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**BYLAWS OF THE
CHARITABLE GAMING BOARD**

Adopted _____, 2026

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Article I – Colorado Charitable Gaming Board

Section 1. Bylaws

These bylaws 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 (“the Board”) as defined by section 24-21-630(2), C.R.S.

Section 3. Office of CCGB

The physical office of the CCGB shall be located in the Colorado Secretary of State’s office at 1700 Broadway, Suite 550, Denver, CO 80290.

Section 4. Definitions

- (a) Unless otherwise indicated, terms used in these Bylaws have the same meanings as set forth in the Colorado Bingo and Raffles Law, sections 24-21-601 et seq., C.R.S.
- (b) The term “committee meeting” means “working group” as referenced in section 24-21-630(2)(m), C.R.S.
- (c) The term “member” means one of the seven individuals appointed to the Board pursuant to section 24-21-630(2), C.R.S.
- (d) The term “nonvoting Board participant” means the “additional individual and representatives of entities” that the Board may invite to attend working group meetings per section 24-21-630(2)(m), C.R.S.

Article II - Officers

Section 1. Officers

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

Section 2. Election of Officers

In accordance with section 24-21-630(2), C.R.S., the members of the Board shall annually elect a Chair and Vice Chair at the first Board meeting after the beginning of the fiscal year on July 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. The Chair will represent the Board at official functions. The Chair may approve and sign all correspondence that reflects the Board’s position. The Chair shall be a member of all Board

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committees and shall serve as the committee chair by default in the absence of the committee chair. If both the Chair and Vice Chair are absent from a meeting, but a quorum is present, Board members shall elect a Chair for that meeting only.

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. 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 Bylaws of the CCGB.

Section 6. Vacancies

Should the office of Chair, Vice Chair, or other officer 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. The Colorado Charitable Gaming Board

The Board shall consist of members as designated by section 24-21-630(2), C.R.S.

Section 2. Terms

Board members shall serve terms as defined in section 24-21-630(2)(c), C.R.S.

Section 3. Compensation

Board members shall be entitled to receive compensation for their services and reimbursement for necessary expenses incurred in the performance of their duties, including expenses associated with attending any type of Board meeting, pursuant to section 24-21-630(2)(g), C.R.S. Members seeking compensation must submit the appropriate reimbursement forms and information.

Article IV - Personnel

Section 1. Counsel

The Colorado Attorney General's office shall be the chief legal advisor of the CCGB and, as directed by the Board, shall prepare and draft legal memoranda with respect to CCGB activities; advise the officers and members of the CCGB as to legal matters and laws relating to the CCGB. In carrying out its duties, the CCGB may also rely on the advice and guidance of the Colorado Department of State's staff legal advisors.

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Section 2. Additional Personnel

- (a) In accordance with section 24-21-630(2)(n), C.R.S., the Secretary of State may provide technical assistance and staff support to the extent practicable within existing resources to assist the Board in carrying out Board duties and to ensure that the Board meets its regular meeting schedule.
- (b) The staff may perform the following duties:
 - (i) Schedule regular, special, emergency, and committee meetings that satisfy ADA, public access, and safety and security requirements;
 - (ii) Prepare Board meeting agendas; and
 - (iii) Serve as the primary point of contact with the Colorado Attorney General's Office for referring legal questions.
- (c) The staff shall follow the public meeting procedures and other process documents developed by the Secretary of State's office.

Article V - Meetings

Section 1. Regular Meetings

The Board shall hold at a minimum of 6 regular meetings per year pursuant to section 24-21-630(2)(i), C.R.S.

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 section 24-6-402, C.R.S. Notice of regular, special, and committee meetings and written materials, if any, shall be posted to the CCGB website no later than seventy-two hours before the meeting in accordance with section 24-21-630(2)(i), C.R.S.

Section 3. Special, Emergency, and Committee Meetings

Special meetings may be called by the Chair, any three board members, or the licensing authority pursuant to section 24-21-630(2)(i), C.R.S. Emergency meetings may be called when the majority of the board certifies that exigencies of time require that the Board meet without delay pursuant to section 24-21-630(2)(i), C.R.S.

Section 4. Quorum

Per section 24-21-630(2)(l), C.R.S., no business of the Board shall be transacted except at a regular, special or emergency 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.

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Per section 24-21-630(2)(j), C.R.S., no business of the Board shall be transacted except at a regular, special or emergency 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 present; 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

Pursuant to sections 24-6-402(2)(d)(I) and 24-21-630(2)(j), C.R.S., the Board shall keep a complete and accurate record of all meetings. The Board may satisfy these requirements by electronically recording its meetings. Board members may correct or amend statements made or actions taken in one meeting in a following board meeting. However, the electronic recording of each meeting shall constitute part of the Board's official records and shall not be altered or edited once created.

For any meeting that is not electronically recorded, the Board shall approve the minutes after making any corrections or revisions to the written minutes at the next meeting satisfying quorum requirements.

All minutes shall be posted to the CCGB page on the Secretary of State website.

Section 6. Procedures and Rules of Order

- (a) Meetings of the Board shall be conducted generally in keeping with Robert's Rules of Order, except as otherwise provided in these Bylaws, but shall be as informal as circumstances permit.
- (b) The Chair shall preside at all meetings. Whenever the Chair is ineligible to participate, or is absent, the Vice-Chair shall perform all the duties of the Chair. In the absence of both the Chair and Vice-Chair, a member selected by those Board members present shall preside.
- (c) The Chair may participate in discussion and shall vote as any other Board member.
- (d) A roll call vote shall be taken upon the request of any Board member. The names of the Board members shall be called by the Chair, and each member shall vote yes or no at such time unless the member chooses to abstain.
- (e) At any meeting of the Board, discussion may occur on matters whether or not stated in the agenda; however, the Board shall not take final action on any matter unless the matter is reasonably described in the noticed agenda for that meeting.

Section 7. Voting

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- (a) 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 recorded in the minutes of such a meeting. All members of the Board are entitled to vote, including the Chair.
- (b) Nonvoting participants may participate in discussion at the discretion of the Chair but shall not vote, be counted for quorum purposes, or exercise any authority of the Board.

Section 8. Meetings

- (a) All meetings shall be held at the CCGB's physical office, which per Article I, Section 3 of these Bylaws is in the Colorado Secretary of State's office at 1700 Broadway, Suite 550, Denver, CO 80290.
- (b) 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 electronic means, provided that all Board members participating and members of the public must be able to hear or read the comments of the other Board members and participants in the meeting. A Board member participating by such means shall be deemed to be present in person at the meeting for all purposes of these Bylaws.
- (c) To ensure public safety, the Board shall provide for the presence of appropriate law enforcement personnel at any meetings held in whole or in part at a physical location open to public admittance.

Article VI - Committees

Section 1. Establishment

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

Section 2. Committee Members

The Chair shall appoint members of all committees and shall take into consideration a Board member's expression of interests. If necessary, the Chair should serve as the committee chair until the committee can vote on a chair. Committee members shall elect a committee chair of their specific committee, which may include the Board Chair, at the committee's first meeting of the fiscal year. Committee membership shall be open to all members of the Board.

Section 3. Conduct of Committee Working Group Meeting

- (a) Each committee shall have at least three members, which includes the Board Chair, and shall meet at the call of its Committee Chair or Committee Vice-Chair. Committee members shall elect a committee chair of their subspecific committee, which may include the Board Chair, at the first meeting of the fiscal year for that committee.

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- (b) A committee's working group meetings may be incorporated into one of the Board's regular meetings or, as practicable, scheduled and conducted separately.
- (c) Different committees may be unable to meet at the same time if they share one or more of the same committee members and the absence of a member would prevent a quorum.
- (d) All Board members, whether or not appointed to a committee, will receive notice of committee working group meetings and may participate. Notice of working group meetings must comply with the 72-hours advance public notice and posting of written materials requirements in Article V, Section 2 and the minute requirements in Article V, Section 5 of these Bylaws. All working group meetings must be open to the public per section 24-6-402(2)(a), C.R.S. .
- (e) Working group meetings must comply with all other meeting requirements in Article V, Section 8 of these Bylaws.

Section 4. Committee Purpose Statements

(a) Purpose Statement Required.

Any committee established by the Board shall have a clearly defined purpose. The purpose of the committee shall be set forth in a written purpose statement identifying the scope, objectives, and anticipated work of the committee.

(b) Board Approval.

The purpose statement for each committee shall be presented to the Board and approved by a majority vote of the Board prior to the committee commencing substantive work.

(c) Scope of Committee Work.

The work of each committee shall be guided by and conducted consistent with the purpose statement as approved by the Board. Any substantive change or expansion of the committee's work beyond the approved purpose shall require additional approval of the Board by vote.

Section 5. Committee Authority and Board Action

(a) Committees as Advisory Bodies.

Committees of the Board are advisory in nature and shall not take final action or make determinations on behalf of the Board unless expressly authorized by the Board.

(b) Actions Requiring Board Approval.

Any final action, determination, or initiation of action related to committee work (including, but not limited to, requests for information, outreach, invitations to appear, or other engagements with individuals or entities outside of the Board) shall require the affirmative vote of a majority of all members of the Board.

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(c) Quorum and Voting.

Any such action shall be subject to the Board’s quorum and voting requirements.

Section 6. External Communications

(a) Authorized Communications.

Communications initiated on behalf of the Board or any committee with individuals or entities outside of the Board shall be limited to those actions authorized by the Board pursuant to these bylaws.

(b) Transmittal by Support Staff.

Unless otherwise directed by the Board, all authorized external communications (including invitations, requests for information, notices, or other correspondence) shall be prepared, transmitted, and coordinated through designated Board support staff on behalf of the Board or the committee.

(c) Consistency and Recordkeeping.

External communications shall be conducted in a manner that promotes consistency, clarity of authority, and appropriate documentation of Board actions.

Article VII – Conflict of Interest

Section 1. Disclosure Requirement

- (a) Per section 24-21-630(2)(e), C.R.S., a Board member having a direct personal or private interest in a matter before the Board shall disclose that interest on the record before the Board considers the matter.
- (b) A “direct personal or private interest” means an interest that is specific, substantial, and particular to the individual Board member, or to a member’s immediate family, business, employment, or financial holdings, and that is distinguishable from the general interests shared by the class, industry, or constituency the member was appointed to represent.
- (c) An interest is not considered “direct” solely because a matter affects the general regulatory or economic interests of a Board member representing a category in section 24-21-630(2)(a), C.R.S.

Section 2. Examples of Direct Personal or Private Interests

- (a) Examples of direct personal or private interests includes circumstances in which the Board member or the Board member’s business would receive a particular financial benefit or avoid a financial detriment not shared by other similarly situated entities.
- (b) Examples of interests that are not direct include voting or advising on matters involving:
 - (i) Rules, guidance, or recommendations of general applicability to all licensees or industry participants;

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- (ii) Industry-wide regulatory or policy changes; or
- (iii) Recommendations affecting the bingo-raffle sector as a whole.

Section 3. Recusal

Consistent with section 24-21-630(2)(e), C.R.S., following disclosure, Board members may disqualify themselves from participation for any cause deemed by them to be sufficient. Board members who recuse themselves shall abstain from discussion and voting on the matter and shall not be counted for purposes of the vote on that item.

Article VII - Fiscal Year

Section 1. Fiscal year

The fiscal year of the CCGB will be from July 1 to June 30.

Article VIII - Amendments

Section 1. Amendments

These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by resolution passed by [DEPENDS ON WHICH FINAL ACTION PROVISION IS APPLICABLE] 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 Bylaws at such a meeting.

Article IX - Suspension of By-laws

Section 1. Suspension of Bylaws

Any and all of the provisions of the Bylaws may be suspended by [DEPENDS ON WHICH FINAL ACTION PROVISION IS APPLICABLE] vote of the entire voting membership of the Board.