

1 ARTICLES OF ASSOCIATION

2 OF

3 THE DENVER REGIONAL COUNCIL OF GOVERNMENTS

4 As Amended July 16, 2014

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9 ARTICLE I. Organization.

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11 These Articles of Association, hereinafter referred to as the “Articles,” shall constitute the  
12 bylaws of the Denver Regional Council of Governments and shall regulate and govern the  
13 affairs of the nonprofit corporation organized pursuant to the Colorado revised Nonprofit  
14 Corporation Act, Articles 121-137 of Title 7, C.R.S., as amended, as a regional planning  
15 commission pursuant to Section 30-28-105, C.R.S., as amended, and an association of  
16 political subdivisions subject to Section 29-1-401 et seq., C.R.S., as amended, with the  
17 authority granted pursuant to intergovernmental contracting statutes at Section 29-1-201 et  
18 seq., C.R.S., as amended, known as the Denver Regional Council of Governments,  
19 hereinafter referred to as the “Council.”

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21 ARTICLE II. Purpose of the Council.

22  
23 The Council shall promote regional cooperation and coordination among local governments  
24 and between levels of governments, and shall perform regional activities, services and  
25 functions for the Region as authorized by statute. The Council shall serve as a forum where  
26 local officials work together to address the Region’s challenges. The Council shall serve as  
27 an advisory coordinating agency for investigations and studies for improvement of  
28 government and services in the Region, shall disseminate information regarding  
29 comprehensive plans and proposals for the improvement of the Region, and shall promote  
30 general public support for such plans and programs as the Council may endorse.

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32 ARTICLE III. Definitions.

- 33  
34 A. “Chair” means the incumbent holding the position of president of the Council.  
35 “Vice Chair” means the incumbent holding the position as vice president of the  
36 Council.
- 37  
38 B. “Council” means the nonprofit corporation of the Denver Regional Council of  
39 Governments, with the duties and responsibilities specified by statute, which  
40 are to be carried out by the Board of Directors in accordance with the statutory  
41 authority.
- 42  
43 C. “Board of Directors” hereinafter referred to as “Board,” means the body of  
44 designated individual member representatives of municipalities, counties and  
45 city and counties maintaining membership in the Council.
- 46  
47 D. “Member” means a participating county, municipality, or city and county that  
48 meets the requirements for membership in the Council as specified in Article VI.  
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- 1 E. "Member Representative" means the local elected official, or local elected  
2 official alternate, designated in writing by the chief elected official or the  
3 governing body of a member county, municipality, or city and county to  
4 represent that member on the Board as a voting representative.  
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6 F. "Plan" means a regional plan or a comprehensive master plan for the Region as  
7 defined by statute, which Plan is currently denoted as Metro Vision.  
8  
9 G. "Region" means the geographic area composed of the City & County of Denver,  
10 City & County of Broomfield, and the counties of Adams, Arapahoe, Boulder,  
11 Clear Creek, Douglas, Gilpin and Jefferson, and portions of Weld County, and  
12 other counties as may be necessary in the State of Colorado.  
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14 ARTICLE IV. Declaration of Policy.  
15

- 16 A. The Board finds and declares that the need for a Council of Governments is  
17 based on the recognition that, wherever people live in a metropolitan area, they  
18 form a single community and are bound together physically, economically and  
19 socially. It is the policy of this Council of Governments, through its members,  
20 staff, and programs, to provide local public officials with the means of reacting  
21 more effectively to the local and regional challenges of this regional community.  
22  
23 B. The Board finds and declares that the need for a Council of Governments is  
24 based on the recognition that:  
25  
26 1. Plans and decisions made by each local government with respect to land  
27 use, circulation patterns, capital improvements, and so forth, affect the  
28 welfare of neighboring jurisdictions and therefore should be coordinated  
29 on a voluntary basis; and  
30  
31 2. It is imperative for the regional planning process to be directly related to  
32 the elected local government decision and policymakers, the locally  
33 elected public officials.  
34  
35 C. The Board further finds and declares that the people within the Region have a  
36 fundamental interest in the orderly development of the Region.  
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38 D. The Board further finds and declares:  
39  
40 1. That the members have a positive interest in the preparation and  
41 maintenance of a Plan for the benefit of the Region and to serve as a  
42 guide to the political subdivisions and other entities within the Region;  
43  
44 2. That the continuing growth of the Region presents challenges that are  
45 not confined to the boundaries of any single governmental jurisdiction;  
46  
47 3. That the Region, by reason of its numerous governmental jurisdictions,  
48 presents special challenges of development that can be dealt with best  
49 by a regional council of governments that acts as an association of its

1 members and as a regional planning commission created under Section  
2 30-28-105, C.R.S., as amended;

- 3  
4 4. That the Region is well adapted to unified and coordinated consideration,  
5 and;  
6  
7 5. That in order to assure, insofar as possible, the orderly and harmonious  
8 development of the Region, and to provide for the needs of future  
9 generations, it is necessary for the people of the Region to perform  
10 regional activities and functions as defined by statute, and for the Council  
11 to serve as an advisory coordinating agency to harmonize the activities  
12 of federal, state, county and municipal agencies and special purpose  
13 governments/districts concerned with the Region, and to render  
14 assistance and service and create public interest and participation for the  
15 benefit of the Region.  
16

17 **ARTICLE V. Functions.**

- 18  
19 A. The Council shall promote regional coordination and cooperation through  
20 activities designed to:  
21  
22 1. Strengthen local governments and their individual capacities to deal with  
23 local challenges;  
24  
25 2. Serve as a forum to identify, study, and resolve areawide challenges;  
26  
27 3. Develop and formalize regional policies involving areawide challenges;  
28  
29 4. Promote intergovernmental cooperation through such activities as  
30 reciprocal furnishing of services, mutual aid, and parallel action as a  
31 means to resolve local as well as regional challenges;  
32  
33 5. Provide the organizational framework to foster effective communication  
34 and coordination among governmental bodies in the provision of  
35 functions, services, and facilities serving the Region's local governments  
36 or their residents;  
37  
38 6. Serve as a vehicle for the collection and exchange of information of  
39 areawide interest;  
40  
41 7. Develop regional or master plans for the Region;  
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43 8. Serve as spokesperson for local governments on matters of regional and  
44 mutual concern;  
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46 9. Encourage action and implementation of regional plans and policies by  
47 local, state and federal agencies;  
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10. Provide, if requested, mediation in resolving conflicts between members and between members and other parties; and
  11. Provide technical and general assistance to members within its staff and financial capabilities. These services are inclusive of, but not limited to, assistance designed to:
    - a. Identify issues and needs that are regional and beyond the realistic scope of any one local government;
    - b. Compile and prepare, through staff and from members, necessary information concerning the issues and needs for Board discussion and decision;
    - c. Debate and concur in a cooperative and coordinated regional action to meet the need or issue;
    - d. Implement the details of the cooperative action among affected member governments, using such devices as intergovernmental contracts and agreements, parallel ordinances or codes, joint performance of services, transfers or consolidations of functions, or special operating agencies;
    - e. And, in general –
      - (1) arrange contracts among members on an intergovernmental basis;
      - (2) publish reports and current information of regional interest;
      - (3) provide advice and assistance on physical land use planning and other programs;
      - (4) sponsor regional training programs;
      - (5) sponsor, support, or oppose legislation on behalf of the Region and its members.

39 B. The Council shall maintain a regional planning program and process. In  
40 conducting such activities and functions, the Council shall:

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1. Formulate goals and establish policies to guide regional planning;
  2. Be responsible for developing, approving, and implementing a regional Plan through member governments;
  3. Be the approving and contracting agent for all federal and state regional planning grants, as required;

- 1                   4.     Prepare and adopt a Plan and recommend policy for the development of  
2                   the Region and the provision of services in the region. The Plan shall be  
3                   based on careful and comprehensive surveys and studies of existing  
4                   conditions and probable future growth and service needs of the Region.  
5                   The Plan shall be made with the general purpose of guiding coordinated  
6                   and harmonious development that, considering present and future needs  
7                   and resources, will best promote the health, safety, and general welfare  
8                   of the inhabitants of the Region.  
9
- 10                  5.     Perform all planning functions incident to the exercise of the powers and  
11                  duties set forth in Article X; all plans adopted by the Board in connection  
12                  therewith shall constitute portions of the Plan.  
13
- 14                  6.     Exercise such other planning powers and functions as are authorized by  
15                  statutes and the members.  
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17   ARTICLE VI. Membership.  
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- 19           A.     Members. Each municipality, county, and city and county in the Region shall be  
20           eligible to be a member of the Denver Regional Council of Governments.  
21           Membership shall be contingent upon the adoption of these Articles of  
22           Association by the governing body of any such municipality, county, or city and  
23           county, and upon the payment of an annual assessment as agreed upon by the  
24           Board.  
25
- 26           B.     Member Assessment. Each member's annual assessment is determined by the  
27           Board when adopting the annual budget.  
28
- 29           1.     Assessments will be billed as follows, and are due within ninety days of  
30           billing date:  
31
- 32                   a.     Minimum assessment – billed annually.  
33
- 34                   b.     10% or more of the Council's total assessment – billed quarterly.  
35
- 36                   c.     All others – billed semi-annually.  
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- 38           2.     Failure by any member to remit payment of an assessment within ninety  
39           days following billing date shall be grounds for termination of  
40           membership and such member shall be denied voting privileges and any  
41           other rights and privileges granted to members.  
42
- 43                   a.     Not less than fifteen days prior to the termination of membership,  
44                   written notice shall be sent by registered mail informing the  
45                   member of the pending termination and loss of privileges and  
46                   requesting payment by a date certain to avoid termination.  
47
- 48                   b.     A member whose membership has been terminated pursuant to  
49                   Section 2 shall be reinstated at any time during the calendar year

1 in which their membership was terminated, by payment of all  
2 assessments then currently due and owing.

- 3  
4 C. Member Representatives. Except as provided herein, only a local elected  
5 official of a member may be designated a member representative, and each  
6 member representative may have a designated elected alternate, as follows:  
7
- 8 1. One county commissioner and an alternate commissioner from each  
9 county, designated by the board of county commissioners.
  - 10  
11 2. The mayor or one member of the governing body, and a similarly elected  
12 alternate, of each municipality and of the City and County of Broomfield,  
13 designated by said mayor or governing body, and  
14
  - 15 3. Two representatives of Denver:  
16  
17 a. The mayor or, as the mayor's designee, any officer, elected or  
18 appointed, of the City & County of Denver and an alternate  
19 similarly designated, and  
20  
21 b. One city council member of the City and County of Denver and an  
22 alternate council member designated by said council or its  
23 president.  
24
- 25 D. Term of Office. Member representatives shall serve until replaced, but shall  
26 hold such office and have Board privileges only during their terms as local  
27 elected officials, or an appointed official, if applicable, in the case of the  
28 alternate for the mayor of the City and County of Denver.  
29
- 30 E. Non-voting Membership. The State of Colorado shall have three (3) non-voting  
31 members on the Board, appointed by the Governor, one of which shall be a  
32 representative of the Colorado Department of Transportation (either the  
33 Executive Director or a member of senior management). The Regional  
34 Transportation District shall have one non-voting member on the Board, to be  
35 appointed by the General Manager of the organization. The General Manager  
36 may appoint themselves to the Board, or they may designate a member of their  
37 senior staff.  
38
- 39 F. Vacancies. Any vacancy shall be filled in the same manner as is provided for  
40 the original designation.  
41
- 42 G. Receipt of Documents. Each member representative shall receive notice and  
43 minutes of meetings, a copy of each report and any other information or  
44 material issued by the Council.  
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- 46 H. Other Membership Categories. The Council may establish other categories of  
47 membership appropriate to carrying out the provisions of this Article.  
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ARTICLE VII. Board Officers.

A. Number and Title of Board Officers. The officers shall be Chair, Vice Chair, Secretary, Treasurer, and Immediate Past Chair, all of whom shall be member representatives, and the Executive Director.

B. Duties of Board Officers.

1. Chair. The Chair shall preside at all meetings of the Board and shall be the chief officer of the Council in all matters acting as president.
2. Vice Chair. The Vice Chair shall exercise the functions of the Chair in the Chair's absence or incapacity acting in the capacity as vice president.
3. Secretary. The Secretary shall exercise the functions of the Vice Chair in the absence or incapacity of the Vice Chair and shall perform such other duties as may be consistent with this office or as may be required by the Chair.
4. Treasurer. The Treasurer shall exercise the functions of the Secretary in the absence or incapacity of the Secretary and shall perform such other duties as may be consistent with this office or as may be required by the Chair.
5. Immediate Past Chair. The Immediate Past Chair, who shall be the most recent past chair serving on the Board, shall exercise the duties of the Chair in the absence or incapacity of the Chair, Vice Chair, Secretary, and Treasurer.
6. Executive Director. The Executive Director shall exercise the functions of the Chief Administrative Officer of the Council and shall be empowered to execute official instruments of the Council as authorized by the Administrative Committee or Board.

C. Election of Board Officers.

1. Officer and Terms. The Vice Chair, Secretary, and Treasurer shall be elected by the Board at the February meeting of each year. Except as provided in Article VII D.3, the incumbent holding the position of Vice Chair shall automatically assume the position of Chair. However, if the Vice Chair is unable to assume the position of Chair, the Board shall elect a Chair at the applicable February meeting. A notice of election of officers shall appear on the agenda. Each officer shall serve a one-year term, or until the next election of officers and his/her successor is elected, so long as the jurisdiction he/she represents is a member of the Council, and he/she remains that member's official member representative on the Board.

1                   2.     Nominating Committee for Board Officers and Additional Administrative  
2                   Committee Representation.  
3

4                   a.     A nominating committee of six (6) member representatives shall  
5                   be appointed in November of each year; the Administrative  
6                   Committee shall appoint two (2), the Chair of the Board shall  
7                   appoint two (2), and the Board shall appoint two (2).  
8

9                   b.     At the January meeting of each year, the nominating committee  
10                  shall present to the Board nominations for officers and for the  
11                  three (3) additional Administrative Committee members provided  
12                  for in Article VIII, A.4 to be elected at the February meeting.  
13

14                  c.     Nominations may be made from the floor, provided that the  
15                  consent of each nominee is obtained in advance.  
16

17                  D.     Board Officer Vacancies. If the Chair, Vice Chair, Secretary, Treasurer, or any  
18                  of the three (3) additional Administrative Committee members provided for in  
19                  Article VIII, A.4. resigns or ceases to be a member representative, a vacancy  
20                  shall exist and shall be filled for the remainder of the term by:  
21

22                  1.     Appointment by a majority of the remaining Board officers of a member  
23                  representative to fill the vacancy; or  
24

25                  2.     Creation of a nominating committee to present to the Board at least one  
26                  nominee to fill the vacancy if called for by a majority of the remaining  
27                  Board officers. The procedure for the creation and duties of the  
28                  nominating committee shall be as follows:  
29

30                  a.     A nominating committee of six (6) member representatives shall  
31                  be appointed as soon as practicable after the vacancy occurs; the  
32                  Administrative Committee shall appoint two (2), the Chair of the  
33                  Board shall appoint two (2), and the Board shall appoint two (2).  
34

35                  b.     No later than the meeting held on the month following the month  
36                  in which the nominating committee was appointed, the  
37                  nominating committee shall present to the Board at least one  
38                  nominee for an officer to be elected by the Board at that meeting  
39                  to fill such vacancy.  
40

41                  c.     Nominations may be made from the floor, provided that the  
42                  consent of each nominee is obtained in advance.  
43

44                  3.     In the event the remaining Board officers appoint the incumbent Vice  
45                  Chair to fill a vacancy in the position of Chair pursuant to D.1 of this  
46                  Article VII, the Vice Chair so appointed shall serve the remainder of the  
47                  term for such vacancy and shall thereafter automatically retain the  
48                  position of Chair for an additional one-year term, subject to other  
49                  requirements for holding such position.



- 1 ARTICLE VIII. Administrative Committee.  
2  
3 A. Membership on the Administrative Committee. The administrative  
4 business of the Council shall be managed by an Administrative  
5 Committee consisting of member representatives herein designated:  
6  
7 1. One member representative of each elected board of county  
8 commissioners and each city council, provided each such county  
9 and city contains a population of 120,000 or more as estimated by  
10 the U.S. Census, the Council, or the State Demographer.  
11  
12 2. The Mayor or, as the Mayor's designee, any elected or appointed  
13 officer of the City and County of Denver who is designated as the  
14 member representative to the Board; and  
15  
16 3. The Chair, Vice Chair, Secretary, Treasurer and Immediate Past  
17 Chair of the Board; where the Chair, Vice Chair, Secretary,  
18 Treasurer, and Immediate Past Chair are previously included in  
19 (1) or (2) of this section, the Board shall designate a member  
20 representative of a county, municipality or city and county not  
21 previously included in A.1. or A.2. of this Article VIII.  
22  
23 4. Three additional member representatives elected by the Board to  
24 serve one-year terms.  
25  
26 B. Election of Administrative Committee Officers. The Chair and Vice Chair  
27 of the Administrative Committee shall be elected by the Administrative  
28 Committee at its first meeting following election of Board officers and to  
29 serve until the next election of officers.  
30  
31 C. Powers and Duties. The power to authorize the expenditure of funds, to  
32 enter into contracts, and to execute official instruments shall be vested in  
33 the Administrative Committee. The Administrative Committee shall have  
34 power and authority to compensate member representatives for  
35 expenses incurred in attending to the proper business of the Council.  
36 The Administrative Committee shall have such other powers, duties, and  
37 functions as may be authorized by the Board. The Administrative  
38 Committee shall exercise certain functions related to the staff and work  
39 program as described in Article XI, and shall be responsible for executing  
40 an employment contract with the Executive Director.  
41  
42 D. Meetings of the Administrative Committee. The Administrative  
43 Committee shall meet every month and may hold special meetings at the  
44 call of its Chair or by request of at least three member representatives on  
45 the Administrative Committee. The Chair, in consultation with the  
46 Executive Director, may cancel a meeting if there are no action items for  
47 the Committee's consideration. Members of the Administrative  
48 Committee may attend meetings of the Committee by telephone in  
49 accordance with written policies adopted by the Committee, which

1 policies shall define the circumstances under which attendance by  
2 telephone shall be permitted.

3  
4 E. Quorum. A quorum for the transaction of Administrative Committee  
5 business shall be one-third (1/3) of its members.

6  
7 F. Voting. A majority of those present and voting shall decide any question  
8 brought before the meeting. The Administrative Committee Chair shall  
9 vote as a member of the Committee.

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12 ARTICLE IX. Meetings of the Board.

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14 A. Frequency. The Board shall meet at least quarterly and may hold  
15 special meetings at the call of the Chair, or by request of at least three  
16 member representatives.

17  
18 B. Notice. Notice of meetings shall be given by E-mail, fax or telephone,  
19 made at least two days in advance of the meeting, or by first class mail,  
20 post-marked at least five days in advance of the meeting.

21  
22 C. Agenda. Any member representative shall have the right to request of  
23 the officers the addition of any matter to the agenda of any Board  
24 meeting fifteen days in advance of the meeting, or by consent of a  
25 majority of the member representatives at the meeting.

26  
27 D. Record of Meetings. The Board shall keep records of all its meetings.  
28 The meeting records shall be public records available for inspection by  
29 any interested person at reasonable times during regular office hours.

30  
31 E. Open Meetings. All meetings of the Board shall be open to the public,  
32 except as provided otherwise by state statutes.

33  
34 F. General Board of Directors Procedural Provision.

35  
36 1. Quorum. A quorum for the transaction of Board business shall be  
37 one-third (1/3) of the member representatives.

38  
39 2. Voting.

40  
41 a. Regular. Only member representatives or alternates shall  
42 have voting privileges. Such privileges shall be exercised  
43 personally and voting by proxy is not permitted. The vote  
44 of a majority of the member representatives present and  
45 voting shall decide any question except as otherwise  
46 provided in these Articles. The Chair shall vote as a  
47 member representative.

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b. Weighted.

(1) Upon the specific request of any member representative, whether seconded or not, a weighted vote must be taken in compliance with the weighted vote resolution in effect at the time of the request.

(2) Denver Allotment. In any weighted vote, the Mayor of the City and County of Denver, or the Mayor's alternate, is authorized to cast two-thirds (2/3) of the total vote allotted to the City and County of Denver and the member representative designated by the City Council of the City and County of Denver or its President is authorized to cast one-third (1/3) of the total vote allotted to the City and County of Denver.

(3) Plans and Articles of Association. Adoption and amendment of plans pursuant to statute and amending the Articles of Association shall be accomplished without the use of the weighted voting system.

c. Plan Adoption and Amendment. An affirmative vote of a majority of member representatives shall be required for the adoption or amendment of the Plan, or portion thereof, in accordance with Article X.

d. Amendment of Articles of Association. An affirmative vote of a majority of member representatives shall be required for the amendment of these Articles, in accordance with Article XIV.

e. Positions Taken On Ballot Measures And Legislative Issues.

(1) An affirmative vote of a majority of member representatives shall be required to adopt a resolution taking a position on any ballot measure.

(2) An affirmative vote of two-thirds (2/3) of members present and voting shall be required to take a position on any legislative issue.

f. Mail Vote. The Chair shall, on the Chair's own initiative, or when so directed by the Board, declare that action on any motion or resolution, including plan adoption or amendment and amendment of the Articles of Association, shall be taken by certified mail vote of member representatives or their alternates, or if neither has been appointed by a

1 member, its chief elected official may vote instead.  
2 Certified mail votes shall be returned by the next regular  
3 Board meeting, and any action becomes effective on the  
4 date the Chair certifies the results to the Board.  
5

- 6 2. Rules of Order. Except as otherwise required by these Articles,  
7 the rules of order of the Council shall be in accordance with the  
8 latest edition of Robert's Rules of Order, Revised.  
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10 ARTICLE X. Powers and Duties.  
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- 12 A. Regional Plan. The Council shall prepare, maintain and regularly review  
13 and revise a Plan for the Region. In preparing, maintaining, reviewing  
14 and revising the Plan, the Council shall seek to harmonize the master or  
15 general comprehensive plans of municipalities, counties, cities and  
16 counties, and other public and private agencies within or adjacent to the  
17 Region. The Council shall seek the cooperation and advice of  
18 municipalities, counties, cities and counties, state and federal agencies,  
19 organizations and individuals interested in the functions of the Council.  
20 The Plan may consist of such plans, elements and provisions as required  
21 or authorized by statute or the members.  
22
- 23 B. Plan Adoption. The Board may adopt the Plan or portions thereof, or  
24 amendments or additions thereto, by a majority vote of member  
25 representatives. Adoption of the Plan or portions thereof shall be  
26 preceded by notice and public hearing as required by statute. Action by  
27 the Board on the Plan or any amendments thereof shall be recorded in  
28 the minutes of the Board meeting and as otherwise required by statute.  
29
- 30 C. Certification of Plan. To the extent required by statute, the Council shall  
31 certify copies of the adopted Plan, or portion thereof, or amendment or  
32 addition thereto, to the board of county commissioners and planning  
33 commission of each county and the governing body and planning  
34 commission of each municipality lying wholly or partly within the Region.  
35
- 36 D. Review of Local Plan Referrals. The Council shall review all matters  
37 referred to it in accordance with law. The Council may review local laws,  
38 procedures, policies, and developments, including any new or changed  
39 land use plans, zoning codes, sign codes, urban renewal projects,  
40 proposed public facilities, or other planning functions that clearly affect  
41 two or more local governmental units, or that affect the Region as a  
42 whole, or that are subjects of primary responsibility for the Council.  
43 Within thirty days after receipt of any referred case, the Council shall  
44 report to the concerned commission or body. An extension of time may  
45 be mutually agreed upon.  
46
- 47 E. Metropolitan Planning Organization. As may be authorized or required  
48 by federal and state law, the Council shall serve as the metropolitan  
49 planning agency (MPO) for the area and shall exercise such powers and

1 perform such functions as are required or authorized by statute in  
2 connection therewith.

3  
4 F. Area Agency on Aging. As may be authorized or required by federal and  
5 state law, the Council shall serve as the Area Agency on Aging (AAA) for  
6 such planning and service areas as are designated to it, and shall  
7 exercise such powers and perform such functions as are required or  
8 authorized by statute in connection therewith. The Council shall be the  
9 approving and contracting agent for distribution of Older Americans Act  
10 funds and other aging services federal and state funds and grants, as  
11 authorized.

12  
13 G. Other Activities, Services and Functions. The Council shall undertake  
14 and perform such other activities, services or functions as are authorized  
15 to it by its members or as are designated to it by federal or state law,  
16 consistent with its purposes and in service and support of its member  
17 governments.

18  
19 H. Committees. The Board may establish committees of the Board and  
20 advisory committees to the Board as necessary, and the Chair of the  
21 Board, except as otherwise provided by the Board, shall appoint the  
22 membership of these committees.

23  
24 I. Cooperation with Others. The Council may promote and encourage  
25 regional understanding and cooperation through sponsorship and  
26 participation in public or private meetings, through publications, or  
27 through any other medium. The Council may offer its facilities and  
28 services to assist in the solution and mediation of issues involving two or  
29 more political jurisdictions.

30  
31 J. Functional Review. The Council may study and review the nature,  
32 scope, and organization under which the functions of the Council may  
33 best be carried on, and report to federal, state, and local jurisdictions,  
34 and agencies thereof, on ways to improve proposals concerning  
35 legislation, regulations, and other actions taken for the effectuation of the  
36 provisions of these Articles.

37  
38 K. Coordination of Research. The Council may make recommendations to  
39 legislative bodies, planning commissions, and other organizations and  
40 agencies within the Region for the coordination of research, collection of  
41 data, improvement of standards, or any other matter related to the  
42 activities of the Council.

43  
44 L. Contracts. The Council may contract for any service necessary or  
45 convenient for carrying out the purposes of the Council.

46  
47 M. Real Property. As provided in the Council's Articles of Incorporation, the  
48 Council shall have all the powers granted to nonprofit corporations by

1 Articles 121 through 137 of Title 7, C.R.S., as amended, but the Board  
2 reserves final approval of the acquisition and disposition of real property.  
3

4 ARTICLE XI. Council Executive Director.  
5

- 6 A. The Board after receiving a recommendation of the Administrative  
7 Committee and by the affirmative vote of a majority of member  
8 representatives shall appoint an Executive Director hereinafter referred to  
9 as the "Director," who shall serve at the pleasure of the Board. The Board  
10 shall establish a performance evaluation process for the Executive Director.  
11
- 12 B. The Director shall be the Chief Administrative Officer and authorized  
13 recording officer of the Council. The Director shall administer and  
14 execute all other functions and duties determined by the Board, including  
15 but not limited to the following:  
16
- 17 1. Appointment, removal, compensation and establishment of the  
18 number and duties of the Council staff;  
19
  - 20 2. Establish and implement policies and procedures for the efficient  
21 administration of personnel matters;  
22
  - 23 3. Serve, or designate personnel to serve, as recording secretary of  
24 the Council and be responsible for preparing and maintaining all  
25 records and information required by law to be kept by nonprofit  
26 corporations, including those records required to be kept by  
27 Section 7-136-101, C.R.S., and for authenticating the records of  
28 the Council;  
29
  - 30 4. Designate personnel to provide staff services to committees; and  
31
  - 32 5. Serve as registered agent for the Council and register as such  
33 with the Colorado Secretary of State.  
34

35 ARTICLE XII. Filing of Local Reports.  
36

37 To facilitate planning and development of the Region, all legislative bodies, planning  
38 agencies, and others within the Region are requested to file with the Council all public plans,  
39 maps, reports, regulations and other documents, as well as amendments and revisions  
40 thereto, that clearly affect two or more local government units, or that affect the Region as a  
41 whole, or that are subjects or primary responsibility for the Council.  
42

43 ARTICLE XIII. Financial Provisions.  
44

- 45 A. Budget Submission to the Administrative Committee. Each year, no later than  
46 the regular October meeting of the Administrative Committee, the Director shall  
47 submit an estimate of the budget required for the operation of the Council  
48 during the ensuing calendar year.  
49

1 B. Budget Approval by the Board. Each year, no later than the regular November  
2 meeting of the Board, the budget approved by the Administrative Committee  
3 shall be presented for approval by the Board. The funds required from each  
4 member in the Region shall be apportioned as determined by the Board in the  
5 approved budget.  
6

7 C. Contract and Other Funds. The Council is specifically empowered to contract  
8 or otherwise participate in and to accept grants, funds, gifts, or services from  
9 any federal, state, or local government or its agencies or instrumentality thereof,  
10 and from private and civic sources, and to expend funds received therefrom,  
11 under provisions as may be required of and agreed on by the Council, in  
12 connection with any program or purpose for which the Council exists.  
13

14 D. Records and Audit. The Council shall arrange for a systematic and continuous  
15 recordation of its financial affairs and transactions and shall obtain an annual  
16 audit of its financial transactions and expenditures.  
17

18  
19 ARTICLE XIV. Adoption and Amendment of Articles of Association.  
20

21 A. The Articles shall become effective upon their adoption by the boards of county  
22 commissioners, and the governing body of any municipality or city and county  
23 within or adjacent to the Region desiring to participate in the Council activities.  
24

25 B. These Articles may be amended at any regular meeting of the Board by an  
26 affirmative vote of a majority of the member representatives, provided that at  
27 least one week's notice in writing be given to all member representatives setting  
28 forth such amendment. These Articles may also be amended by an affirmative  
29 vote of a majority of member representatives obtained through a certified mail  
30 vote in accordance with Article IX, E.2.e when so directed by the Board or on  
31 the initiative of the Board Chair.

## AMENDMENT HISTORY

- AMENDED July 19, 1966. Provided for local elected official representation.
- AMENDED April 18, 1967. General assembly representation added. Policy Advisory Committee created.
- AMENDED July 18, 1967. Quorum changed from 1/2 to 1/3.
- AMENDED April 15, 1968. (Effective July 1, 1968) Name changed to “Denver Regional Council of Governments”
- AMENDED December 17, 1968. Changed election date to first meeting in year. Added municipal representation of Executive Committee.
- AMENDED March 25, 1970. Provided for membership on Executive Committee by either the mayor of the City and County of Denver or the deputy mayor.
- EXTENSIVELY AMENDED February 16, 1972. Incorporated the changes of the Committee on Structure and Organization. See S & O Report.
- AMENDED November 15, 1972. (effective January 1, 1973) Provided for a weighted voting formula for the participating membership.
- AMENDED May 16, 1973. Incorporated a section regarding members which are delinquent in payment of annual assessments.
- AMENDED January 16, 1974. Included the Counties of Clear Creek, Douglas and Gilpin on the Executive Committee, provided each such county contained a population of 120,000 or more.
- AMENDED June 18, 1974. Clarified the section on officers and their election, and provided for a nominating committee for election of officers each year.
- AMENDED January 19, 1977. Added three non-voting members, to be named by the Governor, to the full Board as outlined in the Metropolitan Planning Organization Memorandum of Agreement.
- AMENDED August 3, 1977. (through mail ballot) Increase the membership on the DRCOG Executive Committee from 6 to 8 by adding the Vice Chairman and Secretary-Treasurer of the Board to the Executive Committee membership.



- AMENDED December 19, 1979. Made the Immediate Past Chairman of the Board an officer of the Board, and by virtue of being a Board officer, the Immediate Past Chairman would also be a member of the Executive Committee. This increased the Board officers from 4 to 5 and the Executive Committee from 8 to 9.
- AMENDED December 16, 1981. Changed the name of the policymaking body from “Council” to “Board of Directors”; Provided definitions of Council, Board of Directors, member, and member representative; Provided for Executive Committee alternates; Provided clarification and modification of certain agency procedures; and made extensive editorial changes.
- AMENDED June 22, 1983. Changed the structure of DRCOG from an unincorporated association to a nonprofit corporation, designated officers of the corporation, and provided for Board approval of real property transactions.
- AMENDED March 19, 1986. Changed to provide for election of Executive Committee officers at the first meeting following election of Board officers.
- AMENDED February 15, 1989. Expanded Executive Committee membership from 9 to 12 members with the three new members elected by the Board; provided for Board designation of a member representative of a county or a municipality to the Executive Committee in instances where the officers of the Board are already included as members of that Committee.
- AMENDED July 17, 1991. Provided the Mayor of Denver with a designee and an alternate to the Board; added a process for filling Executive Committee vacancies; changed the Mayor of Denver’s alternate on the Executive Committee from the Deputy Mayor to the Mayor’s designated representative to the Board; clarified the powers and duties of the Executive Committee regarding personnel matters and the Executive Director; revised the process for certification of adopted plans; and made extensive editorial changes to conform to statutory language.
- AMENDED June 17, 1998. Made technical changes in accordance with the newly adopted Colorado Revised Nonprofit Corporation Act regarding notice of meetings, termination of membership, and responsibilities for record keeping.
- AMENDED July 21, 1999. Revised to provide membership on the Executive Committee for counties with 120,000 or more estimated by either the U.S. Census, the Council or the state demographer.
- AMENDED April 18, 2001. Revised to change the Executive Committee name to Administrative Committee and provide membership on the Administrative Committee for each county and city containing a population of 120,000 or more.

- AMENDED January 15, 2003. Revised to split the Board Officer position of Secretary-Treasurer, creating the positions of Secretary and Treasurer, thus expanding the Administrative Committee membership, and to recognize the City and County of Broomfield.
- AMENDED February 19, 2003. Revised Board and Administrative Committee officer terms and revised Administrative Committee quorum.
- AMENDED November 19, 2008. Added voting requirements for taking positions on ballot measures and legislative issues.
- AMENDED May 20, 2009. Editorial revisions addressing superfluous and/or outdated items, items requiring clarification and/or elaboration, and items requiring updating as a result of the inclusion of Southwest Weld County communities.
- AMENDED July 21, 2010. Amended Section VII.C.1., to revise the procedure for election of Chair, and VII.C.2, to revise the number of members of the nominating committee.
- AMENDED April 20, 2011. Amended Section X, to remove reference to Water Quality Planning and reorder following lettered sections. Amended Section XIII, to revise the month that the budget will be provided to the Administrative Committee and Board for approval.
- AMENDED January 18, 2012. Amended Article VIII D to add language related to telephonic participation at Administrative Committee meetings.
- AMENDED May 15, 2013. Amended Article VI.E, to stipulate that the State of Colorado shall have three (3) non-voting members on the Board, appointed by the Governor, one of which shall be a representative of the Colorado Department of Transportation (either the Executive Director or a member of senior management), and the Regional Transportation District shall have one non-voting member on the Board, to be appointed by the General Manager of the organization. The General Manager may appoint themselves to the Board, or they may designate a member of their senior staff.
- AMENDED July 16, 2014. Amended Article VII C.1 and add VII D.3 to address a vacancy at Chair created when a Chair resigns mid-term. The amendment allows the incumbent Vice Chair to be appointed to serve the remainder of the term vacated, as well as serving their own full-year term.