

**RULES OF THE  
BRECKENRIDGE SOCIAL EQUITY ADVISORY COMMISSION  
(July 2021)**

Rule 1. Adoption Of Rules; Effective Date. These Rules were adopted by resolution of the Breckenridge Social Equity Advisory Commission on March 1, 2021, amended on July 19, 2021, and became effective upon adoption of the resolution.

Rule 2. Effect Of Rules. These Rules shall govern the operation of the Commission.

Rule 3. Authority. These Rules are adopted as allowed by Resolution 17, Series 2020, Section 8, a resolution creating a temporary advisory commission known as the “Town of Breckenridge Social Equity Advisory Commission”.

Rule 4. Definitions. As used in these Rules, the following words shall have the following meanings:

“**Commission**”        The Breckenridge Social Equity Advisory Commission.

“**Rules**”                These Rules and Regulations of the Commission, as amended from time to time.

“**Staff**”                The staff of the Town of Breckenridge.

Rule 5. Commission Members.

5.1        Members of the Commission. Pursuant to Resolution 17, Series 2020, Section 2, which created the Commission, the Commission consists of not more than nine (9) members who have been appointed by the Town Council. Any member of the Town Council appointed to the Commission counts against the total membership of the Commission.

5.2        Term Limits. Pursuant to Resolution 17, Series 2020, Section 3, member terms are limited to three (s) years, or until the functions and duties of the Commission have been completed and the Commission has been dissolved and terminated by action of the Town Council, whichever shall occur first. In order to obtain staggered terms four (4) of the non-Council members initially appointed shall be three (3) years, and the term of the office of the remaining non-Town Council members initially appointed to the Commission following the adoption of the resolution shall be two (2) years.

5.3        Compensation. Members of the Commission, other than the members who are also members of the Town Council, are entitled to compensation as provided in Section 4, of Resolution 23, amending Resolution 17.

Rule 6. Commission Meetings.

6.1        Regular Meetings. The regular meeting of the Commission shall be held at 9:00

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A.M. in the Breckenridge Town Hall on the 3<sup>rd</sup> Monday of each month; provided, however, that if such day is a legal holiday, the meeting shall be held on a date determined by the Commission. A regular meeting may be held at any other convenient time or place with the consent of the Commission. Notice of a regular meeting, including specific agenda information where possible, shall be posted in the place designated in Rule 10.3 not less than twenty-four (24) hours prior to the holding of the meeting.

6.2 Special Meetings. Special meetings of the Commission shall be called by the Recording Secretary upon: (i) the written request of the Chair, (ii) the written request of any three (3) members of the Commission, (iii) the written request of the Staff, or (iv) an announcement of a future special meeting at regular or special meeting. Unless announced at a regular or special meeting, at least twenty-four (24) hours' advance notice, written or oral, of a special meeting shall be given to each member of the Commission. Notice of a special meeting shall also be posted in the place designated in Rule 10.3 at least twenty-four (24) hours in advance of the special meeting. The advance notice to the Commission members shall set forth the date, hour, place and purpose of such meeting. Any Commission member may waive the requirement of notice of a special meeting, and attendance at a special meeting shall constitute a waiver of the requirement of advance notice of such meeting. No business shall be conducted at a special meeting of the Commission unless the same has been stated in the notice of such meeting; except that any business which may lawfully come before a regular meeting of the Commission may be transacted at a special meeting if a majority of the quorum present consent thereto.

6.3 Executive Sessions. Meetings of the Commission are subject to the provisions of the Colorado Open Meetings Act, Part 4 of Article 6 of Title 24, C.R.S. All regular and special meetings of the Commission shall be open to the public. Closing a portion of any meeting to the public shall only occur in those rare instances where the Commission has need to discuss a matter for which an executive session is allowed under the Colorado Open Meetings Act. The Commission, by consent of two-thirds (2/3) of the quorum present, may go into executive session for the purpose of considering any of the following matters:

- (1) The purchase, acquisition, lease, transfer, or sale of any real, personal, or other property interest; except that no executive session shall be held for the purpose of concealing the fact that a member of the Commission has a personal interest in such purchase, acquisition, lease, transfer, or sale;
- (2) Conference with an attorney for the Town for the purposes of receiving legal advice on specific legal questions. Mere presence or participation of an attorney at an executive session of the Commission is not sufficient to satisfy the requirements of this Subsection (2);
- (3) Matters required to be kept confidential by federal or state law or rules and regulations. The Commission shall announce the specific citation of the statutes or rules that are the basis for such confidentiality before holding the executive session;

- (4) Specialized details of security arrangements or investigations;
- (5) Determining positions relative to matters that may be subject to negotiations; developing strategy for negotiations; and instructing negotiators;
- (6) Personnel matters, unless the employee who is the subject of the session has requested an open meeting, or if the personnel matter involves more than one employee, all of the employees have requested an open meeting; or
- (7) Consideration of any documents protected by the mandatory nondisclosure provisions of Part 2 of Article 72 of Title 24, C.R.S., commonly known as the “Colorado Open Records Act.”

The only items that shall be discussed during the executive session shall be those items related to the announced topic of the executive session, and the Commission shall come out of the closed session prior to conducting any regular business. No proposed policy, position, resolution, rule, regulation or formal action may occur at an executive session. The minutes of a meeting during which an executive session is held shall reflect the topic of the discussion at the executive session. Prior to going into executive session, the Chair shall announce the topic of the executive session.

6.4 Recess Or Adjournment. Any regular or special meeting may be recessed or adjourned from day to day, or to the time of any previously announced regular or special meeting, and such recess or adjournment to a time and place certain shall not require additional public notice.

6.5 Cancellation. If no business is scheduled before the Commission, or if it is apparent that a quorum will not be available, any meeting of the Commission may be cancelled by the Staff by giving notice by either personal delivery, mail or by telephone to all members of the Commission prior to the time set for such meeting, and posting notice of cancellation in the place designated in Rule 10.3.

6.6 Attendance at Meetings of the Commission.

A. The meetings of the Commission shall be held in the Town Council Chambers of the Breckenridge Town Hall.

B. Because of the many benefits of attending a meeting in-person, members of the Commission are strongly encouraged to attend at least six (6) meetings of the Commission in person each calendar year.

C. To maintain active participation, each Commissioner is allowed a maximum of four (4) absences within a 12-month timeframe. Failure to meet the attendance requirements will result in a review conducted by the Commission to determine the necessary course of action. Possible consequences may involve removal from the

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seat or a probationary period with mandatory attendance.

- D. Subject to Rule 6.6(F), below, any member of the Commission may elect to attend a regular or special meeting of the Commission by use of a virtual platform. In such circumstances, the following rules shall apply:
1. The virtual platform to be used shall be Zoom unless another virtual platform is required by the Secretary.
  2. All members of the Commission and Town staff must be able to: (i) hear one another clearly, (ii) communicate with one another, and (iii) hear or read all documents and testimony in a manner designed to provide maximum participation.
  3. The member shall be in a physical location with good internet connectivity. The Chair is authorized to discontinue a member's participation in a meeting if: (i) the member's use of the virtual platform results in delays, (ii) the communication is unclear, or (iii) the member's virtual participation otherwise interferes with the conduct of the meeting.
  4. If possible, a member who elects to participate virtually in a meeting of the Commission pursuant to this Rule 6.6(C) shall notify the Secretary at least two (2) days before the meeting so that arrangements can be made to accommodate such member's virtual attendance at the meeting.
  5. Subject to Rule 6.6(F), below, there is no limit on the number of meetings of the Commission at which a member may participate by the use of a virtual platform under this Rule 6.6(C).
  6. All votes of the Commission shall be conducted by roll call.
  7. Minutes of the meeting of the Commission shall be taken and promptly recorded, and such records shall be open to public inspection.
  8. If the Commission holds an executive session as part of a meeting a member participating by a virtual platform shall also be authorized to attend the executive session. A member participating in an executive session using a virtual platform shall: (i) have a secure internet connection, and (ii) certify that they are the only person in the room and that no other person has access to the executive session. Any executive session conducted under this Rule 6.6 shall be recorded electronically as provided for by statute.
  9. A member of the Commission who participates in a virtual meeting of the

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Commission in accordance with this Rule 6.6 shall be considered to be “present” at the meeting for all purposes, including, without limitation, establishing a quorum. Such member shall also be entitled to vote on all matters coming before the Commission at the meeting.

10. The Commission may provide reasonable accommodation and waive or modify provisions of this Rule 6.6 for the benefit of members of the Commission or the public with a disability.

- E. Full and timely notice shall be given to the public setting forth the time of the meeting as required by Rule 10. Such notice shall include the fact that one or more members of the Commission may attend the meeting by a virtual platform.
- F. Members of the public may hear and view any virtual meeting of the Commission unless technical problems prevent them from doing so. Members of the public desiring to communicate with the Commission may do so by letter, e-mail, or by attending a Commission meeting in person.
- G. Notwithstanding Section 6.6(C), above, the Chair, or in the Chair’s absence the Vice- Chair, may require that all members of the Commission attend a particular Commission meeting in person, and not by a virtual platform if the Chair or Vice-Chair (as appropriate) determines that in-person attendance is required to better accomplish the goals of that particular meeting.

Rule 7. Public Meetings. Except as provided in Rule 6.3, all regular and special meetings of the Commission shall be open to the public.

Rule 8. Quorum. Five (5) members of the Commission shall constitute a quorum for the transaction of business at all Commission meetings, but in the absence of a quorum a lesser number may adjourn any meeting to a later time or date. A Commission member disqualified from acting upon a particular matter due to a conflict of interest shall not be counted in determining whether a quorum exists with respect to the matter (Note: a disqualification does not reduce the number required for a quorum; it simply means that the disqualified Commission member does not count towards the required quorum).

Rule 9. Commission Officers.

9.1 Election Of Officers. The Commission shall elect a Chair and a Vice Chair. No person shall hold more than one (1) Commission office at a time.

9.2 Duties Of Chair. The Chair shall preside over all Commission meetings, with the allowance of up to two (2) absences within a 12-month period. Failing to meet the attendance requirements will trigger a review conducted by the Commission to determine the necessary actions. Possible consequences may include removal from the position or a probationary period with mandatory attendance. In compliance with these and other relevant

rules, the Chair must inform the Vice Chair of any planned absence on the Friday preceding the meeting. The Chair has the authority to make decisions on all points of procedure or order, unless directed otherwise by a majority of the attending Commission members through a motion that is proposed and approved. It is the responsibility of the Chair to maintain order and decorum, and if necessary, to remove disorderly or disruptive individuals. The Chair also possesses additional duties and responsibilities as determined by the Commission or as mandated by law.

9.3 Vice Chair. The Vice Chair shall preside at those Commission meetings where the Chair is absent, disabled, or otherwise unable to act for any purpose. When acting as the presiding officer at a Commission meeting the Vice Chair shall have the same duties, responsibilities, and powers as granted to the Chair by Rule 9.2. The Vice Chair shall attest to the execution and approval of all official documents of the Commission and perform such other duties as may be delegated to such person by the Chair.

9.4 Temporary Chair. If both the Chair and Vice Chair are absent from a Commission meeting, the members present shall appoint a Temporary Chair to preside at that meeting.

9.5 Recording Secretary. A Staff member shall serve as the Recording Secretary to keep the minutes of all Commission meetings, and to perform such other clerical or administrative duties as may be prescribed by the Commission.

9.6 Term Of Office. The term of each elected officer of the Commission shall be for one (1) year, and members may be re-elected to any Commission office.

9.7 Removal Of Officers. Any officer of the Commission may be removed by the affirmative vote of a majority of all members of the Commission.

#### Rule 10. Preparation Of Agenda; Posting Of Meeting Notices.

10.1 Regular Meetings. The agenda for a regular meeting shall be prepared by the Staff and distributed to Commission members, along with supporting documentation concerning agenda items, at least forty-eight (48) hours before each regular meeting.

10.2 Special Meetings. The agenda for a special meeting shall be prepared by the Staff and distributed to Commission members, along with supporting documentation concerning agenda items, at least twenty-four (24) hours before each special meeting.

10.3 Place For Posting of Meetings. The designated place for the posting of public notice of all regular and special meetings of the Commission shall be the “menu box” located adjacent to the southerly front door of the Breckenridge Town Hall. Specific agenda information shall be included in the meeting notice where available.

Rule 11. Order Of Business. The business of the Commission shall be handled at each meeting in the following order:

- A. Call To Order.
- B. Roll Call of Commission Members.
- C. Approval of Agenda.
- D. Approval of Minutes from previous meeting(s).
- E. Staff Summary.
- F. Social Equity discussion.
- G. Executive Session (if needed).
- H. Adjournment.

The order of business for a meeting may be modified by affirmative vote of the Commission members present.

Rule 12. Action By Motion Or Resolution. The Commission shall act only by resolution or motion. All resolutions shall be in writing, shall be numbered as “Resolution No. , Series 20 ,” and shall be recorded in the official records of the Commission. The Chair may make or second a motion. A majority vote of the quorum present at a meeting shall be required for the approval of any motion or resolution.

Rule 13. Voting. The vote of “yes” or “no” shall be taken upon the consideration of passage of all motions and resolutions. Except when a member is required to abstain from voting due to conflict of interest, each member shall vote on all motions or resolutions. On all votes the Chair shall vote last.

Rule 14. Conflict Of Interest.

14.1 Applicability Of Town Ethics Code. Members of the Commission are subject to the provisions of the Town of Breckenridge Ethics Code (Chapter 16 of Title 1 of the Breckenridge Town Code). Commission members are urged to review and become familiar with such provisions of the law.

14.2 Procedures When Conflict Of Interest. Any member of the Commission who has a reasonable expectation of personal or private financial benefit and/or a conflict in any matter proposed or pending before the Commission shall:

- (1) Disclose such interest to the Commission;
- (2) If commission agrees there is a conflict, not vote upon such matter; and
- (3) Refrain from attempting to influence the decisions of the other members of the Commission in voting on the matter.

The determination of whether a conflict of interest exists rests with the Commission, not the individual Commission member.

Rule 15. Minutes. Minutes shall be kept of each regular and special meeting of the Commission. Following each meeting the minutes shall be prepared and shall be delivered to each Commission member along with the agenda packet for the following Commission meeting. The prepared minutes of a meeting shall stand approved as submitted unless they are corrected or revised by motion duly adopted at the next succeeding Commission meeting.

Rule 16. Public Records. All public records of the Commission shall be open for inspection and copying by any person at reasonable times in accordance with applicable law, and the administrative rules of the Town's records custodian, as amended from time to time.

Rule 17. Mailing List For Commission Meetings. The Staff shall maintain a list of persons who, within the previous two (2) years, have requested notification of all meetings of the Commission, or of meetings of the Commission when certain specified policies will be discussed. The Staff shall mail advance written notification of such meetings to such persons at the same time that the Commission agenda packets for such meetings are mailed to Commission members; provided, however, that unintentional failure on the part of the Staff to provide such notice shall not nullify or affect actions taken at an otherwise properly noticed Commission meeting. Any costs associated with such mailing shall be established by Resolution of the Town Council.

Rule 18. Town Attorney To Advise Commission. The Town Attorney shall advise the Commission on all legal matters pertaining to the Commission; shall attend those Commission meetings where his or her attendance is required by the Commission; and shall represent the Commission in all legal proceedings wherein the Commission is a party.

Rule 19. Amendment To Rules. These Rules may be amended at any regular or special meeting by the affirmative vote of a majority of the Commission; provided, however, that such proposed amendment has been submitted to the Commission in writing at the preceding regular Commission meeting so that the Commission members will have adequate time to review and consider such proposed amendment.

Rule 20. Suspension Of Rules. These Rules may be suspended at any regular or special meeting of the Commission by the affirmative vote of a majority of the quorum of the Commission present at the meeting.

BSEAC Rules (07-11-23)

