

**RESOLUTION  
OF  
THE BOARD OF OURAY COUNTY COMMISSIONERS**

**Concerning: Ouray County Fair Board Bylaws,  
Inclusive of a Code of Ethics/Code of Conduct Policy**

**Whereas**, the Ouray County Fair Board (Fair Board) was re-created by the Board of Ouray County Commissioners on June 6, 2005 via Resolution # 2005-029; and

**Whereas**, the Board of Ouray County Commissioners recognizes the role of the Fair Board and wishes to establish Bylaws that address Fair Board composition and responsibilities; and

**Whereas**, the Board of Ouray County Commissioners also recognizes the importance of establishing a "Code of Ethics for the Fair Board" in order to assist them in their advisory roles.

**Now, Therefore, Be It Resolved** by the Board of Ouray County Commissioners of Ouray County, Colorado that Resolution #2005-030 is hereby adopted establishing Fair Board Bylaws inclusive of a Code of Ethics/Code of Conduct policy (attached hereto as "Exhibit 1") for the Ouray County Fair Board, which becomes effective immediately upon adoption of this resolution.

Approved and adopted this 6th day of June, 2005.

BOARD OF COUNTY COMMISSIONERS,  
OURAY COUNTY, COLORADO

ATTEST:

\_\_\_\_\_  
Don Batchelder, Chairman

\_\_\_\_\_  
Michelle Nauer,  
County Clerk and Recorder

\_\_\_\_\_  
Tom Hollenbeck, Vice-Chairman

By: \_\_\_\_\_  
Linda Munson-Haley,  
Deputy Clerk of the Board

\_\_\_\_\_  
Heidi Albritton, Commissioner Member

**OURAY COUNTY FAIR BOARD  
BY-LAWS**

**Composition:** The Ouray County Fair Board (Fair Board) shall be comprised of the three Ouray County Commissioners, who shall act as ex officio members; and a minimum of six, maximum of twelve, other members appointed at large by the Ouray County Board of Commissioners for staggered three-year terms. Initial terms shall be established for members at one, two, and three year intervals to commence the staggering effect. The existing members of the Fair Board may make recommendations to the Board of Commissioners for replacement members as necessary, provided that By-laws procedures are followed.

**Duties:** The following shall be the duties of the Ouray County Fair Board:

1. To organize, promote, oversee, and financially account for the Ouray County Fair.
2. To advise the Fairgrounds Manager on issues regarding Fair related matters.
3. To negotiate Fair related contracts. Such contracts must be approved by the Board of County Commissioners and signed by the Chairperson of the Board of County Commissioners in order to be valid. All other contracts shall be null and void.
4. To submit a recommended Fair budget annually, no later than August 23rd of each year for the next calendar year, to the County Administrator. The Board of County Commissioners will review the Budget for adoption or modification. Copies of the annual budget will be filed in the office of the County Administrator, and the Fair Board's minute-resolution book.
5. To review and approve expenditures of Fair related funds, which are budgeted annually, to collect fees resulting from Fair related activities, and submit revenues received to the County Treasurer and expense vouchers to the Finance Department.
6. To provide one member representative to the Ouray County Fairgrounds Advisory Committee.
7. To continually assess the structure and components of the Fair to ensure that the Fair is pertinent to the Community.

The Fair Board, acting in its official capacity, shall be held harmless from damages or liabilities relative to the operation of the Fair.

**Officers:** The first regular meeting each year shall provide for an election of the following officers of the Fair Board:

1. Chairperson - shall preside at all meetings and shall be the chief executive officer of the Fair Board.
2. Vice-chairperson - shall act in the Chairperson's stead during absences by the Chairperson, or in the case of a vacancy occurring in the office of the Chairperson until the Fair Board shall elect a new Chairperson.
3. Secretary/Treasurer – shall be responsible for keeping the records of the Fair Board for all proceedings and shall supervise the financial records of the Fair Board.

**Meeting:** The Fair Board shall meet a minimum of once each quarter of the calendar year. Meetings shall take place at the Ouray County 4-H Event Center or other designated location. The officers may call special meetings as necessary. A seven-day notice to the members shall be provided in the event that a special meeting is called. The Secretary-Treasurer shall notify all members of said meetings.

**Quorum:** A majority (four or more) of the members shall constitute a quorum. The only action allowed if a quorum is not present is to adjourn to another time. In the event there are more than six members, two-thirds of the members will constitute a quorum.

**Manner of Acting:** Meetings shall be conducted pursuant to general parliamentary procedure. Minutes shall be kept reflecting the discussions, business, and official motions reflecting actions taken during the meeting. The Secretary shall record such minutes and mail copies of the minutes to each Fair Board member and the Fairgrounds Manager within two weeks of the meeting. The minutes shall be available to the public for examination at the office of the Fairgrounds Manager. The Chair may only vote to break a tie.

**Compensation and Conflict of Interest:** No member of the Fair Board shall receive any compensation as an employee of the Fair Board, and no member of the Fair Board shall be interested in any contract or transaction with the Fair Board, except in his or her official representative capacity.

**Resignation and Removal:** A member may resign by giving written notice to the Board of County Commissioners; otherwise, members serve at the pleasure of the Board of County Commissioners. Members may be removed by the Commissioners either at their discretion or upon recommendation of a simple majority of members of the Fair Board for non-compliance with the Ouray County Fair Board Bylaws and the Code of Ethics/Code of Conduct Policy attached hereto as "Exhibit A." Any member who misses two consecutive meetings, or three meetings in one calendar year, without a reasonable excuse may be subject to removal.

In the event a removal action is contemplated, such proposed action must be placed on the County Commissioners' agenda and posted.

**Amendment to By-laws:** If notice of the character of the amendment proposed has been given in the notice of a meeting, these By-laws may be altered or amended, upon recommendation from the Fair Board to the Board of County Commissioners subject to approval by the Board of County Commissioners.

**Ouray County Fair Board  
Code of Ethics/Code of Conduct Policy**

As a member of the Ouray County Fair Board, I will strive to:

- Attend all regularly scheduled Fair Board meetings insofar as possible and become informed concerning the issues to be considered at those meetings.
- Recognize that I should endeavor to make decisions only after full discussion at publicly held Fair Board meetings.
- Render all decisions based on the available facts and my independent judgment and refuse to surrender that judgment to individuals or special interest groups.
- Encourage the free expression of opinion by all Fair Board members and seek systematic communications with Fairgrounds users.
- Avoid being placed in a position of conflict of interest and refrain from using my Fair Board position for personal or partisan gain.
- Take no private action that will compromise the Fair Board or the Fair, and respect the confidentiality of information that is privileged under applicable laws.
- Recognize that as a member of the Fair Board, decision-making authority rests with the Fair Board, not individual members.
- Agree that once a majority of the Fair Board is reached on a decision or position, all members will support that decision or position of the majority.

Fair Board members are expected to abide by the Ouray County Fair Board Bylaws and the Ouray County Code of Ethics/Code of Conduct Policy concerning Fair Board activities and events which include, but are not limited to:

- Conducting themselves in a courteous, respectful manner;
- Exhibiting good sportsmanship;
- Participating as a team member; and
- Accepting personal responsibility for behavior.

As a member of the Ouray County Fair Board, I agree to follow the Ouray County Fair Board Bylaws and Code of Ethics/Code of Conduct Policy. I further agree that failure to follow the Ouray County Fair Board Bylaws and Code of Ethics/Code of Conduct Policy may be cause for removal from the Ouray County Fair Board by the Board of Ouray County Commissioners.

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Fair Board Member's Signature

\_\_\_\_\_  
Date

\_\_\_\_\_  
Fair Board Member's Printed Name