

**RULES OF PROCEDURE  
OPEN SPACE BOARD OF TRUSTEES**

**ARTICLE I  
EXPECTATIONS AND CONDUCT OF TRUSTEES**

1. Trustees shall conduct their duties in accordance with the City Charter, Article XII, Sections 174 and 175; and BRC 2-7, 2-3-1, and 2-3-9.
2. Trustees shall conduct themselves with proper decorum and treat their fellow Board members and staff with respect at all times.
3. It is expected that Trustees shall fulfill their service to the public by regularly attending business and special meetings, study sessions, field trips, and retreats of the Board. All of these are integral to the business of the Open Space Board of Trustees (the “OSBT” or the “Board”) and are included in attendance expectations.
4. Should a Trustee fail to attend their service expectations as outlined above, the Board may vote to recommend to City Council the removal of such Trustee for nonattendance to duty.

**ARTICLE II  
OFFICERS**

1. The Board shall elect officers at its first regular meeting after the City Council has made its annual appointment of new Board members, or at any other time that it may become necessary to elect officers.
2. The Chair shall accept nominations from the floor for the officers to be elected which are Chair, Vice-Chair, and Secretary.
3. The Chair shall preside at all meetings and public hearings of the Board; shall decide on all points of order or procedure; and may assist in the preparation of special reports. The terms of office shall generally be for one year, however if decided upon by the Board, the Chair may preside for two successive terms.
4. The Vice-Chair shall assume the duties of the Chair in their absence. To promote a smooth transition, the Vice-Chair will be included in agenda setting meetings starting in January of each year.
5. The Secretary shall be responsible for maintaining the records of the Board and shall perform such other duties as the Board may require and shall typically be the Director of the Open Space and Mountain Parks Department (Director) or their delegate.

**ARTICLE III  
MEETINGS**

1. The Board shall have regular meetings at least once a month. There shall typically be a

meeting held on the second Wednesday of each month. If a second meeting is deemed necessary, it shall generally be held on the fourth Wednesday of the month. Generally, meetings shall occur at the Penfield Tate II Municipal Building or the Open Space and Mountain Parks Administration Office. However, other locations may be used as necessary and noticed. The Chair and Director may agree to forego a meeting if the situation warrants.

2. Study sessions of the Board may be held as necessary at the request of Open Space and Mountain Parks staff, the Chair, or City Council. Such study sessions may be held at such time and public place as may be designated by the Chair and Director, provided that notice is given to the public and to each member as required by Section 2-3-1, B.R.C 1981. The purpose of a study session shall be for information and discussion purposes only, and votes on actions shall not be taken at such meetings. Study sessions will be open to the public; however, there will be no public participation unless specifically requested by the Chair.
3. Special meetings of the Board for purposes of public participation and action by the Board may be called by any three members of the Board as provided in Section 174, City Charter, Article XII.
4. Board Field trips may be scheduled by the Chair and the Director.
5. In-person meeting attendance is preferred. Upon notification to the Chair and the Director, and if technology allows, virtual meeting attendance is permitted.
6. The order of business at all regular meetings of the Board will generally be as follows:
  - a) Call to order and roll call
  - b) Approval of minutes of previous meeting(s)
  - c) Public Participation for Items Not Identified for a Public Hearing
  - d) Consent Agenda (upon approval of the Director and Chair)
  - e) Public Hearing Items
  - f) Matters from the Department
  - g) Matters from the Board
  - h) Adjournment

However, the agendas may be adjusted at the discretion of the Director or the Chair.

7. All meetings of the Board shall be open to the public and publicly noticed in accordance with Colorado Open Meeting Laws, Section 24-6-401, et seq., prior to each meeting, and the meeting process shall be as described in City of Boulder Charter, Article XII Sections 174, 175, and 177.
8. The Chair will conduct the meeting in accordance with the city's Rules of Decorum.
9. Public participation.
  - a) Public participation shall ordinarily be limited to three minutes per speaker per item.

However, the Chair may determine speaking time for all speakers during public participation depending on number of speakers and time available. All speakers wishing to pool their time must be present, and time allotted will be determined by the Chair, not to exceed ten minutes total. Speakers are requested not to repeat items addressed by previous speakers other than to express points of agreement or disagreement.

- b) In general, follow-up questions from Board members to community members who speak during any public participation will be limited to clarifying questions.
  - c) The Chair will help support and uphold the city's vision for productive and inclusive civic conversations.
10. A majority of the Board may delegate or appoint the Chair and/or other members of the Board to assist in the presentation of the Board recommendations to the City Manager or to the City Council. Any presentation of a recommendation should also include a brief synopsis of any dissent.

#### **ARTICLE IV** **AGENDAS**

1. The Director shall provide the members of the Board with the necessary information for performance of their duties.
2. An interested party requesting time on an agenda needs to present the proposed agenda topic in writing to the Director with sufficient notice (ordinarily one month) in order to be considered for the "three-month outlook" Board calendar.
3. The Director and the Chair may postpone or reschedule certain pending agenda topics until sufficient meeting time may be available for the Board's proper review of such topics.
4. The Director and Chair will strive to create agendas that allow meetings to end in a reasonable time. The Board's goal is that meetings adjourn by 9:00 p.m. Agenda items that have not yet commenced by 9:00 p.m. shall not be taken up at that meeting except by majority vote of Board members present.
5. Staff shall make a reasonable effort to submit detailed reports including meeting agendas and information concerning agenda topics to the Board members at least five days prior to the meeting. Such staff reports shall be in sufficient detail to provide Board members with basic facts on each topic on the agendas and an adequate description of the problems so that members may be prepared at the Board meeting to consider the topic without need for lengthy review at the meeting of basic information considering such topics.
6. In general, substantive topics that would either require significant amounts of time or staff preparation to properly address, should be outlined a month in advance under the OSBT's "three-month outlook" calendar, which is provided in each month's Board packet. If there are changes to this calendar, a one-month notice will be provided to the Board via the Chair and/or

Director.

7. Changes to the agendas or the calendar, and reasons for those changes, will be provided to the Board via the Director as expeditiously as possible.
8. Consent agenda – action items needing less discussion, or which are not deemed to be controversial, may be placed on the consent agenda, the procedure for which will be the same as the consent agenda procedure adopted by City Council.

#### **ARTICLE V** **COMMITTEES**

1. The Board may establish such committees as it deems advisable and assign each committee specific duties or functions.
2. The Chair shall designate the members of each committee. The members of the committee shall elect their chair.
3. No member of the Board shall be required to serve on more than two committees simultaneously.

#### **ARTICLE VI** **RECORDS**

1. The Secretary shall maintain an accurate record of all studies, plans, reports and recommendations of the Board and the discharge of its duties and responsibilities. In addition, minutes of Board meetings will record decisions reached/action taken, and topics addressed in the discussion but not all the points made in the discussion that went into making the decisions. Action minutes serve the purpose of keeping minutes and transactions as the official record for this Board. Minority opinions shall be drafted by the initiating member(s) and provided to the Secretary for inclusion within the minutes.
2. Records of the OSBT shall be available for public viewing in conformance with the State Open Records Act.

#### **ARTICLE VII** **INTERESTS OF MEMBERS**

1. Those Board members who have a conflict of interest and feel participation in deliberations pursuant to Section 2-7-1, et.seq., B.R.C. constitutes a conflict of interest shall disqualify themselves from discussion and voting.
2. Individual Board members who appear before, or who write to, duly constituted bodies or officials shall not represent the Board as an official representative unless that individual has been so designated by consensus of the Board, when, at its discretion, it wishes to express views relating to Open Space activities or to policies which may affect Open Space. If the Board is not in complete agreement about the matter under consideration, then no

representation of the entire Board is permissible.

3. Anytime Board members express a personal opinion to the media about topics the Board is addressing, they should make clear that such opinion is a personal perspective and does not represent the views of the rest of the Board. Opinions expressed by Board Member(s) should be carefully considered given that the Board consists of five members.

## **ARTICLE VIII** **ADOPTION**

1. These rules of procedure may be amended by an affirmative vote of three Board members provided the proposed amendment has been submitted in writing to each member of the Board at least three days prior to the scheduled meeting.

Voted on and adopted by the Open Space Board of Trustees this 6<sup>th</sup> day of December 2023.