



NWCCOG Articles and Bylaws

PO Box 2308 • 249 Warren Ave • Silverthorne, CO 80498 • 970-468-0295
Fax 970-468-1208 • www.nwccog.org

Date Adopted:		Date Revised Adopted:	December 2, 2021
Author:	NWCCOG Administrative Staff		

AMENDED AND RESTATED BYLAWS OF THE NORTHWEST COLORADO COUNCIL OF GOVERNMENTS

Colorado Planning and Management Region XII

ARTICLE I Adoption and Effect

These Bylaws shall become effective upon the adoption thereof by a majority of the voting representatives of the Northwest Colorado Council of Governments (hereinafter, the "Council" or "NWCCOG") at any regular meeting, and according to the procedure established for voting by the Articles of Association and shall not be construed to operate in contravention of any provision of said Articles of Association. Any provision herein determined to be contrary to or in violation of said Articles of Association shall be null, void, and of no effect.

ARTICLE II Representation and Voting of Member Jurisdictions

1. Representatives

Elected Officials as Representatives. "Member Jurisdictions" shall be entitled to voting representatives as set forth in these Articles. The voting representative shall be a member of the elected governing body of the Member Jurisdiction or a senior administrative official in lieu of an elected official appointed by vote of such governing body to be the NWCCOG representative. The governing body of the Member Jurisdiction may also appoint an alternate who shall meet the same qualifications as the representative.

In the event that the representative or alternate for any jurisdiction cannot attend a meeting, a jurisdiction may notify NWCCOG administrative staff in writing in advance of a meeting that a temporary representative has been authorized to participate in the meeting as a representative of that jurisdiction and to cast a vote on any issue.

2. Term

Representatives to the Council shall be designated by each Member Jurisdiction annually prior to the regular Council meeting in January. Each representative shall serve from the January meeting to the following January unless sooner replaced by the Member Jurisdiction and upon written notification to NWCCOG.

3. Casting Votes at Meetings

Only representatives of those members whose dues payments are current, in accordance with the Bylaws, Article IV.6 are entitled to cast a vote at a meeting of the Council. Each member jurisdiction shall have one vote. The Council shall adopt a Rules of Conduct policy which shall include more detailed requirements for meetings and guidelines for representatives in their role on the NWCCOG Council.

4. Vacancies

Once any NWCCOG representative ceases to hold office on the governing board of the Member Jurisdiction, a vacancy shall exist and the Member Jurisdiction shall notify NWCCOG immediately of such vacancy and appoint an elected official to fill the vacancy as soon as possible.

5. Quorum

A quorum shall consist of at least seven County and/or Municipal representatives or their alternates. In no event, however, shall a quorum consist of less than seven full votes.

6. Remote Meeting Attendance

NWCCOG may hold a regular posted meeting via conference call, or tele-conference, or video technology for convenience, the safety of staff or members, or to reach a quorum as long as the contact information is properly posted on the Agenda. In order to achieve a quorum, the Council may also poll by telephone or email, not more than two of its members, with respect to a specific matter before the Council requiring a vote. Such telephone polling shall constitute the equivalent of a physical presence at the meeting of the representative(s) so polled, shall be carried out by the Chair, and the results of the poll reported to the Council. The minutes for the meeting shall reflect that a telephone poll was taken, the results thereof, and the representative(s) polled. Meetings which are to have a remote attendance option shall be posted with this option shown.

7. Proxy Voting

Proxy voting is not permitted.

8. Majority Vote

A majority of full votes cast at any meeting shall be required to adopt any matter before the Council.

ARTICLE III Executive Committee

1. Creation

The Executive Committee shall consist of eleven voting representatives of the Council. The Executive Committee shall comprise one member from each of the Boards of County Commissioners in Region XII and five members from Municipalities within the NWCCOG membership.

No representative may be a member of the Executive Committee unless its Member Jurisdiction is current, as required by the Bylaws Article IV.6, in its dues payments.

- a. **Chair:** The Chair shall preside at all meetings of the Council and shall be the chief officer of the Council and the Executive Committee.
- b. **Vice Chair:** The Vice Chair shall exercise the functions of the Chair in the Chair's absence or incapacity.
- c. **Secretary-Treasurer:** The primary duty of the Secretary-Treasurer is to review the bill schedule in detail and actively participate in the review of the annual budget. The Secretary-Treasurer 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 his office or as may be required by the Chair.

2. Term of Office

The Executive Committee members shall be elected by majority vote of the Council at the annual meeting in January and shall serve until the following January. The Executive Committee shall select the Chairman, Vice Chairman and Secretary-Treasurer from among its members. These officers shall serve a two-year term on the Executive Committee and in that office. If during that term, NWCCOG is officially notified by the member jurisdiction which that officer represents that the representative has been replaced, they may remain in their role as an officer at NWCCOG for the remainder of their term or until a replacement is elected at a NWCCOG Council Meeting and NWCCOG staff can complete official change of signatories on the accounts.

3. Meetings

The Executive Committee shall meet annually or more frequently as necessary. Any meetings may be called by a member of the Executive Committee upon the concurrence of at least four (4) additional members of the Committee, which may include the member calling for the meeting. Meetings of the Executive Committee shall follow notice and posting requirements of regular meetings and minutes shall be taken.

4. Quorum: Action

A quorum shall consist of five (5) members of the Executive Committee. In order to be effective, any action of the Executive Committee must receive an affirmative vote from the majority of those present. All formal actions of the Executive Committee, whether taken at regular or special meetings, shall be recorded, and shall be incorporated into the formal records of the Council.

5. Powers

The Executive Committee shall have the following powers:

- a. To perform a review not less than annually of the performance of the Executive Director and report such evaluation to the Council is a power which may be delegated from the NWCCOG Council to the Executive Committee by vote of the Council at a meeting prior to the performance review, otherwise this power rests with the Council as a whole.
- b. To periodically review the Goals and Objectives of NWCCOG programs and provide recommendations to the Executive Director.
- c. To periodically review proposals by the Executive Director to revise the Employee Handbook.
- d. To review the performance of the General Counsel and report such review to the Council.
- e. To review organizational procedures, contracts, purchases or payments of the organization and report such review to the Council.
- f. To review the Executive Director's evaluations of program directors or professional staff and to report any such review to the Council.

6. Duties

The Executive Committee shall have the following roles and duties:

- a. The Committee shall act as an appeal board for grievances of employees on personnel actions and such processes as setforth in the Employee Handbook.
- b. Participate in interviews conducted for purpose of hiring administrative staff or program directors at the request of the Executive Director.
- c. May approve Letters of Support and act in taking positions on behalf of NWCCOG as outlined in a policy on Letters of Support which shall be adopted by Council

ARTICLE IV

Annual Dues Assessment Policies

1. Dues Assessment

Member Jurisdictions shall pay an annual dues assessment. In recognition of the mandatory nature of regional delivery of many of NWCCOG's services and the matching fund requirements for these services, and the desire of the Membership for a high standard of value and quality, the NWCCOG has created dues assessment structures and policies that serve to ensure the equitable distribution of member assessment obligations.

2. Calculation and Approval of Total Annual and Individual Member Jurisdiction Dues Assessment

The base year for calculating the total annual dues to be collected shall be 2002. In each subsequent year the proposed total annual dues assessment will be adjusted by multiplying each individual member's population, as estimated by the State Demographer's Office in the Department of Local Affairs by a per capita monetary amount approved by the Council and the annual assessed valuation, as reported by each member jurisdiction for the previous year, by a mill levy amount approved by the Council. These are then given multipliers that are the same within three different tiers of membership: (a) County; (b) municipalities within Region 12; and (c) municipalities outside of Region 12. The total of the two amounts for each member jurisdiction will serve as that jurisdiction's membership dues for the next year. The proposed total annual dues assessment will be the total of the combined dues of the member jurisdictions and will be presented to the membership for approval at the July or August Council meeting for approval prior to developing the budget for the following year.

3. Annual Confirmation of Dues Assessment

By August 31st, the Council shall send notices to each Member Jurisdiction stating the amount of the next calendar year's annual assessment for services, including a confirmation of that annual assessment. The confirmation of intention to pay the assessment must be received by the Council by October 31st. If the confirmation is not received the Council shall contact the non-responding member to remind them of their obligation to respond. If the members(s) has not responded by December 31st, the Council may deem it appropriate to discontinue services to the Member Jurisdiction(s).

4. Payment of Dues Assessment

Dues Assessments are due and payable on an annual basis by February 28th of each year. All members who have fulfilled their dues assessment responsibilities by this date will be considered "current" and thereby eligible for all Council rights, privileges, and services for the calendar year.

5. Non-Payment of Dues Assessment

If any members' dues payment is more than 20 days delinquent, the Chairman of the Council shall send written notice to each Member Jurisdiction within the county where such delinquent member is located, setting forth in detail the amount of said delinquency and permitting all Member Jurisdictions within that county to collectively contribute the amount of the delinquency. If, at the next regular meeting following said notice, it is determined that the amount of the delinquency will be contributed by the other members, then the delinquent member shall be deemed to be current with respect to its dues assessment. If the amount of the delinquency will not be covered by the other members, then the delinquent member will not be eligible for any membership rights, privileges and services.

6. Required Withdraw from NWCCOG

In the event of a member's non-payment of dues the Council may by majority vote require that the non-paying member withdraw from NWCCOG in accordance with the procedures set forth in Article III, 303 of the Articles of Incorporation. Failure to comply with Article III, 303 of the Articles of Incorporation and Article IV, 5 and 6 of the Bylaws may result in the Council taking action to discontinue services and all other rights and privileges of membership to the delinquent Member Jurisdiction.

ARTICLE V **Financial Management**

1. Annual Budget

Each year between by October 15, the Executive Director shall submit, to the Council an estimate of the budget required for the operation of the Council during the ensuing calendar year. The Council shall vote to adopt the budget no later than the December Council meeting each year.

2. Funding Sources

The Council has specifically empowered the Executive Director to contract or otherwise participate in and to accept grants, funds, gifts or services from any federal, state or local government or its agencies or instrumentality thereof, and from private and civic sources, and to expend funds received therefrom, in conformance with the grant of funding requirements of the specific NWCCOG program, and each specific grantor, contracted party or funding source as so outlined through adoption of the annual budget and general provisions as may be required of and agreed to by the Council through adopted policies.

3. Accounting

The Council shall arrange for a systematic and continuous record of its financial affairs and transactions and shall obtain an annual audit of its financial transactions and expenditures.

4. Reserve Accounts

The Council shall maintain a Restricted Emergency Cash Reserve Account balance equal to ten percent (10%) of the current year budget's projected revenues for internal programs. The purpose of the Restricted Emergency Cash Reserve Account is to provide readily available funds to meet financial emergencies experienced by the Council. Access to the funds can only occur following a two-thirds majority vote by the Executive Committee for a specific use to which the funds will be applied.

The Council shall maintain excess unrestricted funds in an Unreserved Fund. The purpose of the Unreserved Fund is to provide available cash to be applied to any purposes to be determined by the Executive Committee on an as needed basis. Access to the funds can only occur following a two-thirds majority vote of the Executive Committee for a specific use to which the funds will be applied.

In addition, the Council shall maintain cash reserves in an Accrued Leave Payable Account equal to the total amount of accrued annual leave of eligible employees. The purpose of the Accrued Leave Payable Account is to purchase unused annual leave from employees in case of employment separation from the Council.

ARTICLE VI **Executive Director**

1. Hiring and Termination

The Executive Committee shall appoint the Executive Director who shall serve at the pleasure of the Council, and may be hired and/ or terminated only by a vote of the Council, as provided at Article II Section 3 of the Bylaws of Association of the Council.

2. Duties

The Executive Director shall serve as the chief executive officer of the Council and shall oversee the daily affairs in a manner that carries out the will of the Council, including but not limited to the following authority:

- a. To manage the organization and its employees to achieve the goals and objectives of the organization, and implement personnel policies, and hire, supervise and terminate employees as necessary and in a manner consistent with current and written Council policy
- b. To propose an annual budget to Council and to oversee the finances, and financial well-being of the organization through the year
- c. To enter into contracts for services and materials on behalf of the Council provided, however, that the Council has previously approved budget items encompassing such services and materials, and the contracts.

ARTICLE VII **NWCCOG Advisory Councils**

1. Authority and Scope

These procedures apply to all requests for reconsideration or review of decisions by all advisory councils, committees and advisory boards to the NWCCOG Board of Directors.

2. Decision Procedure for NWCCOG Advisory Councils

All NWCCOG advisory councils must make required decisions by a majority vote of a quorum of the members of such council. For all NWCCOG advisory councils, a quorum shall be 51% of the membership. No decision may be made without a quorum.

3. Review by the NWCCOG Board of Directors

All decisions of NWCCOG advisory councils are subject to review and approval or veto by the NWCCOG Council. Actions by the NWCCOG Council on advisory council decisions shall be binding on such councils, committees and advisory boards.

ARTICLE VII **APPEAL OF DECISIONS BY VINTAGE, REGION 12'S AGENCY ON AGING**

When the NWCCOG Board of Directors makes a decision in its capacity as the sponsor of the Vintage, Region 12's Agency on Aging (Vintage) pursuant to the provisions of the Older Americans Act, such decisions may be appealed in accordance with the following provisions.

1. Any aggrieved agency seeking to appeal a decision of the NWCCOG Board made while acting in its capacity as sponsor of Vintage may file a Notice of Appeal with the Executive Director of NWCCOG within ten (10) working days of the decision. The Executive Director shall immediately forward a copy of the appeal to the Chairman of NWCCOG. In the event of a conflict of interest by the Chairman, the chair's responsibilities will be taken up by the Vice Chair.
2. The Notice of Appeal shall identify the decision being appealed and shall include a summary of the factual and legal basis for that appeal, a list of any witnesses who will participate in the appeal and a summary of the testimony and evidence that will be presented.
3. Upon receipt of the Notice of Appeal, the Chairman of NWCCOG shall notify all parties that mediation of the dispute is available as an alternative to the appeal process.
4. If any party to the dispute elects not to submit the dispute to mediation, within twenty (20) working days of receipt of the Notice of Appeal by the Chairman of NWCCOG, the Chairman shall appoint an Appeal Panel comprised of three impartial persons, none of whom is a representative of a member of NWCCOG. Within thirty (30) working days of its appointment, the Appeal Panel shall hold a hearing. Written notice of the time and place of the hearing and the matters to be considered on appeal shall be sent to the Appellant, the Chairman of NWCCOG and the Director of Vintage at least twenty (20) working days prior to the hearing.
5. Within ten (10) working days of the hearing, the Director of Vintage shall file a written response to the Notice of Appeal with the Appeal Panel and with the Appellant.
6. At any time prior to the beginning of the hearing, the Appeal Panel may direct the Appellant and the Director of Vintage to engage in formal mediation. The hearing shall be continued until such mediation has been concluded. If the parties are able to resolve their difference through mediation, the hearing shall be vacated upon written request of the Director of Vintage.
7. The hearing shall be limited to a review of the issues raised in the Notice of Appeal and the Appeal Panel shall consider testimony and evidence presented by the Appellant, the Director of Vintage and any interested party. The Appeal Panel shall have the right to limit the amount of time allotted to each of the parties for the presentation of testimony and evidence and may, at its discretion, afford the parties the right to cross-examine witnesses if such cross-examination is deemed necessary for a full understanding of the issues on appeal.

8. The burden shall be on the Appellant to demonstrate that the decision of the NWCCOG Board was based on an improper interpretation of the applicable rules and regulations or otherwise without a reasonable factual or legal basis.

9. Within ten (10) working days from the close of the hearing, the Appeal Panel shall make its written findings and shall send a copy of those findings to the Appellant and NWCCOG.

10. To the extent provided by state regulation, the Appellant may appeal the final decision of the Appeal Panel to the Colorado Department of Human Services/Aging and Adult Services.

ARTICLE VIII Amendment

These Bylaws may be amended by the Council, acting by resolution, in either regular or special meeting.

ARTICLE IX Meetings

The Council shall meet bimonthly beginning each year in January, with the exception of November, and at such other times as the Chair deems necessary. All such meetings shall be open to the public.

Articles of Association & Bylaws
Amendments

Topic	Section	Date
Elimination of Routt County	Articles – Art. II, Sec. 201	1/1/99
Elimination of Routt County	Articles – Art. III, Sec. 301	1/1/99
Elimination of Oak Creek, Steamboat Springs, and Yampa	Articles – Art. III, Sec. 301	1/1/99
Elimination of Blue River and Snowmass Village	Articles – Art. III, Sec. 301	1/1/01
Cash Reserve Policy	Bylaws – Art. V, Sec. 4	5/27/99
Elimination of Executive Committee Meeting in month of June	Bylaws – Art. III, Sec. 3	1/27/00
Makeup of Executive Committee	Bylaws – Art. III, Sec. 1	1/25/01
Quorum requirement for Executive Committee	Bylaws – Art. III, Sec. 4	1/25/01
Calculation of membership dues	Bylaws – Art. IV, Sec. 2	7/26/01
Reevaluation of Base Year	Bylaws – Art. IV, Sec. 3	7/26/01
Municipal Representation on Executive Committee	Bylaws – Art. III, Sec.1	12/13/07
Cash Reserve Accounts Change	Bylaws – Art. V, Sec. 4	12/5/13
Addition of Routt County and review to current practices, alignment with various adopted policies since last revision. Removed Art. VII, Art. XI, XIII, XIV. Renumbered VIII, IX, X, XIII	Articles – Art. II, Art. III, Art. IV, Art. V, Art. VI, Art. VII, Art. VIII, Art. IX	10/28/2021
Allow staff to also be Member Rep, correct AAAA to Vintage	Articles II and VII	12/2/2021

Date Adopted:	12/03/2020	Date Revised:	
Updated By:	Executive Director, General Counsel, & Alyssa Shenk		

These Northwest Colorado Council of Government (NWCCOG) Council and Executive Committee Rules of Conduct (“Rules”) are designed to establish reasonable expectations for member representative conduct and describe the reasonable manner in which member representatives should interact with each other, with NWCCOG staff, constituents and others they come into contact with while representing NWCCOG. For ease of reference the term “Member” is used in these Rules to refer to any member representative or designated alternate.

RULES of CONDUCT

Members Ethical Conduct

Members are expected to comply with applicable laws governing ethical conduct, including those requiring avoidance of conflict of interest, prohibiting receipt of unauthorized gifts, and prohibiting unauthorized use or disclosure of confidential information belonging to NWCCOG. Members shall not engage in any activities constituting malfeasance in appointed office.

Conflict of Interest: A conflict of interest exists when it is reasonably foreseeable that a NWCCOG Council decision will have a material effect, distinguishable from its effect on the general public, on a NWCCOG Council Member’s financial interests, the interests of his or her immediate family, the interests of an employer, business associate, or a principal customer or client or a business in which the Member holds a substantial interest (5% or more of the ownership interest, active part in the management of or is a creditor in the business, whether secured or unsecured). A conflict of interest does not arise from the interests of a Member that stem from another public position that the Member holds, or position on the board of directors of a nonprofit entity for which the Member has fiduciary oversight (for instance approval of a NWCCOG grant or program assisting the Members’ jurisdiction is not a conflict of interest). A conflict does exist if that Member is employed by a nonprofit entity being considered for funding.

When met with a conflict of interest, a Member shall announce publicly the nature of the conflict at the beginning of the Council meeting in which the conflict arises from an agenda item and:

- A. Except as provided in subparagraph (B) of this paragraph, refrain from participating in any discussion or debate on the issue out of which the conflict arises and from voting on the issue. The Member shall leave the room during the time the proposed action is being discussed and the decision is being made, shall recuse themselves, and may not testify before the council on the matter; and
- B. If any Member’s vote is necessary to meet a requirement of minimum number of votes to take official action, the Member’s vote shall be counted as (abstain) and may be counted towards meeting a quorum.

It is important that Members follow both the letter and spirit of this section and that they strive to avoid situations that may create the appearance of impropriety or a public perception. Perception of such conflict can have the same negative impacts of public trust as actual conflicts of interest. If a Member is not clear about a potential conflict of interest, that Member should seek direction prior to the meeting from the NWCCOG Council Chair, Executive Director, or General Counsel.

Members can be censured or be requested to be removed from representation for violation of conflicts of interest.

Member's Conduct in Public Meetings

Members are individuals who, with their Member jurisdictions, hold a wide variety of values, positions and goals. Despite the diversity, each has been appointed by the Member jurisdiction they represent to serve their respective jurisdictions' interest in furthering mutual, regional cooperation on the NWCCOG Council. In all cases, this common goal should be acknowledged even though individuals and Member jurisdictions may not agree on every issue.

- A. ***Honor the role of the chair in maintaining order:*** It is the role of the chair of the NWCCOG Council and Executive Committee to keep the comments of Members and overall discussion on track during meetings. Members should honor efforts by the chair to focus discussion on current agenda items and maintain decorum and civility as well as stay on schedule during a meeting. If there is disagreement about the agenda or the chair's actions, those objections should be voiced politely and with reason following customary basic rules of procedure (NWCCOG Council has not adopted a formal rule of procedure).
- B. ***Practice civility and decorum in all discussions and debate:*** Difficult questions, rigorous challenges to a particular point of view and criticism of ideas and information are legitimate elements of debate. However, "free debate" does not require or justify, and Members are expected to avoid making, any intentionally intimidating, slanderous, threatening, abusive or disparaging comments or attack.
- C. ***Avoid personal comments that could offend other Members:*** If a Member is personally offended by the remarks of another Member, the offended Member should make notes of the actual words used and may call for the chair to challenge the other person to justify or apologize for the language used. The chair controls the discussion.

It is the role of the chair and of all Members to address non-compliance with conduct with each other in public meetings to maintain order in a meeting. For Members who intentionally or repeatedly disregard these rules of conduct, see COMPLIANCE (B)

Members Compliance with Colorado Meetings Law

All NWCCOG Council or Executive Committee meetings will have an agenda that will be posted on the NWCCOG website at least 24 hours in advance of the meeting. A meeting summary or minutes shall be kept to the extent necessary to record decisions made and denoting all Members who are present. Meetings require a quorum per the NWCCOG bylaws. All motions must be recorded and include the name of the Member making the motion, the name of the Member seconding the motion and the outcome of the vote. Council or Executive Committee may convene in executive session solely for purposes authorized by and in compliance with the procedures and requirements of Colorado Open Meetings Law. Participation in an executive session shall be limited to Members of the Council or Executive Committee, the Executive Director or NWCCOG Counsel or other such persons identified by the committee as participants or part of the request or motion to convene in executive session. The Executive Committee may annually convene in executive session of a posted meeting without the Executive Director present until invited in for the performance review of the Executive Director or to address complaints associated with the Executive Director. NWCCOG is subject to Colorado Open Records Act compliance.

Members Conduct with the Public in Public Meetings

NWCCOG Council Meetings are posted and open to the public. Public and "visitors" must be recognized by the chair to speak, and may have their time limited at the discretion of the chair. The primary business of NWCCOG meetings is to move on considerations necessary to maintain operation of NWCCOG programs which require a vote of membership through those appointed to Council. The secondary business of NWCCOG is to share and discuss information of regional interest among the membership. Most agenda items do not require public participation as is customary in a municipal or county board or council meeting. While it is rare that a NWCCOG agenda decision item requires public testimony or a formal public hearing there are cases when it is required. In such cases the agenda item should be labelled to identify it as Public Hearing such as when the NWCCOG Council acts in this capacity is with regard to it's role in adopting the Regional Water Quality 208 Plan. When there is a

Public Hearing, or on occasion when a member of the general public attends a NWCCOG Council meeting and wishes to address the Council, these rules apply:

- A. ***Public Hearing:*** The meeting should be held in a venue appropriate and conducive to public attendance. Making the public feel welcome is an important part of the public meeting process. No signs of partiality, prejudice or disrespect should be evident on the part of individual Members toward an individual participating. Every effort should be made to be fair and impartial in listening to public testimony. No ex parte contacts are allowed between Members and the party requesting the public hearing.
- B. ***Be welcoming to speakers:*** while questions or clarifications may be asked, the Member's primary role during public input is to listen
- C. ***Respect for the speaker's testimony:*** Members should be conscious of their activity while others are speaking and avoid facial expressions, comments or other actions which could be interpreted as smirking, disbelief, anger or boredom.
- D. ***Ask for clarification but avoid debate and arguing with the public:*** Only the chair, not individual Members can interrupt a speaker during public testimony.

It is the role of the chair and of all Members to address non-compliance with conduct with each other in public meetings to maintain order in a meeting. For Members who intentionally or repeatedly disregard these Rules, refer to the procedure for reviewing complaints in Compliance(b).

Members' Conduct with NWCCOG Staff

Governance of NWCCOG relies on the cooperative efforts of Members who set policy, and NWCCOG staff who advise the Council (primarily through the Executive Director) and Committees and implement and administer NWCCOG programs and policies. Therefore, every effort should be made to be cooperative and show mutual respect for the contributions made by each individual staff Member. Direction to the organization from the Council is made only through official action taken on a posted agenda item in a posted meeting to the Executive Director.

- A. ***Treat all NWCCOG staff as professionals:*** Clear, honest communication that respects the abilities, experience, and dignity of each individual is expected. Unprofessional behavior toward NWCCOG Staff is not acceptable.
- B. ***Never publicly criticize an individual NWCCOG staff member:*** Members should never express concerns about the performance of an individual NWCCOG staff member in public, to the staff member directly, or to the staff member's Director. Comments about NWCCOG staff performance should only be made to the Executive Director through private correspondence or conversation. NWCCOG has a "Complaint and Investigation Procedure for ADA, Diversity, and Harassment Complaints" outlined in the Employee Handbook for such claims, which clarifies the role of the NWCCOG Council and Executive Committee in such instances. If the concern regards the Executive Director, it should be expressed to the chair and to the Executive Director within and through the established Executive Director performance evaluation process. The General Counsel must be notified before the Council engages in any investigation.
- C. ***Avoid individual involvement in administrative functions:*** Members acting in their individual capacity must not attempt to unduly influence NWCCOG staff in the making of appointments, awarding of contracts, hiring of employees, selecting of consultants, processing of applications, granting NWCCOG approvals or authorizations, or general program management. The NWCCOG Council and Executive Committee are to provide policy direction to the organization exclusively through the Executive Director.
- D. ***Do not solicit political support from NWCCOG Staff:*** Members, who are often elected officials, should not solicit any type of political support from NWCCOG staff. NWCCOG staff may, as private citizens with constitutional rights, support political candidates but all such activities must be done away from the workplace and not utilize NWCCOG time or resources.

Member Responsibility in Non-Discrimination and Harassment

NWCCOG is committed to providing a workplace free from discrimination, harassment and retaliation. It is also NWCCOG policy and practice to assure equal employment opportunity in all personnel transactions. As stated in the NWCCOG Employee Handbook:

“NWCCOG cultivates an inclusive environment and provides Equal Employment Opportunity (EEO) to all employees and applicants for employment as described in “Equal Employment Opportunities, Title VI of the Civil Rights Act of 1964 and related statutes. It is the policy of NWCCOG that no person shall be discriminated against on the basis of race, color, religion, national origin, education, marital status, age, body size, political affiliation/philosophy, socio-economic status, disability, military status, veteran status, genetic information, sex, gender, gender expression, or sexual orientation, HIV status, amnesty or any other status protected by applicable federal state or local law, or be excluded from participation in, be denied the benefits of, or be subjected to discrimination in any operation of NWCCOG as provided in Title VI of the Civil Right Act of 1964 and related statutes.”

“All NWCCOG officials and staff, including Members acting in their role as Members, are responsible for and expected to conduct themselves in accordance with NWCCOGs policies prohibiting discrimination, harassment, retaliation and workplace violence. Members shall not engage in behavior that violates such policies. Member violations of these policies while acting in a NWCCOG Member role with the public, staff, or other Members are subject to compliance actions under these rules.

Any complaint of violation of non-discrimination or harassment should be submitted in writing to the chair. If it is a complaint involving a NWCCOG employee, then the process outlined in the NWCCOG Employee Handbook must be followed. If the complaint does not involve a NWCCOG employee, but does involve a Member acting in a capacity as a NWCCOG Member then that shall be brought to the attention of the chair who shall convene the Executive Committee with the NWCCOG General Counsel or designee from CIRSA in attendance to decide upon a course of action for compliance.”

– 2020 NWCCOG Employee Handbook

COMPLIANCE

A. Behavior and Conduct: These Rules express standards of appropriate conduct expected for Members, and Members themselves have the primary responsibility to assure that expectations for appropriate conduct are understood and met. The chair of NWCCOG Council and Executive Committee have the additional role of intervening when actions of Members appear to be in violation of the Rules, or when such actions are brought to their attention.

Members who intentionally and repeatedly disregard the Rules, or who commit a serious infraction of the Rules, may be reprimanded, censured, have the matter reported to the Member jurisdiction’s governing body (or to the elected official for that the Member jurisdiction appointed to NWCCOG), with or without a request to that jurisdiction’s governing body that the appointed Member be replaced or subject to other sanctions.

B. Review of Complaints: It is preferred that complaints that escalate to response beyond a reprimand be put in writing for consideration. Anonymous complaints will not be considered. The prompt review or investigation of complaints is the responsibility of the NWCCOG Council Chair who may defer the matter to the NWCCOG Executive Committee, which must hold a properly posted meeting (which may include a legally entered executive session) following the submittal of a complaint of a violation of the Rules. All actions taken will require a majority vote of the entire membership of the Executive Committee. The Executive Committee shall have the power to maintain information relating to a complaint as confidential to the extent possible and appropriate under applicable laws.

The chair or Executive Committee may choose to delegate an investigation of a complaint, especially those of Non-Discrimination or Harassment to an appropriate third party as may be recommended by NWCCOG General Counsel or CIRSA.

No Member representative may exercise a vote or grant or withhold any consent pursuant to these Rules for any matter concerning the Member's own conduct.

The compliance provisions herein are not a substitute for any remedies for violations of state or federal law, and nothing herein prohibits the reporting of violations of state or federal law to the appropriate governmental authorities.

IMPLEMENTATION

The Rules are intended to be self-enforcing and an expression of the standards of conduct for Members expected by NWCCOG. It therefore becomes most effective when Members are thoroughly familiar with these Rules and embrace their provisions. For this reason, the Rules are distributed to Members upon notification of their appointment to NWCCOG Council with regular Member resource materials, and are contained in the annually updated and electronically distributed Member Handbook. Trainings can be provided upon request. By accepting appointment as a Member, Members are expected to adhere to the Rules. In addition, the Rules shall be periodically reviewed and updated by the NWCCOG Council.



NWCCOG POLICY: Letters of Support

PO Box 2308 • 249 Warren Ave • Silverthorne, CO 80498 • 970-468-0295 •
Fax 970-468-1208 • www.nwccog.org

Date Adopted:	August 22, 2019	Date Revised Adopted:	December 01, 2022
Author:	NWCCOG Executive Director		

Purpose:

NWCCOG regularly receives requests for letters of support (LOS) or letters of objection/criticism across a spectrum of issues and topics. Some are perfunctory and innocuous, while other requests may be inherently controversial among the diverse membership. There are enough LOS requests that it would be unwieldy (and untimely) for each to be vetted and formally approved by NWCCOG Council at one of the seven meetings each year, yet some requests deserve to rise to that level of approval. Before this policy was enacted, the NWCCOG Executive Director (ED) exercised full discretion in handling LOS. When a LOS deserved the gravitas of Council approval with a signature by the Council Chair it was approved by the NWCCOG Council and sent out with Council Chair's signature on NWCCOG Letterhead. Although the majority of LOS requests do not rise to this level, this policy establishes parameters for determining which LOS requests may be approved at a staff level with the ED, and those which would benefit from or require formal Council approval.

NOTE regarding QQ:

NWCCOG QQ Committee and the Watershed Services program specialize in the expertise to monitor state water policy and provide Comment Letters to state and federal agencies on evolving policy in a timely manner as well as to lobby at the legislature on water matters on behalf of the region and in defense of stated water policy interests. QQ Contractors are therefore afforded wide latitude by the QQ Committee to carry out that mission independent of NWCCOG Council or NWCCOG Executive Director approval.

LOS in support of ongoing programs or status quo funding:

The origin and nature of each request matters. Some requests come to Program Directors from their partner agencies and clearly align with defined program efforts, goals and priorities. For instance, jurisdictions participating in our broadband program have requested letters of support when they seek funding from other sources for a project to which NWCCOG is familiar and has lent technical assistance, or a partner jurisdiction to our Vintage program may seek additional support for a program which we already participate, such as a senior meal program. NWCCOG Program Directors have the discretion to advocate for their programs or provide feedback to partner agencies on operational matters about their programs without seeking Council approval. Programs regularly extend NWCCOG support through their federal advocacy partners to continue or adjust funding for that program. *When requests precisely align with a NWCCOG program, such as the continuation of funding or The Older Americans Act which funds Vintage or for LEAP which funds the Energy Program, LOS should continue to be extended at a staff level at the discretion of the ED and signed on NWCCOG letterhead with either a Program Director or ED signature. These shall be collected and submitted in the following NWCCOG Council packet for information purposes only.*

LOS requesting new legislation or policy, or on topics not specifically related to existing NWCCOG programs:

Others requests for LOS for NWCCOG to advocate or support a position on “new” upcoming legislation or policy making. These may originate from a member jurisdiction, NWCCOG staff or occasionally from a Congressional or state legislator or staff liaison. In general, NWCCOG LOS directed at state or federal elected officials advocating on policy change should be approved by NWCCOG Council. Other requests may be of regional importance to the membership and loosely or not at all align with an already defined interest of a NWCCOG program or adopted policy, such as Forest Service funding. These requests should also be vetted through formal NWCCOG Council approval.

LOS Conditions Requiring Formal NWCCOG Council Approval:

LOS requiring placement on an agenda and majority approval of NWCCOG Council to be signed by NWCCOG Council Chair on behalf of the organization include:

1. LOS which would benefit from the gravitas provided by formal NWCCOG Council action.
2. LOS for NWCCOG submittal of a grant to DOLA (a formal vote is required by DOLA).
3. LOS which the Executive Director considers may be controversial between members. ED may seek consultation from NWCCOG Council Chair in this determination.
4. LOS on proposed state or federal legislation, correspondence with state or federal legislators or executive branch proposing legislation or a policy position.
5. LOS for a new NWCCOG Program that would require additional Director Level FTE.
6. LOS that gives preference to one-member jurisdiction’s request over another in a competitive funding situation. This is different from general support of a member jurisdictions request when multiple jurisdictions may be applying for the same grant.
7. LOS, Amicus Brief, or taking of a written legal position which may commit the organization to foreseeable legal expenses.
8. Requests from any part to amend the Regional Water Quality Management Plan (208 Plan).
9. Comment Letters (CL), especially those involving matters such as water quality standards can be complex, both legally and technically, and are submitted to state or federal agencies and thus should be reviewed by NWCCOG General Counsel. The General Counsel in consultation with the Executive Director have authority to decide if CL require approval of NWCCOG Council, or in the case of water, the NWCCOG Water Quality and Quantity Committee.