BYLAWS OF ASPEN/PITKIN COUNTY AIRPORT ADVISORY BOARD

ORIGIN 6/23/21
Ordinance 026-2021
Amended on January 12, 2022 via BOCC Ordinance 002-2022

ARTICLE I
Name

Section 1. **Name.** The formal name of this Pitkin County citizen board shall be the Aspen/Pitkin County Airport Advisory Board. Airport Advisory Board and AAB will be an acceptable reference to this formal Board.

Section 2. **Definitions.** The Aspen/Pitkin County Airport Advisory Board is identified as the ("Board"). The Board of County Commissioners is identified as the ("BOCC").

ARTICLE II
Purpose and Policy

Section 1. **Purpose.** The purpose and function of the Board is to assist, advise the BOCC on matters related to operation and community goals related to the Aspen/Pitkin County Airport. Board membership will include users, service providers, neighbors, and community members with a shared interest of achieving high quality of life and exceptional service delivery in association with the Aspen Pitkin County Airport.

Section 2. **Policy.** The policy of the Board is to provide advice on how the Aspen/Pitkin County Airport should accommodate the community's air service needs and reflect changes in the air service and aviation industry, while also remaining true to the character and values of the community. It is understood that the activities of the airport affect the community in a myriad of ways requiring governance and ongoing community input.

Section 3. **Additional Policies.** The Board may from time to time adopt additional administrative and operational policies to guide the activities of the Board. Prior to any resolution for adopting policies related to the Board those shall be presented and approved by the BOCC in advance. Upon BOCC approval an adopted resolution shall remain in effect for no longer than five years unless readopted by a subsequent resolution and BOCC approval.

Section 4. **Formulation of County Policy.** The principle role of the Pitkin County Citizen Boards is to provide the BOCC with opinions and recommendations based upon the unique experiences of the individual Board members and collective understanding and opinion of what may be in the best interest of the citizens and property owners of the County.

The opinions and recommendations of the Citizen Board are utilized by the BOCC to develop County policy, positions, legislation, programs and other actions to benefit Pitkin County. Only the BOCC may articulate a position or policy on behalf of the County with the exception of actions specifically authorized by the terms of these By-laws, the County's Charter or Colorado law. In order to preserve consistent communication with other organizations, governments and individuals, communications prepared for a Citizen Board should always be vetted through a staff liaison or the County Attorney prior to publication. Individual Board members are free to express personal opinions in any manner as long as they are not made in a representative capacity for their Board or the County and not made as a Citizen Board member.

Section 5. **Principle Role.** The recommendations of the Board will be utilized by the BOCC to develop policy, positions, legislation, programs, implement BOCC Resolution 105-2020 and other actions related to the Aspen/Pitkin County Airport based on current or future changing conditions. The Board will schedule and attend an annual presentation on the progress of goals laid out in BOCC Resolution 105-2020.

ARTICLE III
Responsibilities

Section 1. **Functions.** The Board's functions are: to make recommendations to the BOCC and the Airport Director regarding customer-facing operations, long-term planning efforts, and aviation improvements; to promote a standard of ethics and sustainable business practices for airport operations and partnerships; to promote professionalism and financial stability in the administration of the airport; to advise the BOCC and airport management regarding sustainable management of the airport in accordance with the practices of recognized professional airports; to offer input and guidance on the implementation of the BOCC vision documented in BOCC Resolution 105-2020 including but not limited to carbon reduction goals, air pollution, noise, and nuisance mitigation efforts, and pilot training and safety upgrades and other matters concerning airport operations and community goals.

ARTICLE IV
Membership

Section 1. **Appointments.** Appointments to the Board shall be made by the Board of County Commissioners ("BOCC"). There shall be seven (7) voting members, three (3) non-voting ex-officio members and two (2) alternate members appointed to serve on the Board. The BOCC will ask each municipality to appoint one (1) ex-officio (non-voting) representative from the City of Aspen, Town of Snowmass Village and Town of Basalt. Municipal representation is best served with administrative or technical staff members familiar with the airport or tourism industry reliant on air service delivery. The BOCC will support the Board's need to appoint sub-committees or special taskforce committees from time-to-time. Those appointments will be reviewed and approved by the BOCC prior to

seating. Alternate members may participate in all discussions and business handled by the Board. Alternates shall vote only when a voting member is absent or otherwise unable to vote. Participation of alternates will be based upon seniority.

Section 2. **Term.** Each Member shall be appointed for three-year staggered terms. The seven (7) member voting Board plus three (3) non-voting ex-officio members and alternate members will be seated as such to begin the staggered appointments:

2 voting, 1 ex-officio and 1 alternate members will begin with a 1-year Term.

2 voting, 1 ex-officio and 1 alternate members will begin with a 2-year Term.

3 voting and 1 ex-officio members will begin with a 3-year Term.

BOCC has the right to re-appoint all members and ex-officio members.

Section 3. **Qualifications.** All voting and non-voting Board Members shall be full-time residents of the Roaring Fork Valley. A majority of voting members must reside in Pitkin County. Non full-time residents may serve on sub-committees, but must still reside at least three months of the year within the Roaring Fork Valley. Only one of the two Alternates may reside outside of Pitkin County.

Section 4. **Compensation.** Each Member shall serve without pay.

Section 5. **Removal.** A Member may be removed from the Board for violation of the Standards of Conduct or absenteeism. The Chair shall request the Commissioners to remove a Member who is absent from more than one-third of the regularly scheduled meetings within a calendar year. (In the case of extenuating circumstances, the Board may choose to make an exception to this rule).

ARTICLE V
Officers

Section 1. **Officers.** The officers of the Board shall be a Chair and Vice-Chair, and may include such other officers as the Board may from time to time appoint. The Chair and Vice-Chair shall be selected from the members of the Board.

Section 2. **Elections and Term of Office.** The Chair and Vice-Chair shall be appointed by the Board at the first regular meeting of each year. The term of office shall be one year. A member appointed to the office of Chair or Vice-Chair shall have the option of declining the office. The Chair and Vice-Chair and any other officers shall be appointed by the Board and will serve at the pleasure of the Board.

Section 3. **Vacancies.** Should the office of the Chair or Vice-Chair become vacant, the Board shall appoint the successor at a regular or special meeting of the Board, and such appointment shall be for the unexpired portion of the term.

Section 4. **Duties.**

(1) Chair. The Chair shall preside at all meetings of the Board and shall perform all duties usually incident to the office of Chair and such other duties as may be assigned to him/her from time to time by the Board. The Chair shall see to the execution of resolutions, procedures and policies approved by the Board.

(2) Vice Chair. In the absence or disability of the Chair, the Vice Chair shall have all powers of and shall be subject to all restrictions upon the Chair. The Vice Chair shall perform such other duties as shall from time to time be assigned by the Board.

ARTICLE VI
Meetings

Section 1. **Regular Meetings.** Regular meetings shall be held once each month, provided that the Board may from time to time resolve not to hold a regular meeting or to hold the meeting on a different day or time other than the regularly scheduled day or time. Meetings shall be held no less than once a quarter.

Section 2. **Special Meetings.** A special meeting may be called at any time by the Chair or by written request of two members of the Board. A minimum notice of twenty-four hours is required.

Section 3. **Order of Business.** At regular meetings of the Board, the following shall be the recommended order of business:

1. Roll call
2. Reading and approval of minutes of last meeting
3. Public comments
4. Board comments
5. Old business
6. New business
7. Adjourn

Section 4. **Voting.** Voting shall be either by voice or roll call vote. A roll call vote shall be conducted upon the request of a member of the Board or at the discretion of the presiding officer. Any action requiring a vote shall be decided by a simple majority. No vote will be taken unless the combination of voting and non-voting members are made up of a majority of Pitkin County residents.

Section 5. **Quorum.** A quorum of the Board shall be constituted by the attendance of three voting members with the majority of the quorum residing in Pitkin County. Only voting members present will count toward the quorum, non-voting members do not count toward the quorum.

Section 6. **Parliamentary Procedure.** The rules contained in Robert's Rules of Order shall govern the Board in all cases to which they are applicable and in which they are not

inconsistent with these Bylaws and the Charter. Robert's Rules will be followed to the extent the Chair feels that it is advisable. If Roberts' Rules are not strictly followed that fact shall not invalidate any action of the Board.

Section 7. **Meeting Notices and Study Materials.** The Airport Director or his/her designee shall furnish the Members advance notice of all meetings. The Airport Director or his/her designee shall deliver, in advance, minutes of the previous meetings and copies of material to be studied or acted upon, including an agenda and a monthly report of the Director, covering items that might otherwise complicate the agenda. Such meeting notices and study materials shall be posted on the Pitkin County website where all other public meeting packets are ordinarily found.

Section 8. **Agenda.** The agenda shall be prepared by the Chair and the Airport Director or his/her designee and copies distributed in advance of the meeting. Other items of the agenda shall include but not be limited to disposition of minutes of the previous meeting and of intervening special meetings, committee reports, as well as old and new business. Such agenda shall be posted in the manner for public notices by the BOCC at least 24 hours in advance of the Board's scheduled meeting.

Section 9. **Open to the Public.** All meetings shall be open to the public, except for executive session as authorized in the Colorado Open Meetings law, C.R.S. 24 –6-402.

ARTICLE VII
Standard of Conduct and Conflicts of Interest

Section 1. **Policy.**

A. In order to ensure the impartiality and integrity of their local government decision makers, as provided in section 8.6.1 of the County Charter, the people of Pitkin County intend to prohibit County policy-makers from participating in matters in which they have a conflict of interest. This prohibition applies to County policy-makers serving their elected or appointed terms and those who have concluded their terms of office.

B. A conflict of interest is a disparity between the private interest and the official responsibilities of an individual in a position of trust in government. This code is intended to prevent conflicts of interest without obstructing fair and speedy resolution of issues that come before the County.

Section 2. **Prohibition on Conduct.**

A. No Board member shall vote or otherwise participate in a decision making process which affects any entity or property interest in which he/she has a financial interest or which any member of his/her family has a financial interest. Family is defined as spouse, parent, brother, sister, grandparent, child, grandchild, step-child, step-parent, step-grandparent, mother-in-law, father-in-law, brother-in-law, sister-in-law, son-in-law,

daughter-in-law, or any individual who is a part of the County policy maker's immediate household. A Board member otherwise barred from participating in a discussion pursuant to this section, may, if requested by the BOCC, give information about the issue or transaction in which he/she has a financial interest.

B. If an issue arises in which a Board Member believes he/she may have a conflict of interest, he/she must divulge that potential conflict of interest to the County Attorney for an opinion on the validity of the conflict, and inform the Board. If determined to be in conflict regarding the issue before him/her, he/she will refrain from participation in discussion or vote on that issue.

C. Members shall abide by the County Standard of Conduct as per the Pitkin County Code Section. 2.08, or as amended as well as the State of Colorado Standard of Conduct for Public Officials.

D. Failure to comply with the terms of this section may be deemed adequate cause for removal under Article IV Section 5.

ARTICLE VIII
Amendment

Section 1. Amendment. These By Laws shall be the province of the BOCC and shall be adopted and amended only by the action of the BOCC.