

# **Ebert Metropolitan District Bylaws**

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**ARTICLE 1: INTRODUCTION**

Purpose: These Bylaws ("Bylaws") are adopted by the Board of Directors ("Board") of the Ebert Metropolitan District (each Director a "Director" or "Board Member") in order to facilitate the conduct of District business, promote efficient operations, and set forth the District's code of conduct and ethical obligations, all to better serve the public.

Where any conflict exists between the provisions of these Bylaws and the district's Service Plan, existing enforceable agreements, federal, state or local law, such Service Plan, agreements and laws shall control.

Any amendment to these Bylaws, except for scrivener errors, shall first be subject to legal review and opinion by the District's legal counsel prior to adoption.

**ARTICLE 2: MISSION STATEMENT**

The mission of the Board is to ensure the District fulfills its obligations to the public under its Service Plan and any active enforceable agreements to which it is a party, through fiscal responsibility, public accountability, public transparency, and effective governance.

To that end, at its discretion and per the budget, the District will pay for training for any newly elected or appointed Director. District reserves the right to specify and approve the training content and training provider(s).

**ARTICLE 3: CONTRACTING AND PROCUREMENT**

The District will follow all applicable Federal, State, and local laws.

**ARTICLE 4: PROTOCOLS AND GUIDELINES**

***a. Officers***

The Board shall appoint from current Board Members as officers of the District a President, Secretary, and Treasurer. The Board may also appoint from current Board Members any number of Co-Secretaries and Co-Treasurers in the Board's discretion. The Board may appoint a non-Board Member engaged by the Board to manage the District's administrative affairs (the "*Manager*") to serve as Secretary or Co- Secretary. Officers may be appointed by official Board action at any time, and Board Members may simultaneously serve in more than one office.

In the interest of assuring continued diversification of District leadership and influence terms for officer roles will be reviewed and determined by the end of the second quarter following the election.

There shall be two four-year, and three two-year terms of service for office; to be determined after the election.

***b. Calling Board Meetings***

1. The Board shall meet regularly, once per quarter, or more frequently as determined by the Board. Scheduled board meeting planning shall take into consideration the periodic requirements of the Special District Compliance Calendar as published by Colorado Department of Local Affairs.
2. Special Meetings may be called by any Director by informing the other directors of the date, time and place of the special meeting, and the purpose for which it is called, and by providing notice in accordance with Colorado law. All official business of the board shall be conducted only during regular or special meetings at which a quorum is present, and all said meetings shall be open to the public.”
3. All Board Members will be informed of the date, time, and place of all meetings. Public notice of meetings will be given as required by law. The Manager may give such additional notices of meetings as the Manager reasonably determines or as directed by the Board. Notices of meetings will include specific agenda information when possible.

***c. Pre-meeting activities***

1. Any Board Member, the Manager, or the District's legal counsel ("Legal Counsel") may ask the President or Manager to include an item for discussion and possible action on any meeting agenda. The President shall, if practicable, include the requested item on the agenda unless the request is made too late to be included on the agenda, or the item can be, or has been, resolved outside of a meeting.
2. Except in an emergency or for good cause, the request to add an agenda item is to be made at least ten (10) days prior to a meeting. Written requests are preferred. The addition of appropriate items to a "consent agenda," rather than a "discussion agenda" is encouraged.
3. Any and all agenda items requiring separate legal notice shall be specifically and separately identified in meeting agendas.
4. The Board, Manager, and Legal Counsel are discouraged from adding items to the agenda at the Board meeting on the basis that failure to properly notice the public on District business may render such non-noticed actions as void.

5. If possible, the Board packet is to be furnished to the Board at least seven days before a regular meeting and at least 24 hours prior to a special meeting.
6. Potential conflicts of interest will be disclosed in advance of meetings and at meetings as provided by law.
7. To the extent possible, questions concerning agenda items by a Board Member should be addressed to the President of the Board of Directors or Manager prior to a meeting to avoid utilizing meeting time on questions that can be resolved without Board involvement.
8. Questions by a Board Member for the Manager, Legal Counsel or other consultants should be discussed with the President of the Board of Directors before the Board Member calls or emails Legal Counsel or other consultants whenever possible. The intent of this protocol is to avoid incurring unnecessary legal and consultant fees whenever possible.
9. The Board strongly encourages discussions in Board committees, if any such committees are created. Any such committees are to make recommendations to the Board, and do not have decision making authority.

#### ***d. At Meetings***

1. All Board Members are expected to attend all meetings.
2. All Board Members are expected to be on time for all meetings.
3. Board Members may attend a meeting by conference telephone, if necessary. Attendance by telephone should be arranged with the President of the Board Directors and Manager (or their designee) in advance of a meeting to be sure the technical details of the conference call are prepared.
4. Once a quorum is present (in person or by phone *or by video conferencing*), the President may begin business as soon as the time of the meeting arrives. A majority of the Board then in office who are eligible to vote shall constitute a quorum.
5. Discussion of items on the consent agenda is discouraged. Questions about the consent agenda should be directed to the President or Manager prior to the meeting. Items may be moved from the consent agenda to the discussion agenda by action of the Board.
6. Board Members, staff, and consultants will disclose potential conflicts of interest on an agenda item prior to the start of discussion on the particular item, shall not attempt to influence the Board concerning any vote on the item, and shall not vote on the item except as allowed by law. A person with a potential conflict may answer factual or technical questions concerning the matters involving the conflict.

7. Board Members are expected to be courteous and respectful to each other, constituents, staff, and consultants, and vice versa. Any Board Member may bring a perceived lack of courtesy or respect to the attention of the Board.

8. In the conduct of public meetings, the Board shall adhere to basic parliamentary procedure (e.g., Roberts Rules of Order) with respect to meeting conduct. Any Board Member, including the President, may make or second a motion. All motions shall be subject to discussion prior to voting. All motions are subject to subsidiary motions. Any Director may make privileged and incidental motions. Generally, motions shall follow the process:

- a) [Board Packet – Board members shall familiarize with background information on each agenda item prior to scheduled meetings.]
- b) Public Comment\* - Items not on the agenda
- c) Agenda Item
- d) Public Comment\* - prior to a motion being made
- e) Motion (all motions shall be in the form of a Question)
- f) Second [if none, Chair states “There is no second, motion expires. Next agenda item.”]
- g) Discussion – each Board member may speak. Chair specifically asks silent Board members if they wish to speak.
- h) Respond to any subsidiary motion, if presented
- i) Restate the Question
- j) Vote – Chair states “All in Favor say Yes”; “Those Opposed say No”
- k) Announce – Chair announces “The motion passes” or “The motion fails”
- l) Next agenda item – repeat at Step above

\* Where a Chat function exists in a webinar mode, it shall not be disabled.

9. Except as otherwise set forth herein, the affirmative vote of a majority of the Directors then in office who are eligible to vote and are present and voting at a meeting is sufficient to pass any motion or resolution, with the exception of a motion to enter executive session, which by law requires at least a two-thirds vote of the quorum present. A motion or resolution loses on a tie vote.

10. Unless prohibited from voting on an item by law (*i.e.*, a conflict of interest exists and voting is prohibited), all Board Members (including the President) are to vote on all motions and resolutions, though abstentions are permitted. Proxy voting is not allowed.

11. Executive Session, Regular and Special Meetings shall adhere to CRS 24-6-402. Executive sessions shall strictly comply with CSR 24-6-402. The meeting Agenda shall clearly state the reason(s) justifying Executive Session and clearly state the topic(s) to be discussed. Audio recordings of District executive sessions shall be made and kept as required by the Colorado Open Meetings Law.

### ***e. After the Meeting***

1. To the extent possible, staff and consultants who are present at the conclusion of a meeting shall make themselves available for questions from Board Members; however, no more than two Board Members shall participate in the same after-meeting discussion about official District business.
2. Board Members and others present in an executive session shall not disclose the contents of the discussions that took place in an executive session except to Board Members, as directed by the Board, or as required by law. The Board Members are aware that attorney-client privileged information shared between the Board Members and the District's legal counsel may no longer be considered privileged if such information is shared outside the District. Disclosure of the content of the discussion of an executive session in contravention of this provision may be a breach of the Board Members' duty to the District.
3. Following each District meeting, District staff shall prepare written minutes of the meeting proceedings for review and approval by the Board at a subsequent meeting. Board Members are to review the minutes of each Board meeting to confirm that any motions and resolutions adopted by the Board and the minutes are in substantial compliance with the intent of the Board. (The intent of this protocol is to encourage the Board to review the minutes and check to be sure the records are accurate. The "substantial compliance" standard is intended to avoid having to state motions with painful precision at the meeting and to allow editing of a motion for clarity). The approved, written minutes of District meetings shall constitute the official record of proceedings of the Board.

### ***f. Protocols Unrelated to Meetings***

1. The Manager is the spokesperson for the District. Board Members and others are strongly encouraged to direct questions from the community and the media to the Manager for response.
2. Board Members owe a duty of loyalty to the District. Constructive examination and recommendations for the improvement of the District are encouraged. As the governing body of the District, Board Members are encouraged to be honest and positive about the District.
3. Board Members should encourage good staff and consultant morale and public relations.
4. Board Member comments about staff or consultants should be channeled through the President or Manager,
5. Board Members, staff, and consultants should conduct themselves with professionalism.
6. Move training items from Article 2 – here: In the interest of effective governance, the District expects its Directors to know and be competent in the business affairs associated with overseeing a multi-million-dollar Metropolitan District. To that end, at its discretion and per the budget, the

District will pay for training for any newly elected or appointed Director. District reserves the right to specify and approve the training content and training provider(s).

7. The District may in its discretion implement and utilize computer software, online programs, electronic devices and other administrative management tools in order to facilitate the operation and administration of the District, including to carry out the administrative procedures set forth in these Bylaws; provided, any and all administrative management tools utilized by the District shall comply with applicable law, including but not limited to the Colorado Open Meetings Law and the Colorado Open Records Act.

8. Directors shall not engage in any conduct that usurps Open Meeting laws. Examples of this include but are not limited to “consensus building”; the collaborating or shopping around of one’s ideas through one-on-one private conversations with individual directors to build consensus. Directors are expected to articulate, during meetings or through the preparation of persuasive written background material, provided to the Manager for the Board Package for respective agenda items. The Manager shall not serve as proxy to promote individual Director’s ideas.

***g. Board Vacancies***

*Irrespective of the length of term remaining, and upon the occurrence of a board vacancy when greater than 6 months remain before the next regularly scheduled election results date (e.g., the first Tuesday of May), the Board shall complete all of the following within 60 calendar days of any board vacancy:*

*1) Using the results from the last regularly scheduled election, in order of the highest vote count, contact the respective original election candidate(s) and inquire as to their current interest in appointment to Ebert Metropolitan District Board service, and*

*2) Where a “duly qualified, willing candidate” [re: CRS 32-1-905 (2)] affirms interest in appointment to Board Service, the candidate shall be informed of the duration of the said appointment and, upon agreement by the candidate, the Board shall appoint such candidate(s) to the vacant Board position(s). Appointed candidates shall confirm their appointment by execution of Oath of Office, and*

3) When the number of vacancies exceeds the number of confirmed appointments pursuant to the above, the Board hereby directs the Manager to canvas the District for interested and qualified candidates by the most efficient means practical. Such canvassing correspondence shall:

- a) Prescribe a candidate response deadline of 20 calendar days from date of publication of the solicitation for candidates, and
- b) Include, and be limited to, the identical request for candidate information used in the most recent regularly scheduled election.

4) The Board shall, within 1 week (7 calendar days) upon occurrence of a board vacancy, initiate the actions prescribed herein and shall complete the appointment process in no more than 60 calendar days from the effective date of vacancy. Upon failure to fill a vacancy from the pool of duly qualified, willing candidates, within the 60-day period herein prescribed, the Board shall defer to the City and County of Denver to make such appointment per CRS 32-1-905.

5) The Board reserves the right to rescind the Appointment of any Director at any time “for cause”. The seriousness of such action requires, excepting the affected Director, the unanimous consent of the remaining Board of Directors. “For Cause” shall include but not be limited to failure to uphold the Oath of Office, lying, misrepresentation, criminal conduct, using one’s office to advance ideals incompatible with the State and Federal Constitutions.

6) In accordance with CRS 32-1-905 “Vacancies”, the Board shall accept with immediate effect, any Board member’s resignation without regard to any express future effective date of such resignation. All resignations are effective immediately upon receipt by the Board or Manager of a written or verbal communication (emailed to the Board to document) and are irrevocable.

## **ARTICLE 5: CODE OF ETHICS**

### ***a. Introduction***

The constituents of the District are entitled to have a fair, ethical, and accountable local government that has earned the public's full confidence for integrity. The District adopts this Code of Ethics as part of these Bylaws to assure public confidence in local government and its effective and fair operation and to ensure that the District complies with all applicable State and local laws relating to conflicts of interest and ethics.

Integrity in government requires that decision-makers be independent, impartial, and accountable to those they serve, to that end, all Directors and staff of the District must carry out their duties in accordance with the following principles:

1. As public servants, Board Members are stewards of the public trust, entrusted with and responsible for the property and resources of the Members and shall carry out their duties for the benefit of the constituents of the District.
2. The constituents of the District expect and deserve their public servants to act with courtesy, impartiality, honesty, and openness in the performance of their duties.
3. The Board and all staff of the District must always perform their duties on behalf of the District with the best interests of the District in mind, and not for any personal interest or for the interest of family, friends, or business and political associates. Directors should function as a whole Board. Issues should be brought to the attention of the Board as a whole, rather than to individual Directors

selectively. No provision herein shall be construed to be limiting or to limit any Director's right to the exercise of their independence within the limits of current law and duties associated with their Office.

4. Governmental decisions and policies are made utilizing the proper channels of the government structure, free of coercive or other improper influence.

5. To gain and retain public confidence in government operations, the Board and all staff and consultants of the District must avoid even the appearance of impropriety.

### ***b. Intent***

The purpose of this Article is to provide the Board and all staff of the District the tools and resources necessary to conduct themselves in the most ethical and appropriate manner possible and to ensure that the District operates in accordance with its mission, governing principles, and values.

It is the intent of the District that the Board, Board Committee members and all staff of the District adhere to high levels of ethical conduct and competence so that the public will have confidence that persons in positions of public responsibility are acting for the benefit of the public. The Board and all staff of the District should comply with both the letter and spirit of this Article and strive to avoid situations which create impropriety or the appearance of impropriety.

### ***c. Applicability***

These Bylaws and this Article apply to the Board, Board committee members and all staff of the District. The provisions of these Bylaws and this Article shall apply in addition to all applicable federal, state and local laws relating to conflicts of interest and ethics including, but not limited to, the Colorado Constitution, Article XXIX, and Colorado Revised Statutes 24-18-101, *et seq.*

### ***d. Conflicts of Interest***

No member of the Board or any staff of the District should have any direct or indirect interest, financial or otherwise, engage in any business or transaction or professional activity, or incur any obligation of any nature, which is in conflict with the proper discharge of his or her duties in the public interest, except as permitted by law.

1. Misappropriation of District Resources: No member of the Board or any staff of the District shall misappropriate to himself, herself or to others the property, services or other resources of the District for private purpose or other compensated non-governmental purposes.

2. Favoritism: The members of the Board and staff of the District shall guard against any relationship that creates conflicts of interest or which might be reasonably construed as evidence of favoritism, coercion, unfair advantage, or collusion.

3. Improper Influence: The members of the Board and staff of the District should not act in a manner that creates by his or her conduct a reasonable basis for the impression that any person can improperly influence him or her or unduly enjoy his or her favor in the performance of his or her official duties, or that he or she is affected by the kinship, rank, position or influence of any party or person.

4. Privileges or Exemptions: The members of the Board and staff of the District should not use or attempt to use his or her official position to secure privileges or exemptions for himself, herself or others.

5. Protection of Public Trust: The members of the Board and staff of the District should endeavor to pursue a course of conduct which will not raise suspicion among the members of the public that he or she is likely to be engaged in acts that are in violation of the public trust.

6. Official Actions: The members of the Board and staff of the District shall not take any direct or official action on any matter in which the Director, staff member or a relative or business associate has any substantial employment, contractual, or financial interest, and shall not perform an official act directly and substantially affecting a business or other undertaking to its economic detriment when he or she has a substantial financial interest in a competing firm or undertaking, except as permitted by law.

7. Contracting & Transacting Business: The members of the Board and staff of the District shall not, in their official or private capacity, offer for sale or sell goods or services to the District related to the operation or administration of the District. A waiver of this prohibition may be granted by the Board in its discretion where the circumstances clearly demonstrate that there is no conflict of interest or appearance of a conflict presented by the proposed sale to the District of goods or services related to the operation or administration of the District.

The members of the Board and staff of the District shall not, for their own private purposes, directly or indirectly obtain goods or services for anything less than fair market value from any contractor or vendor that performs work for the District.

The members of the Board and staff of the District should not engage in any transaction as representative or agent of the District with any relative, business associate, or business entity in which he or she has a direct or indirect financial interest, except as permitted by law.

8. Personal Investments & Business Ventures: The members of the Board and staff of the District should not acquire or hold an interest in any business or undertaking which he or she has reason to

believe may be directly involved in decisions to be made by him or her or which will otherwise create substantial conflict between his or her duty in the public interest and his or her private interest, except as permitted by law.

9. Service on Other Metropolitan District Boards: Board members may not simultaneously serve on any other District board with which the Ebert Metropolitan District has an active operating agreement, contract for services, an Inter-Governmental Agreement (IGA), or is in negotiations or intends to negotiate an IGA or contract for services with or in support of Ebert Metropolitan District. Should an occasion arise where a Director serves on two or more boards where such agreements or negotiations occur, the affected Director shall immediately notify the Ebert Board of Directors.

***e. Confidential Information***

The members of the Board and staff of the District shall not use any confidential information received by virtue of that person's office or employment for any private purpose, including but without limitation to commercial purposes, financial gain, or present or future employment, and may only use confidential information in the conduct of his or her official District duties, except as required or permitted by law.

***f. Political Solicitations***

1. The members of the Board and staff of the District shall not engage in political campaigning at District meetings or public hearings. The members of the Board and staff of the District shall not use public resources for political campaigning.
2. The members of the Board and staff of the District may in their private capacity give financial or other support to political parties and candidates for elected office, unless otherwise restricted.
3. The members of the Board and staff of the District shall not directly or indirectly compel or induce staff or a subordinate employee to make or promise to make any political contribution, whether by gift of money, service, or other thing of value.
4. The members of the Board and staff of the District shall not make any employment recommendation or decision based on political affiliation, participation, or contribution.

***g. Hiring of Relatives***

The purpose of this section is to avoid favoritism and the appearance of favoritism by officials or employees of the District where circumstances involving financial transactions of the District have the potential for conflicts of interest as proscribed by applicable Colorado Revised Statutes and City and County of Denver Ordinances.

These Bylaws are adopted and effective the 26th day of October 2021 and may be amended at any time by the Board.

## **APPENDIX A....EBERT METROPOLITAN DISTRICT PUBLIC COMMUNICATION AND COMMENT POLICY**

Meetings of the Board of Directors of the Ebert Metropolitan District are conducted in accordance with the Colorado Sunshine Law as set out in Section 24-6-402, C.R.S. Accordingly, other than those portions of meetings that are held in Executive Session, Board meetings are open to the public, and anyone may attend in order to observe the proceedings.

At all times during all District meetings, all Directors, District staff, speakers, and members of the public in attendance are expected to act in a courteous and respectful manner. Offensive, intimidating, threatening, or other extreme behavior that disrupts the District's public meetings will not be allowed or tolerated.

In order to provide a fair opportunity to every person who desires to address the Board of Directors, the Board has adopted the following policy and procedures regarding public comment:

1. The Board shall include near the end of the agenda for every regular meeting of the Board a period for public comment. The total time allotted for public comment may be established by the Board President at each meeting in order to conduct efficient and timely meetings.
2. Any individual in attendance at a regular meeting shall be permitted to provide public comment consistent with this policy.
3. All members of the public in attendance at Board meetings may be asked to sign into the meeting by providing their full name and property address, but doing so will not be mandatory.
4. In support of the open meeting character of Board meetings, and to insure that the minutes accurately identify individuals who make comments, all speakers will be asked to begin by stating their name and address. A general description of the speaker's residence may be given in place of a specific address to be considerate of the speaker's privacy.
5. Each speaker may take up to three minutes to make his or her comments. This time constraint may be modified by the Board President to be fewer than three minutes if there are a large number of persons wishing to speak, but all speakers will be afforded the same amount of time. Speakers will be advised when they have thirty seconds remaining. Speakers may not share their allotted time.
6. Speakers are expected to present their comments in a respectful and courteous manner.

Direct personal insults, threats or other extreme behavior that disrupts public meetings will not be tolerated.

7. The Board of Directors acts as a body. Given the corporate nature of the Board:
  - a. Speakers are not to address individual Directors during the public comment period. Comments are to be addressed to the Board as a whole.
  - b. This is the time for members of the public to express their views in order to inform the Board of Directors on issues of their concern. The Board will not engage in dialogue during this comment period and may instead refer specific questions to District staff or counsel for investigation and response at a later date.
  - c. Individual Directors will not engage individual speakers in dialogue nor ask or answer questions during public comment, with the following exception: at the request of any Director, the President of the Board may allow questions from Directors to speakers for purposes of clarification.
  - d. Speakers are asked to understand that specific questions cannot be answered in dialogue format by the Board of Directors. Acting as a Board, and only as a Board, the Directors will consider comments and questions, and may direct staff members to provide information. The Board may discuss matters raised by members of the public following public comment.
  - e. No Board action shall be taken during or after the public comment portion of the meeting on issues raised by the public unless specific circumstances warrant action, as determined by the Board.
  - f. In handling complaints from residents and property owners of the District, said complaints should be referred to the Manager. Board members should refrain from attempting to handle complaints without the involvement of the Manager

## APPENDIX B....EBERT METROPOLITAN DISTRICT SOCIAL MEDIA POLICY

1. **Purpose.** The purpose of this policy is to describe the manner in which individual board members of the Ebert Metropolitan District ("District Board Members") are authorized to use social media in their official capacities as District Board Members of Ebert Metropolitan District (the "District") and to set forth the rules and limitations that govern such use.

2. **Scope.** This policy applies to use of social media by any District Board Member when that social media use is in his or her official capacity as a District Board Member. This policy is intended to protect the rights of the public in its ability to access public forums, and to ensure that the District is able to comply with its requirements under the laws of the State of Colorado and the United States of America.

3. **Definitions.**

a. **Account:** A District Board Member's presence on social media either through an official District media account, or otherwise in the District Board Member's official capacity as a District Board Member.

b. **Personal Use:** A District Board Member's use of social media that does not make use of his or her District Board Member email address, position, title, or official capacity.

c. **Personally Identifiable Information:** Information that can be used to distinguish or trace an individual's identity, such as date and place of birth, personal addresses or telephone numbers, social security number, driver's license number, or records that contain genetic, medical, or psychological data or information. Personally identifiable information also includes personal financial information and other information maintained because of reasons pursuant to Section 24-72-202, C.R.S. For purposes of this section, "personal information" does not include publicly available information that is lawfully made available to the general public from federal, state or local government records.

d. **Social Media:** Social media websites and platforms create and foster online social communities for a specific purpose and connect users from various locations and interest areas. These websites and platforms offer many different ways for users to interact with one another, such as instant messaging, blogging and commenting, microblogging, events, status updates, online communities, discussion forums, message boards, podcasts, website link sharing, wikis, video conferencing, and sharing photos and videos. The District acknowledges that this type of technology changes rapidly and,

therefore, this list is intended to be illustrative rather than comprehensive, and this definition should in no way be construed to limit the applicability of this policy.

**4. Official District Website**

The District's official website shall be the District's only official online and social mediapresence.

**5. Limitations on Use of Social Media.**

a. Social Media Accounts. District Board Members shall not establish, operate, maintain or use any social media accounts in their official capacity as District Board Members other than in accordance with this policy. Any social media accounts created, operated, maintained or used by a District Board Member for the purpose of conducting District related business, including, without limitation District communication, that is not operated, maintained or used in compliance with this policy, shall be considered as having been undertaken, maintained and used outside of his or her official capacity as a District Board Members, therefore, the District shall bear no responsibility for what transpires on, or because of, those accounts.

b. Separate Accounts. Any social media account established, operated, maintained or used by a District Board Member in his or her official capacity must be separate and distinct from his or her personal social media accounts.

c. District Created Accounts. The District does not currently create, operate or maintain social media accounts for the use of District Board Members in their official capacity. If the District does create, operate or maintain such accounts in the future, all such accounts created are the property of the District; therefore, those District Board Members utilizing such accounts must provide the District with all information required to access those accounts, such as user names, passwords, and the like. District Board Members who exceed their authorization or who violate this Policy may have their privileges to use such accounts revoked.

d. First Amendment Protection. Neither the District, nor District Board Members may restrict any person's ability to view or post comments on social media pages that are maintained or operated in a District Board Member's official capacity, based in any way, upon the viewpoint of that person or the content of that person's speech.

e. No Expectation of Privacy. All participation in social media by District Board Members in their official capacity may be open to public inspection in accordance with the Colorado Open Records Law (C.R.S. § 24-72-101 *et seq.*), and District Board Members do not have an expectation of privacy concerning such participation. The District may monitor all use of such accounts and require removal of any content that violates any law.

f. District Board Member to District Board Member Discussion. In order to assure compliance with the Colorado Open Meetings Law (C.R.S. § 24-6-402 *et seq.*), District Board Members shall refrain from engaging in discussions with other District Board Members through social media, including personal social media accounts, regarding District business.

g. Confidentiality. District Board Members shall not, when acting on social media in their official capacity, post or release proprietary, confidential, sensitive, or personally identifiable information.

h. Personal Use of Social Media Outside of District Board Member's official capacity.

1. District Board Members who engage in personal use of social media outside of their official capacity may not use trademark, logo, or other identifying information relating to the District.

2. District Board Members may not speak as a representative of the District in the course of their personal use of social media.

3. District Board Members are not prohibited from identifying themselves as holding the office of District Board Member, however, in cases where a District Board Member's personal use of social media may be perceived as being on behalf of the District, such as if a District Board Member identifies themselves as a District Board Member or when a District Board Member is addressing a matter that concerns the District, the District Board Member shall include a visible disclaimer on their account to inform other users that their opinions are their own and do not represent those of the District, such as "The postings on this site are my own and do not necessarily represent the District's positions or opinions."

5. Requirements for Official Capacity Use of Social Media by District Board Members. District Board Members who participate in social media in their official capacities shall abide by the following requirements:

a. District Board Members are required to read and understand the Terms of Service and any other policies established by social media websites and platforms. District Board Members are expected to stay current regarding any changes to these terms and policies.

b. District Board Members must identify themselves by name and position title and use their District email address, as applicable, when participating in social media websites or platforms in their official capacities. Such accounts shall be clearly designated as "official capacity" accounts.

c. District Board Members may not claim to speak on behalf of the District when participating in social media, unless authorized to do so by the District.

d. Online statements by District Board Members in their official capacities shall be respectful, legal, and ethical. False and defamatory statements are not permitted, and District Board Members making such statements may have their privileges to use District established accounts revoked.

e. District Board Members using social media in their official capacities shall not use ethnic slurs, profanity, or personal insults.

f. District Board Members using social media in their official capacities are prohibited from posting, using, or otherwise infringing upon material that is copyrighted or trademarked by third parties. In addition, District Board Members using social media in their official capacities are required to credit other authors for borrowed content and to protect the intellectual property of others.

# Ebert Metropolitan District Bylaws

## APPENDIX C....BOARD COMMITTEES

The Board may create, revise and dissolve standing or ad hoc committees at its sole discretion.

Service on District committees is voluntary and non-compensable. No employment relationship with the District is established by or through committee service.

Committee members are bound by the provisions of Article 5: Code of Ethics.

The Board may establish the composition and structure of any committee formed which will generally consist of at least: one (1) Board Director acting as the Committee Sponsor (who may also serve as Chairperson); a Chairperson; and, no fewer than two (2) members of the public (one of whom may also serve as the Chairperson) who shall be property owners within the District. Fulltime or part time committee members may consist of select subject-matter experts, consultants, or other credible Specialists.

All committees shall have at a minimum, a written Charter describing at least the following:

- Committee Name and Type (Standing or Ad Hoc)
- Committee: Purpose, Scope of Work, and Deliverables in S.M.A.R.T. terms:
  - Specific / Measurable / Achievable / Relevant / Time Limitations
- Staffing: Organization Structure (Roles/Titles)
- Desired Qualifications and Experience of committee members
- Available Resources
- Restrictions and/or specific limitation(s)

Standing committees shall present a report of their activities at the District's regularly scheduled meetings or more frequently at the Board's discretion.