

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.