

**BYLAWS AND RULES OF PROCEDURE
OF THE
CITY OF WOODLAND PARK
UTILITIES ADVISORY COMMITTEE**

These Bylaws and Rules of Procedures of the Woodland Park Utilities Advisory Committee are adopted pursuant to the direction of the Woodland Park City Council. These Bylaws shall be effective March 3, 2011. Prior to that date they shall be approved by both the Woodland Park Utilities Advisory Committee and the Woodland Park City Council.

**ARTICLE I
PURPOSE AND AUTHORITY**

The purpose of the Woodland Park Utilities Advisory Committee (hereinafter "The Committee") shall be to evaluate options and advise the City Council, the City Manager and the City's water and wastewater enterprises on policies and plans of action in the areas of water supply (including water rights, storage, and augmentation), treatment and distribution; wastewater collection and treatment; and other utility related projects and issues.

**ARTICLE II
MEMBERSHIP**

Section 1: Eligibility. The Committee shall consist of seven (7) regular members and two (2) alternate members. Alternate members shall be citizens at large. Regular members shall be as follows:

- The City Manager and the Utilities Director or, at the election of the City Manager, alternate appropriate staff members.
- No more than two (2) members of the City Council
- At least three (3) citizens at large
- A majority of the Committee members must be City residents.

Section 2: Qualifications: Each regular and alternate member of the Committee shall be at least eighteen (18) years of age and possess qualifications that are compatible with the Committee's purpose and authority.

Section 3: Appointment and Term of Office: Each member of the Committee shall be formally appointed by the City Council to serve a two-year term. All terms shall run from June 1 following each April municipal election through May 31 following the next municipal election two years hence. There shall be no limit on terms that a member may serve on the Committee. Any regular member's term of office shall be immediately terminated upon the member ceasing

to reside in the City of Woodland Park, if such move results in less than four (4) regular members residing within the City.

Section 4: Vacancies: Vacancies on the Committee shall be filled by appointment by City Council, which appointment shall be effective for the unexpired portion of the term vacated.

Section 5: Removal: Any member of the Committee may be removed by the City Council for non-performance of duty or misconduct. Excessive absences shall be considered a form of non-performance of duty.

Section 6: Compensation. The members of the Committee shall receive no compensation for serving on the Committee.

ARTICLE III POWERS AND DUTIES

Section 1: Policy Guidance. The Committee's foremost duty and obligation is to provide general policy advice on topics relative to the City of Woodland Park water and wastewater utilities. Topics or questions may be referred to the Committee by the City Council, the City Manager, or the Utilities Department. The topics may address issues related to capital projects and planning, levels of service provided, charges for services, operational policies and procedures, water conservation, energy conservation, water rights, water development and developer related policies. The Committee shall accept recommendations and relevant data input from the City Staff and conduct such investigations and analyses as it deems appropriate.. Committee recommendations shall be forwarded to the City Council, City Manager, and Utilities Department in writing following Committee deliberations.

Section 2: Additional Powers and Duties. The Committee shall have additional powers and duties as are lawfully conferred upon it by the City of Woodland Park City Council, by the Charter, and Code of the City of Woodland Park.

ARTICLE IV ORGANIZATION

Section 1: Selection of Officers. The Committee shall elect a Chairperson and a Vice Chairperson from their members on an annual basis. These officers shall serve from July 1, through June 30.

Section 2: Duties. The Chairperson shall preside at all meetings, maintain order, decide all points of procedure, and appoint any subcommittees deemed to be necessary. The Chairperson shall appoint alternate member(s) to fill vacancies at meetings when regular members are absent and alternates are present. The Vice Chairperson shall act as Chairperson in the absence of the Chairperson. In the absence of both the Chairperson and the Vice Chairperson, the remaining members shall designate a Chairperson for that meeting from among the members present.

Section 3: City Utilities Department's Assistance. The City Utilities Director, or the Utilities Director's designated representative, shall provide the Committee with executive assistance to include, but not be limited to, preparation of agenda, publication of meeting notices, and

preparation of meeting minutes. The City Utilities Department shall also conduct research, complete analyses, and furnish professional and technical advice to the Committee.

Section 4: City Attorney Legal Assistance. All questions of law shall be discussed with the City Manager and referred to the City Attorney, or designated representative, for advice and opinion when appropriate.

ARTICLE V

MEETINGS AND MEETING PROCEDURES

Section 1: Regular Meetings. The regular meeting date shall be the second (2nd) Tuesday of the month at the advertised time. Regular meetings shall be canceled when agenda items do not warrant a meeting that month. The meeting shall be held at City Hall, 220 W. South Avenue, Woodland Park, Colorado, unless advertised differently. If a meeting is deemed necessary and if a legal holiday is on the same day as the regular meeting, or a quorum of members cannot be raised for a meeting on a regular meeting date, such meeting shall be rescheduled on an alternate date.

Section 2: Special Meetings. Special Meetings may be called by the Chairperson, or at the request of any two (2) members of the Committee, or at the request of the Mayor, the City Manager, or the Utilities Director.

Section 3: Work Sessions. Work sessions for any purpose may be held on the request of either the Chairperson, Vice Chairperson or any (2) regular Committee members. Work sessions may be held at any regular or special meeting of the Committee, subject to providing notice as provided herein.

Section 4: All Meetings are Open to the Public. All meetings of the Committee shall be open to the public.

Section 5: Notice of Meetings and Hearings. Notice of all meetings shall be given to Committee members by email a minimum of three (3) days prior to the meeting including the agenda and any accompanying reports and data.

It shall be Committee policy that regular monthly meetings shall be posted on the City's website at the beginning of each month. The notice shall specify the date and time. At least three (3) days prior to any meeting, the location and agenda of the business to be transacted shall also be posted on the City's website and posted at City Hall.

Section 6: Agenda. An agenda shall be prepared for each meeting of the Committee. The agenda shall include the various matters of business as scheduled for consideration by the Committee. Committee members may request items to be placed upon the agenda.

Section 7: Quorum. A total of four (4) regular and alternate members of the Committee shall constitute a quorum for conducting business at any meeting. Those present must include at least one citizen at large and one council person. No formal action shall be taken in the absence of a

quorum, except to adjourn the meeting to a subsequent date. In the absence of a quorum, present members may conduct discussions on advertised topics, but formal action shall not be taken.

Section 8: Order of Business. The Chairperson shall conduct the meeting and maintain order. The Chairperson shall call the Committee to order and shall record, or have recorded, the members present and absent. The Chairperson shall appoint an alternate member for each absent regular member as appropriate.

The order of business of a regular meeting shall be as follows:

1. Call to Order and Roll Call
2. Approval of the Minutes of the Previous Meeting
3. Reports on projects and significant issues
4. Old Business
5. New Business
6. Adjournment

Section 9: Participation by Alternate Members: Alternate members are expected to attend meetings regularly, participate fully in discussions, and offer questions, suggestions and opinions whether or not they have been appointed to a voting position at any particular meeting.

Section 10. Public Comment: The Committee may receive public comment on issues related to the powers and duties of the Committee at the discretion of the presiding officer. Public comments shall normally be limited to 5 minutes per person per topic, but this guideline may be altered at the discretion of the Chairperson.

Section 11. Rules of Order. Should any disputes arise regarding procedural matters, such dispute shall be resolved by applicable law or ordinance. If no law or ordinance is applicable, the Committee shall be governed by procedures set forth in "Robert's Rules of Order" in the current edition of such rules.

Section 12: Voting Procedure. All regular members present and any alternate member appointed to fill an absence shall be voting members. Voting on all issues which can be resolved by a positive/affirmative vote, shall be by roll call and will be recorded by yes, no, abstain, or absent. All voting members of the Committee present including the Chairperson, are required to cast a vote for each motion. Issues which require a selection of alternatives, i.e. replacement of an officer, prioritization of projects, etc. shall be voted upon utilizing the "Paper Ballot" amendment of the City Charter. The minutes of the proceedings shall indicate the vote of each member on every matter acted upon, and shall indicate either the member's determination, abstention, any absence or failure to vote. A member may abstain if said member has declared a conflict of interest. Voting by Committee shall be held subject to the following rules:

- a) A quorum of the Committee members must be available to vote on any specific motion.
- b) The concurring vote of a majority of the Committee members present shall be required to take official action including, but not limited to, the adopting of Committee position, the offering of recommendations, or the offering of decisions.

EXCEPTION: Votes which adopt or amend these Bylaws require a majority vote of the entire Committee.

- c) When a motion in favor (or for denial) of any matter results in a tie vote, it shall have the effect of tabling the motion. Motions so tabled shall be forwarded to the agenda of the next regular Committee meeting if no immediate subsequent action is taken. Nothing herein shall prevent any member from making a subsequent motion on any matter where a prior motion is not approved by a majority vote of all members present.
- d) The Chairperson shall have the right to make motions or to second motions.
- e) A vote to continue or table a matter under consideration shall not be construed to constitute a vote on the merits of the matter.
- f) A motion to adopt or approve staff recommendations or simply to approve an action under consideration shall, unless otherwise particularly specified, be deemed to include adoption of all findings, and execution of all actions recommended and clearly stipulated in the matter.

ARTICLE VI

MISCELLANEOUS PROVISIONS

Section 1: Conflict of Interest. In the event that any member, or any member of their immediate family, has or could reasonably be construed as having a conflict of interest, as defined by the laws of the State of Colorado and the City, the member shall acknowledge such conflict of interest prior to the commencement of any discussion of the topic, or as soon as the conflict is recognized. That member shall then be allowed to participate in the discussion and deliberation, but shall not be allowed to vote on recommendations related to that topic. If there is a question of conflict of interest, the remaining members of the Committee shall vote on the issue of conflict.

Section 2: Official Records. The official records of the Committee shall include the Bylaws of the Committee, minutes of the Committee meetings, and any policy statements, reports, and plans adopted by the Committee. The purpose of the minutes of the Committee meetings shall be to record official actions of the Committee. The records shall be maintained by the City Utilities Director and shall be available for public inspection during customary office hours. The normal statutes and/or customary practices regarding municipal record retention shall apply to the Committee's records.

Section 3: Reports. The Committee shall submit to the City Council, the City Manager, and the Utilities Department any reports as specified in these Bylaws, and any special reports or other information as the Council or Manager may from time to time request.

Section 4: Recording of Meetings. Meetings of the Committee will normally be recorded by electronic device by the Utilities Department. Any person desiring to have a meeting recorded by an additional electronic device or by a stenographic reporter, at his or her own expense, may do so, provided that he or she consults the Committee's Chairperson to arrange facilities for such

recording prior to the commencement of the meeting, and does not otherwise disrupt the proceedings.

**ARTICLE VII
AMENDMENTS**

These Bylaws may be amended by majority vote of approval of all of the members of the Committee, followed by a majority vote of approval of the City Council.

IN WITNESS WHEREOF, THE CITY OF WOODLAND PARK UTILITIES ADVISORY COMMITTEE AND THE CITY OF WOODLAND PARK CITY COUNCIL HAVE APPROVED AND SIGNED THESE BYLAWS AND RULES OF PROCEDURE OF THE CITY OF WOODLAND PARK UTILITIES ADVISORY COMMITTEE UPON THE DATE, MONTH AND YEAR SPECIFIED BELOW.

TO BE EFFECTIVE UPON THE 3rd DAY OF MARCH, 2011.

CITY OF WOODLAND PARK UTILITIES ADVISORY COMMITTEE

APPROVED AND ADOPTED THIS 11TH DAY OF JANUARY, 2011.

UTILITIES ADVISORY COMMITTEE:

ATTEST:



CHAIRPERSON



VICE CHAIRPERSON

CITY OF WOODLAND PARK CITY COUNCIL

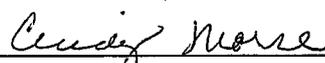
REVIEWED AND ENDORSED THIS 3rd DAY OF MARCH, 2011.

CITY COUNCIL:

ATTEST:



MAYOR



CITY CLERK