

BY LAWS AND STANDARD OPERATING PROCEDURES
SAN LUIS VALLEY REGIONAL HABITAT CONSERVATION PLAN

SECTION I. MEMBERSHIP SELECTION AND APPOINTMENT

- A. **General Requirements:** San Luis Valley Regional Habitat Conservation Plan Steering Committee (Steering Committee) members are designated by their respective entities. To be eligible for appointment to the Steering Committee, a person must: be qualified through education, training, knowledge or experience to give informed and objective advice regarding the purposes for which the San Luis Valley Regional Habitat Conservation Plan was established; have demonstrated experience or knowledge of the geographical area under purview of the Steering Committee; have demonstrated a commitment to collaborate in seeking solutions to a wide spectrum of resource management issues; and, have the ability to represent their designated entity or constituency.

- B. **Appointments:** Steering Committee members must be nominated by their respective entity, and accepted by the Habitat Conservation Plan Administrator (HCPA). New members must be approved by a vote of the other Steering Committee members. Nominations of at-large members representing the general public must be supported by a letter or letters of recommendation.

- C. **Term:** Each Steering Committee Member will serve a two-year term. There is no limit on the number of terms an individual may serve.

- D. **Termination of Service:** The HCPA may, after written notice, terminate the service of a member if, in the judgment of the HCPA such termination is in the public interest. The HCPA may also terminate members if: they no longer meet the requirements under which they were appointed; fail or are unable to participate regularly in Steering Committee work; or, have violated Federal law or the regulations of the Steering Committee. When a member fails to attend a meeting, without good cause or prior authorization from the HCPA, the HCPA will inform the member in writing that his or her service on the Steering Committee could be terminated. When any member fails to attend two consecutive meetings, without good cause or prior authorization from the HCPA, the HCPA or his/her designee may deem that member's position on the Steering Committee to have been vacated. Upon such determination, the HCPA will inform the member in writing that his or her service on the Steering Committee is terminated.

- E. **Vacancies:** Any vacancies on the Steering Committee will be filled by the entity being represented, with the acceptance of the HCPA, for the balance of the vacating member's

term in the same manner in which the original appointment was made.

- F. **Chairperson and Vice-Chairperson:** The Steering Committee will elect its Chair and Vice-Chairperson by majority vote at the first meeting of each calendar year. The vote shall be from voting members present at said meeting and a true majority of the votes (more than 50% of those voting) for a member is necessary to be elected Chairperson or Vice-Chairperson. There is no limit on the number of terms an individual may serve as Chairperson or Vice-Chairperson.

SECTION II. MEETING PROCEDURES

- A. **Open Meetings:** The Steering Committee will meet as required, but it is anticipated the Steering Committee will meet two times per year, with additional meetings or field trips on an as-needed basis. Meetings will be called by the HCPA with the Chair. Meeting will be conducted in accordance with the Colorado Open Meetings Law, §§ 24-6-401 to 402, C.R.S.
- B. **Agenda:** The Steering Committee agendas must be formally approved in advance by the HCPA or his or her designee. The agenda will be distributed to the Steering Committee prior to each meeting and will be published in the manner determined by the Steering Committee in accordance with Colorado law.
- C. **Minutes and Records:** Detailed minutes of each Steering Committee meeting will be kept and will contain: a record of the persons present; a complete and accurate description of matters discussed and conclusions reached; and, copies of all documents received, issued, or approved by the Steering Committee. The accuracy of all minutes will be certified by the Steering Committee Chair Person. Copies of the minutes will be maintained in the office of the District, and will be available for public inspection and copying during regular business hours. Minutes are available online at: www.rgwcd.org.
- D. **Meetings:** The HCPA or designee will attend all meetings of the Steering Committee. Any organization, association, or individual may file a statement with or appear before the Steering Committee regarding topics on the meeting agenda, except that the Chair may require that presentations be reduced to writing and copies be filed with the Committee. Regular Steering Committee business activities will be conducted using standard rules of order.
- E. **Notice:** A notice of each regular meeting of the Steering Committee will be provided by the HCPA in the manner determined by the Steering Committee in accordance with Colorado law. The Steering Committee will meet two times per year, and may schedule additional meetings or field trips on an as-needed basis. The notice sets forth the purpose, time, and a place of the meeting. If it becomes necessary to postpone or cancel a

meeting, a notice will be published in the newspaper serving the geographical area as soon as possible.

F. Voting Procedures:

1. Decision-Making by Consensus: A concerted effort shall be made by the Steering Committee to reach decisions by consensus. Consensus is understood to mean: all Steering Committee members (voting and non-voting members) believe their views on a particular issue have been satisfactorily heard and agree not to block the group's decision on the issue. The goal of consensus is to respect and protect minority opinions on all issues. If objections are not voiced when considering an issue, the consensus is assumed and the issue moves forward. In other cases, one or more individuals might wish to express a minority opinion, which shall be entered into the record, but, with the assent of the individuals who expressed a minority opinion, the item under discussion shall then move forward as if consensus had been reached.

Unless otherwise specified in the by-laws, issues requiring a timely decision will be decided by a simple majority vote of the specified quorum of voting members.

Majority Vote: Issues requiring a timely decision, or issues for which consensus cannot be achieved, the Steering Committee must have a majority of affirmative votes by voting members to pass a recommendation/resolution. The Steering Committee Chair will sign the recommendation or resolution, with an enumeration of votes (for, against, and abstentions). The Chair will submit the recommendation/resolution to the HCPA, within two weeks of signing.

2. Unanimous Vote: If the Steering Committee members develop a recommendation or resolution they think the participants and/or the U.S. Fish and Wildlife Service (USFWS) should consider:
 - a. The recommendation or resolution shall state in the text that the Steering Committee wants the recommendation/resolution forwarded to the participants and/or USFWS.
 - b. The recommendation or resolution must be passed with a unanimous vote.
 - c. The HCPA will then transmit the recommendation or resolution, along with a briefing paper on the subject, to the appropriate person within the USFWS within two weeks of receipt of the signed recommendation or resolution from the Steering Committee Chair.
 - d. All recommendations or resolutions, briefing papers and cover memos will be forwarded by the HCPA to the Commission Chair and Vice Chair at the same time the package is forwarded to the appropriate defined person.

SECTION III. STEERING COMMITTEE ROLES

- A. **Chairperson:** The Chairperson will work with the HCPA to establish priorities, identify issues that must be addressed, determine the level and types of staff and financial support required, and serves as the focal point for the Steering Committee's membership.
- B. **Vice-Chairperson:** The Vice-Chairperson will serve in place of the Chairperson when the Chairperson is unavailable or otherwise unable to perform the required duties. If both the Chairperson and Vice-Chairperson are unavailable at a properly noticed meeting, the Steering Committee members in attendance at the meeting may agree by unanimous consent to appoint a member to act as a temporary chairperson for the duration of that meeting.
- B. **HCPA:** The HCPA serves as the RGWCD's agent for all matters related to the Steering Committee's activities. The HCPA is responsible for providing adequate staff support to the Steering Committee, including performance of the following functions: (1) notifying members of the time and pace for each meeting; (2) maintaining record of all meetings as required by law; (3) maintaining the roll; (4) preparing the minutes of all meetings of the Steering Committee deliberations; (5) attending to official correspondence; (6) maintaining official Steering Committee records and filing all paper work and submissions prepared for or by the Steering Committee; (7) preparing and handling all reports, including the annual report; and, (8) providing the required public notice prior to meetings.

SECTION IV. AMENDING BY LAWS AND STANDARD OPERATING PROCEDURES.

- A. **Supermajority Required:** These By Laws and Standard Operating Procedures can only be amended after proper notice at a regularly scheduled meeting, by a supra-majority vote of more than two-thirds (2/3) of the Steering Committee Members in attendance.
- B. **Notice:** In order to be valid, proper notice to amend these By Laws and Standard Operating Procedures must be sent to each Steering Committee Member with the date and time of the meeting to consider the amendment and a copy of all amendments to be considered at least ten (10) days prior to the meeting at which the Steering Committee will consider the amendment.