



## Centennial Airport Community Noise Roundtable (CACNR)

### BYLAWS

Adopted December 4, 2019

Updated in 2021 to show addition of New Members

#### Article I – Purpose of Bylaws

The purpose of these by-laws is to establish guidelines for the internal structure and conduct of meetings of the Centennial Airport Community Noise Roundtable (hereinafter referred to as CACNR), and its interface with elected and/or appointed officials, and the general public. These bylaws are adopted in accordance with Article IV(1)(B) of the CACNR Memorandum of Understanding (MOU).

#### Article II – Statement of CACNR Purpose

- a. CACNR is a voluntary association of the Arapahoe County Public Airport Authority (ACPAA), neighboring communities, federal and state agencies and airport users created to monitor programs implemented as a result of the adoption of the ACPAA Noise Compatibility Program, including the Fly Quiet Program guidelines and the Noise Monitoring Program, and to address aircraft noise issues impacting the communities surrounding Centennial Airport. The participation and advice of these entities is essential to the success of CACNR.
- b. In an interactive and collaborative open forum, CACNR will adopt a Work Program which includes identifying the dimension of noise issues, discovering possible mitigation actions, finding opportunities for implementation, and evaluating the effectiveness of the mitigations.
- c. While CACNR's initial efforts in the development and implementation of a Work Program will be directed to noise issues associated with current aircraft operations, consideration of future noise issues also will be addressed, including interaction with noise roundtable activities at other airports.

#### Article III – Membership & Participation (also see Appendices I and II attached hereto)

- a. CACNR membership shall consist of Regular Members (voting members) and Advisory Members (non-voting members) as shown in Appendix I.
- b. New Members, both Regular and Advisory, may be added from time to time in accordance with Article III of the adopted MOU. Members, both Regular and Advisory, may withdraw from time to time in accordance with Article III of the adopted MOU.
- c. Members' Representatives and/or Alternates are expected to attend all regular and special meetings. If a Regular Member's Representative or an Alternate does not attend at least 75% of such meetings annually in the period from April 1 through March 31, the Regular Member will be notified for potential appointment of a replacement(s).
- d. A vacancy in the position of any Member's Representative and/or Alternate shall be filled as soon as possible by that Member. All Representatives and Alternates who serve on CACNR shall serve at the pleasure of their appointing Members. CACNR encourages and recommends Representative and Alternates be appointed to serve a minimum of two years.
- e. An Alternate shall attend and have full authority to represent a Member at any CACNR meeting when the designated Representative is absent, including the authority to vote if the Member is a Regular Member.
- f. On issues to be referred to the ACPAA Board, the ACPAA Representative's vote shall be nonbinding on ACPAA.
- g. If the Representative and Alternate of any Member will be absent for a CACNR meeting, the Representative of such Member may designate a Substitute Representative for that meeting only, and shall notify the CACNR Chair of that designation, in writing.

#### Article IV - Officers and Terms of Office (also see Appendix II attached hereto)

- a. The Officers of CACNR shall consist of a Chair, Vice Chair, Secretary, and Treasurer, elected from the Regular Membership by a majority of the Regular Member Representatives present at the meeting when elections are held. All officers will continue to hold voting rights during their terms. Terms of office shall be one year. Elections shall be held at the March meeting of each year and officers will serve from April through March of the year following. There shall be no term limits.

- b. The officers of CACNR may resign from their positions at any time with written notification to CACNR. Upon resignation of the Chair, and until such time as new elections are held, the Vice Chair shall serve as the Chair. Upon resignation of the Vice Chair, Secretary, or Treasurer, the Chair shall appoint a new officer subject to approval of a majority of the Regular Member Representatives present at the meeting when any appointment is made.
- c. In the absence of the Chair at a meeting, the Vice Chair shall serve as the chair for that meeting. In the absence of the Secretary at a meeting, the Chair will appoint an acting Secretary for that meeting

#### Article V – Conduct of Meetings

- a. All meetings of CACNR shall be open to the public.
- b. Meetings of CACNR shall be conducted in accordance with Robert’s Rules of Order Newly Revised.
- c. A quorum of CACNR shall consist of at least fifty percent of the Regular Member Representatives, one of whom must be the Chair or Vice Chair. In the event the fifty percent is an even number, a quorum shall be fifty percent plus one. An official meeting cannot be held if a quorum is not present, as determined by the roll call. In the absence of a quorum, the Chair may decide to:
  - i. Delay the start of the official meeting as a means to achieve a quorum, if possible, or
  - ii. Ask for consensus from the Representatives/Alternates present to hear the information items only on the agenda.
- d. To assure advancement of the work of CACNR through active participation in the formation and implementation of CACNR’s Work Program, all present at meetings will be expected to present new, supportive, or differing ideas or testimony in a cooperative, respectful and objective manner.

#### Article VI – Schedule and Location of CACNR Meetings

- a. Regular meetings of CACNR shall be held monthly at a time and location agreed upon by a majority of CACNR Regular Representatives and posted on the CACNR and the Centennial Airport websites. Meetings may be canceled and/or not scheduled in advance in the absence of sufficient business, at the discretion of the CACNR Chair.
- b. Special meetings shall be held at the request of no fewer than 25% of the Regular Representatives at a time and place to be determined by the Chair, but within two weeks of the request having been made.

#### Article VII – Notice of Meetings

Notice of regular CACNR meetings shall be given to all representatives at least 48 hours in advance of each meeting. Notice shall include an agenda which has been formalized by the Chair, and, whenever possible, all available supporting material. These items shall also be posted on the CACNR and Centennial Airport websites.

#### Article VIII – Record of Meetings and Availability of Materials

- a. The minutes of each meeting shall be recorded by the Secretary and made available for Members’ Representatives as well as to the public. The minutes shall be reviewed, corrected as necessary and approved by CACNR at the next regular meeting. All records of CACNR meetings shall be posted on the CACNR and Centennial Airport websites after approval.
- b. Copies of all supporting meeting materials shall also be available for the public in printed form at CACNR meetings.
- c. The CACNR Work Program shall be reviewed biennially, to show progress and revise goals. Such review shall take place at the March meeting, with notice provided by the Secretary at the February meeting of each review year.

#### Article IX – Public Participation

Specific opportunities and time limits for public comment shall be designated on each meeting agenda. At the discretion of the Chair, opportunities for public comment may be offered during discussion of specific topics or during presentations.

#### Article X – Committees

- a. There shall be an Executive Committee, consisting of the Chair, Vice Chair, Secretary and Treasurer. The Executive Committee shall have the authority to act for CACNR between regular meetings. None of its acts shall conflict with CACNR policies, procedures, or actions previously taken. The Executive Committee, through the Chair, shall report at the next regularly scheduled meeting on any activities undertaken in accordance with this paragraph.
- b. The CACNR Chair, at his/her discretion, may appoint committees to work on specific issues that come before CACNR. Committee chairs shall be appointed by the CACNR Chair and shall be CACNR Representatives. Committee membership shall include appropriate or interested CACNR Representatives and may include members of the public with skills or knowledge relevant to a committee’s assignment.
- c. Any recommendations from CACNR committees shall be considered final and official only upon approval of a majority of the Regular Member’s Representatives.

Article XI – Ability to Enter into Contracts

- a. Under Colorado Revised Statutes 7-30-101, CACNR is an unincorporated non-profit association and therefore has the ability to enter into contracts.

Article XII - Amendments to the By-Laws

- a. These by-laws may be amended by a majority vote of all Regular Member Representatives, at any regularly scheduled meeting. Proposed amendments shall be drafted by at least 25% of the Regular Representatives and submitted in writing to the Secretary no later than one week before the meeting at which their adoption is to be considered. Written notification of the proposed amendments shall then be provided, via email, to all representatives at least 48 hours in advance of such meeting.

APPENDIX I  
MEMBERS OF CACNR\*

REGULAR MEMBERS (voting)

Arapahoe County (2)  
Douglas County (2)  
Arapahoe County Public Airport Authority (1)  
Aurora, City of (1)  
Castle Pines, City of (1)  
Castle Rock, Town of (1)  
Centennial, City of (1)  
Cherry Hills Village, City of (1)  
Foxfield, Town of (1)  
Greenwood Village, City of (1)  
Highlands Ranch Metropolitan District (1) (added 5/5/21)  
Lone Tree, City of (1)  
Parker, Town of (1)

ADVISORY MEMBERS (non-voting)

Aircraft Owners and Pilots Association (AOPA) (1)  
Colorado Airport Business Association (CABA) (1)  
Colorado Department of Transportation – Aeronautics  
Division (CDOT) (1)  
Federal Aviation Administration Centennial Control Tower (1)  
Federal Aviation Administration Airport Dist. Office (FAA) (1)  
Federal Aviation Administration Terminal Radar Approach  
Control (TRACON) (1)  
Wings Over the Rockies (1) (added 2/3/21)

\*The following were also invited to become initial members of CACNR, but subsequently decided not to be involved: Cherry Hills Village, and the City and County of Denver. Cherry Hills Village did become a member in 2014.

APPENDIX II  
RESPONSIBILITIES OF CACNR MEMBERS, REPRESENTATIVES/ALTERNATES, AND OFFICERS

MEMBERS: Members in good standing of CACNR will

1. appoint their Representatives and Alternates, or their replacements, in accordance with these bylaws and in a timely fashion;
2. understand and support the objectives and activities of CACNR;
3. communicate with CACNR through their Representatives/Alternates;
4. maintain their financial obligations in accordance with the CACNR MOU.

REPRESENTATIVES/ALTERNATES: All Members' Representatives/Alternates to CACNR will

1. coordinate with each other to assure their Member's representation at all CACNR meetings;
2. if the Representative and Alternate of any Member will be absent for a CACNR meeting, the Representative of such Member may designate a Substitute Representative for that meeting only, and shall notify the CACNR Chair of that designation, in writing;
3. become familiar with the agenda and other meeting materials prior to each meeting;
4. assure confidentiality of designated information shared during CACNR meetings;
5. support the work of CACNR through active participation in the formation and implementation of CACNR's Work Program;
6. present new or differing ideas in a cooperative, respectful and objective manner;
7. assume responsibilities related to the CACNR Work Program as requested by the Chair.
8. If the Representative and Alternate of any Member will be absent for a CACNR meeting, the Representative of such Member may designate a Substitute Representative for that meeting only, and shall notify the CACNR Chair of that designation, in writing.

CHAIR: The Chair of CACNR will

1. chair all regular and special meetings of CACNR, and coordinate with the Vice Chair if unable to be present at any meeting;
2. assure business of CACNR is conducted in accordance with Robert's Rules of Order Newly Revised;
3. assure business of CACNR is conducted with decorum and with respect for differing points of view;

4. notify any Member whose Representative(s) or Alternate(s) have not attended at least 75% of CACNR meetings as established in Article III c. of the bylaws, documenting such absences and requesting replacement of that Representative or Alternate;
5. notify any Member whose Representative(s) or Alternate(s) have behaved in a manner detrimental to the advancement of CACNR's Work Program or has displayed disruptive or rude behaviors, documenting such behaviors, and requesting replacement of that Representative or Alternate;
6. represent CACNR to the general public and at outside functions as appropriate;
7. coordinate CACNR activities with ACPAA, the FAA, and any other appropriate agencies or organizations;
8. oversee implementation of the CACNR Work Program and develop plans to advance its various components;
9. serve as Chair of the CACNR Executive Committee;
10. as necessary, appoint committees to address the various matters relating to CACNR's Work Program;
11. upon the resignation of any officer, appoint a replacement to fill the unexpired term, subject to the approval of CACNR's Regular Representatives;
12. upon the absence of the Secretary at any meeting, appoint an Acting Secretary for that meeting;
13. authorize, with the Treasurer or other member of the CACNR Executive Committee, the expenditure of funds from the designated/restricted fund maintained for CACNR by ACPAA;
14. in coordination with the Treasurer, prepare a CACNR budget for approval of the Regular Representatives;
15. determine the time and place for any special meeting requested by at least 25% of the Regular Representatives;
16. prepare the agenda for all regular and special meetings, in coordination with ACPAA staff;
17. assume other responsibilities and tasks as directed by the Members' Representatives.

VICE CHAIR: The Vice Chair of CACNR will

1. perform the duties of the Chair in her/his absence;
2. serve on the CACNR Executive Committee;
3. work closely with the Chair to develop and implement plans to advance CACNR's Work Program;
4. assist the Chair in monitoring the implementation of the CACNR Work Program;
5. authorize, with either the Chair or the Treasurer, the expenditure of funds from the designated/restricted fund maintained for CACNR by ACPAA, in the absence of either the Chair or the Treasurer;
6. assume other responsibilities and tasks as requested by the Chair or as directed by the Members' Representatives.

SECRETARY: The Secretary of CACNR will

1. record and keep the minutes of each regular and special meeting of CACNR which, when approved, shall be posted on the CACNR and Centennial Airport websites;
2. record meeting attendance at each regular and special meetings of CACNR;
3. assure the records of all meetings are available to the Members' Representatives and Alternates and to the general public;
4. be the custodian of CACNR records, and may coordinate with ACPAA staff to assure maintenance of the CACNR archives;
5. assume responsibility for maintaining and updating the CACNR Work Program which, when approved, will be posted on the CACNR and Centennial Airport websites;
6. provide for notice of the biennial review and updating of the CACNR Work Program as required by these bylaws;
7. provide notice of the upcoming election, one month prior to that election, and invite nominations in accordance with Article IV.a.
8. receive any written, proposed amendments to the bylaws, confirm such amendments have been provided by at least 25% of the Regular Members' Representatives, and provide electronic notification of the proposed amendments to the CACNR Members' Representatives at least 48 hours in advance of the next meeting.
9. serve on the CACNR Executive Committee;
10. authorize, with either the Chair or the Treasurer, the expenditure of funds from the designated/restricted fund maintained for CACNR by ACPAA, in the absence of either the Chair or the Treasurer;
11. assume other responsibilities and tasks as requested by the Chair or as directed by the Members' Representatives.

TREASURER: The Treasurer of CACNR will

1. serve as the chief financial officer of CACNR;
2. coordinate with ACPAA staff in the establishment and management of the designated/restricted fund maintained for CACNR by ACPAA containing the funds from CACNR Members;
3. monitor and provide oversight for CACNR funds and expenses;
4. in coordination with the Chair, prepare a CACNR budget for approval of the Regular Members' Representatives;
5. provide financial reports to CACNR at every regularly scheduled meeting, and as otherwise requested;
6. authorize, with the Chair or other member of the CACNR Executive Committee, the expenditure of funds from the designated/restricted fund maintained for CACNR by ACPAA;
7. serve as a member of the CACNR Executive Committee;
8. assume other responsibilities and tasks as requested by the Chair or as directed by the Members' Representatives.