



BYLAWS
Pollution Prevention Advisory Board

ARTICLE I: Name

The name of this organization shall be the Pollution Prevention Advisory Board "the board," created pursuant to [25-16.5-104](#) C.R.S., operating within the Colorado Department of Public Health and the Environment, herein referred to as the "the department."

ARTICLE II: Purpose

The board was created for the purposes of providing overall policy guidance, coordination and advice to the department on pollution prevention activities and for carrying out the duties specified in Article III, as provided in [25-16.5-105](#), C.R.S.

ARTICLE III: Powers, Duties and Responsibilities

Section 1. The board shall have the following powers and duties:

- (a) To provide overall policy guidance, coordination, and advice in the development and implementation of the pollution prevention activities of the department;
- (b) To support nonregulatory public and private efforts that promote the prevention of pollution in this state;
- (c) To develop pollution prevention goals and objectives;
- (d) To review environmental regulatory programs, laws, and policies to identify pollution prevention opportunities and incentives;
- (e) To provide direction for pollution prevention outreach, education, training, and technical assistance programs;
- (f) To contract with a provider or providers, which may include the department, to provide pollution prevention activities as described in [25-16.5-106](#);
- (g) To award grants from the recycling resources economic opportunity fund, referred to in this section as the "fund," in accordance with the requirements of [25-16.5-106.7](#), and to develop criteria for awarding grants from the fund in accordance with the provisions of section [25-16.5-106.7](#) (3) (b). Grant awards shall be made, and the criteria for awarding grants shall be developed, in consultation with the pollution prevention advisory board assistance committee ("the committee") created in section [25-16.5-105.5](#) (2);
- (h) To commission such studies, using moneys in the RREO fund, as the board, in consultation with the committee deems necessary and appropriate;
- (i) To receive and expend gifts, grants, and bequests from any source, public or private, specifically including state and federal moneys and other available moneys, to fund grants made available from the fund in accordance with the provisions of section [25-16.5-106.7](#);



- (j) In consultation with the committee, to develop a formula for paying a rebate to any local government or to any nonprofit or for-profit entity that recycles any commodity. The rebate authorized by this paragraph (k) shall be paid on commodities recycled on a per-ton basis with differential rates for different commodities. Any rebate shall be paid out of moneys collected from the additional fee imposed by section [25-17-202](#) (1) (a) (IV) that is allocated to the recycling resources economic opportunity fund created in section [25-16.5-106.5](#), and from the user fee imposed by section [25-16-104.5](#) (3.9) (a) to fund the recycling resources economic opportunity program created in section [25-16.5-106.7](#); except that, for any one state fiscal year, the board, in consultation with the committee, has the discretion to determine the amount rebated pursuant to this paragraph (k) except that the amount shall not exceed one-fourth of the amount of moneys projected to be collected in the fund in the next state fiscal year. Applications to the advisory board for any rebate may be submitted after the last day of the month following the end of each calendar quarter for recycling activities undertaken in such calendar quarter, beginning with the calendar quarter ending on December 31, 2007; except that the period for the first rebate payment shall cover July 1, 2007, through December 31, 2007
- (k) To make recommendations, as requested, on policy matters related to sustainable resource and discarded materials management; and
- (l) (I) In accordance with the provisions of subparagraph (II) of this paragraph (m), to submit an annual report to the department of local affairs, the department, the Colorado energy office, and the standing committee of reference in each house of the general assembly exercising jurisdiction over matters concerning public health and the environment.
(II) The annual report required by subparagraph (I) of this paragraph (m) shall include a calculation of the proportion of solid waste generated in the state in the previous year that was diverted to other uses and the number of jobs created and any other economic impacts resulting from grants made from the RREO fund by the board pursuant to paragraph (h) of this subsection (1) and section [25-16.5-106.7](#) (3).

Section 2. Additional responsibilities of the advisory board include:

- (a) Support the activities of the board's assistance committee by:
 - i) Reviewing and evaluating grant applications;
 - ii) Providing technical expertise to grant recipients as needed;
- (b) Providing overall policy guidance, coordination, and advice in the implementation of the State of Colorado's Greening Government program, as requested by the State of Colorado;

ARTICLE IV: Members

Section 1. The composition of the board shall reflect, to the extent practical, Colorado's ethnic, racial, and geographic diversity.

Section 2. The board shall be established in accordance with [25-16.5-104](#), and consist of fifteen (15) members and two ex-officio members appointed by the Governor as follows.

- (a) The Governor shall appoint 15 members including representatives of businesses, agriculture, environmental groups, academic institutions of higher education, community groups and local governments;
- (b) The Governor shall appoint two representatives from state agencies to serve as ex-officio members of the board, with at least one of such appointees to be from the department.

Section 3. The terms of the members of the board shall be for three years for a maximum of two terms. When a new member is appointed to replace a retiring board member before his/her three-year term expiration date, that new member shall serve only the remaining term of the retiring member and must then apply for reappointment.

Section 4. Members of the board shall serve without compensation.

Section 5. Regular attendance and participation is vital to the purpose and effectiveness of the board in carrying out its duties and responsibilities. Board members accept the duty and obligation to attend meetings either in person or by teleconference and shall provide advance notice by phone or email if they are unable to do so. If members miss more than three (3) meetings in a calendar year, the board's chair will notify the Governor's Office.

Section 6. Any member of the board may resign from the board at any time by notifying the Governor's Office of Boards and Commissions, in writing. If a member finds it necessary to resign from the board, he/she is encouraged to assist the department in nominating a suitable replacement and is encouraged to remain until a suitable replacement has accepted his/her appointment.

ARTICLE V: Officers

Section 1. The elected officers of the board shall be the chairperson and vice-chairperson:

- (a) The chairperson and vice-chairperson shall be elected by majority vote of the board.
- (b) The chairperson or vice-chairperson may be removed from office at any time for cause the board may deem sufficient, by a vote of three-fourths of the entire board membership and consistent with the following process:
 - (i) Written notice giving time, place, and purpose of this meeting shall be emailed to each member of the board at least five (5) working days prior to the meeting.
 - (ii) If the chairperson or vice-chairperson is removed at such meeting, an election for a successor shall take place at the same meeting.

Section 2. The term of office for the chairperson and vice-chairperson shall be one year, commencing at the close of the meeting at which they were elected. Officers may be re-elected to serve a second one-year term.

Section 3. Duties of the chairperson shall be to:

- (a) Preside at all board meetings when in attendance;
- (b) Build the agenda with the advice and consent of the executive committee members and department staff;
- (c) Be aware of all board and committee activities;
- (d) Observe and enforce the bylaws and policies of the board; and
- (e) Perform all such other duties of the office as provided by these bylaws or prescribed by the board.

Section 5. In the absence of the chairperson at any meeting in which a quorum is present, the vice-chairperson shall serve as chairperson for that meeting only. Should the chairperson and vice-chairperson both be absent at any meeting in which a quorum is present, the members present shall elect a chairperson to serve for that meeting only.

ARTICLE VI: Department Staff

Section 1. The board shall be supported by select department staff or a designee. Department staff may, among other things, provide background, present relevant information and make recommendations to the board.

Section 2. Duties of the department staff, or a designee, who are responsible for administering the board shall be to:

- (a) Coordinate with the Governor's Office of Boards and Commissions to ensure appointments to the board are made on schedule.
- (b) Notify all board members and announce to the public, in a manner prescribed by the board, the time and place of the board meetings at least five working days prior to such meetings and cancellations of such or as soon as a cancellation is known if less than 7 days prior to meeting date.
- (c) Arrange times and places for board meetings as well as set up web conferencing or teleconferencing for members not able to attend in person.
- (d) Serve as a liaison from the committees or task forces to the board chairperson through participation in conference calls and face-to-face meetings.
- (e) Assist the board's executive committee, comprised of the chair, vice chair, and department ex-officio member, in the planning of meetings and development of the agenda.
- (f) Ensure background documents are prepared and information is presented to support the work of the board.
- (g) Record, maintain, and distribute to members via email and to the public via the board's website accurate minutes from all board meetings.
- (h) Create and maintain website for the board's grant programs. This will include posting meeting times and minutes, grant announcements, reports created by the board and any other related material.
- (i) Prepare Pollution Prevention grant RFA documents under the direction of the board, consistent with state fiscal rules and department policies.
- (j) Support the grant application and review process of the board.
- (k) Coordinate with financial services on timing of grant announcements and awarding of funds; also act as a liaison between the board and financial services.
- (l) Provide technical assistance to grantees and applicants as needed.
- (m) Monitor each grant recipient's budget and manage invoices and deliverables.

- (n) Track environmental and economic benefits of grants.
- (o) Verify proper uses of grant funding through site visits and status reports.
- (p) Attend to official board correspondence.

ARTICLE VII: Meetings

Section 1. The board shall meet at least bi-monthly, and more frequently as needed, at the call of the chairperson or majority of the board members.

Section 2. A quorum of nine (9) members shall be required for all actions of the board, with the following procedures being followed:

- (a) No proxy or absentee voting shall be allowed;
- (b) Members may fully participate in a meeting via teleconference;
- (c) At the discretion of the chairperson or majority of the board members, issues may be voted upon via email provided responses are received within a predetermined time frame; and
- (d) Any meeting may be cancelled by the chairperson or the majority of the board members, three (3) working days prior to such meeting, when, in consultation with department staff, the chairperson determines the meeting is not needed, or when there will not be a quorum present.

Section 3. In absence of a quorum, any business transacted is null and void, except to take measures to obtain a quorum or to reschedule another meeting.

Section 4. All meetings of the board shall be open to the public in accordance with regulations of the Colorado Open Records Act and Sunshine Law. Notice of meetings shall be posted on the board's website.

Section 5. No individual board member shall make a statement of policy that purports to be that of the board unless the board has adopted such policy, but no one shall be prohibited from stating his or her personal opinions, provided they are clearly identified as such.

Section 6. All discussions of the board relative to the review of grant applications is to be regarded as confidential information, not to be discussed outside the context of the board meetings. Any person with a grant proposal under review may be required to leave the room or disconnect from the conference call line when that proposal is being discussed and when any decisions are made pertaining to that proposal.

ARTICLE VIII: Assistance Committee, Other Committees and Task Forces

Section 1. The board's assistance committee created by HB 07-1288, shall be subject to the board-approved bylaws of that committee.

Section 2: Other committees of the board may be established as needed by majority vote of the board.

Section 3. Ad hoc committees and task forces including other individuals, groups, organizations or associations, may be established by majority vote at any board meeting and:

- (a) Membership shall be prescribed by the board;

- (b) The board shall appoint the chairpersons of ad hoc committees and task forces; that chairperson shall come from board membership; and
- (c) Ad hoc committees shall be given prescribed purposes and prescribed dates of discontinuance.

Section 4. Meetings of the subcommittees and any ad hoc committee or task force shall be open to the public, and shall hear testimony from the public in attendance in a manner as prescribed by the board as follows:

- (a) Meetings shall be at the call of the chairperson of the subcommittee or task force;
- (b) Meetings shall be announced at least five working days prior to the meeting date in a manner as prescribed by the board;
- (c) A majority of the current membership of board subcommittees or any ad hoc committee or task force shall constitute a quorum;
- (d) No proxy or absentee voting shall be allowed for any member of a subcommittee or task force; however, a subcommittee member may fully participate and vote by teleconference;
- (e) In the absence of the subcommittee or task force chairperson, the members shall elect a chairperson who shall serve for that meeting only; and
- (f) Meetings of board subcommittees, ad hoc committees, and task forces shall be conducted in the manner as prescribed in the parliamentary authority.

ARTICLE IX: Voting and Balloting Procedures

Section 1. In any instance in which a majority vote is called for:

- (a) The chairperson may call for a show of hands, voice vote, standing vote, or a secret ballot, and such voting method shall determine the result of the vote, except, and
- (c) No proxy or absentee voting shall be allowed.

Section 2. Ballots shall be pieces of paper, which may be submitted by email, or the member prints his or her choice.

Section 3. If no candidate or issue receives a majority of the votes cast, another ballot shall be taken. If further ballots need to be cast to determine a single majority winner, it shall be between the two candidates or issues receiving the highest number of votes on the immediate preceding ballot.

Section 4: Email voting may be used in circumstances where items must be decided upon between formal meeting dates. Procedures for email voting are as follows:

- (a) Item/issue to be voted upon is emailed to all board members with any appropriate explanation or clarification. A vote may be called for by the chairperson, vice chairperson or department staff or by another person who is designated by the chairperson.
- (b) Any board member, except the person calling the vote, may make a motion to approve.
- (c) Any board member, except the person calling the vote, may second the motion to approve.

(d) There will be a period of time allowed for email discussion. Board members will ensure that they “reply all” when sending comments, so that everyone receives this information. The time allowed will depend on the situation but should be a minimum of 24 hours.

(e) The chairperson, vice-chairperson or department staff then calls for a formal vote. Unless you are out of email access, every board member will respond with either a “Yes”, “No” or “Abstain” to the item being voted upon.

(f) Votes pertaining to personnel issues will be private “reply to sender” while issues involving non-sensitive administrative issues will remain “reply to all”.

(g) The person who called the formal vote announces the results of the vote and whether or not the motion has passed.

(h) The person who called the formal vote and the department retains a copy of the motion and final vote to be included in the minutes of the next board meeting.

Section 5. All members, including the chairperson, shall have voting rights.

ARTICLE X: Parliamentary Authority

Section 1. Meetings shall be conducted generally in keeping with Robert’s Rules of Order, but shall be as informal as circumstances permit.

ARTICLE XI: Adoption of Bylaws

Section 1. These Bylaws shall take effect immediately upon majority vote of the board.

ARTICLE XII: Amendment of Bylaws

Section 1. The Bylaws may be amended in whole or in part at a board meeting by three-fourths vote:

Section 2. Adopted amendments shall take effect immediately.

ARTICLE XIII: Conflict of Interest

Section 1. Article 18 of Title 24 of the Colorado Revised Statutes set forth Standards of Conduct for government employees, public officials, members of the general assembly, and members of boards and commissions. With respect to members of boards and commissions, such members “shall not perform an official act which may have a direct economic benefit on a business or other undertaking in which such member has a direct and substantial financial interest.” C.R.S. § 24-18-108.5(2). As applied to the board, a conflict of interest means a situation in which a person has a duty to more than one person or organization, but cannot do justice to the actual or potentially adverse interests of both parties. This includes when an individual's personal interests or concerns are in conflict with the best interests of a customer, or when a public official's personal interests are contrary to his/her charge as a committee member to conduct committee business. A conflict does not exist merely because a board member, a board member’s employer or a board member’s client has a pre-established policy position or self-interest regarding an issue being considered by the board.

- (a) Factors to Consider When Reviewing a Potential Conflict of Interest. In deciding whether there is a conflict of interest, the board or a board member shall consider the definition of a conflict of interest and other relevant information, including:
- (i) The legislature's intent and decision to appoint a board comprised of individuals with expertise and involvement with pollution prevention of the State of Colorado;
 - (ii) The disclosure of potential conflicts of interest by the board member upon nominating him/herself to the board; and
 - (iii) Whether the potential conflict of interest impedes the board's independence of judgment.
- (b) Participation in Board Grant Programs by Members
- (i) It is the express intent of the board to prevent the exclusion of any member, a member's employer, or a member's client from participating in grant programs administered by the board. Specifically, members will be provided equal opportunity to compete in selection processes for receiving recycling grant funds for any eligible projects, and to be fairly awarded funding based on the merits of their proposals.
 - (ii) Members shall not participate in the review or ranking of any grant proposal or in any oversight or administration of any subsequent grant award when it is determined that an actual conflict of interest exists according to procedures in Article XIII, Section 1 (d) of this document.
- (c) Participation in Board Rebate Program by Members
- (i) It is the express intent of the board to prevent the exclusion of any member, a member's employer, or a member's client from participating in rebate programs administered by the board. All members will be provided an equal opportunity to qualify for receiving recycling rebate funds.
 - (ii) When a board member, their employer, or their client has an interest or stake in the rebate program, they must disclose this information to the full board. These members may still participate in discussion regarding recycling rebate criteria and eligibility requirements; however, they may not participate in any voting activities pertaining to the rebate program if it is determined an actual conflict of interest exists according to procedures in Article XIII, Section 1 (d) of this document.
- (d) Disclosure of Actual or Potential Conflict of Interest.
- (i) A board member shall take one of the following steps if she or he perceives that a conflict of interest exists:
 - A. Disclose the basis of the potential conflict of interest to the board and others in attendance before the discussion begins, or as soon thereafter as the conflict of interest is perceived, and disqualify

him/herself from any further participation or voting on the matter at hand; or

B. Disclose the basis of the potential conflict of interest to the board and others in attendance before the discussion or hearing begins, or as soon thereafter as the conflict of interest is perceived: then, if the board member does not disqualify him/herself from further participation in the matter, the chairperson will ask for comments from any other committee member, parties to the matter before the committee, or any member of the public present. Except for the member disclosing the potential conflict of interest, the committee shall vote on whether a conflict of interest exists and the board member disclosing the potential conflict shall be bound by the board's vote. If a conflict is found to exist, the board member disclosing the conflict shall be disqualified from further participation or voting on the matter at hand. As described above, members whose grant applications are pending for review by the board shall be disqualified by the board from participating in the discussion and review of such grant.

(ii) A conflict of interest may also be raised by other board members, the parties to the matter before the board, and/or any member of the public. In such instances, the board member may either choose to reclude him/herself from further participation in the matter, or the board may vote on disqualification of the member as described in Article XIII, Section 1 (c)(i)(B) of this document.

(iii) Board meeting minutes shall reflect all disclosures of actual or potential conflicts of interests, and shall record the findings of the board or the member concerning disqualification.