

CVPRD Board of Directors Guiding Principles

7-21-2021

GUIDING PRINCIPLES OF THE CARBON VALLEY PARKS AND RECREATION DISTRICT BOARD OF DIRECTORS
As Revised and Reorganized 04-21-2021, and amended 7-21-2021

ARTICLE I – DECLARATION

The purpose of these Guiding Principles (aka Board Guiding Principles, aka Bylaws) shall be to provide operational direction for the Board of Directors consistent with Colorado law applicable to the District, including without limitation the Colorado Special District Act (the “Act”) (C.R.S. §32-1-101, et seq.).

ARTICLE II – DEFINITIONS

1. Board of Directors (Board) – The Board of Directors for the Carbon Valley Parks and Recreation District is the governing body of seven individuals representing the communities served by the District and formally elected or appointed in accordance with the Colorado Election Code, and C.R.S. §32-1-801 et seq. The Board is comprised of two individuals each from Dacono, Frederick, and Firestone, and one At-Large representative from the District.
2. Carbon Valley Parks and Recreation District (CVPRD) (District) – Carbon Valley Parks and Recreation District is a Colorado special district governed by the Act. The purpose of CVPRD is to provide public recreational facilities and activities, within the District’s economic means, to benefit both the taxpayers of the District and visitors thereto.
3. Directors – Directors are elected or appointed Board members of the CVPRD Board of Directors.
4. Employees – Employees are individuals employed by CVPRD.
5. Fiscal Year – The fiscal year of CVPRD is the calendar year, January 1 to December 31.
6. Guiding Principles – Guiding Principles is this document which may also be referred to as Board Guiding Principles and Bylaws. The purpose of these Guiding Principles shall be to provide operational direction for the Board of Directors.
7. Official Location – The official location and principal office of the District shall be 8350 Colorado Boulevard, Suite 170, Firestone, Colorado 80504.
8. Quorum – A quorum is more than one-half of the number of directors serving on the board of a special district. A quorum of the Board of Directors for CVPRD is four or more Directors.

ARTICLE III – POWERS

The Carbon Valley Parks and Recreation District, a quasi-governmental agency, shall have all powers, direct and implied, as provided by Colorado law.

ARTICLE IV – BOARD OF DIRECTORS

1. Meetings

- a. Regular meetings of the Board of Directors shall be in accordance with the annual published schedule of Board meetings, which is generally the third (3rd) Wednesday of each month beginning at 6:30 p.m. Official business of the Board shall be conducted only during regular or special meetings at which a quorum is present. All meetings of the Board shall be open to the public and subject to open meeting requirements.
 - b. Special meetings of the Board of Directors may be requested, scheduled and held if done in accordance with the requirements for conducting an official meeting of the Board.
 - c. A Study Session to provide the Board of Directors the opportunity to receive updates on business and community events will generally be held on the second (2nd) Wednesday of each month beginning at 6:30 p.m. Official business shall not be conducted at a designated Study Session and minutes are not required to be kept. Study Sessions are open to the public and are subject to open meeting requirements. Study Session dates are included on the official website schedule.
 - d. Notice of time and place of all regular, special and study session meetings shall be in accordance with §24-6-402(2)(c)(III), C.R.S and §32-1-903(2), C.R.S., and posted at the official CVPRD website (www.cvprd.com) at least 24 hours in advance of the meeting.
 - e. Meetings shall be held at the Carbon Valley Parks and Recreation District Senior Center located at 6615 Frederick Way, Frederick, Colorado, 80530, or as otherwise properly posted, effective beginning August 2021. (Amended 7-21-2021)
2. Community Involvement – Board members are encouraged to be active in the District’s communities.
 - a. Council and Town meetings – Members of the Board of Directors are encouraged to attend the municipality’s Council or Town meeting from which they were elected for the purpose of liaison and visibility to that community on behalf of the District. As there are two (2) Board members elected/or appointed from each of the three (3) communities in the District, each Board member should alternately attend one town or city meeting every other month. The Board member elected At-Large should attend each of the municipality’s Council or Town meetings at least once each year.
 - b. Chamber of Commerce Events – Board members are encouraged to attend events held or sponsored by the Chambers of Commerce in the District.
 - c. Other/Additional Events – Board members should be aware of and are encouraged to make reasonable attempts to be present at other community events in the District to further CVPRD’s public image of involvement in our community.
 - d. Board members are encouraged to report on the meetings and events attended during Board meetings for the record.
3. Compensation and Benefits

- a. Board members shall be entitled to receive such compensation as provided by law and approved by budget allocation. Directors serving as Board members for CVPRD will receive \$100 per regular Board meeting attended not to exceed two thousand four hundred dollars per annum.
 - b. While serving on the Board of Directors, Board members, their spouse/significant other and up to four (4) dependent children under the age of 21 in their household will receive a membership during time served. Board members will be charged \$5.00 per year for this membership.
4. Vacancies – In the event of a Board member vacancy as defined by §32-1-905(1), C.R.S., the remaining Directors shall fill the vacant seat by appointment and in accordance with §32-1-905(1), C.R.S.
- a. Discussions regarding the appointment of an applicant and his or her qualifications to fill a vacancy on the Board will take place in a regularly scheduled meeting, or special meeting if needed. The appointment will occur by official action of the Board at a properly convened meeting and will be recorded in the minutes of the Board meeting. A notice of appointment shall be delivered to the person appointed, and the notice along with the mailing address of the person so appointed will be filed with the DOLA. §32-1-905(3), C.R.S.
 - b. The Director appointed to fill a vacancy shall serve until the next regular election, at which time the vacancy shall be filled by election for the remainder, if any, of the originally vacated term. §32-1-905(2)(a), C.R.S.

ARTICLE V– OFFICERS

1. After taking oaths and filing bonds, the Board of Directors shall elect one of its members to each of the following Officer positions, President, Vice President, Treasurer, and Secretary of the District. Experience and/or desire to learn will be acceptable qualifications. Such Officers shall fulfill any obligations set forth under Colorado law.

ARTICLE VI – ELECTIONS

1. The Officers of the District shall be elected annually by the Board of Directors. Officers shall hold office until their successors are chosen or their term of office has expired or is otherwise vacated.
2. Elections of Officers will be held in the month of June, at a regularly called meeting of the Board of Directors, or as soon thereafter as possible. The term of office of any newly elected officer(s) shall commence immediately upon election. The Executive Director shall preside over the election.
3. Nominations and Voting for Officers:
 - a. The President or presiding officer at the meeting of the Board of Directors to elect Officers shall call for nominations. The nominations for Officers of the District shall be either by self-nomination or nomination by another Board member. A non-self-nomination is valid if accepted by the Director nominated. After all nominations have been made and the nominations have been closed, voting shall begin.

- b. All elections for Officers of the District will be conducted in a secret ballot. The Executive Director will be the facilitator of the elections with assistance from a District staff member.
 - c. The Executive Director will count ballots with a District staff member as the validating witness. The Executive Director will announce the candidate with the most votes for each position, who will be declared elected.
4. Delegation of Duties: All Officers of the District, as between themselves and the District, shall have such authority and shall perform such duties in the management of the District as may be provided by statute and these Guiding Principles, or as may be determined by action of the Board of Directors not inconsistent with statute or this Guiding Principles document. Whenever an Officer is absent, or whenever for any reason, the Board of Directors may deem it desirable, the Board may temporarily delegate the powers and duties of an Officer to any other Director, except that the duties of the Treasurer may not be delegated.

ARTICLE VII – COMMITTEES

Standing or special committees made up of Board members and/or non-members may be appointed by the President and approved by the Board of Directors. Committees will serve to investigate and make recommendations to the Board. No committee shall have any power to act in the name of the District, to expend any District funds or to enter any obligation for expenditure thereof.

1. The Evaluation Committee is a standing committee established to conduct an annual performance evaluation of the Executive Director. The Evaluation Committee will consist of: the Board President, who will chair the committee, and two additional members of the Board of Directors. The Evaluation Committee will formulate a recommendation regarding the Executive Director's evaluation and will present that recommendation to all members of the Board. Every member of the Board of Directors is expected to participate in the evaluation process through careful consideration of the committee's recommendation. Input from non-Board member stakeholders may be included in the evaluation process as determined desirable by the committee, though non-Board members may not serve as committee members. The Evaluation Committee will present the recommendation to the full Board in executive session no later than April of each year. The Board of Directors will discuss compensation awards and continuation of employment for the Executive Director based on the evaluation.
2. Special committees may be established for any purpose.

ARTICLE VIII – EMPLOYEES

1. Executive Director: The Board of Directors shall hire an Executive Director for the District, and set the salary and employment guidelines, including a job description thereof. The Executive Director reports to the Board of Directors and supports the Board as follows.
 - a. The Executive Director is responsible for providing the monthly agenda and agenda packet for each Board meeting at the direction of or in consultation with the President of the Board.
 - b. The Executive Director is responsible for providing monthly financial statements and reports to the Board members in advance of each Board meeting.

- c. The Executive Director is responsible for maintaining official Board documents at the principal location of the District including minutes, proceedings, and actions of the Board. The Executive Director may coordinate with the President and other Officers of the Board for recording of Board meetings and may assign a District employee for assistance.
 - d. The Executive Director is authorized to expend up to \$10,000 of District funds within the approved budget without additional Board authorization.
2. The Board of Directors shall adopt or approve the employee handbook for the District employees.

ARTICLE IX – EXECUTION OF INSTRUMENTS

The President and the Executive Director shall sign all legal documents on behalf of the Carbon Valley Parks and Recreation District, which document execution is authorized by the Board of Directors and affix the District seal thereto; or both the Treasurer and Secretary as required by law. The President, Vice President, Treasurer, and Executive Director shall be signatories for the issuance of checks and drafts on the District’s bank accounts. It is the directive and requirement of the Board of Directors that there be two (2) signatures for checks over the amount of \$10,000 with one (1) of the signatures being either the Board President or Vice President. For checks \$10,000 or less, one signature from the Executive Director or the President, Vice President, or Treasurer is acceptable.

ARTICLE X– AMENDMENTS

These Guiding Principles may be amended by affirmative vote of a majority of the Board of Directors at any regular Board meeting.

CERTIFICATION

We, the undersigned, constituting a quorum, hereby certify that Carbon Valley Parks and Recreation District Board of Directors were present at a regularly called meeting on THIS _____ DAY OF _____, 2021; and the foregoing Guiding Principles have been revised, amended, and adopted at said meeting by the affirmative majority vote of the Board and has been duly recorded in the Board of Directors regular meeting minutes and is in full force and effect.

Cody Childers, President

Kevin Grinstead, Vice President

Jason Stolz, Secretary

William Haid, Treasurer

Tina Cunningham

Tina Martin

Gary Mares