

BYLAWS OF
THE PUEBLO COUNTY BOARD OF RETIREMENT¹

- Section 1. **AUTHORITY**
The proceedings of the Pueblo County Board of Retirement (the “Board”) for The Pension Plan for County Officers and Employees of Pueblo County, Colorado (the “Plan”) shall be governed and conducted according to the most recent edition of Robert’s Rules of Order unless otherwise provided by these Bylaws.
- Section 2. **AMENDMENTS**
These Bylaws may be amended, repealed or altered, in whole or in part, by a majority vote at any duly organized meeting of the Board.
- Section 3. **FISCAL YEAR**
The fiscal year of the Board shall close as of December 31, each year.
- Section 4. **PROCEEDINGS RECORD**
An accurate record of all Board proceedings shall be kept in the office of the Plan Administrator for easy reference and made available to Board members for reference.
- Section 5. **MEETINGS**
The Board shall hold its regular monthly meetings at such date and time as set by the Chairman at the beginning of the year or at such other time and date as set by the Chairman. Special meetings shall be held at such time and date as determined by the Chairman and upon notice of a minimum of three business days to Plan members and Board members. The Chairman may conduct special meetings by telephone unless a Board member requests that it be held in person. Special meetings may be conducted by electronic mail. Minutes of special meetings shall be prepared by the Secretary pursuant to Section 13, except for e-mail meetings, which do not require minutes but must comply with Section 14. Public notice of special meetings, including those by e-mail, must be provided pursuant to Section 7. Meetings will be held only when there is business to be transacted and may be cancelled by the Chairman when there is no business to be conducted by the Board.
- Section 6. **COMPLIANCE WITH OPEN RECORDS LAW AND MEDIA REQUESTS**
The Plan Administrator shall notify the Board of all requests for public records in the possession of or under the control of such personnel or the Board. The Plan Administrator shall be responsible to assure that the Board complies with the Open Records Act under C.R.S. §§ 24-72-200.1 et seq., as amended. Any individual receiving such a request may in his or her sole discretion contact legal counsel regarding the request.

¹ Revised and effective September 30, 2013.

Any request for comments to the media shall be referred immediately to the Chairman of the Board, or in the Chairman's absence, the Vice-Chairman, or in the Vice-Chairman's absence, the Secretary. Any individual receiving such a request may in his or her sole discretion contact legal counsel regarding the request.

Section 7. COMPLIANCE WITH OPEN MEETINGS LAW
The Plan Administrator shall provide such public notices as are required by the Open Meetings Law under C.R.S. §§ 24-6-401, *et. seq.*, as amended.

Section 8. DISBURSEMENTS
The Board shall approve all disbursements for Retirement Benefits and other benefits under the Plan and the payment for any reasonable Plan expenses.

Section 9. BOARD MEMBERSHIP
The membership of the Board shall consist of five members, including the incumbent county treasurer, two county employees who do not hold any other county elective offices and who are elected by the employees of Pueblo County, and two registered electors of the county chosen by the Board of County Commissioners. The county employee members and the appointed members shall serve staggered four year terms.

In April of every year, the Chairman shall call for an election to be held to fill the position of the elected Board member whose term is expiring, and shall request the Board of County Commissioners to appoint a person to fill the position of the appointed Board member whose term is expiring. The terms of members shall begin at the first regular meeting held after June 15 of the year in which they are elected or appointed. The election shall be conducted in accordance with the voting procedures established by the Board.

Any person who is a Pueblo County employee shall be an eligible voter to elect a representative for a Board membership.

Section 10. ELECTION OF OFFICERS
During the first regular meeting held after June 15 of each year, the Chairman of the Board shall call for an election of officers to serve for that year. Those to be elected will be a Chairman, Vice-Chairman and a Secretary. The incumbent County Treasurer will serve as Treasurer of the Board, and may also be elected to hold another office. In the event of a vacancy in a position held by an officer during a term, the Chairman may call for the election of an officer to complete the term.

Section 11. QUORUM
A quorum of the Board shall be three (3) voting members for all business.

Section 12.

CHAIRMAN

The Chairman shall be the chief officer of the Board and shall preside at all Board meetings and perform all duties incident to the office. He shall be a member ex officio of all committees. The Chairman shall make all official statements, publicity announcements and declarations of the Board, except as provided in Sections 6 and 7. The Chairman may, but is not required to, vote. The Chairman, with the approval of the Board, shall sign documents affecting the operation of the Retirement Plan. The Vice-Chairman shall act in the absence of the Chairman. The Secretary shall act in the absence of the Chairman and Vice-Chairman.

Section 13.

SECRETARY

The Secretary shall prepare the minutes of the Board meetings and tally the votes on any motion. The Secretary may delegate the preparation of the minutes and the tallying of votes to an individual designated as the Corresponding Secretary.

Section 14.

SPECIAL PROCEDURES FOR MEETINGS CONDUCTED BY ELECTRONIC MAIL

Meetings conducted by electronic mail ("e-mail") shall comply with these Bylaws, including but not limited to, providing public notice as set forth in Section 7. Meetings conducted by e-mail also shall comply with the following provisions:

- (a) The Chairman or other appropriate Board member as provided in Section 12 shall preside over any meeting conducted by e-mail.
- (b) Board members shall endeavor to copy all other Board members, the Plan Administrator, who may be the Corresponding Secretary, when meeting and voting by e-mail or use "reply to all" so that all Board members can participate in the deliberative process. If a Board member fails to copy all Board members or use "reply to all," the Plan Administrator (or if the Plan Administrator was not copied on the e-mail, a Board member receiving the e-mail) shall forward the e-mail to any of the Board members, Plan Administrator, and Corresponding Secretary who were not copied on the e-mail.
- (c) Only the Chairman or other appropriate Board member presiding over a meeting conducted pursuant to this Section 14 may make a motion by e-mail.
- (d) The Board member who made the motion is automatically counted as an affirmative vote.
- (e) The Board member who made the motion may withdraw it any time prior to approval.
- (f) E-mail motions cannot be amended.

- (g) When voting on a motion, Board members should include the words "I vote No" or "I vote Yes" in the first line of their response.
- (h) If a Board member desires a face-to-face meeting to discuss a motion, the Board member may request a special meeting be held in person or that the motion be heard at the next regular Board meeting.
- (i) The Secretary or the Corresponding Secretary shall be responsible for tallying the votes and informing the Board of the outcome.
- (j) Any motion shall expire within seven (7) calendar days or at the start of the next Board meeting if an insufficient number of votes are received by e-mail to approve the motion.
- (k) The Board shall review any e-mail motions, approved, unapproved, or expired at the next Board meeting. The Secretary or the Corresponding Secretary shall include that review in the minutes of that Board meeting.

Section 15.

VACANCIES

An office shall become vacant whenever any Board member becomes incapacitated, removes himself from office, is no longer a registered elector of the County for appointed members or is no longer an employee of the County for elected members, during his term of office. In the event a position held by a member appointed by the Board of County Commissioners becomes vacant, the Chairman of the Board shall request the Board of County Commissioners to appoint another registered elector to complete the remainder of the term of the member whose office is vacant. In the event a position held by a member elected by County employees becomes vacant, the Chairman of the Board shall, within sixty (60) days, call for an election of all nonelected County employees for the purpose of selecting from their own membership a duly qualified person to complete the remainder of the term of the member whose office is vacant.

Section 16.

TERMINATION

- (a) Any Board member may resign by giving written notice to the Chairman of the Board.
- (b) Any Board member (except the incumbent County Treasurer) may be expelled by a majority vote of the Board membership for conduct unbecoming a member, or conduct prejudicial to the aims and repute of the Board after notice and opportunity for a hearing are afforded the member.
- (c) Any Board member (except the incumbent County Treasurer) who is absent from three (3) consecutive regular meetings of the Board, unless excused for good cause, may be expelled from the Board by a majority vote of the Board membership.

- Section 17. GENDER CLAUSE
The masculine gender, where appearing in the Bylaws, shall be deemed to include the feminine gender.
- Section 18. PROXY
Any Board member may duly authorize in writing another Board member to cast on behalf of such Board member a vote on one or more specific matters to be voted on at a meeting or all matters to be voted on at such meeting. Any such written authorization must be given for a specific meeting and specify the matter, matters, or all matters to be voted on. The proxy may not carry over to subsequent meetings.
- Section 19. NO DELEGATES
A Board Member may not appoint a delegate to serve in his or her place, but a proxy is allowed pursuant to Section 18.
- Section 20. CONSENT AGENDA
The Chairman or other appropriate Board member as provided in Section 12 may place routine items for Board approval on a consent agenda. The consent agenda shall be presented at the beginning of the Board meeting. Any Board member may request that an item be removed from the consent agenda so that the item can be discussed by the Board.
- Section 21. PUBLIC PARTICIPATION
The Chairman or other appropriate Board member as provided in Section 12 may invite nonmembers of the Board to express their views but such commentary shall occur at the end of the meeting only and is limited to five minutes per individual. This rule does not apply to Board members or the Plan Administrator, who may ask questions, comment, or otherwise participate without being recognized by the Chairman or other appropriate Board member as provided in Section 12.

Adopted this 30th day of September, 2013.


James Concialdi
Chairman