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BY-LAWS, OPERATING PROCEDURES, AND  
MEMBERSHIP GUIDELINES  
OF THE  
YAMPA-WHITE-GREEN BASIN ROUNDTABLE

By-Laws originally adopted: January 18, 2006  
By-Laws amended: January 16, 2008  
By-Laws amended: March 12, 2014  
By-Laws amended: July 13, 2016  
By-Laws amended: April 10, 2019

41 BY-LAWS, OPERATING PROCEDURES, AND MEMBERSHIP  
42 GUIDELINES OF THE  
43 YAMPA-WHITE-GREEN BASIN ROUNDTABLE  
44

45 PREAMBLE  
46

47 In Colorado, water is among the state’s most important issues. The ability to successfully  
48 address the challenges and opportunities related to water requires a basin-driven, collaborative  
49 approach. To facilitate continued discussions within and between basins on water management  
50 issues, and to encourage locally driven collaborative solutions to water supply challenges, the  
51 Colorado Water for the 21<sup>st</sup> Century act (2006-HB-1177) created nine permanent basin  
52 roundtables. Among such roundtables is the Yampa-White-Green Basin Roundtable (“YWG  
53 Roundtable”).  
54

55 The legitimacy of a roundtable organization should be measured against the ideal of a  
56 participatory democracy. Therefore, it is the desire of the YWG Roundtable that anyone  
57 potentially affected by the actions of this Roundtable should have the opportunity to provide  
58 information to or participate in the Roundtable, or at least be assured that each affected group of  
59 stakeholders should have a representative participating as a member of the Roundtable.  
60

61 The Yampa, White, and Green Rivers and their tributaries are largely not administered  
62 nor over-appropriated. The YWG Roundtable anticipates that water interests outside of the  
63 Yampa River, White River, and Green River basins will desire to acquire water interests in our  
64 basins for potential export. The Roundtable is therefore especially sensitive to the protection of  
65 the Yampa River and White River basin water for future generations in our basins, and to protect  
66 our present and future water users against curtailments in the event of a compact call on the  
67 Colorado River.  
68

69 In April of 2015, the YWG Roundtable adopted the Basin Implementation Plan (BIP) which was  
70 developed as part of the Colorado Water Plan process. The YWG Roundtable seeks through its  
71 BIP to make certain that existing consumptive, environmental and recreational uses are met,  
72 even during anticipated drought periods. While population growth will drive additional  
73 municipal needs and additional irrigated agricultural areas have been identified in State-funded  
74 studies, the energy sector has the potential to create the greatest additional consumptive water  
75 demands in the YWG Basin. Consumptive demand is expected to increase from 282,000 to  
76 361,000 acre-feet per year by the year 2050 under a dry hydrology scenario.  
77

78 Non-consumptive needs including flows for endangered species, riparian plant communities,  
79 sport fisheries, white-water boating, and ecological integrity are also expected to expand.  
80 In this BIP, recreational, environmental, agricultural, municipal and industrial stakeholders have

81 unanimously adopted eight Goals and their associated Measurable Outcomes to meet YWG  
82 Basin needs:

- 83 • Protect the YWG Basin from compact curtailment of existing decreed water uses and some  
84 increment of future uses.
- 85 • Protect and encourage agricultural uses of water in the YWG Basin within the context of private  
86 property rights.
- 87 • Improve agricultural water supplies to increase irrigated land and reduce shortages.
- 88 • Identify and address Municipal and Industrial (M&I) water shortages
- 89 • Quantify and protect non-consumptive water uses.
- 90 • Maintain and consider the existing natural range of water quality that is necessary for current  
91 and anticipated water uses.
- 92 • Restore, maintain, and modernize water storage and distribution infrastructure.
- 93 • Develop an integrated system of water use, storage, administration and delivery to reduce  
94 water shortages and meet environmental and recreational needs.

95 Much of the information in this BIP regarding demand and supply was developed through a  
96 series of Statewide Water Supply Initiative (SWSI) and Basin-wide studies, particularly the 2014  
97 Project and Methods Study (P&M Study). The 2014 P&M Study is the most recent state-funded  
98 study used to inform this BIP.

99 Several Implementation Projects & Processes were developed with input from the YWG Roundtable  
100 and other stakeholders, taking into consideration information from previously completed studies and  
101 the consideration laid out in the preceding paragraphs. The IPPs are dynamic lists reflective of the  
102 incomplete state of the planning process. These lists will continue to be updated with new Projects  
103 and Processes as the YWG Roundtable continues to refine the YWG Basin hydrologic models and  
104 improves its overall understanding of how operations and proposed projects might work together to  
105 meet potential shortages. Project proponents will be encouraged to consider the goals of the BIP for  
106 success in balancing demands.

107  
108 Therefore, for the purpose of providing for the orderly conduct and carrying on of the  
109 business, objects and affairs of the YWG Roundtable, the Membership of said Roundtable  
110 hereby makes, publishes and declares these By-Laws, Operating Procedures, and Membership  
111 Guidelines, which are collectively herein called the “Bylaws.”

## 112 ARTICLE I - DEFINITIONS

113  
114  
115 When used herein, the following words, terms and phrases shall have the following  
116 meaning, to-wit:

- 117  
118 1. The term "Act" shall mean the Colorado Water for the 21<sup>st</sup> Century Act, HB-1177,  
119 adopted in 2005, as amended.

120

121                   2. The terms "Roundtable" or "YWG Roundtable" shall mean the Yampa-White-Green  
122 Basin Roundtable, a permanent basin roundtable created under the Act.

123  
124                   3. The term "Open Meetings Law" shall mean [C.R.S. § 24-6-401 et seq.](#), as it may be  
125 amended from time to time.

126  
127                   5. The term "Open Records Act" shall mean [C.R.S. § 24-72-201 et seq.](#), as it may be  
128 amended from time to time.

129  
130                                   ARTICLE II - Roundtable Membership

131  
132                                   SECTION 1 - Number and Selection of Representatives.

133  
134                   The Roundtable shall collectively represent the types of interests, livelihoods, and/or land  
135 ownership found in the Yampa River, White River, and Green River basins. Roundtable  
136 membership is determined pursuant to the statutory scheme in the Act, which is hereby  
137 incorporated herein by this reference.

138  
139                   The Roundtable membership, pursuant to the provisions of the Act, consists of 34  
140 representatives, each of whom shall be deemed a member of the Roundtable. There are 30 voting  
141 members and 4 non-voting members as follows:

- 142  
143                   1. Routt County Representative - one member appointed by the Routt County Commissioners.  
144                   Voting Member
- 145  
146                   2. Moffat County Representative - one member appointed by the Moffat County  
147                   Commissioners. Voting Member
- 148  
149                   3. Rio Blanco County Representative - one member appointed by the Rio Blanco County  
150                   Commissioners. Voting Member
- 151  
152                   4. Garfield County Representative - one member appointed by the Garfield County  
153                   Commissioners. Only a very small portion of land area within Garfield County is also  
154                   located within the Yampa River basin, and it is more likely than not that there will be no  
155                   resident of such area to be appointed to fill this position. Voting Member
- 156  
157                   5. Routt County Municipalities Representative - one member appointed by the unanimous  
158                   agreement of the governing boards or councils of all statutory and home-rule towns and  
159                   cities within Routt County. Voting Member
- 160

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200
6. Moffat County Municipalities Representative - one member appointed by the unanimous agreement of the governing boards or councils of all statutory and home-rule towns and cities within Moffat County. Voting Member
  7. Rio Blanco County Municipalities Representative - one member appointed by the unanimous agreement of the governing boards or councils of all statutory and home-rule towns and cities within Rio Blanco County. Voting Member
  8. Upper Yampa Water Conservancy District Representative - one member appointed by the Board of Directors of the Upper Yampa Water Conservancy District. Voting Member
  9. Juniper Water Conservancy District Representative - one member appointed by the Board of Directors of the Juniper Water Conservancy District. Voting Member
  10. Yellowjacket Water Conservancy District Representative - one member appointed by the Board of Directors of the Yellowjacket Water Conservancy District. Voting Member
  11. Pothook Water Conservancy District Representative - one member appointed by the Board of Directors of the Pothook Water Conservancy District. Voting Member
  12. Rio Blanco Water Conservancy District Representative - one member appointed by the Board of Directors of the Rio Blanco Water Conservancy District. Voting Member
  13. Colorado River Water Conservation District Representative - one member appointed by the Board of Directors of the Colorado River Water Conservation District. Voting Member
  14. House/Senate Representative - one member appointed by mutual agreement of the chairperson of the House Agriculture, Livestock, and Natural Resources Committee and the Chairperson of the Senate Agriculture, Natural Resources, and Energy Committee. Voting Member
- 15-29. **Fifteen** at-large Representatives will be elected as per Article VI, Section 1 of these Bylaws. Representatives will represent the interests required under the Act, at least **10** of whom shall own adjudicated water rights, including owners of shares in a ditch or Reservoir Company or their agents, or shall have a contract for water with the Federal Bureau of Reclamation or their agents. Any such agent shall be appointed by the member the agent represents and shall reside within the borders of the YWG Roundtable. The 15 at-large members shall be limited to no more than 6 residing in any one county, beginning the November 2016 election. Such **15** at-large Representatives are, pursuant to

201 the Act, identified as follows:

202

203 15. Environmental Representative - one member representing environmental interests  
204 and selected from nominees submitted by one or more regionally, state-wide, or  
205 nationally recognized environmental conservation organizations that have  
206 operated in Colorado for at least 5 years. Voting Member

207

208 16. Agricultural Representative - one member representing agricultural interests.  
209 Voting Member

210

211 17. Recreation Representative - one member representing recreation interests. Voting  
212 Member

213

214 18. Local Domestic Water Provider Representative - one member representing local  
215 domestic water providers within the Basin. Voting Member

216

217 19. Industrial Representative - one member representing industrial interests. Voting  
218 Member

219

220 20-21. **Two at-Large Unaffiliated Representative No. 1 and 2.** Voting Members

221

222 22-23. **Two at Large Unaffiliated Representative No. 3 and 4.** Voting Members

223

224 24-25. **Two at-Large Unaffiliated Representative No. 5 and 6.** Voting Members

225

226 26-27. **Two at Large Unaffiliated Representative No. 7 and 8.** Voting Members

227

228 28-29. **Two at-Large Unaffiliated Representative No. 9 and 10.** Voting Members

229

230

231 30. Green River Representative - One member shall be elected as per Article VI, Section 1,  
232 of these Bylaws. Representative will represent the Green River basin within Northwest  
233 Colorado, shall own an adjudicated water rights from the Green River or its tributaries in  
234 Colorado, including owners of shares in a ditch or reservoir company or their agents, or  
235 shall have a contract for water with the Federal Bureau of Reclamation or their agents.  
236 Such member, or any such agent who shall be appointed by the member the agent  
237 represents, shall reside within that portion of the Green River Basin in Colorado. Voting  
238 Member.

239

240 31-33. Three non-voting members shall be elected as per Article VI, Section 1 of these Bylaws.  
241 These members shall represent entities outside the YWG Basin that own water rights  
242 within such Basin. Such three non-voting Representatives shall not be required to reside  
243 within the borders of the Roundtable. To the extent there are insufficient applicants for  
244 the 3 non-voting Representative positions, the membership shall select any or all of such  
245 3 non-voting Representatives from outside the YWG Basin who have interests in and are  
246 knowledgeable about water matters within the YWG Basin. Non-voting members  
247  
248

249 34. CWCB Representative - The member of the Colorado Water Conservation Board who  
250 resides within the borders of the Roundtable shall act as the CWCB's liaison to the  
251 Roundtable and to the Interbasin Compact Committee, but shall be a non-voting member  
252 of the Roundtable. Non-voting member  
253

#### 254 SECTION 2 - Terms of Office.

255

256 The initial terms of office of the Roundtable members ranged from 5 years to 1 year to  
257 stagger the terms of office as per Bylaws adopted January 18, 2006.  
258

259 After the initial terms of office, each and every member term shall be five (5) years.  
260 Terms of office which are scheduled to expire during a calendar year shall expire immediately  
261 prior to the bi-monthly meeting of the Roundtable in November of each year. Please reference  
262 the Membership List for current membership.  
263

#### 264 SECTION 3 - Vacancies on the Membership.

265

266 If a vacancy shall occur in the Membership, the vacancy shall be filled as per Article VI,  
267 Section 1 of these Bylaws. A person appointed to fill a vacancy on the Roundtable shall serve  
268 for the unexpired term of the person whose was replaced.  
269

#### 270 SECTION 4 - Powers.

271

272 The Roundtable shall have all of the powers granted it by the Act and other provisions of  
273 Colorado and federal law applicable to the Roundtable; and said Board shall have such ancillary  
274 and incidental powers as may be proper, necessary or convenient for the full effectuation of the  
275 purposes, powers and objectives of the Roundtable.  
276  
277

#### 278 SECTION 5 - Votes.

279

280  
281 On all matters submitted to a vote of the Roundtable members, each member who is a  
282 Representative under Paragraphs 1 through 30 of Section 1 above shall have one vote. The  
283 Representatives on the Roundtable identified under Paragraphs 31 through 34 of Section 1 above  
284 shall not have a vote on any matter submitted to a vote of the Roundtable members.  
285

286  
287 SECTION 5 - Performance of Duties.  
288

289 A Member of the Roundtable shall perform all duties of a Member, including duties as a  
290 member of any committee of the Roundtable upon which the Member may serve, in good faith,  
291 in a manner which the Member reasonably believes to be in the best interests of Roundtable, and  
292 with such care as an ordinarily prudent person in a like position would use under similar  
293 circumstances. A person who so performs the Member's duties shall not have any liability by  
294 reason of being or having been a Member of the Roundtable.  
295 Members are strongly encouraged to attend all meetings; if a member is unable to fulfill this  
296 commitment, he or she is encouraged to resign his or her seat in writing via email or letter to the  
297 Chair and/or Vice Chairs.

298 ARTICLE III - MEETINGS OF THE Membership  
299

300 SECTION 1 - Bi-Monthly Meetings.  
301

302 Regular bi-monthly meetings of the Membership shall be held on the second Wednesday  
303 of January, March, May, July, September, and November of each year, commencing at 6:00  
304 o'clock P.M. local time. The time, date, and place of such regular meetings shall not be varied  
305 except by a majority vote of the Members.  
306

307  
308 SECTION 2 - Special Meetings.  
309

310 A special meeting of the Membership may be held upon call of the Chairman or both  
311 Vice Chairmen, and shall be called if requested by at least 5 Members.  
312

313 SECTION 3 - Place of Meetings.  
314

315 All regular and special meetings of the Membership shall be held within the Yampa-  
316 White-Green Basin at such convenient locations as may be selected by the Membership or in the  
317 absence of such selection by the Membership, by the Chairman.  
318

319 SECTION 4 - Notice of Meetings.



320  
321 (a) Not less than three (3) and not more than fifteen (15) days prior to the date of any regular  
322 or special meeting, the Chairman or contracted recorder shall notify all Members of the  
323 time, date, and place of such meeting, and (if a special meeting), the purpose for which it  
324 is called. Such notice may be by writing delivered in person, by FAX machine, by  
325 telephone, by the US mails, or by email communication. The notice shall be directed to  
326 each Member at the email address which he or she has provided to the contracted  
327 recorder. It is the Members' responsibility to provide and revise their email address to  
328 the contracted recorder of the Roundtable as and when changed.

329  
330 (b) Where possible, notices of all meetings shall include or be accompanied by an agenda  
331 stating the specific items of business expected to be considered. If a consent agenda is to  
332 be utilized at the meeting, a copy of the consent agenda shall be included with the notice.  
333

334 (c) Notice of all regular and special meetings also shall comply with the Open Meetings  
335 Law.  
336

#### 337 SECTION 5 - Quorum.

338

339 A quorum of the Membership shall consist of a majority of the voting members thereof;  
340 or 16 voting members. Less than a quorum shall have power and authority to adjourn any  
341 regular or special meeting at which less than a quorum shall be present or to continue their  
342 meeting and to fix the time and place of the holding of the continued meeting.  
343

#### 344 SECTION 6 - Voting.

345

346 Members must be physically present in order to vote at any regular or special board  
347 meeting. Voting by proxy shall not be allowed.  
348

#### 349 SECTION 7 - Actions at Meetings.

350

351 The Board shall not act at any special meeting on any matter which has not been  
352 described by general reference in the notice (agenda) for that meeting. The Board shall not act at  
353 any regular meeting on any matter which has not been described by general reference in the  
354 notice (agenda) for that meeting except for new items brought up by the Chairman, any Vice  
355 Chairman, or any Member under New Business on the agenda, or unless the Chairman  
356 determines that such matter should be acted upon because of necessity for prompt or immediate  
357 action thereon, or unless the Membership first votes to modify the agenda. A consent agenda,  
358 consisting of a list of routine action items to be considered collectively by the Membership, may  
359 be utilized at any regular or special meeting. Items shall be removed from the consent agenda

360 and addressed separately at the request of any Member.  
361

362 SECTION 8 - Meeting Procedures.  
363

364 Regular and special Membership meetings shall be conducted generally in conformance  
365 with Robert's Rules of Order, Newly Revised, 10<sup>th</sup> Edition. Meeting procedures may be  
366 modified by the Chairman as necessary to ensure the fair and efficient conduct of Membership  
367 meetings.  
368

369 Each and every action of the Membership necessary for the governance and management  
370 of the affairs of Roundtable, for the execution of the powers vested in Roundtable, and for  
371 carrying into effect the provisions of the Water Conservancy Act, shall be taken by the passage  
372 of motions or resolutions.  
373

374 Within a reasonable time after passage, all resolutions, motions and minutes of  
375 Membership meetings shall be recorded and kept electronically by the Chairman or contracted  
376 recorder, and electronically delivered to the Colorado Water Conservation Board (CWCB). .  
377 Minutes of regular sessions shall be available for public review as soon as practicable following  
378 acceptance of the minutes. Minutes of executive sessions shall be kept separate from minutes of  
379 regular sessions as described in Section 9 of Article III of these Bylaws and shall not be open to  
380 the public except as required by law. Proposed minutes shall be sent to all Members by the  
381 Chairman or contracted recorder at least 7 days prior to the next meeting of the Membership.  
382  
383

384 SECTION 9 - No Informal Action by Members.  
385

386 All official business of the Membership shall be conducted only at regular or special  
387 meetings.  
388

389 SECTION 10 - Adjournment and Continuance of Meetings.  
390

391 When a regular or special meeting is for any reason continued to another time and place,  
392 notice need not be given of the continued meeting if the time, date and place of such meeting are  
393 announced at the meeting at which the continuance is taken, except as required by law. At the  
394 continued meeting, any business may be transacted which could have been transacted at the  
395 original meeting.  
396

397 SECTION 11 - Emergency Meetings.  
398  
399

400 Emergency meetings of the Membership may be called by the Chairman or both of the  
401 Vice Chairmen in the event of an emergency that requires the immediate action of the  
402 Membership in order to protect public health, safety and welfare of persons or property within  
403 the Yampa-White-Green Basin, without notice if notice is not practicable. If possible, notice of  
404 such emergency meeting may be given to the Membership by telephone or email or whatever  
405 other means are reasonable to meet the circumstances of the emergency. At such emergency  
406 meeting, any action within the power of the Membership that is necessary for the immediate  
407 protection of the public health, safety and welfare may be taken; provided, however, that any  
408 action taken at an emergency meeting shall be effective only until the first to occur of (a) the  
409 next regular meeting, or (b) the next special meeting of the Membership at which the emergency  
410 issue is on the public notice of the meeting. At such subsequent meeting, the Membership may  
411 ratify any emergency action taken. If any emergency action taken is not ratified, then it shall be  
412 deemed rescinded as of the date of such subsequent meeting.  
413

#### 414 ARTICLE IV - OFFICERS

##### 415 416 SECTION 1 - Designation.

417  
418 The officers of the Roundtable shall be a Chairman, two Vice-Chairmen, and such other  
419 officers as may be authorized from time to time by Membership resolution. The officers shall  
420 serve in their capacities for the Roundtable in the conduct of all of its affairs. The Officers serve  
421 on the Executive Committee that may include other members of the YWG Roundtable by  
422 consensus.  
423

##### 424 SECTION 2 - Qualification and Election of Officers.

425  
426 The Chairman and each Vice-Chairman shall be members of the Membership. One Vice-  
427 Chairman shall be a Representative from the Yampa River basin, and one Vice-Chairman shall  
428 be a Representative from the White River basin. The Membership shall elect a Chairman and  
429 each of the two Vice-Chairmen at the regular bi-monthly-annual Membership meeting in  
430 November of each odd-numbered year beginning in 2007.  
431

##### 432 SECTION 3 - Term of Office of Officers.

433  
434 The Chairman and Vice-Chairmen shall serve for a term of two (2) years, and shall hold  
435 their offices until their successors shall have been elected. The term of consecutive service by  
436 the Chairman of the Membership shall not exceed three consecutive terms, i.e., not exceed 6  
437 consecutive years. A Member may again be elected to serve as Chairman after a break in  
438 service of at least 2 years. The Vice-Chairmen are not subject to any term limitations.  
439

440 ARTICLE V - DUTIES OF OFFICERS

441  
442 SECTION 1 - Chairman.

443  
444 The Chairman shall be the Chairman of the Membership and shall preside at all meetings  
445 of the Roundtable. Except as otherwise provided herein or by Membership action, the Chairman  
446 shall sign all documents involved in or concerning the business of the Roundtable. The Chairman  
447 shall not vote on any matters brought before the membership, unless necessary to break a tie.  
448

449 SECTION 2 - Vice-Chairmen.

450  
451 Each of the Vice-Chairmen shall act, in all things, and shall possess all of the powers and  
452 be subject to all of the duties of the Chairman in the event of the latter's absence from any  
453 meeting of the Membership, or his/her inability to act.  
454

455 ARTICLE VI - DECISION-MAKING

456  
457 SECTION 1 - Elections

458  
459 An election requires the favorable votes of a simple majority of the voting membership  
460 present, as long as a quorum has been established. All elections are conducted by written,  
461 anonymous ballot. If more than two candidates apply to fill a seat, there shall be two rounds of  
462 voting; the first will determine the two candidates with the most votes, and the second shall  
463 determine the elected seat.  
464

465  
466 SECTION 2 - Consensus-Based Decision Making Preferred; Voting Requires Simple  
467 Majority Approval. A concerted effort shall be made by the Roundtable members to reach  
468 decisions by consensus. Consensus is understood to mean that all members believe that their  
469 views on a particular issue have been satisfactorily heard and agree not to block the Roundtable's  
470 decision on the issue. The goal of consensus is to respect and protect minority opinion on issues.  
471 If objections are not voiced when considering an issue, then consensus is assumed and the issue  
472 moves forward to a vote. In other cases, one or more individuals might wish to express a  
473 minority opinion, which shall be entered into the minutes of the meeting, but the item under  
474 discussion shall then move forward anyway. If consensus is not reached on an issue, then upon  
475 the motion of any member, the issue shall be placed to a vote of the Roundtable membership.  
476 Any matter submitted to a vote of the membership of the Roundtable shall be submitted as a  
477 motion and shall be deemed to have passed if such motion receives the favorable vote of a  
478 simple majority of the voting membership of the Roundtable present.  
479

480 SECTION 3 - Special Committees.

481  
482 (a) Special committees may be authorized and created by vote of the Roundtable at  
483 any meeting, for the purposes and with such authority as may be stated in the motion creating the  
484 special committee. Membership on any such special committee shall be as provided in the  
485 motion creating the special committee, or if the motion is silent on the membership of such  
486 special committee, then the number of members on such committee and the appointments of  
487 members to such committee shall be determined by the Chairman.  
488

489  
490  
491  
492 ARTICLE VII - PUBLIC RECORDS

493  
494 SECTION 1 - General Procedures.

495  
496 The Chairman or his/her designee shall make the Roundtable's non-confidential records  
497 available for inspection by the public and provide copies of such documents to the public without  
498 the need for formal requests pursuant to the Open Records Act. The Chairman or his/her  
499 designee shall determine whether such records are confidential and therefore not available to the  
500 public by reference to the provisions of the Open Records Act concerning denial of inspection of  
501 public records and, as he/she deems appropriate, after conferring with the Roundtable's General  
502 Counsel. The Chairman or his/her designee also shall implement the procedures of the Open  
503 Records Act when requests for records are made by the public pursuant to that statute.  
504

505 SECTION 2 - Requests for Membership Meeting Information.

506  
507 The Chairman or his/her designee shall provide copies of all non-confidential documents  
508 which are provided to the Members in connection with regular and special Membership meetings  
509 to members of the public who request the same and agree to pay the costs thereof determined in  
510 accordance with the Open Records Act. In providing copies of documents to members of the  
511 public pursuant to this Section, the Chairman or his/her designee shall charge an amount which  
512 approximates the actual cost of the reproduction and delivery of such documents to such  
513 individuals.  
514

515 ARTICLE VIII - CONFLICTS

516  
517 SECTION 1 - Protection of Privileges.

518  
519 At times Members may be associated with other entities which have interests which are

520 adverse to the interests of the Roundtable. Such Members shall not disclose or use confidential  
521 information received as a Roundtable Member contrary to the Roundtable's interests without  
522 approval of the Membership. If a Roundtable Member acts or intends to act for another entity on  
523 a matter in which there are or reasonably are expected to be adverse interests between that entity  
524 and the Roundtable, he/she shall recuse himself/herself from participating in the Roundtable's  
525 confidential discussions of that matter and decline to receive confidential Roundtable  
526 information about that matter. Such Member also shall not vote on Membership actions  
527 affecting the matter. In such a situation, the Member shall promptly notify the Roundtable's  
528 Chairman of his/her decision or intention to act on behalf of the adverse or potentially adverse  
529 entity, and the Chairman shall act to ensure that thereafter confidential information shall not be  
530 provided to such Member about the matter.  
531  
532

533  
534 SECTION 2 - Code of Ethics.  
535

536 Roundtable Members, officers and staff shall comply with the Colorado Code of Ethics  
537 law which is codified at [C.R.S. § 24-18-101 through C.R.S. § 24-18-105 et seq.](#), as it may be  
538 amended from time to time.  
539

540 SECTION 3 - Disclosure of Conflicts.  
541

542 Roundtable Members, officers and staff shall comply with [C.R.S. § 18-8-308](#) concerning  
543 disclosure of conflicts of interest.  
544

545 ARTICLE IX - ROUNDTABLE POWERS  
546

547 SECTION 1 - Inter-Basin Compacts.  
548

549 The Roundtable shall have the power to negotiate interbasin compacts with other  
550 Roundtables established by the Act. The Roundtable reserves the right and power to decline to  
551 discuss or negotiate any proposed interbasin compact with any other Roundtable.  
552

553 SECTION 2 - Interbasin Compact Committee.  
554

555 The Roundtable shall select two (2) individuals to represent the Roundtable on the  
556 Interbasin Compact Committee (the "IBCC"). Such individuals shall be members of the YWG  
557 Basin Roundtable, and shall reside within the YWG River basin. The term of office of such  
558 representatives to the IBCC shall be two years, with the initial term to expire at the quarter-  
559 annual regular meeting of the Roundtable in October of 2007. Each such representative shall be

560 elected as per Article VI, Section 1 of these Bylaws.  
561

562 At each bi-monthly regular meeting of the Roundtable, the two representatives to the  
563 IBCC shall report to the Roundtable Membership on the activities and decisions of the IBCC, as  
564 well as the pending and expected issues and concerns of the IBCC. The Roundtable may direct t  
565 the two representatives to the IBCC to take certain positions on the IBCC consistent with  
566 direction from the Roundtable.  
567

## 568 ARTICLE X - INDEMNIFICATION OF OFFICERS & 569 REPRESENTATIVES 570

571 The Roundtable shall defend, hold harmless and indemnify any officer or representative  
572 of the Roundtable or the IBCC against any tort or liability, claim or demand, without limitation,  
573 arising out of any alleged act error or omission occurring during the performance of official duty,  
574 as more fully defined by law or by an indemnification resolution. The provisions of this Section  
575 shall be supplemental and subject to and, to the extent of any inconsistency therewith, shall be  
576 modified by the provisions of the [Colorado Governmental Immunity Act, 24-10-101, et seq., C.R.S.](#)  
577

## 578 ARTICLE XI - MISCELLANEOUS 579

### 580 SECTION 1 - Waivers. 581

582 Whenever any notice is required to be given to any Member of the Roundtable under  
583 these Bylaws or by law, a waiver thereof in writing and signed by such person entitled to such  
584 notice, whether before, at or after the event for which notice was given, shall be deemed to be the  
585 equivalent of the giving of notice of such event.  
586

### 587 SECTION 2 - Uniformity of Interpretation. 588

589 These Bylaws shall be interpreted and construed so as to conform to the statutes of  
590 Colorado, and where conflict occurs between these Bylaws and the Colorado statutes, the  
591 statutes shall control. In the event of any invalidity of any portion of these Bylaws, the  
592 remainder of the Bylaws shall remain in full force and effect.  
593

## 594 ARTICLE XII - AMENDMENTS 595

596 These By-Laws may be amended as per Article VI, Section II of these Bylaws. A copy  
597 any amendments to these By-Laws proposed to be made shall be provided to each member by  
598 the Chair, Vice-Chair or contracted recorder of the Roundtable not less than seven (7) days prior  
599

600 to the meeting of the Roundtable at which such amendment is to be considered.

601  
602 ARTICLE XIII - RATIFICATION

603  
604 These Bylaws shall become valid and binding upon adoption as per Article VI, Section II  
605 of these Bylaws.

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613  
614 ATTESTED AS ADOPTED:

615  
616  
617 Date: January 16, 2008

/Thomas R. Sharp/s  
Chairman

618  
619  
620  
621 Date: January 16, 2008

/Robert G. Weiss/s  
Secretary

622  
623  
624  
625 Amended and adopted: November 13, 2019

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627 /  
Alden Vanden Brink, Chairman

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630 /  
Tim Winkler, Vice-Chair

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Mike Camblin, Vice-Chair

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