

Bylaws of the Upper Frying Pan Valley Caucus

As Amended and Ratified with changes through August 11, 2025

Bylaws of the Upper Frying Pan Valley Caucus - Contents

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Bylaws of the Upper Frying Pan Valley Caucus

(As Amended and Ratified with changes through 8/11/2025)

ARTICLE I

Name

The name of this Caucus shall be the Upper Frying Pan Valley Caucus.

ARTICLE II

Object

The object of this Caucus shall be to advise and influence any and all decision making entities, elected entities, appointed officials, Federal and State Departmental entities and any Special Districts with jurisdictional authority that may from time to time anticipate setting policies, regulations, laws or other such matters as may affect the Caucus area. The Caucus area shall be described as beginning east of the Pitkin County sign on the Frying Pan Road (County Road 104) between mile markers 20 and 21, up the Frying Pan River and its watershed to the Continental Divide, including all tributaries flowing into the Frying Pan River and their respective watersheds (amended 2025).

A Manual of Policies and Procedures will be maintained by the Caucus, separate from these Bylaws. It shall be the responsibility of the Executive Board to adopt, modify or amend Policies and Procedures that are consistent with the Bylaws, with such actions being determined by a majority vote of the Executive Board.

ARTICLE III

Members

Section 1. Eligibility for Membership and Voting

Persons eligible for membership and voting privileges at any general Caucus meeting: Any adult (18 years or older) owning property, renting property or leasing property or any person who, whether registered or not, could qualify to vote in political elections in Eagle or Pitkin County and who can show proof of residency or ownership, in the Caucus area, for a period of not less than 30 consecutive days, immediately preceding the meeting. If requested, each person shall be responsible for providing the Secretary with proof of deeded ownership, valid lease or other such document prior to membership.

Section 1.A. Formal Ballot Voting

To vote in formal matters related to elections, Master Plan changes and Bylaw changes, a member

must be a property owner within the Caucus area. Property shall be described as any parcel of land, or any permanent structure or manufactured home on leased or other non-owned real estate within the Caucus area identified with a Pitkin County or Eagle County parcel number (tax ID) (amended 2025).

Section 2. Number of Votes per Property

No property shall be allowed more than two votes per property. No more than two persons who own a property shall have voting membership. Multiple properties owned by one entity shall have a maximum of two votes (amended 2025).

Section 3. Resident

A resident member of the Caucus is a person who is eligible to vote in political elections within Pitkin, Eagle or Garfield counties (amended 2016)

ARTICLE IV

Elected Leadership

Section 1. Directors

There shall be five Directors who own property in the Caucus area who shall be elected at large (amended 2016) The duties of the Directors, along with the Officers, shall be to set agendas, schedule and organize meetings, encourage attendance, communicate with members of the Caucus and act at all times as representatives of both resident and non- resident members of the Caucus. At the determination of the Directors, one shall serve as the Chair if the Chair and the Vice-Chair are unable to complete their terms of office until the next regularly scheduled election.

Section 2. Officers

The officers of the Caucus shall be a Chair, Vice-Chair, Secretary and Treasurer. The Officers must be residents of the Frying Pan Valley, Roaring Fork Valley or Colorado River Valley area so they will be close enough to attend meetings with Pitkin County, USFS, etc., year around (amended 2025)

Section 2.A. Chair

The Chair shall display the facilitation and mediation skills necessary to such a position and shall remain neutral on all issues before the Caucus. The Chair shall not let him/herself be swayed or lobbied by any person during or outside the Caucus and Committee meetings. This means the Chair must refrain from speaking materially to any issue and shall not vote on any motion, unless a vote is required to break a tie.

The principal duties of the Chair of the Caucus are:

1. To prepare the agenda for Caucus meetings with input from the Executive Board and members.
2. To open the meeting at the appointed time by taking the chair and calling the meeting to order.

3. To announce in proper sequence, the business that comes before the Caucus according to the agenda.
4. To recognize members who are entitled to the floor.
5. To state and to put to vote all motions that call for a vote and to announce the result of each vote, or if a motion that is not in order is made, to rule it out of order.
6. To enforce the rules relating to debate, order and decorum within the Caucus.
7. To expedite business in every way compatible with the rights of the members.
8. To decide all questions of order, subject to appeal, unless when in doubt, submit such questions to the Board of Directors for decision.
9. To respond to inquiries of members relating to parliamentary procedure of factual information bearing on the business of the Caucus.
10. To authenticate by signature when necessary, all acts, orders, and proceedings of the assembly.
11. To declare the meeting adjourned when the Caucus so votes or, where applicable, at the time prescribed in the agenda, or at any time in the event of a sudden emergency affecting the safety of those present.

At each meeting, in addition to the necessary papers appropriate for that meeting's business, the Chair shall have at hand:

1. A copy of the bylaws and other Rules and Procedures of the Caucus
2. A copy of the latest edition of Robert's Rules of Order
3. A list of all standing and ad hoc committees
4. An agenda showing all known matters that are to come up under each heading, listed in proper sequence or, where applicable, listed with their schedule times.

If the Chair is unable to complete his/her term of office, the Vice-Chair shall serve as acting Chair until such time as the next regularly scheduled election is held.

Section 2.B. Vice-Chair

The Vice-Chair of the Caucus shall serve as the Chair, Treasurer or Secretary if any one of those officers is unable to complete his or her term of office until such time as the next regularly scheduled election. To aid the Chair in facilitating the meetings, the Vice-Chair shall serve as Parliamentarian and Sergeant-at-Arms during regular Caucus meetings. The Chair shall delegate tasks to the Vice-Chair whenever suitable (amended 2025).

Section 2.C. Secretary

The Caucus Secretary shall have the administrative skills necessary to such a position and shall have the ability to delegate tasks to an assistant or other board member when appropriate. The duties of the Secretary of the Caucus shall be:

1. To keep a record of all the proceedings of the organization, including a list of the names of all members in attendance at any meeting, with attention to the requirements for a quorum.

2. To distribute the notices of meetings and minutes as directed by the Rules and Procedures, to all Officers and Directors, and to Caucus members upon request
3. To keep the organization's official membership roll and to maintain it with addresses and phone numbers and to make the same available to any member who requests such information.
4. To notify officers and committee members of their election or appointments and to furnish committees with whatever documents are required for the performance of their duties, including a membership list of each committee, and to have on hand at each meeting a list of all committees and their members.
5. To maintain record books in which the bylaws, special rules of order, standing rules and minutes are entered with any amendments to these documents properly recorded, and to have the current record books on hand at every meeting.
6. To record the exact wording of any motion made with any amendment in addition to the name of the person making the motion, the person seconding and the result of any vote.
7. To conduct the general correspondence of the caucus that is not specifically assigned to another officer, director or committee.
8. To prepare, prior to each meeting, copies of the agenda as prepared by the Chair.
9. To distribute notice of meetings and agendas to any member by e-mail or other electronic means, posting on the Caucus website and by posting at the Meredith Store and Post Office, and to send minutes to those members (amended 2025).

Section 2.D. Treasurer

The Caucus Treasurer shall have the necessary accounting and financial skills required to hold such a position. The duties of the Treasurer of the Caucus are as follows:

1. To keep all financial records of the Caucus.
2. To collect all donations and other fees intended for the Caucus.
3. To manage Caucus funds and checking accounts.
4. To perform all duties associated with accounts receivable and payable.
5. To present a Treasurer's report in writing (as prescribed in the 9th edition of Robert's Rules of Order), including bank balance and accounts receivable and payable, and including information regarding full disclosure of contributors' names and amounts contributed, at the annual meeting or at any other regular meeting as may be requested by the Directors on the agenda.
6. To perform all financial duties associated with non-profit status.
7. To perform all financial duties associated with required reporting of any funding.
8. To coordinate with Pitkin and Eagle Counties for funding as allowed.
9. Work with the Budget Committee as its Chair and supervise the Budget.

Section 3. Executive Board

The Executive Board shall consist of the Directors of the Caucus and the Officers: Chair, Vice-Chair, Secretary and Treasurer. Their names and addresses, email or other electronic means and

phone numbers shall be included in the minutes which are sent to all members. The Executive Board shall assist the officers as needed and has the responsibility to alter the Policies and Procedures from time to time (amended 2025).

Section 3.A. Responsibilities

The Executive Board shall have general supervision of the affairs of the Caucus between meetings and shall have the additional responsibility to represent the Caucus at meetings outside the area including but not limited to:

Pitkin County Commission
Eagle County Commission
White River National Forest
U. S. Forest Service
National Park Service
State of Colorado
Department of Natural Resources and affiliated Agencies
Bureau of Land Management
Bureau of Reclamation
Colorado River District

And other such entities involved in decision and policy-making capacities affecting the Upper Frying Pan Valley.

Section 3.B. Handling of Land Use Applications from Governmental Entities

When Pitkin County or any governmental agency sends a land use or other application to the Caucus for an opinion, the Executive Board shall review it from a neutral position. If an Executive Board member wishes to campaign for or against an application or issue, they must recuse themselves from Board action (amended 2025).

Section 3.C. Representation of the Caucus

No Caucus member, whether a Board member or not, shall represent the Caucus without the approval of the majority of the Executive Board. See No. 6 in Policies and Procedures for more detail (amended 2025).

Section 4. Nominations

At the regular meeting held on the second Monday in June, nominations will be accepted from the floor (from those members present) or by correspondence addressed to the Secretary for all elected positions, (Officers and for the Directors) with no second needed. Each member may make only one nomination for each elected position until all members have had the opportunity to nominate. All nominees must give their consent in person, or in writing, for any nomination. All persons nominated shall provide a Frying Pan address as well as an absentee address (if applicable) and a short statement of interest and qualification, to be included in the ballot. If any member wishes to nominate a member who is unable to attend the nomination meeting, the nominator must have

obtained written consent from that member prior to the nomination.

Section 5. Election Procedure

After nominations for each open elected position are closed, the Chair shall form an ad hoc Election/Tabulation Committee comprised of at least three (3) members who are not nominated for any position. This committee shall handle all ballot tabulation and communications. Within 7 days following the nominations, the Election/Tabulation Committee shall post the list of nominees at the Meredith Store and on the Caucus website (amended 2025).

Ballot forms with all nominees for each open elected position will be distributed to each voting member of the Caucus no later than July 15th along with any other communications preceding the Annual Meeting. Each voting member will be provided a numbered ballot, and to ensure one vote per member, names and ballot numbers will be recorded. To maintain voting anonymity, only the Election/Tabulation Committee will have access to ballot number assignments and completed ballots. Ballots will be sent only to the Secretary of the Caucus and be opened and subsequently handled by all members of the Election/Tabulation Committee. Following the election all ballots shall be provided to the Secretary for safe keeping and should the need arise, for review by the Executive Board. Ballots will be kept on file for no less than one full calendar year from the date of the related vote (amended 2025).

Proxy voting, defined as a means of giving another member the authority to cast a vote through the power of attorney or other such authorization, shall be permitted along with absentee balloting with each eligible voter casting only one vote. No one person may solicit or hold more than ten proxies. The grantors and the holders of such proxies must be eligible members as described in Section I.

Section 6. Election Schedule

Elections shall be held bi-annually in odd-numbered years and officers shall take their positions during the Annual Meeting in August of the same year (amended 2025).

Section 7. Term

The term for all officer positions shall be for two years, beginning with those elected in 2003. After serving the initial term any officer wishing to continue service must be nominated and elected through the regular election process. There shall be no limit on the number of terms members can serve in any position. Newly elected officers shall begin service during the Annual Meeting held in August of each year.

Section 8. Absenteeism

If any elected officer is absent from three (3) meetings in any one calendar year, the Executive Board shall contact that officer to determine the reason for said absence. It is then the responsibility of the Executive Board to take action or for presentation of issue to the Caucus. In the event of three (3) absences in one calendar year, officers can be, but do not have to be, removed from office by the Executive Board.

ARTICLE V

Meetings

Section 1. Regular Meetings

The three regular meetings of the Caucus shall be held on the second Monday of June, July and August. Meetings will be held in the Upper Frying Pan Valley and notice of time and exact location shall be posted and circulated at least 10 days prior to each regular meeting.

Notice of the location, time and agenda for each of the three regular meetings must be sent by e-mail or other electronic means, posting on the Caucus website and by physical posting at the Meredith Store and Post Office.

The required quorum for conducting business at a regular or special caucus meeting shall be 10 members, two of which must be officers. The quorum for committees, including the Executive Committee, shall be a simple majority (amended 2025).

Section 2. Annual Meeting

The regular meeting on the second Monday of August shall be known as the Annual meeting and shall be for the purpose of electing and installing newly elected officers and directors, receiving reports of standing committees and for amending Bylaws and the Master Plan as submitted to Eagle and Pitkin counties.

Section 3. Special Meetings

Special Meetings may be called by the Executive Board and shall be called upon written request of any group of members representing 10 properties in the area. The purpose of the meeting shall be stated in the call. Any special meeting will require at least twenty (20) days notice to all Caucus members by e-mail or other electronic means, posting on the Caucus website and by posting at the Meredith Store and Post Office, and to send minutes to those members.

Section 4. Executive Board Meetings

The Executive Board shall meet in May to outline agendas for the June, July and August meetings and to appoint the Budget and Bylaws Committees. During the rest of the year, the Executive Board shall meet at need, based on such needs as identified by the Chair and/or any two members of the Executive Board and/or in response to concerns brought by ten or more members of the Caucus or in response to some County or other request, in conformity with provisions for Special Meeting, Article V, Section 3. Meetings may be held either at one place or by teleconference or videoconference. The Chair shall be responsible for setting the time and place of the meeting.

ARTICLE VI

Committees

Section 1. Budget Committee

A Budget Committee composed of the Treasurer and two other Caucus members, shall be appointed by the Executive Board at or before the June Caucus Meeting. It shall be the duty of this committee to prepare a budget for the Caucus fiscal year beginning the first day of September, and to submit it to the Caucus at its Annual Meeting in August. The Budget Committee may from time to time submit amendments to the budget for the current fiscal year, which may be adopted by a majority vote at any regularly scheduled meeting of the Caucus. An audit of the Caucus books may be requested by the Executive Board at any time.

Section 2. Election/Tabulation Committee

An election/tabulation committee shall be appointed by the Executive Board at or before the June Caucus meeting. The committee shall consist of at least three members. No member of the group who is doing the final tabulating of the ballots shall be running for office (amended 2025).

Section 3. Master Plan Committee

The Master Plan may be amended as set forth in Article IX. Should there be any amendments to the Master Plan proposed before or at the June meeting, a Master Plan Committee should be appointed by the Executive Board. Those members wishing to serve on this Committee shall volunteer and express their commitment to serve in a list compiled at the membership meeting in June, or in writing to the Executive Board within ten days following the meeting. The list so compiled shall constitute the Master Plan Committee for the following year and the rules of quorum shall be based on that number. The Executive Board shall appoint two Co-Chairs, one a resident and the other a non-resident member of the Caucus. Measures shall be taken to ensure that all members of the Master Plan Committee shall have opportunity for full participation in meetings and on a vote on appropriateness of presenting any proposed changes of the Master Plan to the full Caucus. This may require financial support from the members of the committee for conference calls, e-mail or other electronic means and distribution of minutes and qualified staff support. The Master Plan Committee is responsible for presenting any proposed amendments to the Caucus at the June meeting of the following year (amended 2025).

Section 4. Bylaws Committee

The Executive Board shall at the June meeting of the Caucus, appoint a Bylaws Committee and Chair. This committee shall be composed of five members of the Caucus, including one member of the Executive Board, and the majority of whom shall have served in the previous year. The duties of the Bylaws Committee shall be to solicit and accept proposed changes to the Bylaws and prepare these proposals for inclusion in the ballot. These proposals shall be turned over to the Election/Tabulation Committee for distribution and tabulation (amended 2025).

Section 5. Other

The Executive Board shall establish such other committees, standing or special, as the Caucus deems necessary to carry on the work of the Caucus and appoint a Chair. In all cases the Executive Board shall strive to ensure that any standing or appointed committees shall be constituted proportionately in the ratio of resident to non-resident eligible voters. All committees shall include a member of the Executive Board. In the event the Chair-of any appointed committee is unable to perform his or her duties or has abused his or her authority the Executive Board may ask for the appointment of a new Chair of that committee. The Caucus Chair shall be an ex-officio member of all committees except the ad hoc Election/Tabulation Committee.

ARTICLE VII

Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order shall govern the Caucus in all cases to which they are applicable and in which they are not inconsistent with these bylaws, rules and procedures. The Executive Board shall render final determinations concerning disputes over interpretation of these Bylaws or Robert's Rules of Order.

ARTICLE VIII

Amendment of Bylaws

These Bylaws may be amended only at the Annual Meeting and only by a two-thirds majority of the ballots returned for formal adoption. Motions proposing to amend the bylaws will be accepted at the June meeting. Following the June meeting a Bylaws Committee will accumulate all proposed amendments, prepare ballots and submit the package to the Secretary for Caucus records and to the Election/Tabulation Committee prior to July 15th for a timely mailing along with the ballots to the full Caucus. Ballot forms with all proposed amendments will be distributed to each voting member of the Caucus. Each voting member will be provided a numbered ballot, and to ensure one vote per member, names and ballot numbers will be recorded. To maintain voting anonymity, only the Election/Tabulation Committee will have access to ballot number assignments and completed ballots. Ballots will be sent only to the Secretary of the Caucus and be opened and subsequently handled only by all members of the Election/Tabulation Committee. Members are encouraged to return ballots prior to the August meeting, however, ballots will be accepted at that meeting. Following the election all ballots shall be provided to the Secretary for safekeeping for at least a period of one year, and should the need arise, for review by the Executive Board (amended 2025).

ARTICLE IX

Adoption and Amendment of the Master Plan

The Master Plan submitted to Pitkin and Eagle counties or any other jurisdictional entity may be amended using the following procedures. Motions proposing to amend the Master Plan must be submitted in writing to the Executive Board. At the first meeting in June, a Master Plan Committee will be established according to Article IV, Section 3.

This committee will have one calendar year to study the amendments. If the committee determines that any proposed amendment is not appropriate for a caucus vote, they will report their findings for discussion at the August Annual Meeting. If they deem the amendments appropriate, by the June meeting of the following year, they will prepare ballot packages with the proposed amendments, for presentation to the members. Prior to the July meeting of the following year, ballots will be given to the Election/Tabulation Committee to be distributed to each voting member. Ballots must be cast and returned to the Secretary of the Caucus by August 1 and will be tabulated for formal adoption during the August Annual Meeting. Each voting member will be provided a numbered ballot and to ensure one vote per member, names and ballot numbers will be recorded. To maintain voting anonymity, only the members of the Election/Tabulation Committee will have access to ballot number assignments and completed ballots. Ballots must be opened and subsequently handled by only members of the Election/Tabulation Committee. Adoption of any amendment will require a two-thirds majority approval of the ballots returned. Following the adoption, all ballots shall be given to the Secretary for safekeeping for the period of one year (amended 2025).