

RESOLUTION NO. 2016-13
ESTABLISHING THE SILVERTHORNE ARTS AND CULTURE ADVISORY
BOARD AND ADOPTING GOALS AND PROCEDURES THEREOF

WHEREAS, the Silverthorne Town Council has determined that the establishment of an advisory board for the purpose of reviewing issues and making recommendations to the Council on matters related to arts and culture will promote the welfare of the community by involving citizens in town arts and culture issues;

WHEREAS, the Town of Silverthorne has general police power authority and home rule charter authority to establish boards; and,

WHEREAS, the Silverthorne Town Council finds that the establishment of the Silverthorne Arts and Culture Advisory Board will promote arts and culture in Silverthorne and its reputation as a regional arts and culture destination;

NOW, THEREFORE, BE IT RESOLVED BY THE SILVERTHORNE TOWN COUNCIL, the following:

SECTION 1. BOARD ESTABLISHED

An arts and culture advisory board is hereby established by the Silverthorne Town Council (hereinafter referred to as "Board" in these rules of procedure).

SECTION 2. PURPOSE

The Board shall drive the Town's efforts in implementing the Arts and Culture Strategic Plan and review matters related to arts and culture in the Silverthorne regional community. The Board may also, with specific approval of the Town Council, establish a non-profit entity to assist in the performance of its responsibilities.

SECTION 3. DUTIES

- A. The Board shall meet at least monthly and shall meet more often as may be required to perform the duties herein.
- B. The Board shall act as an advisory board to the Council.
- C. The Board shall initiate, review and make recommendations to the Council, staff and other boards, committees, commissions or entities as desired on matters related to arts and culture.
- D. Decision making protocols will include consultation and communication with Community Development, Public Works and the Recreation and Culture departments to ensure arts and culture are considered and more fully integrated in the Town's plans and planning processes.
- E. The Board shall promote the dissemination of information and solicit input from persons and groups interested in art and culture in the Silverthorne region.

- F. The Board shall submit reports as required by Council, hold public meetings as may be required and perform such other duties as the Town Council may require.
- G. The Board shall review and provide recommendations of any amendments to the rules and procedures contained in this Resolution.
- H. The Board members shall follow all laws and procedures governing the Town.
- I. The Board members will at all times in the performance of their assigned duties adhere to the Town's ethics code and conduct themselves as positive representatives of the Town.

SECTION 4. BOARD MEMBERS, TERM, QUALIFICATIONS

- A. There shall be a minimum of 3 and a maximum of 5 members of the Board who shall be appointed by Council. Two of these members will be Town Council representatives, as outlined in the Arts and Culture Strategic Plan.
- B. The term of board members shall be three years. Board members may be reappointed to the Board for consecutive terms.
- C. The term of Board members shall be staggered. The initial three members shall be designated by lot for term duration as follows: 1 member for 3 years, 1 member for 2 years and 1 member for 1 year. Additional members shall be appointed for staggered terms such that approximately one third of the board membership terms expire each year.
- D. Residents of the Town of Silverthorne and residents outside the Town of Silverthorne may be Board members; however, a majority of the Board shall always be comprised of residents of the Town of Silverthorne.
- E. The Council may appoint Ex Officio members to the Board who shall not have any voting rights and shall not count toward a quorum.
- F. The Board may at its discretion establish ad hoc working groups to work on specific projects or tasks. Members of ad hoc working groups are not members of the Board and need not be appointed by Council.
- G. All members of the Board and its ad hoc working groups shall be covered under the Town's liability insurance program while acting within the scope of their assigned duties.

SECTION 5. BOARD MEMBER RESIGNATION, EXPIRATION, REMOVAL AND VACANCY

- A. Any member of the Board may resign by providing written notice to the Chairperson of the Board of such resignation.
- B. Board members serve at the pleasure of the Council and may be removed with or without cause. Council shall provide at a hearing at a regular Council meeting and at least 14 days written notice of such hearing to a Board member prior to taking any action to remove a Board member.

Board members may be removed only by an affirmative vote of four Council members (not including the Mayor). Cause for removal may include, but is not limited to inability to fulfill membership responsibilities, including adhering to the Town's ethics code and being a positive representative of the Town; three unexcused absences during a calendar year; conflict of interest; inefficiency or obstruction to the purpose and duties of the Board; commission of a felony or acts of moral turpitude; or conduct unbecoming a public official of Silverthorne. Any board member subject to removal shall be provided the opportunity to resign prior to Council taking action to remove such member from the Board.

- C. Any vacancy of the Board, whether through tender of resignation, expiration of term, or removal by Council, shall be filled by Council by appointment at a regular Council meeting after publishing a notice in a local newspaper of such vacancy at least seven (7) days prior to such Council meeting.
- D. A member of the Board who has tendered a written resignation or whose term has expired may continue to serve until Council appoints a replacement.

SECTION 6. OFFICERS

- A. Officers of the Board shall include a Chairperson and a Vice-Chairperson and such other officers as the Board may designate. Officers shall be appointed by the Board.
- B. The Board shall consider the reappointment of existing officers or the appointment of new officers at the first meeting of the calendar year and shall make such appointments as soon as practical at the beginning of each year. The Board shall fill any vacancy by appointment as soon as practical after receiving notification of an officer's resignation. The Vice-Chairperson shall act as the interim Chairperson until the vacancy is filled.
- C. Officers shall serve at the pleasure of the Board and may be removed with or without cause, after receiving written notice and hearing before the Board, by the affirmative vote of a majority of the Board.
- D. The duties of the Chairperson include presiding over all meetings; determining whether member absences are excused; acting as a liaison between the Board and Town Staff, between the Board and Council, and between the Board and the community; attending Council meetings; and submitting reports as required to Council.
- E. The duties of the Vice-Chairperson include performing all duties of the Chairperson in the absence or vacancy of the Chairperson.

SECTION 7. MEETINGS

- A. The Board shall meet at least once monthly. The date, time and place of regular meeting shall be designated by the Board and may be amended from time to time. All meetings will be open to the public

- B. The Board Chairperson may call a special meeting. A good faith effort shall be made to provide notice of the time, place and date of the special meeting and an agenda of the special meeting to all Board members at least 24 hours prior to a special meeting.
- C. Robert's Rules of Order are adopted and shall govern the conduct of meetings unless suspended by a majority vote of Board members present at a meeting.
- D. A typed agenda shall be prepared for each Board meeting and copies shall be distributed by the Chairperson, or designee, to all members of the Board, the Recreation and Culture Director, the Town Manager, and other appropriate persons, agencies, or Town staff. The agenda should follow the following format: (1) Call to Order/Roll Call; (2) Approval of Minutes; (3) Public Comments; (4) Reports of Officers and Ad Hoc Work Groups; (5) Old Business; (6) New Business; (7) Adjournment.
- E. All actions and recommendations to the Town Council, Town Departments, and other Town commissions or boards shall be communicated to the Town Council through the Town Manager by memorandum, formal report or through summary minutes signed by the Board Chairperson or designated representative.
- F. The Board shall have the power or authority to conduct executive sessions upon an affirmative vote of two thirds of the quorum present, within the restrictions and only for consideration of the matters permitted by the Colorado Open Meetings law, Sec 24-6-402(4),CRS.

SECTION 8. VOTING

- A. A simple majority of the Board members shall constitute a quorum
- B. All Board members except Ex Officio members shall be voting members.
- C. A majority of the voting Board members present shall decide any question brought before the Board.

SECTION 9. STAFF SUPPORT

- A. The Recreation and Culture Director shall be the lead staff contact person with the Board.
- B. Town Staff shall provide administrative support, including: recording and preparing minutes; preparing, circulating, posting and publishing agendas; posting and publishing any required public meeting notices; preparing reports or correspondence under the direction of the Chairperson; preparing an annual calendar of regular meeting dates and forwarding such calendar to the Town Manager; forwarding recommendations for investment in arts and culture opportunities; and forwarding notices of special meetings to the Town Manager.
- C. The Recreation and Culture Director shall provide an orientation for all new Board members appointed to the Board within thirty (30) days after

their formal appointment to the Board. Such orientation shall include, but not be limited to, a review of the enabling resolutions establishing the Board, the rules and procedures in this Resolution, and the Arts and Culture Strategic Plan.

- D. Town Staff shall provide such other administrative support as approved by the Town Manager.

SECTION 10. RELATIONSHIP WITH OTHER ENTITIES

- A. Relationship to Town Council. The Board shall review, recommend, and advise the Town Council on policy matters regarding its area of responsibility. All actions of the Board shall be subject to approval and confirmation of the Town Council. No action of the Board shall relieve the Town Council of its responsibilities or usurp the authority granted to the Town Council. Board conflicts associated with this relationship shall be expeditiously referred in writing to the Council through the Town Manager.
- B. Relationship to Administrative Staff. The Board shall work closely with department directors and the Town Manager. The Board may call upon specific departments to provide information so that the Board can make informed decisions.
- C. Relationships with other Private and Public Agencies. The Board may call upon private and public agencies in order to have adequate information to make decisions and prepare recommendations. Prudence should be practiced so that no action of the Board or its individual members can be interpreted as an official position or action of the Town Council. Conflicts associated with this relationship shall be expeditiously referred in writing to Council through the Town Manager.

SECTION 11. BOARD BUSINESS OUTSIDE OF MEETINGS

- A. Board members may be asked to attend scheduled Town meetings when required to carry out the work of the Board.
- B. At the discretion of the Board Chairperson, Board members may undertake special assignments outside of Board meetings that are required for the efficient dispatch of Board business.
- C. Board members are expected to review all background information in preparation for regular or special meetings or work sessions.

SECTION 12. AMENDMENTS

- A. The rules and procedures contained in this Resolution may be amended or supplemented by Resolution after referral to, and opportunity for comment by, the Board.

READ, APPROVED, AND ADOPTED THIS 27th DAY OF APRIL, 2016.

By: _____

Bruce Butler, Mayor

Attest:

Michele Miller, Town Clerk