

COLORADO BOARD OF VETERANS AFFAIRS BYLAWS

ARTICLE I: Principal Office

The principal office of the Board is the Division of Veterans Affairs, 155 Van Gordon, Suite 210, Denver, CO 80228.

ARTICLE II: Members and Procedures

Section 1 - Appointment and Qualifications

The Governor appoints and the State Senate confirms each member of the Board. An appointee must be a veteran who has been honorably released or separated from the armed forces of the United States of America.

Section 2 - Compensation

Board Members will serve without compensation except for the reimbursement of necessary expenses as provided by law.

Section 3 - Voting Right

Each appointed Board member is entitled to one vote for actions of the Board. Voting by proxy is not allowed.

Section 4 - Voting Procedures

All Board members must vote in person when initiated by the Chair, which is satisfied by a member's physical presence at a meeting or a member's remote participation in a meeting via telephone or video tele-conferencing technology.

Section 5 - Board Meeting Attendance

Attendance at all Board meetings is expected of each member.

Section 6 - Board Member Resignation

Written notice of resignation should be addressed to the Governor's Office of Boards and Commissions with a copy furnished to the Adjutant General and Board Chair. Resignation shall take effect on the date of receipt of such notice or at a later time specified therein.

Acceptance of such resignation shall not be necessary to make the resignation effective.

Section 7 - Board Member Accountability

- a. After a member has had three consecutive unexcused absences from Board meetings, the Board will vote about whether to request the member's voluntary resignation. If, upon receipt of such a request, the member does not voluntarily resign, the Board will vote about whether to recommend to the Governor's Office of Boards and Commissions that the Governor revoke the member's appointment.
- b. A member's failure to disclose a conflict of interest may result in a Board vote about whether to request the member's voluntary resignation. If, upon receipt of such a request, the member does not voluntarily resign, the Board will vote about whether to recommend to the Governor's Office of Boards and Commissions that the Governor revoke the member's appointment.
- c. Any member's service as an Officer of the Board pursuant to Section IV of these Bylaws may be terminated upon the majority vote of a quorum of the Board whenever, in the Board's judgment, the best interests of the Board would be served thereby.

Section 8 - Transfer of Membership

Board membership is not transferable or assignable, and no Board member may participate in any meeting or vote by proxy.

Article III: Meetings of Members

Section 1 - Regular Meetings

- a. All Board meetings are subject to the requirements of Colorado Revised Statutes Sections 24-6-401, *et.seq.*, and 24-72-200.1, *et seq.*, regarding open meetings and open records. Proper public notice of all meetings to include committees and meetings of two or more Board members must be given. Board meetings will be held monthly without any other notice than required by these Bylaws. Regular Board meetings may be held at locations as determined by consensus of the Board and will normally be scheduled on the same day of each month. Board meetings can be scheduled at another time based upon board availability and/or opportunities to meet more veterans across the state.
- b. The Board will annually hold not less than one meeting west of the continental divide, one meeting east of the continental divide outside of the Denver metropolitan area, and one meeting at one of the Colorado State Veterans' Homes. The Board may provide, by resolution, the time and place for holding additional regular meetings with proper public notice.
- c. The Board may, by resolution, cancel, postpone, relocate, or continue any regular Board meeting after providing proper public notice.

Section 2 - Special Meetings

Special meetings may be called at any time, subject to the provisions of the Open Meetings Law, by the Chair or at the request of any three Board members.

Section 3 - Notice of Special Meetings

Notice of any special Board meeting shall be given to Board members and the public at least seven days in advance, except if the Chair determines that the circumstances warrant less than seven days advance notice, in which case at least 24 hours advance notice is all that is required.

Section 4 - Public Meetings

Executive sessions may be held in accordance with the law, at any regular or special board meetings upon the affirmative vote of two-thirds of the number of Board members fixed by statute.

Section 5 - Meeting Order of Business and Rules

The Board may establish the order-of-business and prescribe reasonable rules for the conduct of all Board meetings. The order-of-business at all meetings shall generally follow Robert's Rules of Order, Newly Revised.

Section 6 - Quorum

A quorum for the transaction of public business is a majority of the number of members fixed by statute, which in the Board's case requires four members to be present.

Section 7 - Conflict of Interest

Board members shall not perform any official act where they have a

direct economic benefit or a business or other undertaking in which such action has a direct or substantial financial interest. Where a conflict of interest is present, the member having such conflict shall fully disclose it on the record and shall abstain from any action. Mere membership in an organization need not be a conflict of interest but should be disclosed. Membership and a position of leadership or significant influence in an organization would be perceived as a conflict and will result in the member removing him or herself from the room when issues pertaining to that organization are discussed. Board members will annually update conflict of interest statements and update whenever there is a change to their status or membership in outside organizations. The Board will normally do annual conflict of interest updates, discussion and training at the July meetings and a review again before the Grant Review and Approval Meeting.

Section 8 - Standards of Conduct

The current Governor's Executive Order "Executive Department Code of Ethics" will be a part of these by-laws and attached thereto.

(Reference D 001 99. 01/15/1999 by Governor Bill Owens)

Section 9 - Board Decisions

The act of a majority of the Board present at a meeting at which a quorum is present shall constitute the official act of the Board, unless the act of a greater number is required by statute or these Bylaws. Any decision of the Board that is not unanimous will be recorded in meeting minutes and will reflect the record of each member's vote.

ARTICLE IV: Officers

Section 1 - Officers

Board Officers are Chair, vice Chair, and Secretary.

Section 2 - Chair

The Chair shall preside at all Board meetings. The Chair, subject to Board direction and supervision, will have general and active control of its affairs.

Section 3 - Vice Chair

The Vice Chair shall serve in the absence of the Chair and perform other duties as assigned by the Chair.

Section 4 - Secretary

The board may request a DVA Division staff with the DVA Directors consent to serve as administrative support to the Board Secretary. The Secretary shall keep a full and true record of Board proceedings, preserve at the principal office all books, documents, and papers, and perform such other duties as the Board or Chair may prescribe. The Secretary shall:

- Send out notifications of upcoming meetings.
- Send out notice of agendas with attachments to board members 7 days before the meeting.
- Prepare minutes of the board meetings within two weeks of the board meeting.
- Post online all board meeting minutes in a timely manner at least two weeks after the next monthly meeting.

- Record the Board meeting.
- Prepare documents for signature for the Chair of the Board.
- Assist in determining the location of the meetings in the Colorado counties or cities in cooperation with the board.
- Coordinate the continuing education of the Board.
- Conduct annual training of the board to include statutory mandated information, best practices and expectations of board member.

Section 5 - Officer Vacancies

Board officer vacancies will be filled as the Board may direct by resolution.

Section 6 - Term and Removal

Board officers will be elected at the first regular meeting after June 1 of every odd numbered year. Each officer will hold office until his or her successor has been duly elected and qualified. Any officer elected or appointed may be removed by the Board whenever, in the Board's judgment, the best interest of the Board would be served thereby.

ARTICLE V: Books and Records

Section 1 - Retention of Records

All Board records shall be retained in accordance with any applicable portion of the State Archivist's Records Management Manual, State Government Agencies, Schedule No. 1, Administrative Records, and

these Bylaws. The Board's principal office will be the office of record for all Board records.

Section 2 - Electronic Recordings

An electronic recording shall be made of each Board meeting and retained in the records in accordance with section 1 of this article. In compliance with Colorado Revised Statutes Sections 24-6-402(2)(d.5)(I)(A) and (E), any portion of an otherwise public Board meeting that occurs in an executive session shall be electronically recorded and a copy of the recording must be retained by Board for at least ninety days after the date of the executive session.

Section 3 - Record of Meeting

The official record of any Board meeting is a written document of the minutes of that meeting, which shall be available for review by the public at the Board's principal office. Meeting minutes shall contain: (1) a list of names of any members present at the meeting;

- 1) a brief description of any discussion had about agenda items;
- 2) a description of any motion made during the meeting, whether the motion was seconded,
- 3) and whether the motion passed or failed;
- 4) a description of any public testimony offered at the meeting;
- 5) and if an executive session occurred, the topic of the discussion during the executive session.

Draft minutes of a previous meeting shall be prepared, reviewed, and considered for approval at the following Board meeting. Board minutes will not be released until they are approved by the board.

ARTICLE VI: Reports

Section 1 - Veterans Trust Fund Report

A report evaluating the implementation, programs, grants, or other expenditures of the trust fund will be prepared by the DVA and submitted as part of the Board's Annual Report.

Section 2 - Annual Report to Governor and General Assembly

The Board shall annually submit, through the Adjutant General, a report to the Governor, the Senate and House of Representatives State, Military and Veterans Affairs Committees on the status of all programs providing services to state veterans, including, but not limited to changes to policies, procedures, or laws. The report shall be due to these entities not later than December.

ARTICLE VII - Committees

Section 1 - Committees Formed

The Board Chair shall appoint a Committee Chair and all Committee members. There shall be three standing committees and such other committees as the Chair directs.

Section 2 - Veterans Trust Fund

This will be a standing committee appointed by the Chair. The committee shall prepare a draft Veterans Trust Fund Policy that will include grant review procedures and address all criteria delineated in Colorado Revised Statute Section 28-5-709(5). The committee shall review all applications and recommend to the Board the best qualified applicants and the amount and term of funding for final Board review and vote. The committee or any Grant Specialist who contracts with the Colorado Department of Military and Veterans Affairs shall prepare a draft of the report required by Colorado Revised Statute Section 28-5-709(7) and Article VI, Section 1 of these By-Laws.

Section 3 - Training Review

This will be a standing committee, appointed by the Chair. Bi-annually the committee shall review the program established by the Division of Veteran Affairs for the training and certification of newly appointed county veterans service officers. The committee may recommend to the Board and the Director, Division of Veterans Affairs, modifications to the training program.

Section 4 - Veterans Assistance Grant

This will be a standing committee appointed by the Chair. The Committee shall assist the Adjutant General, in adopting rules for the administration of the program in accordance with Colorado Revised Statute 28-5-712. They shall perform any other such actions as the rules may proscribe.

Section 5 - Non-Board Members of Committees

The Board, by resolution, may invite non-members to serve on committees. Such committee members shall serve at the pleasure of the Board under the direction of the committee chair. All committee members, whether or not a member of the Board, shall enjoy equal voting rights and privileges within the committee. However, non-Board committee members shall have no voting rights on Board decisions.

ARTICLE VI: Amendment to Bylaws

Amendments to Bylaws

Proposed Bylaws changes will be submitted to the Board in writing or

electronically not less than two weeks before any action initiated to change such Bylaws. The Bylaws may be altered, amended, or repealed and new Bylaws may be adopted by a two-thirds Board majority vote.

To Be Updated

The above Bylaws were approved at a regularly scheduled meeting of the Colorado Board of Veterans Affairs on December 13, 2024, by a vote of affirmative, zero negative. These Bylaws were amended at the regular meeting of the Board as prescribed in Article VIII on April 13, 2010, by a unanimous vote, further amended at the regular meeting of the Board on June 12, 2014, by unanimous vote, and subsequently amended at the regular meeting of the Board on April 02, 2021.

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Shelia Scanlon, Chair

Date

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Lacey Golonka, Secretary

Date