

**ADAMS COUNTY LIQUOR AND MARIJUANA LICENSING AUTHORITY BY-LAWS**

**ARTICLE I**

**NAME, ADDRESS, AND FUNCTION OF THE AUTHORITY**

Section 1. Business Office. The Authority shall be called the Adams County Liquor and Marijuana Licensing Authority, with its principal office located at the Adams County Government Center, 4430 S. Adams County Parkway, Brighton, CO, 80601.

Section 2. Function and Powers. The Authority is created by the Adams County Board of County Commissioners pursuant to Resolutions dated May 19, 2014, July 8, 2014, and June 30, 2015. The Authority shall have the power to accept applications, conduct investigations, and grant, renew, suspend and revoke liquor licenses, and to regulate the liquor licensing process for beer, malt, vinous, and spirituous liquors as allowed by law, including, but not limited to, Articles 46, 47, and 48 of Title 12, C.R.S., and the marijuana licensing process for marijuana establishments as allowed by law, including, but not limited to Colorado Constitution, art. XVIII, Sections 14 and 16, and Articles 43.3 and 43.4 of Title 12, C.R.S., within the unincorporated areas of Adams County. The Authority shall have all powers of a local liquor and a local marijuana licensing authority set forth in said statutes and in regulations promulgated by the Colorado Department of Revenue, Liquor/Tobacco Enforcement and Marijuana Enforcement Division, or any successor agencies. The Authority has the power to promulgate its own by-laws, rules, regulations, and procedures, provided that no such by-law, rule, regulation, or procedure violates or conflicts with any state statute or state regulation regarding liquor or marijuana licensing, nor violates or conflicts with the above establishing resolutions. The Authority shall manage the business, affairs, and property of the Authority.

**ARTICLE II**

**AUTHORITY MEMBERSHIP AND TERMS OF OFFICE**

Section 1. Appointment. The Board of County Commissioners of Adams County shall appoint Board Members of the Authority. The Authority's functions and powers shall be carried out by the Authority Board.

Section 2. Number and Vote. The Board of the Authority shall consist of five members, each of whom shall have one vote in the conduct of the affairs of the Authority.

Section 5. Qualifications. Each member of the Authority Board shall be a resident of Adams County and at least twenty-one years of age. All Authority Board members shall have experience with or knowledge of the Colorado Liquor Code or be willing to become knowledgeable of the Colorado Liquor Code by attending training provided by

the State Liquor Enforcement section or other suitable trainings. All Authority members shall also have experience with, knowledge of, or be willing to become knowledgeable of the Colorado Medical Marijuana Code, the Colorado Retail Marijuana Code, and the Adams County Marijuana Licensing Regulations. A change of residence of a Board Member of the Authority to a place outside the boundaries of Adams County shall automatically disqualify such Board Member of the Authority and create a vacancy on the Board with respect to his position.

Section 6. Terms of Office. Two of the Board member's initial terms shall expire on January 31, 2017, and three of the Board members' terms shall expire on January 31, 2019. Thereafter, each Board member shall serve a term of four years. The term of any Board member shall terminate immediately should that member no longer reside in unincorporated Adams County. Each Board member shall serve until his term expires and until his successor shall have been appointed, or until his earlier resignation or removal.

Section 7. Resignation and Removal. A Board member may resign at any time by giving written notice to the Board of the Authority and to the Board of County Commissioners of Adams County. Unless otherwise specified in the notice, the resignation shall take effect upon receipt by the Board of the Authority, and the acceptance of the resignation shall not be necessary to make it effective. Any Board member who is absent from three meetings within a twelve month period without excuse satisfactory to the Authority Board shall be deemed to have resigned his position and automatically create a vacancy on the Authority Board with respect to his position. The Adams County Board of County Commissioners may remove an Authority Board member at any time, with or without cause.

Section 8. Vacancies. Vacancies that may occur on the Authority Board shall be filled by appointment of the Adams County Board of County Commissioners. Any Authority Board member appointed to fill a vacancy shall serve for the remainder of the term of the member who is being replaced.

Section 9. Compensation. Authority Board members may receive such stipend or other compensation as determined in the sole discretion of the Adams County Board of County Commissioners.

Section 10. Committees. The Authority Board may, by resolution passed by a majority of the entire Authority Board, establish one or more committees, each committee consist of one or more Authority Board members. Such committees may serve any purpose designated by the Authority Board.

Section 11. Conflict of Interest. No Authority Board member shall be interested in any contract or transaction with the Authority except in his official capacity. Any Authority Board member who is present at a meeting at which is discussed any matter in which he has, directly or indirectly, a private pecuniary, property or other interest, shall declare his interest and shall refrain from advocating for or against the matter and shall

not vote in respect to such matter. No Authority Board member, or a member of his immediate family, may have an interest in the operation of a liquor establishment, in an establishment serving fermented malt beverages, or in a marijuana establishment.

## **ARTICLE III**

### **MEETINGS**

Section 1. Regular Meetings. A regular meeting of the Authority shall be held at the principal office of the Authority on the first Monday of each month, at or about the hour of 5:30 P.M., or at such other place and time as may be designated by the Board Members of the Authority from time to time. If the day fixed for any such meeting shall be a legal holiday in the State of Colorado or election day, such meeting shall be held on the next succeeding Monday. All the business of the Board Members of the Authority shall be conducted only during such regular meetings or at special meetings hereinafter provided for, and all regular and special meetings shall be open to public. Upon the affirmative vote of two-thirds of the quorum present, the Board may hold an executive session at ant regular or special meeting for the purpose of considering any matter which is allowed under state law. Prior to the time Authority members convene in executive session, the chairman shall announce the general topic of the executive session.

Section 2. Special Meetings. Special meetings may be called by any officer or Authority Board member by informing the other Board Members of the Authority of the date, time and place of such meeting and the purpose for which it is called, and by posting a notice thereof in accordance with the provisions of these By-laws concerning notices of meetings.

Section 3. Notice of Meetings. Notice of the time and place of all regular and special meetings shall be posted on the Adams County website, and may, at the discretion of the Authority, be posted at additional locations to be determined by the Authority. The notices shall be posted as is required by the Colorado Opens Meeting Law., C.R.S. 24-6-401 et. seq.

Section 4. Quorum. Three-fifths of the entire Board of the Authority shall constitute a quorum necessary for the transaction of any business to come before any regular or special meeting.

Section 5. Resolutions and Orders. Any act of the Authority Board members shall be in the form of a Resolution or Order, necessary for the government and management of the affairs of the Authority and the execution of the powers vested in the Authority. All resolutions and orders shall require the majority vote of a quorum of the Authority Board for approval. Resolutions and orders may be adopted by viva voce vote, but on demand of any member of the Authority the roll shall be called and the Ayes and Nays recorded. All resolutions, after their passage, shall be promptly recorded in a book kept

for that purpose, or by electronic means, and shall be authenticated by the signature of the presiding officer of the Authority Board and the Clerk. Any Resolution may, at the election of the Authority Board, be published in a newspaper of general circulation in the County within ten days of the date of passage, and, if so provided, shall become effective on the date of such publication. The Chairman, or, in his absence or unavailability, the Vice-Chairman, may sign all permits and licenses approved by the Authority. Authorized electronic signatures shall be considered signatures.

Section 6. Recesses and Adjournments. Any regular or special meeting may be recessed or adjourned to any place within Adams County designated by a majority of the Authority Board members present by resolution specifying the date, time and place of the recessed or adjourned meeting.

Section 7. Waiver of Notice. No notice to Board members of the Authority shall be required for regular or special meetings when all of the Board Members of the Authority waive notice or acknowledge receipt of a notice and consent to the holding of such a meeting or attend the meeting without objecting to the transaction of business, provided however, that proper public notice is posted. Such meetings shall be valid for all purposes and any action may be taken.

## **ARTICE IV**

### **OFFICERS**

Section 1. Officers. The officers of the Authority shall be a Chairman and Vice-Chairman, and such other officers as the Authority shall determine to be necessary. The officers shall be members of the Authority Board. Any two or more offices may be held by the same person, except that the office of Chairman and Vice-Chairman may not be held by the same person.

Section 2. Election and Term of Officers. A Chairman and Vice-Chairman shall be elected at the January 2015 Authority meeting and shall serve through January 2016. Thereafter, the Chairman and Vice-Chairman shall be elected by the Authority Board at the first regular February meeting of the calendar year and serve a one-year term, and each of the officers shall hold office until he/she is removed by unanimous vote of the remaining Board members or until his/her successor shall have been duly elected and qualified in the event his/her term expires or a vacancy has been created.

Section 3. Vacancy. A vacancy in any of the offices of the Authority may be filled by the Authority Board for the unexpired portion of the term.

Section 4. Chairman. The Chairman shall be the principal executive officer of the Authority. He shall preside at all meetings of the Authority. He may sign, either manually, electronically, or by facsimile, together with the Clerk or any other proper

officer of the Authority authorized by the Authority Board, any official documents or instruments that the Authority has authorized to be executed; and in general he shall perform all duties incident to the office of Chairman and such other duties as may be prescribed by the Authority from time to time.

Section 5. Vice-Chairman. In the absence of the Chairman or in the event of the Chairman's inability or refusal to act, the Vice-Chairman shall perform the duties of the Chairman, and when so acting, shall have all the powers of, and be subject to all the restrictions upon the Chairman. The Vice-Chairman shall perform such other duties as may be assigned to him by the Chairman or by the Authority from time to time.

## **ARTICLE V**

### **EMPLOYEES**

Section 1. Employment. Adams County employees shall perform work required by the Authority.

Section 2. Clerk. The Authority shall have a Clerk, who shall serve as primary staff for the Authority. The Clerk shall record and authenticate with his/her signature all resolutions of the Authority in one or more books provided for that purpose or by means of electronic records and shall maintain electronic recordings of all meetings. The Clerk shall see that all notices are duly given in accordance with the provisions of these By-laws, or as required by the law. The Clerk shall be the custodian of the records and shall ensure that all Authority documents are duly authorized and executed in accordance with the provisions of these by-laws; and in general, he/she shall perform all duties incident to the Office of Clerk and such other duties as from time to time may be assigned to him by the Chairman or by the Authority. The Clerk shall organize the meeting Agenda and prepare staff reports or other documentation requested by the Authority. The Clerk shall accept payment of fees and deposit all fees with the Adams County Treasurer's Office.

Section 3. Legal Services. The Adams County Attorney's Office shall provide all legal services to the Authority.

## **ARTICLE VI**

### **CONTRACTS**

Contracts. The Authority shall adhere to the Adams County Purchasing Policy when procuring goods or services.

## **ARTICLE VII**

### **FISCAL YEAR OF THE AUTHORITY**

Fiscal Year. The fiscal year of the Authority shall be the same fiscal year adopted by the government of Adams County.

## **ARTICLE VIII**

### **PROPERTY OF THE AUTHORITY**

Property. Upon dissolution of the Authority, title to all property owned by it shall vest in and become the property of the County of Adams.

## **ARTICLE IX**

### **AMENDMENTS TO BY-LAWS**

Amendments. These By-laws may be altered, amended or repealed by the affirmative vote of a majority of the entire Authority Board voting at any special or regular meeting, subject to the approval of the Board of County Commissioners of Adams County.