

ARAPAHOE COUNTY FAIRGROUNDS AND PARK
STEERING COMMITTEE BY-LAWS

ARTICLE I - NAME

The name of this body shall be the Arapahoe County Fairgrounds and Park Steering Committee, hereafter, the Committee or ACFPSC, as set forth in Arapahoe County Resolution #140707.

ARTICLE II - MISSION STATEMENT

A. THE ARAPAHOE COUNTY FAIRGROUNDS AND PARK STEERING COMMITTEE'S MISSION is to assist the Board of County Commissioners (BOCC) by making recommendations for the development of the Arapahoe County Fairgrounds and Park by identifying community needs and sources for future funding in support of the Fairgrounds and Park's Mission.

B. THE ARAPAHOE COUNTY FAIRGROUNDS AND PARK'S MISSION is to provide educational, agricultural, and recreational experiences that celebrate our western heritage and preserve our prairie environment while balancing the needs of our community with the Fairgrounds' and Park's environmental, economic and managerial sustainability.

The Arapahoe County Fairgrounds and Park will, at a minimum, include:

- 1) facilities for the Arapahoe County Fair to showcase the achievements of our 4-H youth and the community;
- 2) facilities for youth to participate in 4-H activities;
- 3) facilities to preserve our western heritage and history; and,
- 4) open space and interpretative trails that provide connectivity with regional trails and local open spaces resources.

ARTICLE III - PURPOSE

The Committee shall work with the Arapahoe County staff in advising and making recommendations to the BOCC as set forth in Arapahoe County Resolution #050589. Pursuant to Resolution #050589, the Committee has the following duties:

- 1) increase community involvement;
- 2) provide contact information for fundraisers;
- 3) provide input on the design and usage of the entire site; and,
- 4) identify community needs and desires.

ARTICLE IV – RESPONSIBILITIES

The Committee is responsible for the following:

- A. Collaboration with County staff, CSU Extension Office, and the community on issues pertaining to the Fairgrounds facilities, events, and park;
- B. Promotion of events and fundraising activities pertaining to the Fairgrounds and Park;
- C. Attending Open Space Trails and Advisory Board meetings, Fair Planning meetings, and other community meetings as deemed necessary;
- D. Writing and presenting an annual report to the BOCC that includes Committee activities and accomplishments, Fairgrounds and Park usage and revenue statistics as compiled by staff;
- E. Writing and distributing a Committee report as needed to the BOCC; and,
- F. Any other action(s) that allows the Committee to fulfill the duties enumerated in Arapahoe County Resolution #050589, its mission statement, and purpose.

ARTICLE V – LIMITS OF AUTHORITY

- A. The Committee recognizes that it serves as a citizen advisory committee at the pleasure of the BOCC.
- B. The Committee is not authorized to sign contracts, grant application, grants, or any legal document made or created in the name of Arapahoe County.
- C. Arapahoe County Staff will review and approve any materials to be released or distributed to the public which are branded or implied to represent the County or ACFPSC.
- D. Reports produced by the Committee shall be approved by the Committee members and affirmed by majority vote. Reports will be shared with County staff prior to transmittal and/or presentation by the Chair.

ARTICLE VI – MEMBERSHIP

- A. The Committee shall be comprised of seven (7) members appointed by the BOCC.
 - 1. Each County Commissioner shall appoint one resident or property owner of Arapahoe County to serve as a member of the Committee, keeping in mind a balance of urban and rural representation.
 - 2. The BOCC shall appoint two Arapahoe County residents or property owners to serve as Committee members at large.
- B. Committee members shall serve a three-year term of office.
- C. Committee members serve at the pleasure of the BOCC.
- D. Committee members shall not be compensated for their services.
- E. If a Committee member resigns or is removed from service to this Committee, the BOCC shall appoint a successor to fill the term of that member and shall do so in accordance with Section A of this Article.
- F. Attendance at meetings and participation in Committee activities shall be in accordance with the attached Attendance Policy.

ARTICLE VII – ELECTION OF OFFICERS

- A. The Committee shall annually elect, by majority vote of those present, a Chair and a Vice Chair. Officers shall assume office immediately upon election and shall serve for a one (1) year term.
- B. The annual election shall occur at the regularly scheduled March Committee meeting each year. If circumstances prevent the occurrence of the March meeting, the election shall be held as soon as practicable thereafter.
- C. Upon nomination and a second by a Committee member, a nominee for Chair shall be considered. A majority vote of members present shall be required to elect a Chair. The same process shall be used for the election of a Vice Chair.
- D. In the election of Officers, each Committee member shall be allowed one vote. There shall be no proxy voting.

E. If the duly elected Chair becomes unable to complete the term of office, the Vice Chair shall automatically assume the position of Chair until the completion of the term. A new Vice Chair shall be elected at the next regular meeting of the Committee. If the Vice Chair is unable to complete the term an election will be held at the next regular meeting. The election shall be in accordance with these By-Laws.

F. If neither the Chair nor the Vice Chair is present, any member shall call the meeting to order and those present shall elect a Chair Pro Tem to preside at that meeting. Such office shall be terminated by the entrance of the Chair or Vice Chair.

ARTICLE VIII – DUTIES OF THE OFFICERS AND SCRIBE

A. The Chair shall:

1. Conduct and preside over all Committee meetings and decide procedural issues in accordance with accepted principles of decorum and Roberts Rules of Order Newly Revised;
2. Maintain contact with the Open Spaces and Fairgrounds management staff;
3. Call special meetings in accordance with the By-Laws;
4. Establish subcommittees, appoint subcommittee members and accept reports;
5. Sign documents and correspondence for the Committee;
6. Act as Committee liaison with the BOCC;
7. Set the agendas for regular and special meetings;
8. Coordinate with staff regarding BOCC and Committee meetings; and,
9. Serve as a member of the Arapahoe County Foundation, Incorporated.

B. The Vice Chair shall perform and/or exercise all duties of the Chair when the Chair is absent or disqualified.

C. A Fairgrounds staff member shall act as a Scribe. A Committee member may act as a Scribe in the absence of Fairground staff. The Scribe shall:

1. Keep records of member attendance at all meetings;
2. Document all business conducted at regular and special meetings; and,
3. Provide Committee members with copies of meeting minutes in a timely manner.

ARTICLE IX – MEETINGS

A. All Committee meetings shall be open to the public.

B. Regular meetings will be conducted monthly at the Arapahoe County Fairgrounds Event Center on the second Thursday morning of each month unless canceled by agreement of the Chair and Vice-Chair due to extenuating circumstances. Additional meetings may be called as deemed necessary by the Committee.

C. Study sessions and workshops may be called at any time to address an issue. No official action shall be taken at any study session or workshop.

D. Special meetings of the Committee shall be conducted when:

- 1) called by the Chair or Vice Chair, as permitted pursuant to their duties as set forth in the By-Laws;
- 2) requested by the BOCC;
- 3) requested of the Chair by a majority of the Committee members; and,
- 4) approved by a majority vote of the members.

E. All Committee members shall be notified of all special meetings, study sessions, site visits, and/or workshops by either US mail, email, facsimile, or by phone.

F. Each regular and/or special meeting shall be documented by the Scribe and minutes prepared for Committee approval including member attendance. Fairgrounds staff will maintain and archive the meeting minutes; keep records of member attendance at all meetings; document all business conducted at regular and special meetings; and, provide the Committee members with copies in a timely manner.

G. Minutes of each regular and/or special meeting shall be available for public inspection.

H. Procedures and general guidelines shall be as per the most current version of Roberts Rules of Order Newly Revised.

ARTICLE X – QUORUM

A. No official business of the Committee can be conducted without a quorum of eligible voting members present.

B. A quorum of the Committee shall be at least four (4) members unless vacancies on the Committee exist and then a quorum shall be a majority of the standing Committee members.

ARTICLE XI – VOTING

A. Each Committee member, including the Chair, shall be entitled to vote.

B. No proxy voting shall be allowed. Signed absentee voting is allowed.

C. Decisions and actions shall be decided by a simple majority vote.

D. A tie vote means the proposed action failed.

E. No member may vote if his/her actions would present a conflict of interest, give the appearance of impropriety, and/or give the appearance of a conflict of public trust.

ARTICLE XII – CONFLICT OF INTEREST

A. As defined by Arapahoe County Policy (attached), a member shall be deemed to have a conflict of interest if the member has, directly or indirectly, a financial, personal or ownership interest in the matter; will be directly affected by the decision in the matter, believes he or she has a conflict of interest as defined by an applicable law, or will gain an advantage to relatives, groups or associations with whom the member is affiliated.

B. As per Arapahoe County policy and conflict of interest forms signed by each Committee member:

1. A Committee member shall not vote or participate in any process regarding an acquisition or expenditure in which he/she has a personal, financial or ownership interest in the outcome of the vote;
2. A Committee member who believes he or she has an interest in a matter before the Committee that would render the member unable to make an unbiased or impartial decision, should immediately withdraw from participation and voting on the matter. A Committee member having such a conflict of interest should declare that interest publicly, abstain from voting on the matter, withdraw from discussion on the matter and step away from the group during discussion;
3. Further, the member should refrain from discussing the matter with other Committee members in private; and,
4. A Committee member shall not accept any compensation, gift or service under circumstances in which it could reasonably be inferred the compensation, and gift or

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service was intended or could reasonably be expected to influence the member in the performance of duties or was intended as a reward for any action on the member's part.

ARTICLE XIII – MAILING ADDRESS

The Committee mailing address shall be:
Arapahoe County Fairgrounds Office
25690 East Quincy Avenue
Aurora, Colorado 80016
Attention: ACFPSC

ARTICLE XIV – AMENDMENTS

A. These By-Laws may be amended if five (5) or more Committee members vote to amend these By-Laws at a regularly scheduled meeting. All proposed amendments must be submitted in writing to all Committee members at the regularly scheduled meeting one month prior to the proposed vote. Any absent members must receive in writing by letter or email the proposed amendment(s) 14 days prior to the regularly scheduled meeting where the vote is to be taken on the amendment(s).

B. If a proposed amendment is approved by the Committee, the Chair shall inform the BOCC in writing and request that the BOCC ratify the amended By-Laws.

ARTICLE XV – SEVERABILITY

If any section, sentence, clause or phrase of these By-Law is for any reason, held by a court of applicable jurisdiction to be invalid, such a decision shall not affect the remaining portions of this document.

Adopted this 31st day of May 2016

Attachments:

Arapahoe County Resolution #160374
Arapahoe County Resolution #140707
Arapahoe County Resolution #050589
Attendance Policy
Arapahoe County Conflict of Interest Policy