC").

Article 3: Purpose

3.1 The Council shall develop and submit to the Board of Directors of the Scientific and Cultural Facilities District an annual plan specifying the distribution of a percent of the revenues collected in Boulder County for the purpose of supporting scientific and cultural facilities, in accordance with the Act at C.R.S. 32-13-107(3)(c)(II). Such annual plan shall be submitted to the BOCC for approval before submission to the Board of Directors of the Scientific and Cultural Facilities District. In addition, this Council has been formed for the purpose of performing all things incidental to, or appropriate in the foregoing specific and primary purpose. However, the Council shall not, except to an insubstantial degree, engage in any activity or the exercise of any powers which are not in furtherance of its primary purpose.

Article 4: Appointment, Membership, Meetings, Attendance, Removal, and Terms

4.1 Appointments to the Council are made by the Boulder County Board of Commissioners.

4.1.1 Appointments to the Council shall be made following the BOCC's standard application and selection process.

4.1.2 Recruitment for open Council seats shall be by public advertisement as needed to fill open Council seats.

4.1.3 Membership of appointees to the Council shall be for staggered, three-year terms, with one-third of the members appointed annually.

4.1.4 After receipt of applications for unfilled Council seats, County staff shall review such applications and the Boulder County Board of Commissioners may seek input on pending applications from then-sitting Council members and BCCC Liaison.

4.2 There shall be a recommended total of nine Council members appointed to three-year, staggered terms, with three Council member's terms expiring each year. The Council may consist of less than nine members. No person shall serve more than 3 consecutive terms. After serving the maximum total number of terms on the Council, a member may be eligible for reconsideration as a Council member after 1 year has passed after the conclusion of such Council member's service.

4.2.1 In the case of a vacancy on the Council, the Boulder County Board of Commissioners shall make an appointment to fill the term of the vacating member, using the appointment process outlined in 4.1.

4.3 The Council's regular meetings may be held at such time and place as shall be determined by the Council. Meetings may be held in person, telephonically, or virtually. A public notice of a minimum of 24 hours shall be required for the time and location of any regular or special meetings of the Council.

4.3.1 The Council may elect to appoint both standing and special committees designed to carry on such work of the Council as may be most effectively conducted in groups smaller than the full Council.

4.3.2 Both standing and special committees of the Council may include members who are not members of the Council. The membership of each standing or special committee of the Council shall contain at least one Council member. No recommendations of a standing or special committee of the Council shall become the official recommendation of the Council without approval by a standard majority of the Council, after a quorum has been met.

4.4 If a Council member misses more than three consecutive, unexcused meetings, then that member shall be deemed to have resigned from Council membership unless a written request is made by that member requesting continued membership. In that case, a vote by the majority of other members, after a quorum has been met, shall determine whether that member shall be allowed to continue membership on the Council.

4.5 A two-thirds majority vote of the Council may recommend to the BOCC removal of a member of the Council. Any board member may be removed by the Board of County Commissioners for behavior unbecoming a board member, as specified in Boulder County Personnel and Policy Manual Policy 5.02(M).

Article 5: Officers/ Duties

5.1 There shall be a Chairperson, Vice-Chairperson, and Secretary elected from the Council during each calendar year.

5.2 Duties

5.2.1 The Chairperson shall conduct all meetings of the Council.

5.2.1 In the absence of the Chairperson, the Vice-Chairperson shall conduct meetings of the Council. If the Chairperson and Vice-Chairperson are unavailable, the remaining members of the Council may appoint an interim Chairperson at the start of any such meeting.

5.2.2 The Secretary of the Council shall take written minutes of the meeting. If the Secretary is unavailable, the Council Chair shall appoint an individual to act as Secretary at the meeting.

Article 6: Voting, Quorum and Record of Proceedings

6.1 Each member of the Council shall be entitled to one (1) vote on each issue for which a vote is taken. No member who is absent from a meeting shall be entitled to vote by a proxy. Council Members may attend meetings in person, by telephone, or via conference call or virtual online meeting, so long as all Members are able to hear all Members' participation. A majority of votes cast shall be decisive to all issues considered by the Council.

6.2 A quorum shall consist of fifty percent (50%) of the currently seated Council members. No decision regarding Council business or issues may be made with fewer than 50% of the Council members in attendance at any meeting.

6.3 Minutes will be recorded by a BCCC member and maintained as part of a permanent record, either in paper or in digital form, by the County Commissioners' BCCC Staff Liaison. Minutes of the previous meeting shall be approved by the Council at the next regular meeting.

7: Conflict of Interest

7.1 Consistent with Boulder County Policy 5.02(K) and 6.65, Members of Boards and Commissions shall not use their membership for private gain and shall act impartially and not give preferential treatment to any private organization or individual. A member of any board and commission who has a personal or private interest in a matter proposed or pending shall disclose such interest to the board or commission for review by the County Attorneys' Office, and if necessary, shall not vote on the item and shall not attempt to influence the decisions of other members voting on the matter. The minutes shall note such action. In addition, once a Council member has recused themselves, they shall leave the meeting room as to avoid any body language that could influence other Council members.

7.2 As recommended in the *SCFD Guidelines for Excellence* for cultural council committee members, members are encouraged to accept invitations from SCFD-funded organizations to enhance the members' knowledge of SCFD-funded organizations' activities provided those invitations comply with Colorado Amendment 41 and Boulder County policies related to Acceptance of Gifts.

7.2.1 During any calendar year, no member of the BCCC will accept tickets, gifts, meals or other gratuities with a combined aggregate value of more than the current amount as set by statute from any one organization or individuals that is, or may be, an applicant for Boulder County SCFD Tier III. Each member of the BCCC will be responsible for tracking the sources and aggregate dollar values of any tickets, gifts, meals, or other gratuities he or she accepts from such organizations or individuals in each calendar year of his or her service on the council. Consistent with Boulder County Policy 6.62(B), regarding Acceptance of Gifts, a BCCC board member may not accept any gift (of any dollar amount) when acceptance of such a gift would constitute a breach of the public interest for private gain or create a conflict of interest in reality or appearance.

7.2.2 Any organizations that is or may be an applicant for Boulder County SCFD funding of any kind, or any individual who is currently a BCCC board member, shall not independently

¹ An 'appearance of Impropriety' Is a situation which to a layperson without knowledge of the specific circumstances might seem to raise ethics questions.

offer free or discounted tickets, or invitations to receptions, to other BCCC members without first working through the County Commissioners' BCCC staff liaison. If the liaison determines that an offer violates Amendment 41, s/he shall decline the offer discussing his/her decision with the offering individual/organization. If the liaison determines that an offer creates an appearance of impropriety s/he shall refer the issue to the BCCC board for a majority board on whether to accept the offer. If there is not enough time for a vote before the event, the liaison has the authority to accept or decline the offer on behalf of the BCCC board, which action shall be ratified at the next regularly scheduled meeting of the BCCC. In either event, the liaison shall send an email to all BCCC board members setting forth the offer and actions she/he has taken regarding the offer.

7.3 During the annual allocations process, allocation records, including documentation of scores and rankings, should be maintained and preserved by BCCC members who do not have a position in any organization that receives or may receive Tier III funding from Boulder County.

Article 8: Amendment

8.1 These By-laws may be amended at any public meeting of the Council by vote of a two-thirds majority of the Council membership and subsequent approval of such changes of By-laws by the Boulder County Board of Commissioners.

These By-laws are hereby adopted this 9th day of January, 2024, by vote of a majority of the Boulder County Cultural Council and approved this 5 day of ~~February~~, 2024, by the Boulder County Board of County Commissioners.

Date: February 5, 2024

Maria Astudillo Maria Astudillo
Chairperson, Boulder County Cultural Council

Approved:

Date: February 5, 2024

Ashley Stolzmann Ashley Stolzmann
Chair, Boulder County Board of Commissioners