

# **COMMITTEE POLICY, GUIDELINES AND DESCRIPTIONS**

## **JULY 2008**

**AMENDED FEBRUARY 18, 2009**  
**AMENDED JULY 21, 2010**  
**AMENDED OCTOBER 20, 2010**  
**AMENDED JANUARY 19, 2011**  
**AMENDED SEPTEMBER 21, 2011**  
**AMENDED JANUARY 18, 2012**  
**AMENDED JANUARY 16, 2013**  
**AMENDED MARCH 19, 2014**  
**AMENDED APRIL 20, 2016**  
**AMENDED SEPTEMBER 21, 2016**  
**AMENDED JULY 19, 2017**  
**AMENDED APRIL 24, 2023**

**DENVER REGIONAL COUNCIL OF GOVERNMENTS**  
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## TABLE OF CONTENTS

I.	POLICY STATEMENT.....	1
II.	GUIDELINES.....	1
	A. PURPOSE .....	1
	B. AUTHORITY FOR FORMATION.....	1
	C. MEETINGS .....	1
	D. COMMUNICATIONS BY COMMITTEES.....	2
	E. MEMBERSHIP.....	2
	F. ELECTION OR APPOINTMENT OF OFFICERS.....	3
	G. SCOPE OF RESPONSIBILITY .....	3
	H. QUORUM AND VOTING .....	3
	I. OTHER PROCEDURES .....	4
III.	COMMITTEE DESCRIPTIONS.....	5

## I. POLICY STATEMENT

The Denver Regional Council of Governments declares its desire to obtain the broadest possible involvement in its programs and decision-making process. The principal means of obtaining this participation is through the Board of Directors and its standing and advisory committees.

## II. GUIDELINES

### A. PURPOSE

The Board of Directors' decision-making process is designed to achieve the following goals:

1. increase participation by Board members and Board alternates in the policy process;
2. integrate technical and political issues into policy discussions and actions under the umbrella of Metro Vision;
3. undertake specific tasks as requested by the Board;
4. develop proposals and recommendations, with DRCOG staff assistance, for Board consideration;
5. interact with staff and Board members so the concerns of local governments are fully understood in the formulation of region policies; and
6. actively seek the involvement of other regional agencies, and business and citizen groups so that their perspective can be incorporated in DRCOG's program activities and decisions.

### B. AUTHORITY FOR FORMATION

The categories for DRCOG committees include:

- Standing committees
- Ad hoc committees

Each is formed as provided by Board action, interagency agreement, federal or state statutes, memorandum of understanding or memorandum of agreement signed by the Board Chair or Executive Director. Descriptions follow.

### C. MEETINGS

Committees may meet as needed or as specified in the committee description. If a committee wishes to request a meeting that is not regularly scheduled, the committee

chair must consult with DRCOG on staffing and meeting room availability. It will be the responsibility of DRCOG staff to maintain membership lists of the committees. Meeting notices will be distributed through DRCOG.

#### **D. COMMUNICATIONS BY COMMITTEES**

It is important for committees to understand their relationship to the staff of DRCOG and to the Board.

Most committees have a direct relationship with the DRCOG Board of Directors, while some have an indirect relationship with recommendations made through a designated committee. DRCOG staff provides information and administrative support to all committees and the Board.

To provide for effective communication throughout the committee structure, the following guidelines will apply.

1. The Board may provide direction to any committee on issues for consideration.
2. Committees with a direct relationship to the Board will review communications from committees with an indirect relationship and make a policy action recommendation to the Board.
3. Recommendations from ad hoc committees to the Board may be supplemented by specific information relative to implications and options for consideration.
4. Committee officers are encouraged to make presentations of committee actions to the Board.
5. Correspondence from committees to agencies, organizations or individuals outside DRCOG are to be prepared and forwarded to the Executive Director for review. The Executive Director has the discretion to obtain approval of the full Board for correspondence before signing.

#### **E. MEMBERSHIP**

Committee membership is based on differing authorities, which authorities address the number of members, qualifications, terms of office, and other requirements concerning committee membership. Specific committee membership information is as set forth in the authorities establishing or describing committees, and summarized for each committee in the below committee descriptions.

##### **Standing Committees**

Authorities for these committees and their criteria for membership come from the DRCOG Articles of Association, memoranda of agreement, intergovernmental

agreements, federal or state statutes, or Board authorization. These committees include:

- Executive Committee
- Finance & Budget Committee
- Performance & Engagement Committee
- Nominating Committee
- Regional Transportation Committee
- Transportation Advisory Committee
- Advisory Committee on Aging

### **Ad Hoc Committees**

The Board of Directors may create ad hoc committees to review and study specific issues within a specified timeframe. Ad hoc committees will have a written charge or scope of work set by the Board. The number of ad hoc committees must be aligned and within available DRCOG budgetary and staffing resources.

Ad hoc committee membership will comprise at least a half-plus-one of interested Board members and Board alternates. Other elected officials, as well as local staff and other stakeholders may be appointed, as appropriate. The Board Chair will appoint members to those committees created by the Board and will designate the committee chair. Members of ad hoc committees may not appoint an alternate to the committee. Meetings will be conducted on an informal basis and the spirit/intent is to reach consensus decisions.

## **F. ELECTION OR APPOINTMENT OF OFFICERS**

Officers of a committee are designated or elected as provided in the authorities establishing or describing the committee. If not specifically stated in such authority, the chair and vice chair for a committee shall be elected from among the members annually.

## **G. SCOPE OF RESPONSIBILITY**

Each committee has the scope of responsibility as provided in the authorities establishing or describing the committee.

## **H. QUORUM AND VOTING**

Quorum and voting requirements are as provided in the authorities establishing or describing the committee. If not specifically stated in such authority, a quorum consists of one-third of the total voting members, a quorum is required for formal action, and a simple majority of those present, assuming a quorum, carries a motion or other action.

## **I. OTHER PROCEDURES**

In general, committee proceedings should be conducted on an informal basis. The rules of order shall be in accordance with the latest edition of Roberts Rules of Order, Revised.

All committee meetings will have an agenda that will be posted in the designated area for posting notice of meetings at least 48 hours in advance of the meeting. Agendas may also be posted to the DRCOG website. If the committee wishes to solicit input, it should schedule a specific time and notify all stakeholders of that opportunity. Seating for the public will be provided in an area of the meeting room that is distinct from that of the committee members. A meeting summary should be kept to the extent necessary to record decisions made. All motions must be recorded, including the person making the motion and the outcome of the vote. A committee may convene in executive session solely for purposes authorized by and in compliance with the procedures and requirements of the Colorado Open Meetings Law. Participation in an executive session shall be limited to members of the committee and such other persons identified by the committee as participants as part of the request or motion to convene in executive session.

Review of these guidelines and committee descriptions will occur periodically, but at least every four years.

### **III. COMMITTEE DESCRIPTIONS**

#### **EXECUTIVE COMMITTEE**

**Type:** Standing Committee

**Authority:** Articles of Association, revised March 16, 2016

#### **MEMBERSHIP**

The incumbent Board officers shall constitute the Executive Committee of the Council.

#### **OFFICERS**

The incumbent DRCOG Chair and Vice Chair shall serve in such capacity on the Executive Committee.

#### **RESPONSIBILITIES**

- The Executive Committee shall be the primary executive leadership of the Council, providing leadership to the Board and guidance to the Executive Director.
- The Executive Committee has no policy making authority.
- The Executive Committee helps set Board meeting agendas; provides guidance on resolution of conflicts; provides process guidance, and receives updates from and assures the progress of committees of the Council.

#### **QUORUM**

A quorum for the transaction of Executive Committee business shall be four (4) of its members.

#### **VOTING**

A majority of those present and voting shall decide any question brought before the meeting.

## **FINANCE & BUDGET COMMITTEE**

**Type:** Standing Committee

**Authority:** Articles of Association, revised March 16, 2016

### **MEMBERSHIP**

The administrative business of the Council concerning finances, contracts and related matters shall be managed by the Finance & Budget Committee. The Committee membership shall not exceed more than one-quarter of the total membership of the Board. Members of the Finance & Budget Committee shall be appointed by the Board upon recommendation of the Nominating Committee, in accordance with procedures and requirements set forth in the Articles of Association.

Committee members are appointed to two-year terms, except that in the initial establishment of the Committee, one half of the members are appointed to an initial one-year term so as to achieve staggered terms. A Committee member is eligible to serve so long as the jurisdiction he or she represents is a member of the Council, and he or she remains that member's official member representative on the Board. Membership on the Committee is designated to the member's jurisdiction; therefore, if a member appointed to the Committee is no longer able to serve, membership on the Committee shall transfer to the succeeding member representative of that jurisdiction on the Board, for the remainder of the term of the Committee appointment. A Committee member may seek re-appointment at the expiration of his or her term two-year term, in accordance with the procedures and requirements set forth in the Articles of Association, but the Board shall have no obligation to re-appoint any member.

### **OFFICERS**

The incumbent Treasurer of the Council shall serve as chair of the Finance & Budget Committee. The vice chair of the Committee shall be elected by the Committee at its first meeting following election of Board officers and to serve until the next election of officers.

### **RESPONSIBILITIES**

The following powers and duties are vested in the Finance & Budget Committee:

- To review contracts, grants and expenditures and authorize the expenditure of funds and the entering into contracts, within the parameters of the Council budget.
- To execute official instruments of the Council.
- To review and recommend to the Board the budget as provided in Article XV of the Articles of Association.
- To review the Council's audited financial statements with the Council's auditor, and to undertake, oversee and/or review other organization audits.
- To receive and review other financial reports and provide regular updates to the Board.



- To compensate member representatives for expenses incurred in attending to the proper business of the Council.
- To exercise such other powers, duties, and functions as may be authorized by the Board.

## **QUORUM**

A quorum for the transaction of Finance & Budget Committee business shall be one-third (1/3) of its members, plus one.

## **VOTING**

A majority of those present and voting shall decide any question brought before the meeting. The Budget & Finance Committee chair shall vote as a member of the Committee. A Committee member's designated alternate on the Board may attend meetings of the Committee and participate in deliberations, at the discretion of the chair, but may only vote in the absence of the member.

## **PERFORMANCE & ENGAGEMENT COMMITTEE**

**Type:** Standing Committee

**Authority:** Articles of Association, revised March 16, 2016

### **MEMBERSHIP**

The administrative business of the Council concerning the performance and evaluation of the Executive Director, the oversight of onboarding of new Board members and related matters shall be managed by a Performance & Engagement Committee. The Committee membership shall not exceed more than one-quarter of the total membership of the Board, plus the Board Chair who shall be an ex officio, voting member of the Committee. The Board Chair's attendance at meetings is at the Chair's discretion. Members of the Performance & Engagement Committee shall be appointed by the Board upon recommendation of the Nominating Committee, in accordance with procedures and requirements set forth in the Articles of Association.

Committee members are appointed to two-year terms, except that in the initial establishment of the Committee, one half of the members are appointed to an initial one-year term to achieve staggered terms. A Committee member is eligible to serve so long as the jurisdiction he or she represents is a member of the Council, and he or she remains that member's official member representative on the Board. Membership on the Committee is designated to the member's jurisdiction; therefore, if a member appointed to the Committee is no longer able to serve, membership on the Committee shall transfer to the succeeding member representative of that jurisdiction on the Board, for the remainder of the term of the Committee appointment. A Committee member may seek re-appointment at the expiration of his or her two-year term, in accordance with the procedures and requirements set forth the in Articles of Association, but the Board shall have no obligation to re-appoint any member.

### **OFFICERS**

The incumbent Secretary of the Council shall serve as chair of the Performance & Engagement Committee. The vice chair of the Committee shall be elected by the Committee at its first meeting following election of Board officers and to serve until the next election of officers.

### **RESPONSIBILITIES**

The following powers and duties are vested in the Performance & Engagement Committee:

- To develop the process for recruitment of the Executive Director.
- To recommend appointment of the Executive Director to the Board.
- To execute an employment contract with the Executive Director, within the parameters of the Council budget.

- To develop the process for, and execute and document the annual performance evaluation for the Executive Director, including approval and execution of amendments to the Executive Director employment contract in connection therewith, within the parameters of the Council budget.
- To hold quarterly meetings with the Executive Director to provide performance feedback to the Executive Director.
- To recommend to the Board, as needed, policies and procedures for the effective administration of the Executive Director.
- To provide oversight of onboarding programs for new Board appointees.
- To Implement and review Board structure and governance decisions.
- To Plan the annual Board workshop.
- To review results of Board assessments and recommend improvements.
- To receive and review reports related to the business of the Committee and provide regular updates to the Board.
- To Exercise such other powers, duties, and functions as may be authorized by the Board.

## **QUORUM**

A quorum for the transaction of Performance & Engagement Committee business shall be one-third (1/3) of its members, plus one, not including the ex-officio Board chair.

## **VOTING**

A majority of those present and voting shall decide any question brought before the meeting. The Performance & Engagement Committee chair shall vote as a member of the Committee. A Committee member's designated alternate on the Board may attend meetings of the Committee and participate in deliberations, at the discretion of the chair, but may only vote in the absence of the member.

## **NOMINATING COMMITTEE**

**Type:** Standing Committee

**Authority:** Articles of Association, revised March 16, 2016

### **MEMBERSHIP**

The Nominating Committee will consist of six Board members who shall be appointed in November of each year. Members include the Immediate Past Chair of the Board (or Vice Chair if there is no Immediate Past Chair); one Board member representing the City and County of Denver; one member selected by the Performance & Engagement Committee; one member selected by the Finance & Budget Committee; one member selected by the Board; and one member selected by the Board Chair. Member qualifications for the Nominating Committee are as follows:

- Members of the Nominating Committee shall have served not less than one year as a member or an alternate on the Board before being eligible to serve on the Nominating Committee.
- No more than one Board officer and no more than one member from the City and County of Denver may serve on the Nominating Committee.
- A designated alternate may not serve on the Nominating Committee.

In the appointment of the Nominating Committee, consideration shall be given to providing representation of a broad cross-section of the Board, taking into account community size, geographic location, the rate of growth, county and municipality, rural and suburban, and other factors. If a vacancy arises on the Nominating Committee, the person or entity that selected the departing member shall select a replacement.

### **OFFICERS**

At its first meeting upon annual appointment of its members, the Nominating Committee shall elect its chair and vice chair.

### **RESPONSIBILITIES**

The following powers and duties are vested in the Nominating Committee:

- To make recommendations regarding nominations for Board officers and Board officer vacancies as provided in the Articles of Association. (A Nominating Committee member may not be a nominee for Board officer.)
- To recommend member representatives for appointment by the Board to the Finance & Budget Committee and the Performance & Engagement Committee, in accordance with the procedures and requirements set forth in the Articles of Association.
- To make recommendations to the Board for appointment to fill any vacancy on the Finance & Budget Committee and the Performance & Engagement Committee, which

vacancy shall be filled in accordance with the procedures and requirements set forth in the Articles of Association.

## **QUORUM**

A quorum for the transaction of Nominating Committee business shall be all six (6) of its members.

## **VOTING**

A majority of those present and voting shall decide any question brought before the meeting.

## **OTHER PROCEDURES & GUIDELINES**

- The Nominating Committee will meet at a time(s) convenient for all members in November. In January, the Committee will present to the Board nominations for Treasurer, Secretary and Vice Chair, and recommendations for appointment to the Finance & Budget Committee and Performance & Engagement Committee. The election of officers and appointment of Committee members will take place at the February Board meeting.
- Any candidate for Board officer or the filling of a Board officer vacancy who receives a majority or tie vote of the Nominating Committee shall be presented to the Board for consideration.
- The incumbent holding the position of Vice Chair automatically becomes the Chair. In the event the incumbent Vice Chair does not assume the position of Chair or in the event of a vacancy in the position of Chair, the procedures and requirements set forth in the Articles of Association shall be followed for any Nominating Committee presentation of nominees to the DRCOG Board.
- With the goal of encouraging broad participation from the DRCOG Board, the Nominating Committee will consider interested Board members for the positions of Treasurer and Secretary to serve one-year terms without regard to an individual's term limit or length of term with their respective jurisdiction board. For the position of Vice Chair, the Nominating Committee will ascertain the ability of the individual nominated for Vice Chair to serve as Chair without interruption due to term limits or elections.
- The Nominating Committee will request a short written statement from all interested Board members stating why he or she wishes to serve as a DRCOG Board officer and why the Nominating Committee should favorably consider them.
- The Nominating Committee will consider the following criteria when evaluating Board members for the positions of Treasurer, Secretary, Vice Chair, and if applicable Chair:

- Commitment to DRCOG’s vision and mission,
  - Substantive experience with DRCOG,
  - Strong willingness to serve, and
  - Capacity to be “ambassadors” for DRCOG and represent the organization as needed and desirable.
- For the position of Vice Chair, the Nominating Committee will consider and present a Board member with substantive past experience as a member of the DRCOG Board that includes serving in the position of Treasurer or Secretary or membership for at least one year on Finance & Budget Committee or the Performance & Engagement Committee. Participation as a member of another standing committee or ad hoc committee also may constitute substantive past experience.

## REGIONAL TRANSPORTATION COMMITTEE

**Type:** Standing Committee  
**Authority:** Memorandum of Agreement between DRCOG, the Colorado Department of Transportation, and the Regional Transportation District, dated July 10, 2001. Modified by the three agencies, June 17, 2008 Revised September 21, 2016

### MEMBERSHIP

Seventeen members as follows:

Denver Regional Council of Governments - Board chair and vice chair, and two designees from the Board, and the Executive Director.

Colorado Department of Transportation - Three metro area Transportation Commissioners and the Executive Director.

Regional Transportation District - Three Board members and the General Manager/CEO.

Regional Air Quality Council – Executive Director

Other Members - Three members representing various transportation planning stakeholders such as freight shippers, private transportation providers, transportation advocacy or business associations, housing agencies, economic development agencies, or federal land management agencies.

The DRCOG Board Chair and Vice Chair shall serve as the Chair and Vice Chair, respectively, of the Regional Transportation Committee.

### APPOINTMENTS

CDOT and RTD shall designate annually in February, in writing to the DRCOG Executive Director, its members and alternates.

Other Members shall be appointed annually by the Committee chair upon unanimous recommendation of the Executive Directors of DRCOG and CDOT and the General Manager of RTD.

### USE OF ALTERNATES

It is the clear goal of the Committee to minimize use of alternates. However, recognizing that there will be times when it is inevitable that members cannot attend, alternates will be allowed on the following basis:

- No more than two staff (members or designated alternates) from each agency can vote on any given issue.
- The appropriate level of staff that can be designated as alternates are:
  - DRCOG: Division Directors
  - CDOT: Regional Transportation Directors or equivalent or above
  - RTD: Senior Managers of planning and development or above
  - RAQC: Air Quality Program Coordinator or equivalent or above
- No alternates are permitted for Other Members

- No proxies are permitted.
- The new Immediate Past Chair of DRCOG shall serve as an alternate until the DRCOG Board acts to designate new alternates after the February Board elections.

## **RESPONSIBILITIES**

Through the Regional Transportation Committee, DRCOG, as the Metropolitan Planning Organization (MPO), administers the urban transportation planning process for the region in accordance with the *Transportation Planning Framework* document and applicable federal regulations. Accordingly, the responsibilities of the Regional Transportation Committee shall include:

- Provide overall direction of current work activities established by the Unified Planning Work Program.
- Review and recommend items to be submitted to the DRCOG Board of Directors, as the MPO policy body, for adoption.
- Recommend plans, programs, documents, and annual endorsements related to surface transportation as outlined in the Memorandum of Agreement. Should the DRCOG Board approve a policy action that differs from the Regional Transportation Committee's recommendation, the action shall be referred back to the Committee for reconsideration.

## **QUORUM**

Twelve members, or designated alternates, including at least two each from among the DRCOG, CDOT, and RTD members or alternates.

## **VOTING**

Twelve affirmative votes are required to carry any motion.

## **OTHER**

The DRCOG Executive Director will convene a meeting with the DRCOG members and alternates prior to regularly scheduled RTC meetings.



## TRANSPORTATION ADVISORY COMMITTEE

**Type:** Standing Committee

**Authority:** Memorandum of Agreement between DRCOG, the Colorado Department of Transportation and the Regional Transportation District adopted July 10, 2001. Board of Directors Action August 15, 2001. Revised July 2008, and September 21, 2016.

### MEMBERSHIP

Transportation Advisory Committee Membership shall include:

- Three local government members representing jurisdictions in each of the following counties: Adams, Arapahoe, Boulder, Douglas, and Jefferson, one of which represents each county, and two representing local jurisdictions within each county.
- One member from Weld County within the MPO boundary.
- Three members from the City and County of Denver and one member from the City and County of Broomfield.
- One local government member from the non-MPO area of the Transportation Planning Region representing Clear Creek and Gilpin Counties.
- Local government representatives shall be public works, transportation, or planning directors, managers, or other senior level staff.
- The Regional Transportation Directors from the Colorado Department of Transportation (CDOT) Regions 1 and 4, or their designee; the Director of CDOT's Division of Transportation Development, or their designee; and the Director of CDOT's Division of Transit and Rail, or their designee.
- The Assistant General Manager for Planning of the Regional Transportation District, or their designee.
- The Director of Transportation Planning and Operations of DRCOG.
- A representative of the Regional Air Quality Council.
- A representative of Via Mobility.
- One representative of the following nine special interests related to transportation planning:
  - environmental
  - freight and goods movement
  - transportation demand management
  - non-motorized transportation
  - aviation
  - business/economic development
  - older adults
  - equity populations (marginalized communities)
  - housing
- In an ex-officio (non-voting) capacity, a representative of the Federal Highway Administration and of the Federal Transit Administration.

## **APPOINTMENT/SELECTION OF MEMBERS AND ALTERNATES**

- Within the DRCOG MPO area (Adams, Arapahoe, Boulder, Broomfield, Denver, Douglas, Jefferson, and SW Weld Counties), the Subregional Transportation Forums shall select local government representatives and alternates.
- The non-MPO representative and alternate shall be selected by recommendation and consensus of the county managers from Clear Creek and Gilpin Counties.
- The special interest representatives shall be nominated by the DRCOG Board Chair and approved by the DRCOG Regional Transportation Committee (RTC) for 2-year terms. Each special interest seat representative will directly select their own alternate.
- The DRCOG Board Chair and RTC shall review TAC membership annually in the second quarter of the calendar year.

## **USE OF ALTERNATES**

It is the clear goal of the Committee to minimize the use of alternates. However, recognizing that there will be times when it is inevitable that members cannot attend, alternates will be allowed on the following basis:

- The member shall be responsible for briefing their alternate in advance on the Committee's format and issues so that the alternate is empowered to act on behalf of their agency or interest.
- The designated alternate will be allowed to vote in the member's place.

## **OFFICERS**

Committee members shall elect a chair and vice chair to serve two-year terms. Elections shall be held during the fourth quarter of odd-numbered years. Whenever a vacancy occurs for either chair or vice chair between regular elections, a special election will be held to fill the vacancy.

## **RESPONSIBILITIES**

To assist the Board of Directors and the Regional Transportation Committee by reviewing the work of the transportation planning process, advising on methods of planning and implementation and working with staff to develop policy options and making recommendations to the Regional Transportation Committee. Specifically, the Committee shall:

- Establish a dialog on regional transportation issues among local government, regional agencies, the state and other transportation stakeholders.
- Review the transportation planning process.
- Provide advice and guidance on methods of planning and implementation.
- Assist in coordinating and facilitating implementation of Metro Vision through the transportation planning process.
- Facilitate coordination of regional plans and programs among local government, regional agencies, and the state.
- Provide advice and recommendations to the Regional Transportation Committee on transportation plans and improvement programs.

## **QUORUM/VOTING**

Twenty voting members, or designated alternates represents a quorum. Twenty affirmative votes are required to carry any action.

## ADVISORY COMMITTEE ON AGING (ACA)

**Type:** Standing Committee

Authority: Older American's Act of 1965, as amended, and the Contract between DRCOG and the Colorado Department of Human Services, State Unit on Aging dated February 8, 1974 and revised as amended.

### MEMBERSHIP

Membership shall include individuals eligible to participate in the program, minority and low-income adults, older individuals, residents of geographically isolated areas, and at least three members of the DRCOG Board who shall be appointed by the DRCOG Chair.

Interested DRCOG Board alternates also may be considered for appointment to the ACA in addition to the minimum Committee membership of three Board members.

Membership on the Committee or changes to membership requires a written request to, and confirmation by, the DRCOG Chair. Membership shall be assessed annually and a member's attendance at ACA meetings will be considered.

It is the goal of the DRCOG Board that (1) at least one-half of the members should be age 60 and older, and (2) include at least one individual from each of the counties served by the Area Agency on Aging (AAA), and (3) include five community at large partner representatives from areas including but not limited to: transportation, lifelong communities, foundations, financial institutions, aging, disability, LGBTQ+, elder rights, and developmental disability. All members are subject to the approval of the DRCOG chair.

Members representing each of the counties served by the AAA shall be recommended for appointment by their respective county council/commission on aging through their respective governing body (board of county commissioners or mayor, as appropriate) and confirmed by the DRCOG Chair. Representation shall proportionately reflect the 60+ population within each county and shall be according to the graph below.

<b>60+ Residents</b>	<b>Number of Representatives</b>
0 – 50,000	2
50,001 – 100,000	3
100,001 and over	4

County population shall be determined using DRCOG's demographic estimates. There will be a maximum of four representatives per county.

### CONFLICT OF INTEREST

Members are expected to be aware of any potential real or perceived conflicts of interest and make them known to the DRCOG AAA Division Director immediately. Members shall abstain from any discussion of, or voting on, any funding issue in which a conflict of interest exists or may arise. Members will be asked to sign a Conflict-of-Interest acknowledgement.

Committee members that are board members or employees of an agency that submit requests for funding are prohibited from taking part in evaluating such requests.

## **OFFICERS**

The ACA elects officers from among the members in June. The term of the office for chair and vice chair is two years, from July 1 through June 30. An individual may serve a third year in the same office with an affirmative vote of the Committee.

In the absence of the chair, the vice chair assumes the role of the chair.

## **EXECUTIVE COMMITTEE**

An Executive Committee is hereby authorized with membership consisting of the AAA Division Director, the ACA Chair and Vice-Chair. The Executive Committee shall set meeting agendas and provide guidance to the AAA Division Director for issues that may arise between ACA meetings. Additional members may be added as deemed necessary by the Executive Committee.

## **RESPONSIBILITIES**

- Represent the needs of persons covered by all programs administered by the AAA.
- Advocate for the enhancement and wellbeing of the region's current and future older adult populations.
- Assist DRCOG staff in assessing the strengths and needs of older adults and their caregivers.
- Assist DRCOG staff in developing and updating the AAA 4-Year Plan; make recommendations concerning the same to the DRCOG Board.
- Assist DRCOG staff in developing policies, procedures, and priorities for planning and funding activities; make recommendations concerning the same to the DRCOG Board.
- Assist DRCOG staff in assessing funding proposals to serve persons covered by all programs administered by the AAA and subject to approval of the DRCOG Board or appropriate Board committee.
- Actively become and remain educated on the issues concerning the aging and their caregivers.
- Serve as an ambassador to the community and to the County Councils on Aging by communicating the purposes, responsibilities, and functions of the AAA.

## **QUORUM**

A quorum shall consist of one-third of the members present at a regularly scheduled ACA meeting or at a special meeting called by the Committee chair.

## **MEETINGS**

The ACA meets monthly and shall be open to the public. Summary minutes shall be taken at Committee meetings and shall be available to the public upon request for review.

The ACA, in consultation with the AAA Division Director, may cancel regular monthly meetings or call for special meetings.

## **SUBCOMMITTEES**

- The ACA, in consultation with DRCOG staff, shall determine the need for subcommittees.
- Duties of subcommittees include making recommendations to the ACA regarding matters pertaining to their specific interest.
- Any ACA member may serve on any of the subcommittees but shall include, whenever possible, at least one member from each county represented.
- Voting is limited to one vote per county.
- Each subcommittee shall appoint a chair and the meeting schedule for the subcommittee shall be determined by the chair and other members in consultation with DRCOG staff.
- All subcommittee activities shall be reported by the subcommittee chair or their designee at the next regular ACA meeting.
- It is the responsibility of the AAA Division Director or designee to develop the monthly agenda. The subcommittee chair may request the agenda be developed in consultation with the subcommittee chair.

**Type:** Ad Hoc Committees

**Authority:** DRCOG Board

## **MEMBERSHIP**

Ad hoc committee membership will comprise at least one-half plus one Board members and alternates. All members will be appointed by the DRCOG Board Chair, who will also designate the ad hoc committee chair. The ad hoc committee will elect the vice chair from among its members. Other elected officials as well as local staff and other stakeholders may be appointed as appropriate.

## **RESPONSIBILITIES**

- The ad hoc committee will have a written charge and/or scope of work that will be approved by the DRCOG Board. The written charge and/or scope will include a timeframe within which to complete work.
- Members may not appoint an alternate to the committee.
- Proceedings are conducted on an informal basis. Committee members only will be seated at the table with distinct seating available for other attendees.
- Each meeting will have an agenda that will be posted on the DRCOG website in advance of the meeting.
- There will be a designated time on the agenda for public comment. If the committee wishes to solicit additional input, it will schedule a specific time and notify all stakeholders of that opportunity.
- The spirit/intent is to reach consensus decisions.
- Staff will keep a general record of meetings, capturing important points of discussion and decision outcomes.

## **QUORUM**

A quorum is one-third the total voting members.

## **VOTING**

A simple majority carries a motion; the chair is a voting member.