

**COLORADO JUDICIAL INSTITUTE**  
**YOUNG PROFESSIONALS COMMITTEE POLICY**

**Article I.     Name and Purpose**

**Section 1.01   Name**

The name of this committee shall be the “Colorado Judicial Institute Young Professionals Committee” (the “Committee”).

**Section 1.02   Purpose**

The purpose of the Committee shall be to:

- (a) protect and defend the ability of the Colorado judiciary to decide cases fairly and impartially and free from partisan politics;
- (b) further the public’s understanding of Colorado’s judicial system; and
- (c) support the Colorado Judicial Institute (“CJI”) through fundraising, increasing CJI membership and engagement from young professionals from all professional backgrounds, and undertaking individual initiatives in furtherance of the CJI mission, including planning and sponsorship of social and educational events and any other appropriate and lawful activities that the Committee may select in consultation with CJI.

**Article II.     Membership**

**Section 2.01   Eligibility**

Selection for service on the Committee is open to any individual who:

- (a) is a Colorado resident;
- (b) is under the age of forty or is under the age of forty-five and has started in their profession within the last five years;
- (c) has not previously served on the Committee in both of the two preceding consecutive, three-year terms of the Committee; and
- (d) is a CJI member or has committed to becoming a CJI member upon joining the Committee.

Only one individual from any given office, firm, institution, or other employer or organization may serve at any time, absent extraordinary circumstances as the Committee may determine on a case-by-case basis.

## **Section 2.02 Selection**

- (a) Each calendar year in the month of September, or at such other appropriate time during the year as the Committee shall designate, the Committee shall issue a call for applications to join the Class of the Committee for which the term is expiring in that year.
- (b) The application shall be due no later than 60 days after the call for applications and shall consist of:
  - (i) a résumé;
  - (ii) a letter of interest explaining why the applicant wishes to join the Committee and what the applicant hopes to achieve while serving on the Committee; and
  - (iii) a professional reference.
- (c) At the Monthly Meeting immediately following the due date for applications, the Committee shall select members of the incoming Class in such a manner as the Committee shall decide. The Committee shall endeavor to select incoming members from a range of professional and personal backgrounds, including those from outside the legal profession. The Committee shall further endeavor to maintain at all times at least one member to serve as a law student liaison, who shall be a law student at a local law school or of such other background as the Committee shall decide will best suit such a role. The Committee shall promptly notify incoming members of their successful selection.

## **Section 2.03 Term**

Unless otherwise stated in this Policy, the term of a member of the Committee shall commence at the first Annual Meeting after the member has been selected to the Committee and shall continue for a period of three years after that date.

## **Article III. Committee**

### **Section 3.01 Composition**

The Committee shall consist of fifteen members, or such number as determined by the Committee.

### **Section 3.02 Classes**

In lieu of electing the whole number of members annually, the members shall be divided, with respect to the time for which they severally hold office, into three classes (each a "Class"), as nearly equal in number as is reasonably possible, with the term of office of the first class (Class I) to expire at the first Annual Meeting of the Committee held after adoption of this Policy, the term of office of the second class (Class II) to expire at the second Annual Meeting of the Committee held after adoption of this Policy, and the term of office of the third class (Class III) to expire at the third Annual Meeting of the

Committee after adoption of this Policy, with each member to hold office until his or her successor shall have been duly elected and qualified unless earlier removed.

### **Section 3.03 Initial Membership**

The initial members of the Committee shall be True Apodaca, John Feeney-Coyle, James E. Fogg, Abigail M. Hinchcliff, Donald A. Kaade, Mary Kapsak, Daniel Jozwiak, Charles R. Mendez, Chase Moore, Britton Nohe-Braun, V. William Scarpato III, and Amber T. Vincent, who have served as members of the Committee preceding and at the time of the adoption of this Policy, and who shall continue to serve as members of the Committee as follows:

The initial Class I members shall be V. William Scarpato III, True Apodaca, John Feeney-Coyle, and James E. Fogg.

The initial Class II members shall be Abigail M. Hinchcliff, Donald A. Kaade, Mary Kapsak, and Daniel Jozwiak.

The initial Class III members shall be Charles R. Mendez, Chase Moore, Britton Nohe-Braun, and Amber T. Vincent.

### **Section 3.04 Duties**

Members shall have general supervision and control of the affairs of the Committee, subject to this Policy.

### **Section 3.05 Termination**

Any member of the Committee may resign at any time by sending a written notice of such resignation to the Secretary of the Committee. The resignation shall take effect upon receipt by the Secretary.

Any member of the Committee may be removed by the Committee whenever in its judgment the interests of the Committee will be served thereby. A member of the Committee may be removed at any regular or special meeting of the Committee at which a quorum is present by at least two-thirds (2/3) vote of the members attending.

### **Section 3.06 Vacancies**

Any vacancy on the Committee may be filled by any eligible person, by appointment upon a majority vote of the Committee members. A Committee member so appointed will serve only the unexpired term of the former member whose place the new member has taken.

## **Article IV. Officers**

### **Section 4.01 Offices**

The officers of the Committee shall be Chair, Chair-Elect, Chair-Emeritus, Secretary and Treasurer.

#### **Section 4.02 Duties of Officers**

**(a) Chair**

The Chair shall preside at all meetings of the Committee and shall perform such duties and acts as usually pertain to his or her office. He or she shall prepare an annual report of the activities of the Committee for submission to the CJI board. The Chair shall also serve as the Committee's primary liaison with CJI and shall make reasonable efforts to attend the meetings of the CJI board.

**(b) Chair-Elect**

The Chair-Elect shall perform the duties of the Chair in the absence of the Chair at any meeting of the Committee and shall, in conjunction with the Chair, make reasonable efforts to attend the meetings of the CJI board.

**(c) Chair-Emeritus**

The Chair-Emeritus shall remain as an ex officio member of the Committee, to assist the Chair in whatever capacity the Chair may designate.

**(d) Secretary**

The Secretary shall be the custodian of all books, papers, and other non-monetary property of the Committee and shall act as secretary of all meetings of the Committee, shall ensure that an agenda and minutes of all such meetings are made and kept, and shall give notices as may be required by this Policy. He or she shall update this Policy to incorporate amendments adopted by the Committee.

**(e) Treasurer**

The Treasurer shall be the custodian of all bank accounts or other monetary property of the Committee, shall keep an accurate record of all moneys received, appropriated, or expended for use of the Committee, and shall provide this information to the Committee at the Monthly Meeting.

#### **Section 4.03 Terms of Office**

At the Annual Meeting of the Committee, the officers shall be elected for one-year terms by the Committee members; provided that after the expiration of their term as Chair-Elect, the Chair-Elect shall automatically be elected to the Office of Chair of the Committee, and that after the expiration of their term as Chair, the Chair shall automatically be elected to the Office of Chair-Emeritus of the Committee. The officers shall be elected from among the members of the Committee. In the event of a vacancy in any office, the Committee shall fill such vacancy by electing by majority vote in

accordance with the manner for voting set forth in this Policy a member to serve for the unexpired term.

**Article V. Meetings**

**Section 5.01 Annual Meeting**

An annual meeting of the Committee shall be held in January, or at such appropriate time during the year as the Committee shall designate. There shall be at least ten (10) days' notice of the time, date and location of such meeting to members of the Committee.

**Section 5.02 Special Meetings**

Special meetings of the Committee may be called by the Chair or by five (5) members of the Committee, at any time, provided that each Committee member has been given seven (7) days' prior written or oral notice of the meeting. The meeting shall be held at such time and place as may be designated in the notice.

**Section 5.03 Monthly Meetings**

The Committee shall meet one (1) time per month at such time and location as determined by the Committee members. No separate prior notice shall be required for regular meetings.

**Section 5.04 Quorum and Voting**

A majority of the Committee shall constitute a quorum at any meeting of the Committee. All binding action of the Committee shall be by a majority vote of the members present at any meeting at which a quorum is in attendance unless otherwise noted.

**Section 5.05 Voting in Absence of a Meeting**

When not assembled, the Committee may act upon written submission by a majority vote of all of the members. The Committee shall, however, conduct its business during in-person meetings whenever possible through reasonable efforts.

**Section 5.06 Meetings by Electronic Communication**

Any of the Committee members may participate in any meeting by any means of communication by which all persons participating in the meeting may hear each other during the meeting. The Chair or Chair-Elect shall undertake reasonable efforts to ensure that a telephone dial-in or other sufficient means of communication are made available to allow any such members to participate. A Committee member participating in a meeting by this means is deemed to be present in person at the meeting.

**Article VI. Amendments**

This Policy may be amended by a vote of two-thirds (2/3) of the members of the Committee in accordance with the manner for voting set forth in this Policy.

**Article VII. Miscellaneous**

**Section 7.01 Conflicts of Interest**

If any persons who are members of the Committee are aware that the Committee is about to enter into any business transaction directly or indirectly with them, any member of their family, or any entity in which they have any legal, equitable or fiduciary interest or position, including without limitation as a director, officer, shareholder or trustee, such persons shall (a) immediately inform those charged with approving the transaction on behalf of the Committee of their interest or position, (b) aid the persons charged with making the decision by disclosing any material facts within their knowledge that bear on the advisability of such transaction from the standpoint of the Committee, and (c) not participate in any vote on the decision to enter into such transaction.

No loans shall be made by the Committee to any of its members. Any member who assents to or participates in the making of any such loan shall be liable to the Committee for the amount of such loan until the repayment thereof.

No action taken by the Committee shall be void or voidable solely because the action will benefit a Committee member and that Committee member is present at or participates in the meeting which approves or ratifies the action, or solely because the affected Committee member's vote is counted for such purpose if the Committee in good faith approves or ratifies the action by the affirmative vote of a majority of the disinterested Committee members, even though the disinterested Committee members are less than a quorum. The interested Committee member may be counted in determining the presence of a quorum at a meeting of the Committee which approves or ratifies the action.

APPROVED at the meeting of the Committee on July 1, 2019.