



**EDGEWATER SUSTAINABILITY BOARD
BUSINESS MEETING**

**HELD AT 1800 HARLAN STREET
EDGEWATER, CO 80214 AND
VIRTUALLY THROUGH
THE GOTO MEETING APP
<https://meet.goto.com/405842165>
Dial in by phone: +1 (872) 240-3311
Access Code/Meeting ID: 405-842-165
December 11th, 2025
6:00PM**

****Requests for ADA accommodations (including American Sign Language interpretation or CART) can be made by emailing cityclerk@edgewaterco.com****

3 or more other City Board or Commission members may attend this meeting

ITEM 1. MEETING CALL TO ORDER

ITEM 2. Roll Call

ITEM 3. Approval of Agenda

ITEM 4. Land Acknowledgement

ITEM 5. Consent Agenda

1) Minutes of October 28, 2025

ITEM 6. General Business

1) Board Member interview (45 minutes)

2) Review and revision of the Rules of Procedure (1 hour)

3) End of Year dinner location

Category Lead Comments

1. Energy

2. Social Vibrancy

3. Land & Water

4. Waste & Materials

ITEM 7. City Council update

ITEM 8. Public Comment

ITEM 9. Discussion of Upcoming Agendas; Staff and City Council Liaison Comments

- 1) Upcoming Agenda Topics for December 18th, 2025
 - a) End of Year dinner
- 2) City Council Liaison Comments
- 3) CC4CA Updates

ITEM 10. BUSINESS MEETING ADJOURNMENT

Sustainability Board Meeting Dates & Times for the next 6 months

Meetings are held on the fourth Tuesday of the month from 6:00-8:00PM

- December 18th
- January 27th
- February 27th
- March 24th
- April 28th
- May 26th

Sustainability Seminar Series

- 2026 - TBD

MEMORANDUM

DATE: December 9th, 2025

TO: Sustainability Board

FROM: Shaima Shahbaz, Sustainability Coordinator

SUBJECT: Rules of Procedure Review and Revision

Purpose

To review and revise the Sustainability Board Rules of Procedure for:

- alignment with the City Charter,
- sufficient guidance on standard processes,
- potential improvement of existing processes.

Process

The Sustainability Board will use the second half of the December 11th board meeting to discuss necessary and potential revisions. The Sustainability Board's revisions will be reviewed by the City attorney and then submitted to Council for their approval and adoption for Charter.

Relevant Documents

Below, please find and review:

- A redlined copy of the current Rules of Procedure
 - Note: Charter and ordinance alignment regarding Purpose and Adoption
- A redlined copy of the current Sustainability Program Communications and Expectations Agreements
- Sustainability Board ROP - Issues for Review and Revision Consideration

RULES OF PROCEDURE

EDGEWATER SUSTAINABILITY BOARD

Article I-Name

The Edgewater Sustainability Board was established by the Edgewater City Council through Ordinance 2019-14.

Article II-Purpose

The Edgewater Sustainability Board will:

(a) The Sustainability Board shall advise the City Council and City Manager on all matters concerning sustainability within the City.

(b) The duties of the Sustainability Board shall be:

(1) To review and update from time to time, and to submit to the City Council for its consideration for adoption, the sustainability plan for the City of Edgewater;

(2) To assist in the implementation of the sustainability plan and report to Council annually on plan progress;

(3) To review, upon the request of the City Council, all existing and proposed legislation relating to sustainability matters;

(4) To make recommendations on sustainability matters to the City Council;

~~(5) To regularly consult with the City Manager or City Manager's sustainability designee;~~

(5) To act as a liaison between the City and the community for sustainability matters and promote and develop positive relationships with community groups, neighboring municipalities, and the general public;

~~(6) To promote and develop positive relationships with community groups, neighboring municipalities, and the general public;~~

~~(6) To encourage the widest possible resident understanding of sustainability activities;~~

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(78) To make recommendations to the City Council on budget matters concerning sustainability as requested;

~~(9) To act as a liaison between the City and the community at large for sustainability matters;~~

(810) To serve as the Edgewater Tree Commission as set forth in Sec. 11-4-20.

Article III-Members

Section 1. The Board shall consist of five (5) members, each of whom shall be a resident of the City, but none of whom may be an elected official, officer or employee of the City; each of whom shall serve for a term of two (2) years; provided, however, that the initial appointments to the board shall consist of two (2) members appointed for a one year term, two (2) members appointed for a two (2) year term, and the remaining member appointed to serve a three (3) year term, in order to establish a staggering of terms of board members after each such initial term.

Section 2. Any member of the Board may be a member of another City board or committee.

Section 3: After a publicly posted application period, the Board will interview and approve new members who will be appointed by the Mayor.

Section 4. A Board member may be removed by the Mayor for cause. No such approval shall take place without charge in writing by the Mayor and the opportunity to be heard on the matter.

Article IV-Officers

Section 1. The Board shall select a chairperson, vice-chairperson, and secretary from among the appointed members of the Board. The terms of the chairman, vice-chairperson, and secretary shall be for one year.

Section 2: The Chair shall preside at all Board meetings. If the Chair cannot attend, the Vice-Chair will lead the meetings. The Chair shall have the duties normally conferred by parliamentary rules on such officers, and shall have the privilege of participating in and discussing matters before the Board and making motions and voting thereon. The Chair shall decide all points of procedure, subject to these Bylaws, unless otherwise directed by the majority of the Board members present.

Section 3: The Secretary shall provide for the keeping of the minutes and records of the Board, the transmittal of all appropriate records of the Board to the City Clerk, notices of meetings, and other matters before the Board, and shall attend to such other duties as directed by the Board.

Section 3: The Mayor may also appoint an alternate member to the Sustainability Board. The alternate shall be appointed for a term of two (2) years. Alternates are invited and requested to attend all meetings of the Sustainability Board, but are not required to do so. Alternate members may take part in the discussion of any matter that comes before the Board. An alternate member may not vote on any such matter unless designated to do so by the chairperson of the Board in place of an absent member. The alternate member may be considered for appointment to fill the unexpired term of a vacant position on the Board.

Article V-Meetings

Section 1. The Board shall meet at least once monthly. Regular meetings may also be held at other locations within the City as the Chair shall designate. Meetings shall be held only after at least twenty-four (24) hours notice to the public, via posting. Any regular meeting may be adjourned and reconvened at a time and place determined by a majority of the Board members present.

Section 2. Minimum of four (4) Board members shall constitute a quorum for the transaction of business at all Board meetings, but in the absence of a quorum, a lesser number may adjourn any meeting to a later time and date.

Section 3. All meetings of the Board shall be open to the public.

Section 4. Voting may be by voice, by show of hands or by roll call. A record of the vote and the means of, shall be kept as part of the record. When a quorum is in attendance, a majority vote of the members present approving or denying a motion shall constitute the Board's action on the subject of the motion. In the case of a tie vote, the motion is lost and the Chair may reopen the discussion to solicit a second motion.

Section 5. The order of business for all meetings shall be the order as it appears in the agenda except that the Chair may under special circumstances rearrange the order of business unless otherwise directed by a majority of the Board members present. The City Representative shall provide a printed agenda for all meetings of the Board.

Section 6. No Board member shall participate in any discussion or vote on any matter before the Board in which the Board member believes there is a conflict of interest. In any matter in which a Board member believes he or she has a conflict of interest, the Board member shall declare said belief prior to any discussion on the matter. Upon declaration, the Board, by motion, may determine whether the Board member shall be permitted to participate in any discussion or vote on the matter.

Section 7. A Board Member may participate in a Meeting by audio/visual means of communication.

Article VI-Adoption and Amendment of Bylaws

The adoption and amendment of these Bylaws are subject to approval by the Edgewater ~~City Council~~Mayer. The recommended changes shall be submitted to the ~~City Council~~Mayer for approval. If approved, the Bylaws shall be so amended.

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City of Edgewater (COE) Sustainability Board/Sustainability Coordinator Communications and Expectations Agreements

November 28, 2022

COE Sustainability Board Expectations of the Sustainability Coordinator

Communication

- The Sustainability Coordinator will provide open and transparent communication about city priorities, projects, timelines, budget, and Sustainability Coordinator work plan.
- The Sustainability Coordinator will deliver prompt responses to emails (1-2 business days) and will communicate with COE Sustainability Board member(s) if a response will take longer.
- The Sustainability Coordinator will provide direct communication with COE Sustainability Board member(s) if any issues arise related to Sustainability board programming or scheduled activities.

Advocacy and Outreach

- The Sustainability Coordinator will advocate ideas and program opportunities to City staff and leadership on behalf of the COE Sustainability Board. COE Sustainability Board members may be included in advocacy discussions as necessary.
- The Sustainability Coordinator will advocate for budget requests on behalf of the COE Sustainability Board through the City's established budget process.
- The Sustainability Coordinator will work collaboratively with city departments, staff, and leadership to ensure that the City of Edgewater Sustainability Plan goals and guidelines are incorporated into citywide planning processes, programs, and projects.

Board Meetings

- The Sustainability Coordinator will support the COE Sustainability Board Chair with the creation of meeting agendas and will publish agendas and meeting minutes in accordance with bylaws, rules, and schedules established by the City Clerk's office.
- The Sustainability Coordinator will attend all meetings as the COE Sustainability Board Staff Liaison, to the best of their ability.
- If the Sustainability Coordinator cannot attend a COE Sustainability Board meeting, an alternate staff liaison will be identified, and the board Chair will be notified in advance.

Collaboration

- The Sustainability Coordinator will include COE Sustainability Board members, when appropriate, in relevant sustainability projects and planning processes within the city. This may include, but

is not limited to, meetings advising policies and programs; citywide planning efforts; and program or project implementation support.

- The Sustainability Coordinator will include COE Sustainability Board members on relevant communications including with outside organizations and individuals, when appropriate.

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Sustainability Coordinator Expectations of the COE Sustainability Board

Communication

- The Sustainability Coordinator will act as the COE Sustainability Board’s point of contact at the City of Edgewater. The Sustainability Coordinator will bring in additional City staff and leadership as necessary.
- There will be open and consistent communication between the COE Sustainability Board Chair and Sustainability Coordinator, ~~with at least one (1) monthly check-in meeting.~~
- COE Sustainability Board members will use the provided City of Edgewater (@edgewaterco.com) email address for all official board duties and communications with the Sustainability Coordinator.
- “No Surprises” – COE Sustainability Board Members will inform Sustainability Coordinator of ideas for programs and initiatives as they arise and before any official communication or coordination occurs with City of Edgewater staff or potential partners outside of the COE Sustainability Board and Coordinator.
- The Sustainability Coordinator will create any sustainability-related marketing, outreach, and communications materials and all materials will be approved by the City of Edgewater Communications department and other city departments, as necessary, before circulation.
- The Sustainability Coordinator will act as the lead on developing partnerships with outside organizations with the supportive partnership of the COE Sustainability Board. If the COE Sustainability Board is leading communication on a project that requires communication with outside organizations, the COE Sustainability Board will include the Sustainability Coordinator on all communications.
- COE Sustainability Board members will not discuss topics via email with the full board group; the formation and discussion of public topics must be done at the publicly advertised monthly COE Sustainability Board meeting.

Projects, Programs, and Policy

- The COE Sustainability Board will advocate for sustainability on behalf of the City of Edgewater through public monthly board meeting discussion and action items; volunteer and advocacy

opportunities at city events and meetings; providing expertise on Sustainability topics impacting the city; and support for Sustainability Plan implementation efforts.

Meetings

- COE Sustainability Board members will attend all meetings, to the best of their ability.
- If a COE Sustainability Board member cannot attend a meeting, the member will reach out to the Board Chair and Sustainability Coordinator with as much advance notice as possible.
- If a COE Sustainability Board member would like to discuss a topic during a board meeting, the member will reach out to the Board Chair and Sustainability Coordinator to request that the item be added to an upcoming agenda with as much notice as possible.

**Review & Revision
of the Sustainability Board
Rules Of Procedure
12.11.2025**

A close-up photograph of green wheat stalks, showing the grain and the long, thin awns. The image is slightly blurred, giving it a soft, natural feel. It occupies the left side of the slide.

TOPICS FOR REVIEW

- Board member reappointment process
- Member vacancies and appointment protocol
- Election of a secretary & establishing date of annual elections
- Requirement to meet monthly & flexibility for cancellation
- Adoption and Amendment of Bylaws

ARTICLE III

Board Member Reappointment Process

Existing Procedure	Issue	Recommendations	Potential Revision
<p>Members serve two-year terms (Sec. 1).</p> <p>After a publicly posted application period, the Board interviews and approves new members who are then appointed by the Mayor (Sec. 3).</p>	<p>There is no mention of reappointment of existing members—whether they must reapply, be automatically reappointed if eligible, or be prioritized.</p>	<p>Establish an automatic reappointment unless the member opts out or the Mayor declines for cause.</p> <p>Clarify whether existing members must participate in interviews or bypass the recruitment process if seeking reappointment.</p> <p>Codify timelines</p>	<p>Members in good standing who wish to continue serving shall be recommended for reappointment without a competitive interview process unless additional applicants are being considered.</p> <p>60 days prior to term expiration, staff confirms interest in continuing.</p>

ARTICLE III

Member Vacancies and Appointment Protocol

Existing Procedure	Issue	Recommendations	Potential Revision
<p>Vacancies are filled by the Mayor after Board approval (Art. III, Sec. 3).</p> <p>The Mayor may remove a member for cause with written charges and opportunity to be heard (Art. III, Sec. 4).</p>	<p>No timeline, process, or protocol is stated for how the Board proceeds when a seat is vacant or whether a vacancy affects quorum rules.</p>	<p>Clarify expectations when a vacancy occurs, including:</p> <ul style="list-style-type: none"> - Whether the Board continues operating with reduced membership and the effect on quorum. - Whether the alternate automatically becomes the recommended appointee. - Required timeline for announcing applications and performing interviews. - Whether the Board may provide non-binding recommendations to the Mayor. 	<p>Upon a vacancy, the alternate shall serve as voting member until appointment is made, and the Board shall forward a recommendation to the Mayor after conducting interviews.</p>
<p>Alternates may be considered for vacant positions (Art. IV, Sec. 3).</p>		<p>Consider adding a rule that the Board may still act so long as quorum requirements are met—even during prolonged vacancies. This provides predictability and keeps the Board functioning smoothly.</p>	

ARTICLE IV

Election of a Secretary & Establishing Date of Annual Elections

Existing Procedure	Issue	Recommendations	Potential Revision
<p>Officers include Chair, Vice-Chair, and Secretary—elected by the Board (Sec. 1).</p> <p>Muni Code - Chapter 2 / Article 12 / Section 2-12-40</p>	<p>No annual election date or cycle is defined (e.g., first meeting of each year).</p>	<p>Establish a formal election date—commonly:</p> <ul style="list-style-type: none">- January meeting- First meeting after new member appointments- Annual organizational meeting.	<p>Officers shall be elected at the first regular meeting of each calendar year.</p>
<p>Officer terms are for one year.</p>	<p>The Secretary role already exists, so the amendment is more about clarifying timing than creating a new position.</p>	<p>Add a procedure for mid-term vacancies in officer positions.</p> <p>Reaffirm Secretary responsibilities or allow the Board to expand them (e.g., working with staff on agenda packets or communication).</p>	

ARTICLE V

Requirement to Meet Monthly & Flexibility for Cancellation

Existing Procedure	Issue	Recommendations	Potential Revision
The Board “shall meet at least once monthly” (Sec. 1).	No entity is explicitly given authority to cancel a meeting outright.	<p>Authorize the Chair and staff liaison jointly to cancel a meeting due to lack of business, lack of quorum, holidays, or emergencies. This adds flexibility while still maintaining intent.</p> <p>Specify that cancellations must still follow applicable public-notice rules.</p>	<p>Shift “shall meet monthly” to “shall meet regularly, generally monthly, unless canceled for lack of business.”</p> <p>The Chair, in consultation with the staff liaison, may cancel a regular meeting when there is no actionable business, lack of quorum, or other appropriate circumstances</p>

ARTICLE VI

Adoption and Amendment of Bylaws

Existing Procedure	Issue	Recommendations	Potential Revision
"The adoption and amendment of these Bylaws are subject to approval by the Edgewater Mayor. The recommended changes shall be submitted to the Mayor for approval. If approved, the Bylaws shall be so amended."	Charter Article XI / 11.1 (6)(b) requires review and approval by City Council.	Charter alignment.	"The adoption and amendment of these Bylaws are subject to approval by the Edgewater City Council in accordance with Charter Article 11.1(6)(b) . The recommended changes shall be submitted to the Council for approval. If approved, the Bylaws shall be so amended."