

**BY-LAWS OF
Garfield County Energy Advisory Board**

ARTICLE I- NAME

The name of this organization is the Garfield County Energy Advisory Board (EAB).

ARTICLE II- PURPOSES

The EAB was formed by resolution of the Garfield County Board of County Commissioners on May 10, 2004 to provide a forum for the oil and gas industry, the public, impacted landowners and local government to prevent or minimize conflict associated with oil and gas development through positive and proactive communication and actions that encourage responsible and balanced development of these resources within Garfield County. The EAB will provide reports to the BOCC on at least a quarterly basis.

**ARTICLE III-
MEMBERS**

Section 1. REPRESENTATION. Each of the following will be represented by one official member.

1. Garfield County
2. City of Rifle
3. Town of Carbondale
4. Town of Silt
5. Town of Parachute
6. Town of New Castle
7. City of Glenwood Springs
8. Battlement Mesa Oil and Gas Committee
9. Grand Valley Citizens Alliance (GVCA)
10. Grass Mesa Home Owners Association
11. School District RE-2
12. School District 16
13. Colorado Mountain College
14. Holy Cross Cattlemen's Association
15. Citizen Resident Representative from Roan Creek
16. Citizen Resident Representative from Parachute/Parachute Creek
17. Citizen Resident Representative from Battlement Creek/Battlement Mesa
18. Citizen Resident Representative from Rulison/Morrisania Mesa
19. Citizen Resident Representative from Taughenbaugh Mesa
20. Citizen Resident Representative from Rifle/North Rifle
21. Citizen Resident Representative from Mamm Creek/Hunter Mesa
22. Citizen Resident Representative from Divide Creek
23. Citizen Resident Representative from Dry Hollow
24. Citizen Resident Representative from Una Bridge/Wallace Creek/Spring Creek
25. Citizen Resident Representative from Silt/Silt Mesa/Peach Valley

26. One representative from each of the oil and gas companies operating within Garfield
27. Colorado Oil and Gas Conservation Commission (non-voting member)

Section 2. SELECTION. The individuals nominated to fill the membership positions shall be designated by a letter of correspondence from the governing body of the local jurisdiction or industry business unit to the Garfield County Oil & Gas Liaison. A Garfield County representative and the citizen representatives shall be designated by official action of the BOCC indicated by a letter from the Chair of the BOCC to the Garfield County Oil & Gas Liaison.

Section 3. POWERS & DUTIES OF MEMBERS. The members of the EAB shall have the following powers and duties:

1. They shall receive reports from the Chair, Vice-Chair, Secretary and committees.
2. The voting members shall elect the officers by a majority vote.

Section 4. VOTING. Each voting member shall be entitled to one vote on each matter submitted to a vote of the members.

Section 5. POSITIONS. Policy positions EAB takes are not binding on the members.

Section 6. LIABILITY OF MEMBERS. No member of the EAB shall be personally liable for any of its liabilities, or obligations.

Section 7. REMOVAL OF MEMBERS. A member may be removed with just cause by a two-thirds (2/3) vote of members. Neglect of duty by a member shall be included as a cause for removal. Any member who misses 3 consecutive meetings may be considered unable or unwilling to fulfill the obligations and duties of a member. Thereupon, that person may be removed from the members and notified in writing of such action at least 10 days in advance of the meeting at which removal is to be considered. The vacancy shall be filled pursuant to Article IV, Section 4 of these by-laws. The BOCC may, by majority vote, remove any member of the EAB who, in the judgment of the Commissioners, shall have violated or refused to comply with any of the provisions of these by-laws, or who, in the opinion of the BOCC, fails to support the purposes and objectives of the EAB.

Section 8. VACANCIES. Vacancies may be filled by appointment by the BOCC, indicated by a letter from the Chair of the BOCC to the Garfield County Oil & Gas Liaison.

Section 9. SELECTION OF ALTERNATES. Each member may designate one person from the entity they represent to serve as an alternate. The alternate will have voting privileges in the absence of the regular member. Each member must notify the secretary of the name and address of the selected alternate prior to the next scheduled meeting.

Section 10. DUES. No dues will be assessed or collected by the EAB.

Section 11. COMPENSATION. No member shall receive compensation for being a member of the EAB.

ARTICLE IV- MEETINGS

Section 1. FREQUENCY. The members shall meet monthly or on an alternative schedule designated by the members pursuant to these by-laws.

Section 2. RULES. The meetings shall be conducted according to Roberts Rules of Order, unless otherwise specified by the EAB.

Section 3. NOTICES. Notices of meetings will be distributed by email to the members by the Secretary or Secretary's designee. Notices of meeting times and locations will also be posted on the Garfield County website.

Section 4. VOTING. Each voting member shall be entitled to one vote upon each matter submitted to a vote at a meeting of the members present and voting, where a quorum has been reached. Motions made at meetings shall be adopted if voted on favorably by a majority of members present and voting.

Section 5. QUORUM. Seven members of the EAB shall constitute a quorum. A quorum must be attained in order to hold a vote of the EAB.

ARTICLE V- OFFICERS

Section 1. OFFICERS. The officers of the EAB shall be a Chair, a Vice-Chair, a Secretary and such other officers as may be elected with the provisions of this article. No one person may hold more than one office simultaneously.

Section 2. QUALIFICATIONS, ELECTIONS, AND TERM OF OFFICE. The Chair, Vice-Chair and Secretary shall be elected by the members at the first meeting of each calendar year. The term of office shall be 1 year and re-elections may occur yearly for a maximum of 2 years.

Section 3. VACANCIES. A vacancy in any office because of death, resignation, disqualification, or otherwise may be filled for the unexpired portion of the term in accordance with Section 2 of this Article.

Section 4. CHAIR. The Chair shall preside over meetings whenever possible and shall be responsible for delivering quarterly reports to the BOCC.

Section 5. VICE-CHAIR. The Vice-Chair shall assist the Chair in his or her duties, shall preside at meetings in the Chair's absence and shall replace the Chair if necessary.

Section 6. SECRETARY. The Secretary shall keep the minutes of all proceedings of the EAB and make them available for inspection by any member at any reasonable time.

ARTICLE VI- STAFF

Section 1. OIL & GAS LIAISON. An Oil & Gas Liaison, hired by the Garfield County Manager, shall provide staff support to the EAB. Nothing in this Article precludes the Oil & Gas Liaison from being a member or officer of the EAB if so designated under other applicable sections of these by-laws.

Section 2. POWERS AND DUTIES OF THE OIL & GAS LIAISON. The Oil & Gas Liaison will maintain records of the EAB at the request of the Secretary, will be responsible for posting information about the EAB on the Garfield County website and may delegate support duties to other Garfield County Oil and Gas Department staff in his or her discretion.

ARTICLE VII- COMMITTEES

Section 1. COMMITTEES. Committees may be created by resolution of the EAB. Except as otherwise provided in such resolution, the chair of each committee shall be a member of the EAB, but other committee members shall not be required to be EAB members. Committees shall make regular reports to the members of their activities.

Section 2. NOMINATIONS COMMITTEE. A nominations committee of three EAB members, at least one of whom is an officer, shall be appointed annually by the Chair with the approval of the members. The Nominations Committee shall propose officers for election by the members at the first meeting of each calendar year and will solicit representative organizations to nominate candidates to the BOCC to fill vacancies.

ARTICLE VIII-RECORDS

The EAB shall keep minutes of its proceedings of its members and of its committees as submitted, and shall keep with the Garfield County Oil & Gas Department office a record giving the names and addresses of the members.

ARTICLE IX- DISSOLUTION

Dissolution shall occur by resolution of the BOCC.

ARTICLE X- RATIFICATION AND AMENDMENTS

Initial ratification of by-laws shall be by a two-thirds (2/3) vote of the members. Provided that Article II, as originally adopted shall not in any way be contravened, by-laws may be

amended at any meeting of the members by a two-thirds (2/3) vote of the members present. At least 30 days prior notice of the proposed amendment(s) shall be given to the members. Amendments become effective immediately upon passage.

Ratified by a majority vote of the EAB members on March __, 2015.



05 MAR 2015

Howard Orona,
EAB Chair

Date