

DRAFT ONLY

# **BY-LAWS OF THE CHARITABLE GAMING BOARD**

Adopted \_\_\_\_\_, 2026

**Article I - Charitable Gaming Board**

**Section 1. By-Laws**

These by-laws shall apply to the “Colorado Charitable Gaming Board” (“CCGB”).

**Section 2. Board of Directors**

The governing body and members of the CCGB shall be the Board of Directors as defined by Colorado Revised Statutes §24-21-630(2) (the “Board”)

**Section 3. Office of CCGB**

The office of the CCGB shall be located in the Colorado secretary of State at 1700 Broadway, Suite 200, Denver, CO 80290.

**Article II - Officers**

**Section 1. Officers**

The officers of the CCGB shall be a Chair, Vice Chair, Treasurer, and such other officers as may from time to time be elected or appointed by the Board.

**Section 2. Election or Appointment of Officers**

The members of the Board shall annually elect a Chair, Vice Chair, and Treasurer at the earliest Board meeting as soon as practicable following May 1. Officers shall serve until new officers are elected.

**Section 3. Chair**

The Chair shall preside at all meetings of the Board, shall have other such duties as the members may direct, and shall have general supervision over the business and affairs of the CCGB.

**Section 4. Vice Chair**

The Vice Chair shall preside over all meetings of the Board in the absence of the Chair and shall temporarily perform the duties of the Chair in the event the Chair advises the Vice Chair that he/she is unable to perform the duties of Chair by reason of illness, disability, disqualification, or other incapacity except as prohibited by law. The Chair shall resume his/her duties upon notification to the Vice Chair.

**Section 5. Treasurer**

The Treasurer shall preside over all meetings of the Board in the absence of the Chair and the Vice Chair. The Treasurer shall review the financial records of the CCGB, including all funds received and disbursed. The Treasurer shall have the responsibility to ensure the CCGB’s financial accountability and compliance and shall perform such other duties as may be properly required of the Treasurer.

**Section 6. Contracts and Agreements**

Any contract or agreement approved by the Board may be executed by the Chair or the Treasurer.

**Section 7. Additional Duties**

The officers of the CCGB shall perform such other duties and functions as may from time to time be required or delegated by resolution of the Board or the By-Laws or rules of the CCGB.

**Section 8. Vacancies**

Should the office of Chair, Vice Chair, or Treasurer become vacant, the voting members of the Board shall appoint a successor from its members at the next regular meeting and such appointment shall be for the unexpired term.

**Article III - Membership**

**Section 1. Board of Directors**

The Board shall consist of members as designated by Colorado Revised Statutes § 24-21-630(2).

**Section 2. Subcommittees**

The Chair may appoint members to serve on various subcommittees.

**Section 3. Terms**

Board members shall serve terms as defined in Colorado Revised Statutes § 24-21-630(2)(c).

**Section 4. Compensation**

Board members shall be entitled to receive compensation for their services and reimbursement for necessary expenses incurred in the performance of their duties pursuant to Colorado Revised Statutes § 24-21-630(2)(g).

**Article IV - Personnel**

**Section 1. Executive Director**

The Executive Director shall be appointed by the Board, and shall serve at the pleasure of the Board. The Executive Director shall be the principal operating officer of the CCGB, shall direct the day-to-day business of the CCGB and shall have such duties and powers as shall from time to time be authorized by the Board.

**Section 2. Counsel**

The Counsel shall be the chief legal advisor of the CCGB and, as directed by the Board or Executive Director, shall prepare and draft legal memorandum with respect to CCGB activities; advise the officers and members of the CCGB as to all legal matters relating to the administration, operation, and financing of the CCGB and as to the laws governing initiation, planning, financing and the development of the programs of the CCGB. Selection of the Counsel shall be approved by the Board and shall serve at the pleasure of the Board.

**Section 3. Additional Personnel**

The CCGB may from time to time employ such personnel, as it may deem necessary to exercise its powers, duties and functions as prescribed by law. The Board shall be responsible for the selection and compensation of such persons, consistent with the budget approved by the Board. Such persons shall serve at the pleasure of the Board.

**Article V - Meetings**

**Section 1. Regular Meetings**

The Board shall hold at a minimum 6 meetings per year pursuant to Colorado Revised Statutes § 24-21-630(2)(i).

**Section 2. Call and notice**

Meetings shall be held on the call of the Chair. All meetings shall be subject to the open meetings provisions of § 24-6-402. Notice of meetings shall be posted to the CCGB website.

**Section 3. Special Meetings**

Special meetings may be called by the Chair, any three board members, or the licensing authority pursuant to Colorado Revised Statutes § 24-21-630(2)(i).

**Section 4. Quorum**

No business of the board shall be transacted except at a regular or special meeting at which a quorum consisting of at least a majority of the total membership of the Board is present. Any final action or determination of the Board shall require the affirmative vote of a majority of all the members of the Board; provided that a smaller number may meet and adjourn to some other time and place or until a quorum shall be present.

**Section 5. Minutes**

Minutes must be taken at each Board meeting. At the next meeting of the Board at which a quorum is present, the Board shall approve the minutes after making any corrections or revisions. Approved minutes shall be posted to the CCGB website.

**Section 6. Order of Business**

At any meeting of the Board, any business shall be the order, whether or not stated in any notice sent with respect to such meeting, except as otherwise specifically provided herein.

**Section 7. Voting**

Voting on all questions at a meeting of the Board shall be by voice vote unless a member requests a roll call, in which case the yeas and nays shall be entered upon the minutes of such a meeting. All members of the Board are entitled to vote, including the Chair.

**Section 8. Meetings by Telecommunication**

One or more members may participate in meetings of the Board and may vote on any matters properly before the Board through the use of telecommunication devices, including but not limited to telephone conference or similar communication equipment by which all Board members participating and members of the public may hear or read the comments of the other Board members and participants in the meeting. A Board member participating in a meeting by such means shall be deemed to be present in person at the meeting for all purposes of these By-Laws.

**Section 9. Action without a Meeting.**

Any action required or permitted to be taken at a meeting of the Board may be taken without a meeting upon the written consent of sixty-seven percent (67%) of the Board. The consents shall be filed with the Secretary for inclusion with the records of meetings. All action by written consent shall be handled electronically. An Officer or the Officer's designee shall send requests for action without a meeting electronically to the email address of each Board member. The electronic communication shall clearly state the voting deadline, which shall be no less than 48 hours from the time the electronic communication is sent. Board members shall vote using the electronic voting format determined by the Office or the Officer's designee. CCGB must count all votes returned on or before the voting deadline. CCGB will announce the results to the Board no more than 48 hours after the voting deadline.

**Article VI - Subcommittees**

**Section 1. Establishment**

The Board may, at its discretion, establish and abolish various subcommittees to perform necessary research, policy development or other functions as deemed necessary by the Board.

**Section 2. Subcommittee Members**

The Chair shall appoint members of all subcommittees. Subcommittee members shall elect the chair of their appointed subcommittee. Subcommittee membership shall be open to all members of the Board. Such subcommittee membership shall not constitute reason for compensation of any type except reimbursement of expenses as defined in Colorado Revised Statutes §24-21-630(2)(g).

**Section 3. Conduct of Subcommittee Meeting**

Each subcommittee shall have at least three members and shall meet at the call of its Chair or Vice-Chair. Meetings of any subcommittee may be held at such time as place as such subcommittee Chair may from time to time schedule. All Board members, whether or not appointed to a subcommittee, will receive notice of subcommittee meetings and may participate. Notice of subcommittees meeting will be posted on the CCGB website no later than 72 hours prior to the meeting. Meeting minutes will be taken of the subcommittee meeting and posted to the CCGB website.

**Article VII - Fiscal Year**

**Section 1. Fiscal year**

The fiscal year of the CCGB will be from [INSERT DATE RANGE FOR FISCAL YEAR].

**Article VIII - Amendments**

**Section 1. Amendments**

These By-Laws may be altered, amended or repealed and new By-Laws may be adopted by resolution passed by a majority vote of the Board at any regular meeting or at any special meeting if notice is provided to each member at least seven days prior to the date of such meeting. The notice must clearly communicate any such intention to alter, amend or repeal or to adopt new By-Laws at such a meeting.

**Article IX - Suspension of By-laws**

**Section 1. Suspension of By-laws**

Any and all of the provisions of the By-Laws may be suspended by two-thirds vote of the entire voting membership of the Board.