



COUNTY OF WASHINGTON, VIRGINIA

**BOARD OF SUPERVISORS
BY-LAWS,
GENERAL POLICIES
AND
OPERATING PROCEDURES**

CHAPTER 01**Effective Date: January 14, 2025****BY-LAWS**

		Page Number
ARTICLE 1.	<u>GENERAL</u>	2
ARTICLE 2.	<u>BOARD OF SUPERVISORS COMPOSITION AND AUTHORITY</u>	5
ARTICLE 3.	<u>OFFICERS</u>	6
ARTICLE 4.	<u>ELECTION OF OFFICERS</u>	6
ARTICLE 5.	<u>DUTIES AND POWERS OF OFFICERS</u>	7
ARTICLE 6.	<u>MEETINGS</u>	8
ARTICLE 7.	<u>AGENDAS</u>	10
ARTICLE 8.	<u>CONDUCT OF MEETINGS</u>	13
ARTICLE 9.	<u>MINUTES</u>	21
ARTICLE 10.	<u>APPOINTMENTS</u>	24
ARTICLE 11.	<u>COMMITTEES AND ADVISORY BOARDS</u>	25
ARTICLE 12.	<u>OFFICES OF COUNTY ADMINISTRATOR AND COUNTY ATTORNEY</u>	27
ARTICLE 13.	<u>ADOPTION AND AMENDMENT OF BY-LAWS</u>	28
ARTICLE 14.	<u>LIMITATIONS OF BY-LAWS</u>	28
ARTICLE 15.	<u>ADOPTION AND AMENDMENT OF GENERAL POLICIES AND OPERATIONAL PROCEDURES</u>	28
ARTICLE 16.	<u>REQUIREMENTS FOR FUNDING CONSIDERATION FOR EMERGENCY VEHICLE PURCHASE</u>	28
ARTICLE 17.	<u>MAKING A CLAIM AGAINST THE COUNTY FOR MONETARY DAMAGES</u>	29

ARTICLE 1. GENERAL

1.1. Powers and Authorities of Board of Supervisors. The County of Washington is a political subdivision of the Commonwealth of Virginia and is bestowed all powers and authorities granted generally to counties without charters as set forth in the Virginia Code.

1.2. Statement of Intent and Purpose. The intent and purpose of the By-laws, Procedures, and Policies of the Washington County, Virginia Board of Supervisors are as follows:

1.2.1. To establish ways and means by which the Board of Supervisors, as the governing body of Washington County, Virginia shall conduct itself in the performance of its duties and responsibilities;

1.2.2. To establish certain procedures to be followed by the Board of Supervisors as individual members and as a governing body, and by appointed officials and employees of the Board of Supervisors, to help ensure legality, fairness and consistency in the conduct of governance of Washington County; and

1.2.3. To establish certain rules and guidelines considered vital to the conduct of the Washington County government and the proper functioning of its elected and appointed officials, employees, agencies, departments, organizations, and the promotion and protection of the interests of the citizens of the county.

1.3 Limitation on By-laws, Procedures, and Policies. The By-laws, Procedures, and Policies of the Washington County, Virginia, Board of Supervisors are limited as follows.

1.3.1. The By-laws, Procedures, and Policies shall not create any substantive rights for third parties or participants in proceedings before the Board.

1.3.2. The Board reserves the right to suspend or amend the By-laws, Procedures, and Policies whenever a majority of the Board decides to do so, as further set forth herein,

1.3.3. The failure of the Board to comply with the By-laws, Procedures, and Policies shall not invalidate any action taken by the Board.

1.3.4. The requirements of state and local law shall prevail whenever conflict occurs between the By-laws and law.

1.4. Definitions. As used in these by-laws, the following terms are defined:

Action of Record:

An action taken or decision made by the Board recorded in the Minutes of the Meetings. Action of Record may take the following forms:

- a. Motions and seconds with votes of the members of the Board recorded.
- b. Consensus agreement of the Board without vote by the Board.
- c. Directive of the Chairman in the exercise of that office during the conduct of an official

meeting of the Board.

Advisory Board: Pursuant to § 15.2-1411 of the Virginia Code, a designated group of persons other than members of the Board formed by the Board for the purpose of undertaking work on matters germane to the interests of the Board or county.

Board: The Washington County Board of Supervisors.

Chairman: The member of the Board of Supervisors who is elected by the Washington County Board of Supervisors to serve as the presiding officer in accordance with § 15.2-1422 of the Virginia Code.

Committee: Pursuant to § 15.2-1411 of the Virginia Code, a designated group of persons that may be formed by the Board for the purpose of undertaking work on matters germane to the interests of the Board or county. A Committee shall be composed of up to two (2) members of the Board and such other persons as may be appointed by the Board and/or Committee members to serve.

Consensus: A unanimous agreement of all Board members present at a meeting without vote by the Board. In the absence of such unanimous agreement, a vote shall be required to affect an Action of Record.

County Code: The *Washington County Code*.

County website: The official County website at the address: www.washcova.com.

Directive: An exercise of discretionary authority granted to the Chairman from the Board empowering the Chairman as follows:

- a. To enforce the protocols of Article 8.6 of these By-laws for the conduct of business and discourse before the Board to ensure proper decorum, civility, fairness and order.
- b. To cause the removal of any person or persons without charge of civil or criminal offense for misconduct, disruption or disturbance of a meeting of the Board of Supervisors, such that in the Chairman's discretion the meeting may not progress in the absence of removal, consistent with adopted policies and procedures of the Board.
- c. To charge any person or persons with civil or criminal offenses pursuant to federal, state or local laws for the misconduct, disruption or disturbance of a meeting of the Board.
- d. Notwithstanding the foregoing, the Chairman shall cause removal of a member of the Board only if the action is first approved by a majority vote in favor of such removal.

Ex-officio: A form of membership or appointment to a body or group where the individual may participate in proceedings or discussions but shall not serve in an official leadership capacity nor vote in an official manner.

Item of Business: A matter to be presented before the Board at an official meeting, specified

on the Meeting Agenda or modification thereof, and which may be subject to an Action of Record.

Majority vote: The majority vote is more than half of the votes cast by board members present and voting, (excluding absent members and abstentions). Examples: If six votes are cast, and the seventh board member abstains, the majority of six (more than three) is four; If five votes are cast, and two board members are absent, the majority (more than 2.5) is three.

Meeting or official meeting: Any Annual, Regular, Recessed, Special or Called Special Meetings of the Board of Supervisors. The following terms may also be used to further define and specify purposes for meetings. Meetings as defined herein are not exclusive of each other and may be conducted concurrently.

a. **Annual Meeting:** Pursuant to § 15.2-1416 of the Virginia Code, the Board's first meeting in the month of January. This meeting may also be referred to as the "Organizational Meeting."

b. **Joint Meeting:** A Joint Meeting may be conducted simultaneously with one or more corporate and politic bodies for the purpose of review, inquiry and discussion of matters of mutual interest or in the interest of expedient disposition of public business matters. Action of Record may be taken at said meeting, and a quorum of both the Board and other body(ies) is required to Call to Order and conduct a Joint Meeting.

c. **Public Information Meeting:** A Public Information Meeting shall be limited to the dissemination of information to and/or from the public where the Board of Supervisors will take no Action of Record at said meeting. A quorum of the Board of Supervisors is not required to Call to Order and conduct a Public Information Meeting. Public Information Meetings may be called in the name of the Board of Supervisors or administratively by the County Administrator or his designee.

d. **Public Hearing:** A public hearing shall be conducted at said meeting and the Board of Supervisors may take an Action of Record on such matters as may arise from the Public Hearing. A quorum of the Board of Supervisors is required to Call to Order and conduct a Public Hearing. A Public Hearing shall be advertised and/or notice thereof served as required by the Virginia Code.

e. **Recessed Meeting:** A meeting conducted at a date, place and time set by the Board of Supervisors as a continuation of a previously held meeting. A Recessed Meeting shall be scheduled no later than the date of the next Regular Meeting.

f. **Rescheduled Meeting:** A Rescheduled Meeting shall be for the purpose of conducting a meeting of the Board of Supervisors where, by virtue of necessity or at the discretion of the Board of Supervisors, the originally scheduled meeting cannot be conducted on its prescribed date and time or at its prescribed location pursuant to these By-laws. Action of Record may be taken on any Item of Business presented at a Rescheduled Meeting, and a quorum of the Board of Supervisors is required to Call to Order and conduct a Rescheduled Meeting.

g. **Work Session or Workshop Meeting:** A Work session or Workshop Meeting shall

be for the purpose of in-depth review, inquiry and discussion of specified Items of Business where Action of Record may be taken by the Board of Supervisors. A quorum of the Board of Supervisors is not required to Call to Order and conduct said meeting, but no Action of Record shall be taken in the absence of a quorum. Work Session or Workshop Meetings may also be called and scheduled for the purposes of presentations to the Board of Supervisors, for educational and informational purposes, and for preparation of the County Operating Budget.

Primary Motion: The first motion presented following informal discussion of any Item of Business at a Board meeting.

Quorum of the Board: Four (4) of the seven (7) members of the Board; or in the event of vacanc(ies) on the Board, a majority of the remaining filled positions on the Board.

Substitute Motion: A motion presented succeeding and in lieu of a primary motion on any Item of Business at a Board meeting.

Table: The fixed area at which all members of the Board are seated during official activities in the course of a meeting. In the Board auditorium, the horseshoe-shaped structure in the front of the auditorium is the Table.

Virginia Code: The 1950 Code of Virginia, as amended.

1.4. Construction. As used in these by-laws, the masculine shall include the feminine, and the singular the plural unless otherwise specified herein. The word "shall" is mandatory and not discretionary; the word "may" is permissive and discretionary. The word "approve" shall be considered to be followed by the words "or disapprove".

ARTICLE 2. BOARD OF SUPERVISORS

2.1. The County of Washington is governed by a Board consisting of seven (7) Supervisors elected from the citizenry of Washington County, one (1) Supervisor from each of the county's seven (7) Election Districts. Terms of each Supervisor are for four (4) years and may be successive. Qualifications for election to the Board of Supervisors are prescribed in the Virginia Code and Election Districts shall be defined by ordinance and set out in the County Code.

2.2. The Board of Supervisors is the governing body of the County of Washington and exercises all powers and authorities granted generally to counties without charters as set forth in the Virginia Code.

2.3. The Board of Supervisors at its discretion may authorize by appropriate action and annually provide for such sums for their salaries and expenses as members of the Board pursuant to the Virginia Code.

ARTICLE 3. OFFICERS OF THE BOARD OF SUPERVISORS

3.1. Pursuant to § 15.2-1422 of the Virginia Code, the Board shall elect annually from its membership a Chairman and Vice-Chairman.

3.2. The term of office of the Chairman and Vice-chairman shall begin at adjournment or recess of the meeting at which they were elected and shall continue until adjournment or recess of the meeting at which election of a new Chairman and/or Vice-chairman occurs the following calendar year, which shall be scheduled to occur at the Annual Meeting. In the event the Chairman and/or Vice-chairman cease to be members of the Board prior to the end of their term as defined above, then the rule of succession stated elsewhere in these By-laws shall control designation of who shall serve as Chairman and/or Vice-chairman until such vacancy is filled, at which time election of Chairman and/or Vice-chairman shall occur.

3.3. No member of the Board may serve more than two consecutive terms as Chairman and Vice Chairman unless at the Annual Meeting no other member(s) of the Board wishes to be considered for the office(s). If after nominations for the offices are called for and no other member wishes to be nominated for the offices, the Chairman and/or the Vice Chairman may be elected to successive terms.

ARTICLE 4. ELECTION OF OFFICERS

4.1. Election of officers on the Board shall be scheduled for completion at the Annual Meeting. In the absence of a quorum at the Annual Meeting, the Board shall defer elections of officers to the next subsequent Regular Meeting(s) until a quorum is present. If a quorum is present at the Annual Meeting, the Board may defer the election of officers to a Recessed Meeting from the Annual Meeting upon motion and a majority vote in favor. The current seated officers shall continue to exercise their offices until replaced.

4.2. Nominations for officers shall be conducted in open session. Election of the Chairman shall precede election of the Vice-Chairman. Nominations may be made by motion and do not require a second. A motion with second and a majority vote in favor is required to close the floor for further nominations, at which time elections of officers will be conducted in reverse order of the nominations. A majority vote in favor is needed to elect officers.

4.3. In the event of a tie vote during the election of an officer, election of that officer shall be tabled to the next Meeting of the Board together with election of any other officer that has not been completed. In the event of a subsequent tie vote, a single blind lot drawing from the slate of tied nominations shall select the officer. Officers selected in this manner shall be fully vested with all duties and powers accorded the office pursuant to the Virginia Code and these By-laws. The current seated officers shall continue to exercise their offices until new officers are elected or selected at this event.

4.4. Upon election of new officers, the current seated Chairman and Vice-Chairman shall continue to exercise their offices until the adjournment or recess of the meeting of the Board at which elections were held. Immediately upon adjournment or recess of such meeting, these offices shall be relinquished to the newly elected officers.

ARTICLE 5. DUTIES AND POWERS OF OFFICERS OF THE BOARD OF SUPERVISORS

5.1. In accordance with accepted rules of order and parliamentary practice, the Chairman is to preside at all meetings of the Board. The Vice-Chairman shall act with the full power and authority of the Chairman in the absence of the Chairman at any meeting of the Board. In the absence of both the Chairman and Vice-Chairman, the most recent past Chairman of the Board in attendance shall chair the meeting and exercise the full power and authority of Chairman in the capacity of Acting Chairman. In the absence of the Chairman, Vice-Chairman and most recent past Chairman, the remaining Board members shall choose an Acting Chairman for the meeting. Where an Acting Chairman is needed for a meeting, the Board need not designate an Acting Vice-Chairman. Where used in these Bylaws, Chairman shall also be construed to mean Acting Chairman.

5.2. When the Board is engaged in official meetings, regardless of location, the building and associated grounds constituting the meeting place are under the control of the Chairman for the orderly conduct of the meeting. In addition to the exercise of parliamentary powers, the Chairman is empowered to issue Directives that shall be recorded as an Action of Record in order to facilitate orderly conduct of meetings.

5.3. The Chairman is empowered to administer oaths pursuant to § 15.2-1410 of the Virginia Code; shall be the head of the County government for all official functions and ceremonial purposes pursuant to § 15.2-1423 of the Virginia Code; and shall have authority to sign official documents on behalf of the County.

5.4. The Chairman shall adhere to and is empowered to enforce the protocols of Article 8.6 during official meetings of the Board. The Chairman shall act as parliamentarian of the Board, and may seek the advice of the County Attorney, or, in the absence of the County Attorney, the County Administrator in the interpretation of the provisions of these By-laws and other established procedures for the conduct of meetings.

5.5. Vacancies in officer positions due to reasons such as, for example, death, resignation from service on the Board, or removal from office.

5.5.1. Chairman. In the event of a vacancy in the office of Chairman, the Vice-Chairman shall assume the position of Acting Chairman, as required by § 15.2-1424. Election of an Acting Vice-Chairman from among the members of the Board shall be placed on the agenda for the first meeting after notice of vacancy has been provided to the members of the Board.

5.5.2. Vice-Chairman. In the event of vacancy in the office of Vice-Chairman, election of a Vice-Chairman shall be placed on the agenda for the first meeting after notice of vacancy has been provided to members of the Board, as required by § 15.2-1424 of the Virginia Code.

5.5.3. Concurrent vacancy – Chairman and Vice-Chairman. In the event of concurrent vacancies in the office of Chairman and Vice-Chairman, then the following member of the Board shall serve as Acting Chairman, selected based on the following priority criteria: member who has most recently served as Chairman; if none, then most senior member; if more than one, then selected from the group of most senior members by majority vote at the first meeting at which the concurrent vacancy has occurred.

5.5.4. Powers and authority of acting officer(s). Acting officer(s) shall have all duties and powers accorded their office pursuant to the Virginia Code and these By-laws.

5.5.5. Election of Chairman and Vice-Chairman after full membership of Board of Supervisors is re-established. Election of officer(s) to replace the Acting officer(s) shall occur pursuant to Article 4 of these By-Laws at the first meeting after the vacanc(ies) on the Board have been filled as specified in state law for holding special elections (Va. Code §§ 24.2-681, *et seq.*). In this event, such newly elected officers shall serve until the next Annual Meeting of the Board, or until the end of their elected term(s) of office, whichever occurs first. Officers selected in this manner shall be fully vested with all duties and powers accorded their office pursuant to the Virginia Code and these By-laws. The members of the Board who served as Acting officer(s) as a result of vacancy may be elected to serve the officer position as may any other member of the Board at the time of the election except as otherwise may be restricted by the Board's By-laws.

5.6. The Chairman shall be an ex-officio member of all Committees and Advisory Boards of the Board, privileged to attend and participate in all meetings of such Committees and Advisory Boards, including closed meetings, but shall not vote on Committee matters unless appointed as a Committee member.

5.7. The County Administrator shall post notice of all committee meetings where such notice is commonly posted in the County Government Building and shall make best efforts to post notice on the County website. Committee meetings shall be conducted open to the public in compliance with the Virginia Freedom of Information Act. The Committee may enter a Closed Meeting only for such purposes as allowed by VFOIA and shall follow procedures for Closed Meeting in accordance with VFOIA requirements. The Committee shall control the participation of non-appointed members in Committee discussions as well as participation of other non-appointed audience. If non-appointed members of the Board of Supervisors attend as an audience, all conversation between three or more such members regarding matters of public business shall be made openly to satisfy open meeting requirements. In the event that four or more members of the Board participate in a committee discussion, then meeting minutes shall be prepared in accordance with the requirements of VFOIA, Va. Code § 2.2-3707(H).

ARTICLE 6. MEETINGS OF THE BOARD OF SUPERVISORS

6.1. The Annual Meeting shall be held on the second Tuesday of January. Regular Meetings shall be scheduled for the fourth Tuesday of January and the second and fourth Tuesday of each month thereafter except December when the Regular Meeting shall be held on the second Tuesday only. The Annual and Regular Meetings shall be Called to Order at 6:30 p.m. and shall be held at the Board of Supervisors Auditorium in the County Government Building at 1 Government Center Place, Abingdon, Virginia. The Annual and Regular Meeting date, place and time shall continue as stated herein unless changed by the Board.

6.2. The Board shall strive to adjourn its meetings no later than 10:00 p.m. In the event the Chairman notes the likelihood that all matters on the agenda will not be completed by 10 p.m., the Chairman shall call for Board action to determine whether to proceed past 10 p.m. In the absence of a motion and the majority vote in favor to extend the meeting past 10 p.m., the meeting shall adjourn at 10 p.m., and any unaddressed or unfinished business remaining on the Agenda, as of 10:00 p.m. shall be carried over and placed on the Meeting Agenda for the next Regular Meeting. Alternatively, the Board may decide by majority vote in favor to recess to a Recessed Meeting to be held prior to the next Regular Meeting specifically to address or complete such business. The unaddressed or unfinished items of business shall be given first-priority on the agenda for the Recessed Meeting, if any, or the next Regular Meeting, if no Recessed Meeting is scheduled. The Board may recess such meetings from day to day, or from time to time or from place to place not beyond the time fixed for the next Regular Meeting, until the business before the Board is complete. Further, the Chairman may call for a Called Special Meeting, of the Board pursuant to Section 6.4 herein to complete such business prior to the next Regular Meeting.

6.3. Rescheduled meetings of the Board shall occur as follows:

6.3.1. If the date for the Annual or any Regular Meeting as scheduled herein falls on a legal holiday, the meeting shall be held on the next following regular business day at the regular time and place, without action of any kind required of the Board. If any Regular Meeting falls on a day when elections of members of the Board shall occur, the meeting shall be on the next following regular business day at the regular time and place.

6.3.2. If the Chairman, or Vice-Chairman if the Chairman is unable to act, finds and declares that weather or other conditions are such that it is hazardous for Board members to attend the Annual or a Regular Meeting, the meeting shall be held on the next following regular business day, or such other subsequent business day on which attendance would not be hazardous, without further action of the Board. In the event of rescheduling due to hazardous conditions, the County Administrator shall communicate to the members of the Board and the press as promptly as possible the determination of rescheduled meeting day, time, and place. All hearings and other matters previously advertised shall be conducted at the continued meeting and no further advertisement is required.

6.3.3. If the Board determines to hold the Annual or any Regular Meeting at any day, time, or place other than that as prescribed herein, the Board shall do so by motion and majority vote in favor to set such meeting day, time, or place, and, further, the Board shall cause a notice of such action to be posted on the door of the Board of Supervisors Meeting Room and inserted in a newspaper having general circulation in the County at least seven days prior to the first such meeting at such other day, place, or time.

6.3.4. In all respects regarding the rescheduling of meetings of the Board, the provisions of § 15.2-1416 of the Virginia Code and/or such other applicable state law shall control.

6.4. Special Meetings of the Board may be approved and scheduled at the Annual Meeting for the calendar year and set out in the Operational Procedures of the Board. Additionally, Called Special Meeting(s) may be conducted by the Board pursuant to § 15.2-1417 and § 15.2-1418 of the Virginia Code. Special Meeting(s) may be scheduled or called for specific purposes, as follows:

- 6.4.1. Joint Special Meeting;
- 6.4.2. Public Information Meeting;
- 6.4.3. Public Hearing;
- 6.4.4. Rescheduled Meeting;
- 6.4.5. Work Session or Workshop Meeting: and,
- 6.4.6. Other purposes as allowed by law.

6.5. The official meetings of the Board shall be open to the public. The Board reserves the right to enter a Closed Meeting pursuant to the Virginia Code at any official meeting.

6.6. Closed Meetings will be restricted for those proper purposes enumerated in the Virginia Code, and all Closed Meetings will be held in strict accordance with Virginia law.

6.7. No gathering of members of the Board of Supervisors, whether there is a number equal to or exceeding a quorum of the Board or a lesser number, shall be considered an official meeting of the Board unless such gathering takes place at a bona fide Annual, Regular, Recessed or Special Meeting as set forth in these By-laws. No Action of Record may be taken on any matter outside of the time, place and location of an official meeting of the Board.

6.8. The County Administrator or the Chairman shall request the Sheriff of Washington County to provide at least one (1) deputy to attend the Annual and all Regular Meetings of the Board and, upon request of the Board or County Administrator, at any other official meeting. When in attendance of any official meeting, deputies shall be under the direction of the Chairman during the period of the official meeting (including any brief recesses thereof), and under the direction of the County Administrator, Acting County Administrator, or their designee during the period prior to the meeting's Call to Order and immediately upon final Recess or Adjournment of the meeting.

ARTICLE 7. AGENDAS FOR THE BOARD OF SUPERVISORS MEETINGS

7.1. The Annual and Regular Meetings of the Board shall have a formal Meeting Agenda prepared by the County Administrator or their designee. The County Administrator may, and the County Attorney and Board members individually, may, by request, to the County Administrator, place matters of business on the Agenda for discussion, information and/or action by the Board as are germane to the affairs and interests of the Board and County. Agendas for Special Meetings are optional at the discretion of the Board of Supervisors or County Administrator.

7.2. The County Administrator shall cause the Meeting Agenda and supporting documentation for regular meetings of the Board to be available for viewing through a link on the County website no later than noon six calendar days prior to the day of regular meetings, and when practical, the agendas and supporting documentation for all recessed and special meetings of the Board shall also be posted to the County website at least seven calendar days prior to such meetings. In the event that technical limitations prevent posting of the complete agenda or supporting documentation, the agenda shall note such limitation. The supporting documentation should include recommendations on actions prepared by county administrative personnel and other county officials if a recommendation is available and appropriate.

7.3. The Order of Business of the Meeting Agenda for the Annual and Regular Meetings of the Board shall be ordered generally as follows:

7.3.1. For the Annual Meeting:

- I. Call to Order and Determination of Quorum;
- II. Welcome, Invocation and Pledge of Allegiance;
- III. Approval of Meeting Agenda;
- IV. Election of Board Chairman and Vice-Chairman for the Calendar Year;
- V. Approval of Board By-Laws, General Policies and Operating Procedures for the Calendar Year;
- VI. Establishment of and Appointments to Committees and Advisory Boards of the Board for the Calendar Year;
- VII. Various Annual Appointments by the Board for the Calendar Year;
- VIII. Consent Agenda, consisting of:
 - a. Approval of Minutes
 - b. Approval of Routine Financial Matters
 - c. Award of Bids and Approval of Contracts
 - d. Authorization of Routine Business Matters;
- IX. General Business of an Urgent Nature, which cannot reasonably be delayed until the first regular meeting;
- X. Public Comment;
- XI. Board Member Reports;
- XII. Board Information and Reminders; and
- XIII. Adjourn or Recess.

7.3.2. For Regular Meetings:

- I. Call to Order and Determination of Quorum;
- II. Welcome, Invocation and Pledge of Allegiance;
- III. Approval of Meeting Agenda;
- IV. Public Hearings;
- V. Public Comment;
- VI. Recognitions and Special Presentations;
- VII. Closed Meeting, including Board Action(s) of Record upon reconvening in Open Meeting as a result of the Closed Meeting, if any (limited to single (1) urgent topic as determined by the County Administrator, County Attorney or Board of Supervisors as determined at the time of Approval of the Meeting Agenda);
- VIII. Consent Agenda, consisting of:
 - a. (1). Approval of Minutes
 - b. (2). Approval of Routine Financial Matters
 - c. (3). Award of Bids and Approval of Contracts
 - d. (4). Authorization of Routine Business Matters;
- IX. Items of General Business, consisting of and in the following order:
 - a. (1). Action Items
 - b. (2). Information Items;
- X. Board Member Reports;
- XI. Board Information and Reminders;
- XII. Closed Meeting(s), including Board Action(s) of Record upon reconvening in Open Meeting as a result of the Closed Meeting, if any (limited to not more than two non-urgent topics); and
- XIII. Recess or Adjourn.

7.3.3. Deviations from the Order of Business may be made at the discretion of the County Administrator during the preparation of the Meeting Agenda, and by the Board as an amendment of the Meeting Agenda at the time of Approval of the Meeting Agenda. The Board by motion with second and majority vote in favor may eliminate any of the above items in the Order of Business for a specific meeting or meetings, or through the time of the next Annual Meeting in its entirety and may also restore any item so eliminated or add other items by like Action of Record at any meeting.

7.3.4. Recess. A five- (5) to ten- (10) minute recess shall be taken during the course of all official meetings every, one and one-half (1 ½) hours, or at such times during the Meeting Agenda as the Chairman deems appropriate to facilitate orderly conduct of the meeting.

7.4. A request for amendment of the Meeting Agenda shall be made by the Board Table and only by members of the Board, County Administrator, or County Attorney. Approval of amendment of the Meeting Agenda requires majority vote in favor. An amendment made at the time of Approval of the Agenda shall be reflected in the Minutes of the Meeting at which the amendment was made. Items scheduled for action on the Meeting Agenda may be deferred to a later time in the meeting by consensus of the Board members or by recorded vote.

7.5. The Board shall take no Action of Record on any matter that is not on the Meeting Agenda unless amendment of the Meeting Agenda is requested at the time of Approval of the Agenda. Amendment of the Meeting Agenda requires a majority vote in favor. Upon Approval of the Agenda, no further amendments may be made except as provided for in paragraph 7.4. Any action to be taken as a result of a Closed Meeting is exempt from the provisions of this paragraph. Actions shall not be taken in response to a "Special Presentation" item on the Agenda unless, by consensus, the Board determines to proceed with consideration of an action in response to a "Special Presentation."

7.6. As part of its Meeting Agenda the Board may include an Invocation, which will be stated by a member of the Board or visitor in accordance with the Board's Operating Procedures. The purpose of the Invocation is to solemnize the meeting of the Board, to seek a unity of purpose to benefit the common good, to encourage all participants in the meeting to act in accord with this common interest, and to acknowledge the limitation of individual participants' control and authority over the activities of local government. Invocations shall not serve to affiliate the Board or the County government with any specific faith in preference to others. Public participation in the Invocation is welcomed but not mandatory. All citizens of the County, regardless of creed, are encouraged to attend meetings of the Board and to participate in local government activities.

ARTICLE 8. CONDUCT OF MEETINGS OF THE BOARD OF SUPERVISORS

8.1. The Board shall generally follow *Roberts' Rules of Order Newly Revised* (11th edition, or later published edition, if any), the provisions of Article 8.4., notwithstanding. In following these rules of parliamentary procedure, the Board intends that special attention will be given to the following:

8.1.1. Protecting the rights of each individual member of the Board, county administrative employees and the public.

8.1.2. Preserving and ensuring a spirit of harmony and cooperation within the Board and between individual Board members.

8.1.3. Allowing full and free discussion among the members of the Board in order to ensure that all viewpoints are considered prior to taking action on behalf of the County.

8.2. Where provisions of these By-laws differ from similar procedures established by Robert's Rules of Order, provisions of these By-laws shall prevail.

8.3. At any official meeting of the Board, all members of the Board present at such meeting, the County Administrator or substitute as noted below, County Attorney, Recording Clerk (or person acting in the capacity of the Recording Clerk) and County Director of Budget & Finance as may also be present are authorized to be seated at the Board Table during the conduct of said meeting. The Chairman or Acting Chairman shall be seated in the center position of the Board Table, with the Vice-Chairman or Acting Vice-Chairman to his immediate right or left. In the absence of the County Administrator, the following shall stand in the County Administrator for the purposes of the conduct of the Board meeting, in the following order based on availability: Deputy County Administrator and Director of Budget & Finance. In the event none of these individuals are present for a Board meeting, the County Attorney shall serve as substitute.

8.4. The following rules and procedures shall prevail at meetings of the Board:

8.4.1. A quorum must be present to Call to Order and continue an official meeting and to take an Action of Record.

8.4.2. The Chairman shall call to order an official meeting at the designated time and determine a quorum. If a quorum is not present at the designated time, the Chairman may direct a delay of up to fifteen (15) minutes in the start of the meeting at his discretion. Any further delay in the start of the meeting may be made with the consensus of the Board members or by recorded vote.

8.4.3. Should for any reason a quorum not be maintained continuously during any official meeting, official recesses notwithstanding, see 7.3.4, the meeting shall adjourn, or recess at the discretion of the Chairman, at that time. A Board member's physical presence at the Table, or other designated official voting site, shall be considered as being present at the meeting and satisfactory for the maintenance of a quorum. Board members shall notify the Chairman if required to leave the grounds of the location of the meeting, either temporarily or for the remainder of the meeting.

8.4.4. All formal discussions of Items of Business and Actions of Record must be made from the Table.

8.4.5. Discussion of an Item of Business shall only commence after a primary motion is made and seconded; with the exception that Board members may discuss an Item of Business that is on the approved agenda prior to a motion on such matter, limited to clarifying questions concerning the Item directed to the member of the Board who requested the Item of Business, County Administrator, County Attorney, County Director of Budget and Finance, Recording Clerk, or the individual(s) presenting at the Lectern.

8.4.6. A second to a primary or substitute motion is required in order to formally discuss and/or vote upon the motion. Voting shall be by show of hands. The Chairman shall summarize the vote upon conclusion of an Action of Record, noting by individual name those Board members abstaining or voting in the minority on the Item of Business.

8.4.7. Any member of the Board, with the exception of the Chairman, may move to terminate debate or discussion of an Item of Business and call for a vote on a pending motion by "calling for the question" after being recognized by the Chairman. Upon the Chairman's recognition of a member having called for the question, the Chairman shall ask if any member objects to

closing debate. If any member objects, then the Chairman shall ask if there is a second to the motion to call for the question. If a second is received, then the Chairman shall immediately call for a vote on the motion to call the question. In accordance with RONR (11th ed.) p. 202, II 11-24, a two-thirds majority of members present is required to call the question, and the vote on the motion to call the question shall be taken separately from and before the vote(s) on the motion(s) to which it is applied.

8.4.8. A majority vote in favor shall be required to adopt a motion, except, pursuant to Virginia Code §15.2-1428, motions regarding adoption of an ordinance or resolution that involves appropriation of money in an amount that exceeds five hundred (\$500.00) dollars, the imposition of taxes, or authorizing the borrowing of money, in which case an affirmative vote of a majority of all members of the Board shall be required.

8.4.9. A tie vote fails. The Board does not designate a tiebreaker pursuant to § 15.2-1421 of the Virginia Code.

8.4.10. A substitute motion will be voted on prior to the primary motion, in reverse order (i.e. the substitute motion will be voted on first). Only two (2) substitute motions will be considered prior to a vote on the primary motion.

8.4.11. The Chairman is authorized to speak in discussions and can vote on all motions and/or all questions but may not "call for the question." The Chairman may make a primary motion, substitute motion, or second a motion, only after giving all other members a chance to do so.

8.4.12. A primary motion may be amended prior to vote with the concurrence of the originating Supervisor of the primary motion, and with second. The amended primary motion is then treated as the primary motion, and not a substitute motion. A primary motion may not be amended if a substitute motion is pending until the conclusion of vote on the substitute motion. An amendment to a primary motion opposed by the originating Supervisor shall not be voted on until action is taken on the original primary motion.

8.4.13. Motion to reconsider. If a primary or substitute motion is made at a Board meeting where at least six (6) members are present and the motion is voted on and fails, the same or a substantively similar motion cannot be reconsidered by the Board during that meeting except by a primary or substitute motion to reconsider made by a member of the Board who voted on the prevailing side where there are no less than six (6) Board members present, and only if two-thirds (2/3) of the Board members present vote in favor of the motion to reconsider the action previously decided. A motion to reconsider may be made only in the course of the same meeting at which the subject motion was acted upon.

8.4.14. Motion to rescind. A motion to rescind may be made with the intent of changing an action voted upon at an earlier meeting. The motion to rescind may be made by any member of the Board. If advance written notice is provided in the agenda with the intent to make a motion to rescind, then a simple majority in favor is required for it to be successful. If no advance written notice is provided, then it shall succeed only if two-thirds (2/3) of the Board members present vote in favor of the motion to rescind.

8.4.15. **Motions to defer consideration of a matter until some later time.**

8.4.15.1. To lay on the table indefinitely. To delay discussion of a matter temporarily to allow a more urgent item to be considered, a motion to lay on the table (i.e., motion “to table”) may be made. If the motion succeeds, then, after at least one other item of business has been conducted, a subsequent motion is required to bring the matter back to the Board for continued consideration. The motion to return to the matter for continued consideration requires a majority vote in favor before continued discussion may commence. If the matter is not taken from the table by the end of the next meeting, it fails.

8.4.15.2. To postpone. To delay discussion of a motion until a specific point in the same meeting, specific time, or specific later meeting, a motion to postpone to a definite point in the agenda, time, or date is required and shall succeed with a majority vote. A matter that has been postponed to a certain point in the agenda, time, or date shall be brought up again automatically when that point in the agenda, time, or date arrives.

8.4.15.3. Deferred consideration of zoning petitions. Virginia Code section 15.2-2286 requires that a zoning petition must be “acted upon” within a “reasonable time,” not exceeding one year. The Board may defer action on a zoning petition for consideration at a more convenient time, which time must be specified in a motion to postpone. The Board may not dispose of a zoning petition with a motion to table indefinitely because state law requires the Board to “act upon” a zoning petition.

8.4.16. **Motions on zoning petition.** Upon the failure of a motion to approve a petition for rezoning, special exception permit, or other zoning request that has been the subject of a public hearing before the Board, the failure of such motion shall be deemed equivalent to denial of the application, request, or other pending matter, and no further action to deny is required.

8.5. Remote Participation in Board Meetings. A members of the Board may participate in a meeting of the Board through electronic communications from a remote location, which is not required to be open to the public, as provided in Code of Virginia § 2.2-3708.2 and 2.2-3708.3, subject to the requirements set out herein, which shall be applied strictly and uniformly, without exception, to the entire membership and without regard to the identity of the member requesting remote participation or the matters that will be considered or voted on at the meeting.

8.5.1. Remote participation in situations other than declared state of emergency. Members of the Board may participate in a meeting of the Board from a remote location in situations other than declared state of emergency as long as a quorum of the Board is physically assembled at the primary or central meeting location; the primary or central meeting location has capacity to allow the voice of the remote supervisor to be heard by all persons in attendance at the primary or central meeting location and such technology shall be used to so broadcast the voice of the remote supervisor; and the following procedures are followed.

8.5.1.1. In advance of the meeting, the supervisor wishing to participate from a remote location shall notify the Board Chair, or in his absence the Vice-Chair, that the supervisor is unable to attend the meeting due to one of the following categories of justification:

- 8.5.1.1.1. The member has a temporary or permanent disability or other medical condition that prevents the member's physical attendance;
- 8.5.1.1.2. A medical condition of a member of the member's family requires the member to provide care that prevents the member's physical attendance;
- 8.5.1.1.3. The member's principal residence is more than 60 miles from the meeting location identified in the required notice for such meeting; or
- 8.5.1.1.4. The member is unable to attend the meeting due to a personal matter and identifies with specificity the nature of the personal matter.

8.5.1.2. Minutes.

8.5.1.2.1. If remote participation is approved, the Board shall record in its minutes a specific or general description of the remote location from which the supervisor participated; the applicable specific category of justification from those listed, above; and, if the category of justification is due to a personal matter, the specific nature of the personal matter cited by the supervisor.

8.5.1.2.2. If a remote participation is disapproved because such participation would violate this policy, the Board shall record in its minutes the fact of such disapproval and reason therefore with specificity.

8.5.1.3. Limitation. Such remote participation by any one supervisor shall be limited in each calendar year to two meetings or 25 percent of the meetings of the Board rounded up to the next whole number, whichever is greater.

8.5.1.4. Use by other entities. The foregoing procedures and policy for remote participation for situations other than declaration of emergency may be adopted for use by any committee, subcommittee, or other entity formed by the Board to perform delegated functions of the board or to advise the board.

8.5.2. Remote participation during declared state of emergency. The Board may meet by electronic communication means without a quorum of the public body physically assembled at one location when the Governor has declared a state of emergency in accordance with Va. Code § 44-146.17 or the locality in which the public body is located has declared a local state of emergency pursuant to Va. Code § 44-146.21, provided that (i) the catastrophic nature of the declared emergency makes it impracticable or unsafe to assemble a quorum in a single location and (ii) the purpose of the meeting is to provide for the continuity of operations of the public body or the discharge of its lawful purposes, duties, and responsibilities. The public body convening a meeting in accordance with this section shall comply with the following procedures.

8.5.2.1. Give public notice using the best available method given the nature of the emergency, which notice shall be given contemporaneously with the notice provided to members of the public body conducting the meeting;

8.5.2.2. Arrange for public access to such meeting through electronic communication means, including videoconferencing if already used by the public body;

8.5.2.3. Provide the public with the opportunity to comment at those meetings of the public body when public comment is customarily received;

8.5.2.4. Otherwise comply with the provisions of the Virginia Freedom of Information Act; and

8.5.2.5. Minutes. The nature of the emergency, the fact that the meeting was held by electronic communication means, and the type of electronic communication means by

which the meeting was held shall be stated in the minutes.

8.5.2.6. The provisions of this section shall be applicable only for the duration of the emergency declared pursuant to Va. Code § 44-146.17 or 44-146.21.

8.6. The following protocols will be followed at meetings of the Board:

8.6.1. Official meetings of the Board are open to public observation and, as set out herein, public participation. Persons present at an official meeting shall be respectful of the rights of others.

8.6.2. Board members are to be polite and courteous in addressing other members of the Board and all those present at Board meetings, and all Board members are to maintain proper decorum in their conduct at meetings of the Board (i.e., refrain from "name calling", derogatory remarks and other forms of personal affronts).

8.6.3. Those persons and organizations with Items of Business before the Board should be represented at an official meeting if so, requested by the Board of Supervisors, individual members of the Board, the County Administrator, County Attorney, or any person acting on behalf of these.

8.6.4. Those persons and organizations with Items of Business before the Board may address the Board upon recognition and invitation of the Chairman to approach the Lectern, whereupon they shall identify themselves, any title and organization they represent, and provide a mailing address to facilitate any correspondence needed subsequent to the Item of Business. As a guideline, presentations to the Board pursuant to an Item of Business should be limited to ten (10) minutes. The Chairman at his discretion may end a presentation after such time has elapsed or may permit continuation of it. The Board by Action of Record may overrule the Chairman's decision in this regard.

8.6.5. The discourse of those presenting at the Lectern shall be made part of the Minutes of the Meeting subject to Article 9 of these By-laws.

8.6.6. Those individuals of the public attending any official meetings of the Board of Supervisors without an approved Item of Business on the Meeting Agenda or modification thereof shall not be permitted at the Lectern at any time other than during a Public Hearing or the Public Comment portion of the meeting. No person shall address the Board during an official meeting from the audience unless recognized by the Chairman.

8.6.7. At any official meeting of the Board where a public hearing is set on the Meeting Agenda, the Chairman shall first permit general presentation and discussion of the matter of the public hearing from the Lectern and/or from the Board Table. At the conclusion of such presentation/ discussion, the Chairman shall open the public hearing and invite those of the public attending the meeting to the Lectern to comment.

8.6.8. At the discretion of the Chairman, or with the consensus of the Board members or by recorded vote, those speaking during the open portion of a public hearing may be limited to a specified length of time for comments at the Lectern. The Chairman at his discretion may provide a verbal advisory to a speaker at the Lectern when thirty (30) seconds remain of the specified time to conclude comments. A timing device may be used in addition to or in lieu of Chairman giving notice. During public hearings, speakers may address the Board only on matters pertaining or germane to the issue for which the public hearing is being held. No speaker is to engage in political statements, personal attacks upon members of the Board of Supervisors, county employees or officials, or any other person, nor are speakers entitled to use abusive language or discuss matters outside the issue for which the public hearing is being held. Violation of this rule shall enable the Chairman by directive to take appropriate measures to rule the speaker out of order and to have the speaker removed from the meeting, if necessary, and take such other steps the Chairman deems appropriate, including bringing appropriate charges against the person and bringing the charges in the name of the Board of Supervisors.

8.6.9. No discourse from participants other than members of the Board and staff at the Table at a public hearing, whether during the general presentation and discussion or during the Open portion of the hearing, is required to be entered into the Minutes unless conducted at the Lectern.

8.6.10. The Chairman may limit the number of those wishing to speak at a public hearing when in the Chairman's judgment a fair representative exchange of views and comments on the matter has been achieved.

8.6.11. Questions asked by speakers during the course, of the Open portion of a public hearing may be addressed at the conclusion of the speaker's comments by the appropriate party, and before the next speaker approaches the Lectern. The Chairman may permit deviation from this rule.

8.6.12. Upon conclusion of speakers at the Lectern, the Chairman shall close the public hearing. A motion with second and majority vote in favor shall overrule the Chairman's decision to close the public hearing or to limit speakers, in which event speakers may continue until the Board by motion to close the public hearing and majority vote in favor ends the public hearing. An Action of Record may be taken at the close of a public hearing at the discretion of the Board.

8.6.13. Board Member Reports shall facilitate the presentation of comments, reports and proposed Items of Business not otherwise part of the Meeting Agenda by individual Board members in round table fashion. Matters may be presented for information, discussion and consensus agreement of the Board, and/or scheduled for further consideration as an Item of Business at a future meeting of the Board. When speaking during Board Member Reports, Board members shall be limited to five (5) minutes, at which time the Chairman may at his discretion suspend further presentation from the Board member and request action by consensus agreement of Board members present at the Table to permit additional time to conclude the presentation. No Board member shall yield time or place under Board Member Reports to any other Board member or other person. No member of the Board shall have any other position reserved for them on the Meeting Agenda other than Board Member Reports.

8.6.14. The County Administrator or Recording Clerk shall advise the Chairman verbally at 9:50 p.m. that ten (10) minutes remain within which to conclude the meeting.

8.7. The Board may at its discretion adopt specific rules and procedures relating to the conduct of certain types of public hearings other than those set forth in this Article. Such specific rules and procedures shall be adopted in the manner prescribed for amendment of these By-Laws set forth in Article 13 and shall become part of these By-Laws upon adoption. Where a public hearing is conducted by another party on behalf of or before the Board, the rules and procedures governing that public hearing shall be as prescribed by the party conducting it.

8.8. Board members will assist the Chairman in enforcing the following Operating Guidelines:

8.8.1 Board members recognize that good decisions require full discussion of policy issues through participation from all Members. In doing so, the Board's discourse and actions should reflect the utmost respect for each Member, the staff, and the public.

8.8.2 When the Board is considering an issue specific to or predominately involving a Supervisor's district, Board members will provide the opportunity to that Supervisor to speak to it first.

8.8.3 When the Board is discussing an issue that has been considered by a Board committee, the Board will provide the opportunity for the Board Committee Members to address the issue before other Board members speak.

8.8.4 In the interest of properly representing our citizens, the Board expects that Members will abstain from voting only when there is a conflict of interests or to be in conformance with the Board's By-laws.

8.8.5 In public hearings, the Board Members are there to hear comments and should avoid debating issues with the speakers. When asking the speaker a clarifying question, Board Members will avoid expressing their opinions on the issue and reserve comments for the discussion period following the hearing.

8.8.6 To ensure that meetings are focused and efficient, Board Members will direct comments to and request permission to address the speaker from the Chairman.

8.8.7 While Board members may differ publicly on policy issues, they will avoid criticizing other Board members personally and will present their arguments or position in ways that are respectful of others' opinions.

8.8.8 Members of the Board will defer to the Board Chair or the County Administrator to represent the official position of the Board after the Board takes official action.

8.8.9 Board Members will refrain from discussing specific staff performance issues in public meetings and will direct concerns to the County Administrator in private.

8.9. A period for Public Comment shall be provided as part of the Agenda for the Board's regular monthly meetings. The Public Comment period is provided to permit Washington County residents or property owners an opportunity to address the Board on legitimate matters of county business. This period shall be governed by the following provisions:

8.9.1. The Public Comment period shall be strictly limited to five (5) minutes per speaker and restricted to residents of Washington County or owners of property located within Washington County. The matters on which speakers may address the Board shall be limited to legitimate matters of county business. No speaker shall engage in political statements, personal attacks upon members of the Board of Supervisors, county employees and officials, or any other person, nor are speakers entitled to use abusive language or discuss matters outside of the authority of the Board of Supervisors. Matters subject to a public hearing scheduled for the same meeting shall not be addressed during the Public Comment period. Violation of these rules shall enable the Chairman to rule the speaker out of order and by directive to have the speaker removed from the meeting, if necessary, and to take such other steps the Chairman deems appropriate, including bringing charges against the speaker in the name of the Board of Supervisors. Any speaker removed from the meeting once or ruled out of order twice within a twelve (12)-month period shall have their privilege to speak before the Board during Public Comment suspended for one (1) year. The Chairman's decision to remove or rule a speaker out of order shall be final and unappealable.

8.9.2. All persons wishing to speak during the Public Comment period must register to do so on a sign-up sheet available immediately prior to and during the period. Speakers shall address the Board from the Lectern upon recognition by the Chairman, whereupon they shall identify themselves, any title and organization they represent, and provide a mailing address. The Chairman at his discretion may provide a verbal advisory to a speaker at the Lectern after four (4) minutes and thirty (30) seconds have elapsed to conclude comments. A timing device may be used in addition to or in lieu of Chairman giving notice.

8.9.3. Board members, county employees and officials shall not respond to questions posed nor address or rebut speaker's statements made during the Public Comment period. Matters raised during the Public Comment period may be discussed during Board Member Reports and the Board at its discretion may direct that such matters be placed on the Agenda of a future meeting.

8.9.4. The provisions of this subsection shall be stated on the Public Comment sign-up sheet. Speakers shall acknowledge their understanding of and agreement to abide by these provisions by registering to speak.

ARTICLE 9. MINUTES OF THE MEETINGS OF THE BOARD OF SUPERVISORS

9.1. At all official meetings of the Board at which a quorum is present Minutes of the meeting shall be taken and shall be approved by the Board and recorded in the office of the Washington County Clerk of Circuit Court.

9.2. A record of Public Information Meetings and Worksession or Workshop Meetings as defined in these By-laws may be made by the taking of Minutes at the direction of the Board. At any such

meeting where an Action of Record is taken, Minutes shall be taken and approved by the Board and recorded.

9.3. Pursuant to § 15.2-1536 and § 15.2-1538 of the Virginia Code, the County Administrator shall serve as Clerk of the Board and shall carry out the duties specified in § 15.2-1539 of the Virginia Code. The County Administrator may designate a Recording Clerk to take and prepare the Minutes of the Board and to assist in the exercise of the office of Clerk of the Board. Minutes shall be prepared on the basis of both written notes and audio recordings. Where technically possible, audio recordings shall be made of all official meetings of the Board. The specific language of the draft Minutes of any given meeting shall be at the discretion of the County Administrator, who shall endeavor to render the Minutes in the most accurate and neutral way possible. The County Administrator shall review and correct all Minutes prior to dissemination to the Board for adoption.

9.4. The Board may at its discretion generally prescribe the form and content of the Minutes of its meetings in keeping with professionally accepted standards for it. At minimum, the Minutes shall contain the styling of the Item of Business stated on the Meeting Agenda or modification thereof, the Action of Record, the vote by individual member or consensus expression of the Board, or directive of the Chairman. Where practical, a brief synopsis of any discussion of the Item of Business shall also be included. For the Public Comment period, the name of each speaker appearing before the Board and a brief statement of the subject considered shall be noted in the Minutes.

9.5. Minutes of any meeting shall generally be presented at the next or following Regular Meeting of the Board where at least five (5) working days exist between the successive meetings.

9.6. Minutes shall not be considered official until approved by the Board and recorded. After approval of the Board but prior to recordation, the County Administrator may make additions or corrections to the Minutes that do not materially affect the substance or content of the Minutes. These include, but are not limited to: correction of misspellings, typographical errors and incorrect grammar; page renumbering; clarification of content and errors of omission. Should evidence of an error in a recorded vote be discovered after approval but prior to recordation, the County Administrator shall attempt to verify it and correct by the best available means, including corroboration by individual Board members and other reliable witnesses to the meeting.

9.7. Should an error or evidence of an error in the Minutes of any Meeting of the Board be discovered after recordation, the County Administrator shall bring the error before the Board at the next official meeting as is practical. The Board by vote of a majority of those members present at the meeting at which the error was made shall correct the Minutes by amendment. Members of the Board not present at said meeting shall abstain from voting on the correction. Should no majority of Board members present at the meeting in which an error was made in the Minutes be or remain seated as members of the Board, a majority vote in favor shall then correct the Minutes by amendment.

9.8. Amendments to the recorded Minutes of any Meeting shall be entered as an Action of Record in the Minutes of the Meeting at which the amendment was made. In addition, and where practical as determined by the County Administrator or Recording Clerk, the recorded Minutes shall be altered to include the amendment, either by insertion of a new, corrected page in sequence or by separate Amendment Addendum at the beginning or first page of the recorded Minutes of the Meeting to be corrected. Whether by insertion of a new corrected page or by Amendment Addendum, the correction shall be clearly documented as a correction of previously recorded Minutes, indicating the first date of recordation, the date of Board action to amend the Minutes, and the date of recordation of the

amended Minutes.

9.9. Meetings of the Board conducted in the Board Meeting Room shall be audio- and video-recorded. Such recordings shall be made available to the public via the County website for at least one year, after which such recordings shall be digitally archived for at least such time as is required by law and made available to the public by request.

9.10. Meetings of the Board conducted in locations other than the Board Auditorium may be audio- and video-recorded where technically feasible as determined by the County Administrator. Where audio-only recordings of such meetings are made, such recordings shall be preserved for a period of sixty (60) days from the date of approval of the meeting Minutes, after which such recordings may be discarded. Audio-only recordings may not be made publicly available via the County website. The Board may at its discretion direct the preservation of specific recordings, and the County Attorney may request preservation of specific recordings if such recordings are needed to support legal proceedings, pending or anticipated.

9.11. Verbatim transcription of the proceedings of any meeting in its entirety shall not be undertaken except by motion, second, and majority vote in favor of transcript preparation and only in instances where excerpted verbatim transcriptions of a portion or portions of the proceedings are insufficient to address the need. Any verbatim transcription generated, whether of an entire meeting or portion(s) thereof, shall not be adopted or made part of the official Minutes of any meeting.

9.12. Individual members of the Board and the County Attorney may request excerpted verbatim transcription of a portion or portions of any meeting through the County Administrator. If requested by a member of the Board, the County Administrator and/or the Recording Clerk will make a reasonable effort to generate a requested transcription prior to any subsequent meeting of the Board; the generation of such transcription is subordinate to the preparation and review of the Minutes and other duties and responsibilities of the personnel involved. A request by the County Attorney shall be made only if such transcription is needed to support legal proceedings, pending or anticipated. The County Administrator at his discretion may make any verbatim transcription requested generally available to all members of the Board.

9.13. Unapproved (draft) Minutes shall be available for general public review upon incorporation into and posting to the County website of the Meeting Agenda materials for the upcoming meeting, and such unapproved Minutes shall be marked as "DRAFT – SUBJECT TO BOARD APPROVAL".

9.14. No recording device shall be used during any Closed Meeting of the Board except by motion, second, and majority vote in favor to allow recording of the Closed Meeting. Any such recording shall remain in the sole custody of the County Administrator, County Attorney, Chairman or other member of the Board designated by the Board.

9.15. Resolutions presented to the Board for consideration of adoption shall be included in the text of minutes of the meeting in which they were presented, whether or not, the resolution is adopted by the Board.

9.16. Minutes are not required to be taken during any Closed Meeting. However, in regard to Closed Meeting discussions involving potential economic development activities, the County Administrator shall prepare a written summary of Closed Meeting discussions for the public record as soon as is feasible as determined at the discretion of the County Administrator based on the content of such discussion, and the County Administrator shall provide such written summary to be approved by the

Board as part of the written record of Board proceedings at the meeting at which approved. The County Administrator shall take care in the preparation of such a summary to avoid disclosure of proprietary information or any other information that may be detrimental to the County's interests.

9.17. **Minutes and remote participation in meetings.** In the event of remote participation by any or all members of the Board in any meeting, the minutes for such a meeting shall record the information as required by state law and as stated in these by-laws governing remote participation in meetings.

ARTICLE 10. APPOINTMENTS OF THE BOARD OF SUPERVISORS

10.1. The Board at its discretion may, and where required and in accordance with the Virginia Code or other law, shall from time to time establish and make appointments of its members and other persons to various positions, groups, organizations, committees, advisory boards and other bodies, both formal and informal, for such purposes as are in the interest of the Board and County.

10.2. Except as otherwise provided in these By-laws or other laws, appointments of the Board may be made at any official meeting upon motion, second, and majority vote in favor and recorded as an Action of Record. Only appointments made by the Board in this manner shall be considered sanctioned appointments.

10.3. Except as otherwise provided by Action of Record or by law, all sanctioned appointees of the Board shall be authorized and expected to represent the interests of the Board and County in all matters to which their appointment is charged.

10.4. Except as otherwise provided by law, all sanctioned appointments of the Board shall discharge their duties with diligence, and, to the extent permitted by law, may be removed prior to the end of the term of said appointment by motion, second, and majority vote in favor and recorded as an Action of Record. Any vacancy in a sanctioned appointment shall be filled in the manner as the original and for the remainder of the original term of the appointment.

10.5. Pursuant to § 44-146.19 B. 2. of the Virginia Code, the Board at the Annual Meeting shall appoint one of its members or the County Administrator to be Director of Emergency Management of the County. The Director shall serve in that capacity until the next Annual Meeting, at which time he may be reappointed or a successor appointed at the pleasure of the Board. A vacancy in the Director's position may be filled by a motion, second, and majority vote in favor at any Regular or Special Meeting. The Director may be removed from that position and a successor appointed to fill the remainder of the original term by motion, second, and majority vote in favor at any official meeting. During an impending or declared state or local emergency, in the absence of the Director, the Chairman or Vice-Chairman of the Board shall assume the duties and responsibilities of that position pursuant to the Virginia Code. In the event either the Chairman or Vice-Chairman is the Director, the County Administrator shall serve as the third designee to assume responsibility in the absence of the Chairman or Vice-Chairman. In the absence of the Chairman, Vice-Chairman and County Administrator, the Deputy County Administrator followed by any member of the Board may act in the capacity of Director until such time as one of these three officials is able to assume the position. The Director or any one acting in such capacity shall exercise only those powers granted in § 44-146.21 of the Virginia Code. The Emergency Management Coordinator of the County shall be an administrative employee of the office of County Administrator, subject to the personnel policies of the Board.

10.6. The Board shall officially recognize no prerogative of any of its members to accept, make or nominate appointments to any group, organization, committee, advisory board or other body except in accordance with the provisions of these By-laws or other law; however, Board members are not prohibited from accepting unsanctioned appointments as a result of holding elective office.

10.7. Where no term limit for a sanctioned appointment is otherwise established or prescribed, the term of appointed Board of Supervisors members shall be for two (2) years or the remainder of their term on the Board, whichever is less; and for non-Board of Supervisors appointees, one (1) year. Appointments may be for successive terms.

10.8. All bodies to which the Board appoints at least seven citizen members, including all boards, authorities, commissions, and committees (excluding advisory boards), shall have at least one representative for each district. That representative shall be nominated by, and to the extent permitted by law, shall serve at the pleasure of their respective district's Supervisor.

10.9. Prior to a vote on nomination(s) for appointment, the name of individual(s) to be nominated shall be included in agenda materials for board consideration. Supporting documentation such as a resume or other brief description of qualifications is preferred also to be included when such a nominee is not a current member of the Board.

10.10. Persons appointed by the Board to serve on authorities, boards, commissions, or committees shall be up-to-date on payment of all Washington County taxes assessed against them. Appointees to authorities, boards, commissions, or committees who are more than 90 days delinquent in tax payments may be removed from appointments at the discretion of the Board of Supervisors. Notwithstanding the foregoing, a past due assessment that is pending review through an officially recognized review and appeal process shall not disqualify an individual from service.

ARTICLE 11. COMMITTEES AND ADVISORY BOARDS OF THE BOARD OF SUPERVISORS

11.1. Pursuant to § 15.2-1411 of the Virginia Code, the Board may at its discretion establish Committees of the Board and Advisory Boards by Resolution adopted by motion, second, and majority vote in favor. Committees may be solely composed of members of the Board or may be jointly composed of Board members and other individuals appointed or otherwise authorized to participate in Committee activities. Board approval of such other individuals is not required unless specified by Resolution. Advisory Boards shall be composed of persons other than members of the Board and may include other individuals appointed by Advisory Board members to participate in Advisory Board activities. Board approval of such other individuals is not required unless specified by Resolution. Board members may be appointed as ex-officio members of Advisory Boards.

11.2. A Resolution establishing any Committee shall state the purpose and scope of activities of the Committee, including any specific responsibilities for and grant of authority to pursue the matter for which it has been established. The Resolution shall state the composition of the members of the Committee, either by name or title, and may designate who shall chair the Committee, by name or title. No member of the Board shall be appointed to a Committee if not present at the meeting at which appointments are made. A motion, second, and majority vote in favor is needed to appoint Committee members.

11.3. Unless otherwise specified within the establishing Resolution, Committees shall be re-established and Committee appointments made at each Annual Meeting of the Board. Failure to re-establish dissolves the Committee as of adjournment of the Annual Meeting. Appointments to Committees may be for successive terms, except Board members may only serve on the same

Committee for two (2) successive terms, subject to the following provisions. If both Board members on a Committee have served two (2) or more successive terms on the same Committee, then one (1) of the two Board members may be reappointed for one (1) additional term to establish staggering of Board member terms. Furthermore and notwithstanding the foregoing, if no member of the Board is willing to accept an appointment to a Committee other than a Board member who has already completed two (2) or more successive terms, then that Board member may be reappointed for additional term(s) until another Board member is willing to accept the Committee appointment. See *also*, rule 10.7.

11.4. Unless otherwise specified within the establishing Resolution, Committees shall organize and direct their own affairs in the manner that their members deem appropriate to the matters that they are charged. These include, but are not limited to, adoption of Committee by-laws or procedures, designation of Committee officers, the taking of Minutes of Committee meetings, the appointment of sub-committees or working groups, solicitation of assistance in pursuit of Committee matters, and such other things as deemed appropriate by Committee members.

11.5. Meetings and activities of Committees shall be open to the public. Any Committee, when conducting business matters that are exempt from public disclosure pursuant to the Virginia Code may sequester itself for all or a portion of the Committee meeting at which such matters are being discussed; however, procedures required by the Virginia Freedom of Information Act for closed meetings shall be followed in the event of closed meetings of any Committee.

11.6. Advisory Boards shall be subject to the provisions governing Committees of the Board pursuant to this Article except that meetings of Advisory Boards may be privately conducted at the discretion of its members unless otherwise provided in the Resolution establishing it.

11.7. The Board at its discretion may establish compensation for all Committee and Advisory Board members not to exceed fifty (\$50.00) dollars per meeting pursuant to § 15.2-1411 of the Virginia Code. Such compensation shall be specified in the Resolution establishing the Committee or Advisory Board, or by and Action of Record of the Board relative to particular need or event for which Committee or Advisory Board members would benefit from reimbursement of actual expenses, subject to Board appropriation of funds. Unless specified by the Board, no Committee or Advisory Board member shall receive compensation.

11.8. Committees of the Board and Advisory Boards shall only be established pursuant to this Article. Nothing herein shall be construed so as to prevent meetings or consultations by and between members of the Board, county administrative officials and employees and other parties for the purpose of pursuing matters of interest to the Board and county which are otherwise consistent with Virginia law.

ARTICLE 12. OFFICES OF COUNTY ADMINISTRATOR AND COUNTY ATTORNEY

12.1. Pursuant to § 15.2-1536 of the Virginia Code, the Board shall appoint a County Administrator and a County Attorney. The County Administrator and County Attorney shall be employees of the Board, serving at the pleasure of the Board, and shall have their compensation established by the Board.

12.2. The County Administrator shall be the chief administrative officer for the county pursuant to § 15.2-1540 of the Virginia Code. The County Administrator shall exercise all powers, duties and responsibilities pursuant to § 15.2-1541 of the Virginia Code and in accordance with the County Code and Board policies.

12.3. The County Attorney shall exercise all powers, duties and responsibilities pursuant to § 15.2-1542 of the Virginia Code and in accordance with the County Code and Board policies.

12.4. In the event of vacancy in the office of County Administrator due to death, resignation or removal from office, the Deputy County Administrator shall assume responsibility as Acting County Administrator until such time as the Board shall again fill that office. At the Board's discretion upon motion, second, and majority vote in favor, a county administrative employee other than the Deputy County Administrator may be designated as Acting County Administrator. The Deputy County Administrator is designated Deputy Clerk of the Board pursuant to § 15.2-1502 of the Virginia Code for the limited purpose of serving as Clerk to the Board in the temporary absence or unavailability of the County Administrator.

12.5. In the event of vacancy in the office of County Attorney due to death, resignation or removal from office, the Board may engage the services of private legal counsel to serve in the capacity of Acting County Attorney until such time as the Board shall again fill that office. In the event of the temporary absence or unavailability of the County Attorney, the Board authorizes the County Administrator at his discretion to engage the services of private legal counsel as necessary to represent the Board and county.

12.6. The County Administrator and County Attorney shall conduct an orientation meeting(s) with all Supervisors-Elect prior to their first Annual Meeting of the Board, during which the provisions of these By-laws shall be reviewed, along with such other matters as determined pertinent, necessary and appropriate for an incoming Board member to be informed of prior to beginning service in elected office.

12.7 From time to time a business or other concern that is considering locating, remaining or expanding in the County may request that the County enter into a non-disclosure agreement (NDA) to facilitate the delivery of proprietary or confidential information and protect such information from public disclosure as permitted by the Virginia Freedom of Information Act, Va. Code § 2.2-3705.6(3). When it is determined that the receipt of such information will assist the County in evaluating the potential for the business or other concern to locate, expand or remain in the County and will strengthen the County's ability to promote economic development, the County Administrator, or in his absence, the Deputy County Administrator, may determine that entry into such NDA is to the benefit of the County and its residents. In accordance with Va. Code § 15.2-1541(8), the Board hereby authorizes the County Administrator, or in his absence, the Deputy County Administrator, to enter into and execute NDAs for and on behalf of the County, including the Board, provided, however, that the County Administrator or Deputy County Administrator shall consult with the County Attorney in advance and

shall disclose the existence of each executed NDA to the Chairman of the Board and Vice-Chairman of the Board at or prior to the next regularly scheduled meeting of the Board.

ARTICLE 13. ADOPTION AND AMENDMENT OF BY-LAWS OF THE BOARD OF SUPERVISORS

13.1. These By-laws shall be effective immediately upon adoption, shall supersede all prior By-laws, and shall remain in effect until amended or re-adopted. The full text of these By-laws shall be made part of the Minutes of the Meeting at which they were adopted.

13.2. Amendment to these By-laws may be made as an Item of Business on the Meeting Agenda or modification thereof at any meeting of the Board. Amendment to these By-laws shall be by motion, second, and majority vote in favor and recorded as an Action of Record. Unless otherwise specified, any amendment is effective upon adoption; no amendment shall be made retroactively effective. The full text of an amendment to these By-laws shall be made part of the Minutes of the Meeting at which they were adopted.

ARTICLE 14. LIMITATIONS OF BY-LAWS OF THE BOARD OF SUPERVISORS

14.1. If any provision or requirement of these By-laws is found inconsistent with the provisions of the Virginia Code, the County Code, or any other law or statute, it shall be deemed void. In this event, all remaining provisions of these By-laws shall remain in full force and effect.

ARTICLE 15. ADOPTION AND AMENDMENT OF GENERAL POLICIES AND OPERATIONAL PROCEDURES OF THE BOARD OF SUPERVISORS

15.1. The Board may from time to time adopt such other General Policies and Operational Procedures as it deems necessary and appropriate for its conduct and to matters under its charge, such policies and procedures being consistent with these By-laws and other laws.

15.2. Matters that the Board may address by General Policies and Operational Procedures generally shall be those not otherwise addressed by law, but which are material to the conduct, operation and interests of the Board or County.

15.3. Adoption and amendment of General Policies and Operational Procedures shall be made in a manner similar to that prescribed for the By-laws of the Board as set out in Article 13 and subject to the limitations set out in Article 14 herein.

ARTICLE 16. REQUIREMENTS FOR FUNDING CONSIDERATION FOR EMERGENCY VEHICLE PURCHASE

16.1 Emergency Services Departments shall establish and show need for any emergency services vehicle requests and must present established need for vehicle, alternate avenues pursued for funding, two options for vehicle requests with estimates and present to the Board, upon approval from the Emergency Services Coordinator. All required documents to be submitted to Emergency Services Coordinator for approval to be placed on the Agenda for consideration.

16.2 In the event a grant is available, Emergency Services Departments shall apply for grant to replace needed units and shall include applications with responses at Board of Supervisors

presentation.

16.3 A used vehicle purchase is 1st priority if a comparable unit is available, a demo unit is the preferred 2nd choice for purchase.

16.4 Any vehicles purchased shall be dual titled with the Board of Supervisors.

16.5 The vehicle intended to be replaced shall be sold with proceeds from sale to be applied to vehicle purchase, if vehicle is acquired then a vehicle must be sold with all documentation to be supplied to Emergency Services Coordinator.

16.6 Department of Annual Fire Fund acquired is strongly encouraged to be used towards purchase before requesting any remaining funds from the Board of Supervisors.

16.7 Cooperative procurement shall be utilized in the purchase of emergency services vehicles.

16.8 If the above requirements aren't met, but need is established, the Department should consider self-purchasing of unit through financing and/or grant opportunities.

16.9 Upon presentation of all above requirements and the request for emergency services vehicle purchase, the Board of Supervisors shall review documents and decide if funding shall be provided.

ARTICLE 17. MAKING A CLAIM FOR MONETARY DAMAGES TO BE PAID BY THE COUNTY

As required by Virginia Code, Title 15.2, Chapter 12, Article 4, the following procedure must be followed to make a claim against the County for payment of monetary damages:

- 17.1 The claimant shall provide to the Board of Supervisors with written notice of the monetary claim against the County, which shall itemize separate items with the nature of each item specifically stated.
- 17.2 The County Attorney shall provide to the Claimant or his agent, by certified and regular U.S mail, written notice of the date of the meeting at which the Board will consider the claim.
- 17.3 The County Attorney shall advise the Board if the payment of the claim would be illegal.
- 17.4 At the scheduled time or as deferred through appropriate action of the Board, the Board will take action in an open meeting to decide whether to pay all or any portion of the claim.
- 17.5 If the Claimant is not present at the time the Board makes its decision, the County Attorney shall cause to be delivered to Claimant by certified and regular U.S. mail, a written notice of the Board's decision.
- 17.6 The decision of the Board shall be final and may not be appealed unless (1) the Claimant appeals the decision in accordance with the statutory requirements, (2) the Board of Supervisors consents to an appeal made in a manner that is not in accordance with the statutory requirements, or (3) the governing body fails to act upon the claim within 90 days of the date of its receipt or such longer time as agreed in writing between the Board and the Claimant.
- 17.7 If the Board decision is to deny the claim, or any portion of such claim: Claimant may appeal

the Board's decision by filing with the County Administrator a written Notice of Appeal and execution of a cash or surety bond or irrevocable letter of credit to the County in the amount of \$250, with condition for faithful prosecution of such appeal and payment of all costs imposed on the appellant by the court. No appeal shall be allowed unless the amount disallowed exceeds \$10. Such written notice of appeal and cash or surety bond shall be filed within 30 days of the date of the Board's decision if Claimant was present at the time of decision by Board or within 30 days of Claimant's receipt of service of a written notice of the decision if Claimant was not present at the time of decision by the Board. No appeal may be taken after the lapse of six months from the date of the decision.

- 17.8 If the Court agrees with the Claimant's appeal of non-payment, then payment of the judgment against the County shall be provided for in the next County levy and paid by the Treasurer or handled as otherwise ordered by the Court.
- 17.9 If the Board decision is to award the claim, or any portion of it: The County Attorney may seek review by the Office of the Attorney General of the Commonwealth of Virginia for a determination of whether payment of the awarded amount is illegal. If the opinion of the Attorney General is that payment is illegal, then the Office of the Attorney General or the Commonwealth Attorney may file in the Circuit Court of the County of Washington, Virginia an appeal of such decision to award the claim, or portion of it. If the Claim, or any portion of it, has been paid, then the lawsuit would be against the Board and the recipient of the payment.
- 17.10 If the Court agrees that payment was illegal, then the County would be enjoined from payment or would be compelled to recover the payment from the Complainant.