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Inclusion. Acceptance. Belonging.

October 13, 2024

Dear Valued Member and Community Partner,

It has been a very busy year, and our letterhead probably says a lot about what we have been doing in 2024! As many of you know, The Arc of Weld County has undergone a transition, as we officially incorporated our neighboring six northeastern counties into our service region. After 32 years of being The Arc of Weld County, we are now officially The Arc of Northeast Colorado.

Since 1992, The Arc of Weld County proudly supported primarily only the county of our name, however, in 2014 The Arc of Colorado provided a grant for our agency to expand and provide advocacy services into Logan, Morgan, Washington, Sedgwick, Phillips and Yuma counties. After nearly a decade of service and through thoughtful community engagement across all seven counties, along with support of The Arc of Colorado, other local chapters in our state, and The Arc of US, our agency became The Arc of Northeast Colorado. It is so exciting, as we continue to provide the same great services and support throughout Weld County; however, we now will continue to do so into the future across Northeast Colorado.

It was important to our membership, board, staff, volunteers, and community members that this incorporation be a celebration of expansion and not a loss in any way for Weld County. Consequently, this year's annual meeting will be held virtually, to provide access for all members and interested community members to participate, as we honor our past and prepare for our amazing future.

Please join us on Wednesday, November 13th at 6pm as we celebrate our commitment to provide empowerment, advocacy and community outreach to not just Weld County but across Northeast Colorado. The meeting will be an opportunity to learn about what we did throughout 2024, and there is so much to share, as well as plan for 2025. We will also host our annual membership meeting to vote on our bylaw changes and 2025 Board Officers. We hope to see you there!

Sincerely,

Amelia Koehmstedt
Executive Director



You're invited to



The Arc

of Northeast Colorado

ANNUAL MEETING

via zoom

NOV

WEDNESDAY

13

6:00PM

2024

RSVP to Tiffany at tiffany@arcneco.org

The Arc of Northeast Colorado Bylaws

ARTICLE I: NAME, MISSION, PURPOSE, AND AUTHORIZED ACTIONS

SECTION 1. NAME. The name of this organization is The Arc of Northeast Colorado (hereinafter known as The ANECO).

SECTION 2. MISSION. The Arc of Northeast Colorado promotes and protects the rights of people with intellectual and developmental disabilities through empowerment, advocacy, and community outreach.

SECTION 3. PURPOSE. The purpose of The ANECO is to protect the civil rights of people with intellectual and developmental disabilities (IDD) while seeking inclusion, acceptance, and belonging. Core values stated therein include the following:

- Diversity, Equity, and Inclusion
- Human Dignity
- Trusted Relationships
- Compassion
- Education
- Independence

SECTION 4. SERVICE REGION. The ANECO provides advocate services and resources to individuals with IDD, their families, and related supports residing within Weld, Logan, Morgan, Washington, Sedgwick, Phillips, and Yuma counties. In addition, and although not explicitly represented in The AWC'S organization name, when reasonable financial support is provided through The Arc of Colorado and/or other funding sources, The AWC expands its advocate services and resources to include individuals with IDD, their families, and related supports residing in Morgan, Logan, Sedgwick, Washington, Phillips, and Yuma counties.

SECTION 5. REGISTERED AND PRINCIPAL OFFICE. The principal office of The AWC shall be in Weld County. The registered office of The AWC is required by the Colorado Revised Nonprofit Corporation Act to be maintained in the County of Weld, State of Colorado. The Board of Directors may change the address of the registered office from time to time.

ARTICLE II: MEMBERSHIP

SECTION 1. MEMBERSHIP. All memberships with The ANECO are individual memberships.

SECTION 2. DUES. Members are not required to pay yearly dues, instead donations are encouraged. Board members shall be dues paying members of The ANECO.

SECTION 3. MEMBERSHIP VOTING. Members 16 years of age and older are authorized voting members with The ANECO.

ARTICLE III: MEETINGS

SECTION 1. ANNUAL MEETING.

- a) There shall be a required Annual Meeting in the last quarter of each year. The exact date will be chosen by the Executive Committee, in consultation with the Board of Directors.
- b) The purpose of the meeting shall be to elect officers, ~~board members~~, and address general business.
- c) The Slate of Officers will be prepared by the Board of Directors. All nominations will be reviewed and potentially accepted prior to the Annual Meeting.
- d) An affirmative vote by the membership majority present at the meeting will be required to pass all motions.
- e) Notice of the Annual Meeting shall be provided to each member no less than one month prior to the date of the meeting and will be posted on The ANECO website.
- f) A slate of candidates for election as officers ~~and directors~~ will provide their consent to serve, if elected.
- g) The slate of candidates will be presented to the membership at the Annual Meeting.
- h) The Board will support The ANECO staff with planning the Annual Meeting.

SECTION 2. REGULAR AND SPECIAL MEETINGS. The frequency of regular board meetings will be determined by the Board. ~~shall be held at least monthly.~~ Any member of the Executive Committee, upon request of three (3) board

members, may call special meetings with a minimum of 24-hour notice. Remote access will be authorized for participation in special meetings. Minimum participation applies, please see Article III, Section 3 for quorum requirements.

SECTION 3. QUORUM. A simple majority of the board members currently serving shall constitute a quorum for the transaction of business at any meeting of the Board of Directors.

SECTION 4. VOTING ACTION TAKEN BY BOARD. Voting action by the Board of Directors can take place via a scheduled Board meeting, special meeting (as defined in Article III, Section 2) and via phone or email with approval. The Executive Director is a non-voting member of the Board.

SECTION 5. PROCEDURE. All meetings of the Board of Directors shall be governed by the procedural rules set forth in the most recent edition of Robert's Rules of Order.

ARTICLE IV: BOARD OF DIRECTORS

SECTION 1. GENERAL POWERS. The business and affairs of The ANECO shall be governed by its Board of Directors. They shall be empowered to employ professional personnel as required to administer the affairs of The ANECO and to prescribe their duties **and terms of employment.** The Board will have equal representation of all Board members and all members will have the equal opportunity to be involved in all phases of the voting process. Individual Board members do not have the power to act on behalf of the Board or The ANECO, or to commit any resources of the organization, unless authorized to do so by the quorum of the Board or the Executive Director.

SECTION 2. TENURE AND QUALIFICATIONS. The Board will strive to maintain a diverse membership, inclusive of parents of children and/or adults with disabilities, self-advocates, and community agency representatives.

- a) The Board of Directors shall consist of the Executive Officers and elected Directors. The Board members may, at their discretion, award emeritus status to a Board member for outstanding service to the organization.
- ~~b) Directors are required to serve a minimum of one two-year term but may serve a maximum of two two-year terms. A term extension may be requested by a Director at the commencement of their second consecutive term and approved by the larger Board.~~
- c) **Directors are required to serve a minimum of one 3-year term but may serve a maximum of three 3-year terms. A term extension may be requested by a Director near the commencement of their third consecutive term and approved by the larger Board.**
 - a. **Process for Term Extension Request**
 - i. **Administrative staff will inform any Director when their maximum term tenure is approaching, approximately 3 months prior to the commencement date.**
 - ii. **Said Director will communicate their interest in one additional 3-year term.**
 - iii. **The Board and/or Executive Committee, acting on behalf of the Board, will vote on the requested extension at the following meeting. If the said Director is present, they will be asked to recuse themselves from that portion of the meeting.**
- d) **The Executive Committee shall consist of the Executive Officers and the Executive Director.**
 - a. **Executive Officer Terms**
 - i. **Executive Officer positions run the calendar year, with elections at the Annual Meeting, as needed.**
 - ii. **Executive Officers serve one 3-year term, starting January 1st of the elected year.**
 - iii. **Vacated Executive Officer positions are filled by majority vote of the Board, when they occur. Such elections and terms will run through the remainder of the calendar year, the any mid-term vacated position will be included in the election process at that next upcoming Annual Meeting.**
 - iv. **Should a Director be an elected Executive Officer, and their Director's term is scheduled to expire during their term as an Executive Officer, their Director's term will automatic extend to match the remaining duration of the Executive Officers term.**
- ~~e) Chairpersons of all committees shall have the right to attend and speak at meetings of the Board of Directors but shall not vote unless they are also member of the Board.~~
- f) There shall always be self-advocate representation on the Board of Directors. **Adequate** Support shall be provided to these individuals when and where needed. Ongoing recruitment efforts will be pursued to always ensure equal representation.
- g) Board Emeritus, which may be granted by majority vote of the Board of Directors, may be provided as appropriate.

SECTION 3. DUTIES OF OFFICERS.

- a) **President:**
 - a. Is a member of the Board and remains in compliance with the Board Attendance Policy
 - b. Is a member of the Executive Committee
 - c. Presides over the operations of the Board

- d. Is a partner with the Executive Director in achieving The ANECO's mission
 - e. Oversees Board and Executive Committee meetings
 - f. May appoint Ad Hoc Committees as needed
 - g. ~~Calls special meetings as necessary and in compliance with the bylaws~~
 - h. Guides and mediates Board actions with respect to The ANECO's priorities and governance concerns
 - i. Encourages the Board's role in strategic planning
 - j. May execute and deliver contracts on behalf of The ANECO (with such consultation, if any, with legal counsel as the President may seek) which contracts shall be binding upon The ANECO
 - k. Formally evaluates the performance of the Executive Director and informally evaluates the effectiveness of the Board members
 - l. Oversees searches for new Executive Directors, as needed
 - m. Periodically consults with individual Board members on their roles and helps them assess their performance
 - n. Performs other responsibilities as assigned by the Board
- b) **Vice President:**
- a. Is a member of the Board and remains in compliance with the Board Attendance Policy
 - b. Is a member of the Executive Committee
 - c. Assumes the responsibilities of the President in their absence
 - d. Participates closely with the President to develop and implement officer transition plans
 - e. Performs other responsibilities as assigned by the Board
- c) **Secretary:**
- a. Is a member of the Board and remains in compliance with the Board Attendance Policy
 - b. Is a member of the Executive Committee
 - c. Presides over the organization's official records
 - d. Records (unless alternative methods for minute taking is employed by The ANECO) and review minutes prior to providing such documentation to the Board
 - e. Assumes the responsibilities of the President or Vice-President in their absence
 - f. Performs other responsibilities as assigned by the Board
- d) **Treasurer:**
- a. Is a member of the Board and remains in compliance with the Board Attendance Policy
 - b. Is a member of the Executive Committee
 - c. Presides over the organization's official finances
 - d. Has a general understanding of basic accounting principles for nonprofits or is committed to learning such standards
 - e. Serves as the chairperson of the finance committee
 - f. Manages, with the support of the finance committee, the Board's review of and action related to the Board's financial responsibilities
 - g. Works with the Executive Director and administrative staff to ensure that appropriate financial reports are made available to the Board in a timely manner
 - h. Reviews the annual budget per the recommendations of the Executive Director and agency CPA and assists with the presentation of annual budgets and any budget revisions with the Executive Director
 - i. **The past Treasurer will remain a member of the Finance Committee for the first year when a new Treasurer transitions into the role, to ensure support and continuity of financials processes and expectations.**
- e) **Community Liaison (self-advocate):** This Executive position may remain vacant should another Executive Officer also be a self-advocate, per Board approval and vote.
- a. Is a member of the Board and remains in compliance with the Board Attendance Policy
 - b. Is a member of the Executive Committee
 - c. Communicates with community members about the current and needed supports for the developmental disabilities' populace
- f) **Past President:**
- a. Is a non-voting member of the Executive Committee
 - b. Is a voting member of the Board
 - c. Provides support for the incoming and/or current President as needed
- g) **Board Emeritus:**
- a. Is former member of the Board who has served with distinction and excellence
 - b. Has previously held an important leadership role in The ANECO and continues to make contributions toward the sustainability of The ANECO
 - c. Is encouraged to attend board and committee meetings, however, their attendance is not subject to any attendance policy and therefore not considered when determining a quorum
 - d. Is a non-voting Board member
 - e. Participates in one or more of The ANECO events annually

SECTION 5. RESIGNATION. A Director may resign at any time by giving written notice to the Executive Director and/or President. The resignation shall be effective upon receipt of the notice or at such a later time as specified in the written document. The Executive Director will provide the resignation information at the subsequent Board meeting.

SECTION 6. ATTENDANCE AND REMOVAL.

- a) Attendance at meetings is necessary to conduct the business of The ANECO. It is the responsibility of each Director to report an absence and reason for absence to the Executive Director ~~Board Secretary~~. A Director who misses two (2) consecutive meetings in a twelve-month period will be contacted by the Board President to understand the reason(s) for the non-attendance and attempt to come to a resolution.
- b) Any Director who misses three consecutive meetings or five meetings in a twelve-month period will be evaluated by the Executive Committee. The Executive Committee may recommend consideration for said Director's removal from the Board by majority vote.
- c) Any Director may be removed at any time, with cause, by a majority vote of the Board of Directors.

SECTION 6. PRESUMPTION OF ASSENT. A Board member who is present at a meeting of the Board of Directors at which a vote is taken shall be presumed to have assented. All actions taken by the Board of Directors regarding The ANECO business shall be final until subsequently rescinded by Board action.

ARTICLE V: COMMITTEES

SECTION 1. STANDING COMMITTEES. The standing committees shall be Executive, Finance, Membership, and Board Development/Recruitment.

SECTION 2. EXECUTIVE SESSIONS. Executive Sessions should occur at least once a year when the Board discusses the evaluation and compensation of the Executive Director. All Board members should have input into the evaluation of the Executive Director, while the Executive Committee holds the responsibility for managing the process. Executive Sessions may occur more frequently, as the need arises. The Executive Director may be included as a non-voting member of any Executive Session, if applicable. When the Board goes into Executive Sessions, it is required that decisions made within the session be entered into meeting minutes for The ANECO.

SECTION 3. AD HOC COMMITTEES. Is a committee formed to accomplish a specific task and/or objective and is expected to be dissolved at the completion. Ad hoc committees serve two primary functions; to investigate the need of The ANECO and/or carry out The ANECO approved directive.

SECTION 4. COMMITTEE EXPECTATIONS. In the interest of best practices and consistency across all committees, all committees shall:

- a) Committees may be comprised of Board, volunteers, membership, community members and/or staff. Committee chairs must be current members of the Board of Directors in good standing.
- b) Committee chairpersons shall provide verbal updates to the Board at each subsequent Board meeting.
- c) A committee can study, advise, and recommend, but unless a committee has been delegated decision-making authority by the Board, only the quorum of the Board can make decisions.
- d) Designate a committee member to draft agendas and minutes.
 - a. Minutes (verbal or written) are required of all Committee meetings when exercising any designated power of the Board, i.e., use of The ANECO resources including approved use of The ANECO funds.
- e) Minutes shall be submitted to the Secretary at the end of each month, post meeting, or may be shared verbally at the next board meeting. As different committees meet at various frequencies, minutes submissions will vary as well.
 - a. Minutes shall contain attendance information, date of the meeting as well as provide details regarding the general business conducted during the meeting.

ARTICLE VI: DUTIES OF STANDING COMMITTEES

SECTION 1. EXECUTIVE COMMITTEE. This committee shall:

- a) Consist of the officers of The ANECO and the Executive Director.
- b) The Executive Director shall not be a voting member of the committee. This committee may take action on matters arising that require prompt action by The ANECO, provided a simple majority of the committee members approve the decision involved either in person or by telephone.
- c) This committee shall meet, convene by email, or conference call, one week prior to the Board of Directors meeting to review the agenda and review and add other information/reports to be presented at the Board meeting.
- d) The Executive Committee members may also serve as signers on The ANECO bank accounts and members should understand they may be asked to participate accordingly. ~~This action requires Board approval and is evaluated annually.~~

The Executive Director and/or administrative staff will support the compliance of at least two authorized signers per account, as well as support Executive Officer transitions as they apply to authorized account signers.

SECTION 2. FINANCE. This committee shall:

- a) Support the Executive Director in preparing the budget. Additionally, they will assist the Board in making any indicated midyear adjustments to the budget.
- b) Serve as an advisory group to the Treasurer activities.

SECTION 3. MEMBERSHIP. This committee shall:

- a) Recruit new members.
- b) Coordinate membership drives with support of the Board of Directors, staff, and general membership.

SECTION 5. BYLAWS (as performed by the Executive Committee). This committee shall:

- a) Review the bylaws each year.
- b) Propose changes to be presented to the Board of Directors at a meeting **at least two months** prior to the annual meeting and provided to The Arc of Colorado.
- e) **Propose changes are to be provided to the membership at least 1 month before the annual meeting electronically unless another format is requested preferred by the member. Should several members reside at one residence, only one set of proposed bylaws will be sent to the residence.**

SECTION 6. BOARD DEVELOPMENT/RECRUITMENT COMMITTEE. This committee shall:

- a) Assure ongoing organization continuity and quality through strategic, diverse recruitment of Board members, including oversight of The ANECO Board manual and interviews of prospective Board members.
- b) Provide orientation support for all new and/or returning Board members.
- c) Ensure ongoing training for all Board members, including an annual Board Retreat and intermittent training as deemed appropriate.

ARTICLE VII: RELATIONSHIP WITH STATE AND NATIONAL ASSOCIATIONS

The AWC agrees to maintain membership in both the State and National Associations and to support their policies.

ARTICLE VIII: AMENDMENTS

The Board of Directors ~~may~~ propose changes and adoptions to the existing bylaws. The Bylaws may be altered, amended, or repealed and new bylaws may be adopted by the general membership. Any proposed changes to the bylaws shall be presented to the general membership one month prior to the meeting at which it is to be voted upon. Ratification of the proposed changes requires a majority vote of the members present at said meeting.

ARTICLE IX: NON-DISCRIMINATION

The officers, directors, committee members, employees and persons served by The ANECO shall be selected entirely on a nondiscriminatory basis with respect to race, color, religion (creed), gender, gender expression, age, national origin (ancestry), ability or disability, marital status, sexual orientation, or military status.

ARTICLE X: BOOKS AND RECORDS

~~The AWC shall keep correct and complete books and records of account in accordance with generally accepted accounting principles for nonprofit corporations and shall also keep minutes of the proceedings of the Board of Directors and committees having any of the authority of the Board of Directors. The Board of Directors may cause an independent audit of The AWC's records to be conducted following the end of the fiscal year or as deemed necessary.~~

**ARTICLE XI
FISCAL YEAR**

The fiscal year of The ANECO shall end on the last day of December in each calendar year.

**ARTICLE XII
NON-COMPETE POLICY FOR BOARD MEMBERS AND STAFF**

Members of the Board of Directors and staff are prohibited from engaging in activities that present a potential or actual conflict of interest. No Board Director or staff person may engage in fundraising activities that directly compete with the fundraising efforts of The ANECO. If an applicant is aware of a potential, or actual conflict of interest, they must make full disclosure of the nature and specifics of said conflict, so the Board of Directors or Executive Director, in the case of an applicant for employment or board membership, staff and/or Board of Directors can consider the facts in their decision to accept or reject the individual's application. Board Members will disclose any perceived conflict of interest to either the Board President or the Executive Director prior to engaging in the activity in question. Likewise, all staff members will disclose any perceived conflict of interest to the Executive Director.

These are the current bylaws of The ANECO approved and adopted by the membership on November 13, 2024.

(Signed) _____
Vincent Scott, President

Date: _____

(Signed) _____
Marcia Andersen, Secretary

Date: _____

The Arc of Northeast Colorado

2025 Proposed Slate of Officers

PRESIDENT: Vincent Scott

Vincent has been a member of the Board of Directors for nine years, being inducted in 2015. Vince and his wife Bridget are parents to four amazing children including one young man with Down syndrome. Vince is currently the Board Development Committee Chairperson and was previously the Fundraising Committee Chairperson and representative on The Arc of Colorado Board. Vince is being nominated for his second year as Board President.

VICE PRESIDENT: Bob Gies

Bob might still be a relatively newcomer to The Arc of Weld County, as he was inducted in July 2023, but he is a fast learner and deeply committed to our cause. Bob is a proud father of five amazing adult children and eight grandchildren, all who motivate him to create a better world for which his large extended family can thrive. Bob's current and past extensive experience on other nonprofit boards has proven invaluable to the growth and development of The ANECO. During his time on the board, Bob has become an active member of the Finance Committee, and the Board of Directors is nominating Bob for his second year as Board Vice President.

SECRETARY: Marcia Andersen

Marcia has been a member of the Board of Directors for ten years, being inducted in August 2014. She is currently employed at Tender Hearts Home Healthcare. Marcia has two wonderful sons and the youngest has disabilities. Since his birth Marcia has been advocating for his full inclusion and joined The ANECO to further this passion. Marcia has previously been a member of the Fundraising Committee and is an active member of the Executive Committee. The Board of Directors is nominating Marcia for another year as Board Secretary.

TREASURER: Melissa Moos

Melissa and her family joined The ANECO as members in 2015, after participating in our second annual Families in Action retreat. In 2016 she became a member of the Board of Directors. Melissa and her husband Darren own and operate a ranch in Sterling and have two amazing daughters, one of whom is a thriving young lady with Down syndrome. Melissa is also a member of the Board Development Committee and Finance Committee. The Board of Directors is nominating Melissa for her third year as Treasurer.

COMMUNITY LIAISON: Anthony Dorsey-Kountz

Anthony has been a member of the Board of Directors since late 2018 and made an immediate impact with his infectious personality and deep desire to improve the lives of all community members. He has been a long time Chairperson for the Membership Committee and will continue to do so in 2025. Anthony is being nominated for his second year as Community Liaison.

PAST PRESIDENT: Kris Housel

Kris has been a member of the Board of Directors for more than a decade, being inducted in 2012. He has previously served as the Community Liaison as a member of the Executive Committee for two years prior to starting his presidency in 2015. He now serves as our chapter's representative on The Arc of Colorado's board. Kris has been highly active as an advocate for individuals with disabilities in Greeley for many years even prior to his involvement with The ANECO board, including several years as a member of the Commission on Disabilities. Kris plans to maintain his position as Past President for another year.