

**BYLAWS OF THE
RICHMOND REGIONAL PLANNING DISTRICT COMMISSION**

**ARTICLE I
Name**

The name of this organization is the Richmond Regional Planning District Commission, hereinafter referred to as the “COMMISSION.” The COMMISSION was established pursuant to the Virginia Area Development Act (Title 15.1, Chapter 34, Sections 15.1-1400, et. seq., Code of Virginia (1950), as amended), recodified as the Regional Cooperation Act (Title 15.2, Chapter 42, Sections 15.2-4200 et. seq.). Further, the COMMISSION was established by joint resolutions of the governing bodies of its constituent member jurisdictions in 1969.

**ARTICLE II
Definitions**

- (1) “Richmond Regional Planning District” comprises the City of Richmond, the Counties of Charles City, Chesterfield, Goochland, Hanover, Henrico, New Kent, Powhatan, and Town of Ashland. It includes all governmental subdivisions within Planning District 15 with a population in excess of 3,500.
- (2) The “COMMISSION” means the Richmond Regional Planning District Commission.
- (3) “Planning Agency” means any county, city, or town planning agency authorized under state or local laws to make and adopt a comprehensive plan, whether or not its jurisdiction is exclusive or concurrent.
- (4) The “Act” means the Regional Cooperation Act.
- (5) “He” means any member or officer of the COMMISSION, whether male or female.
- (6) “Year,” as it applies to the COMMISSION, shall be the fiscal year July 1 to June 30.
- (7) “Charter Agreement” means the agreement of the several governing bodies establishing this COMMISSION by resolution or ordinance in 1969.

**ARTICLE III
Purposes and Duties**

The COMMISSION shall be a public body corporate and politic with all the powers and duties granted to it by the laws of the Commonwealth of Virginia including the Regional Cooperation Act. The purpose of the COMMISSION shall be to promote the orderly and efficient development of the physical, social, and economic elements of the Planning District by planning and encouraging and assisting governmental subdivisions to plan for the future.

ARTICLE IV
Membership

Section 1

Membership in the COMMISSION shall be as set forth in the Charter Agreement.

ARTICLE V
Terms of Office and Voting Rights

Section 1

The terms of office and voting rights of COMMISSION members shall be as set forth in the Charter Agreement.

ARTICLE VI
Officers

Section 1

Officers of the COMMISSION shall consist of a Chairman, Vice-Chairman, Treasurer, and Secretary who shall be elected by the membership of the COMMISSION.

Section 2

The Chairman, Vice-Chairman, Treasurer, and Secretary shall be elected for terms of one year.

Section 3

The Chairman shall not be eligible to serve consecutive terms. No jurisdiction shall have more than one representative serving as a COMMISSION officer except that the Treasurer, when reelected for a consecutive term, may serve even though another COMMISSION officer is from the same jurisdiction.

Section 4

Elections for said offices shall be held annually at the first meeting of the COMMISSION after June 1st of each calendar year. The term of each office shall be one year, commencing July 1 of the year in which he was elected, PROVIDED, however, that any office shall become vacant if the incumbent at any time during his term ceases to be a member of the COMMISSION. If any office shall become vacant for any reason, an election to fill the office shall be held at the next regular meeting of the COMMISSION at which a majority of the members are present, and the new officer so elected shall complete the unexpired term of the officer he succeeded.

Section 5

A majority vote of the COMMISSION members shall be required for election to any office.

Section 6

Duties and Powers:

a) Chairman

In addition to the well-recognized and inherent duties and powers of the office of Chairman, the Chairman shall sign all acts or orders necessary to carry out the will of the COMMISSION; and, he shall have the authority to delegate any routine ministerial function to a member or members of the staff. He shall exercise all of the check signing powers of the Treasurer in that officer's absence. He shall preside over all meetings of the COMMISSION except when not in attendance or while he is addressing remarks to an issue before the COMMISSION, if such remarks are not within the scope of authority inherent to a presiding officer; he shall be eligible to vote on all issues regardless of a tie vote; he is authorized to appoint standing and special committees with the concurrence of the Executive Committee and to appoint substitutes to serve on standing and special committees when any member of a committee is temporarily unable to serve.

b) Vice-Chairman

The primary responsibility of the Vice-Chairman shall be to serve as Acting Chairman of the COMMISSION in the absence of the Chairman. When the Vice-Chairman is serving as Acting Chairman in the absence of the Chairman, the Vice-Chairman shall be vested with authority to perform all the duties and exercise all the powers of the Chairman, including those vested in or delegated to the Chairman in these Bylaws and by any other action of the COMMISSION.

c) Treasurer

The Treasurer is the official custodian of the funds of the COMMISSION. As custodian, the Treasurer is responsible for having accurate knowledge of the COMMISSION's financial condition at all times. The Treasurer may delegate certain administrative and clerical tasks to the Executive Director or other paid staff of the COMMISSION. He may also delegate the following financial authority to the Executive Director: the signing, without the Treasurer's countersignature, of all payroll related checks drawn on the COMMISSION's authorized bank account, by the Executive Director; and, the signing, without the Treasurer's countersignature, of non-payroll related checks drawn on the COMMISSION's authorized bank account up to a maximum of three thousand dollars and no cents (\$3,000.00) by the Executive Director. The Treasurer shall be responsible for:

1. Making a brief report to the COMMISSION each month regarding the organization's current financial condition.
2. Advising the COMMISSION from time to time concerning the future financial needs of the COMMISSION.

3. Initiating the preparation of an independent audit of the COMMISSION's financial records as soon as possible after the end of the COMMISSION's fiscal year.
4. Countersigning, with the Executive Director, all non-payroll related checks in excess of three thousand dollars (\$3,000.00) drawn on the authorized bank account established by the COMMISSION.

d) Secretary

The Secretary shall be responsible for:

1. Arranging for the giving of notice of regular and special meetings of the COMMISSION.
2. Arranging for the keeping of minutes of the proceedings of the COMMISSION.
3. Authenticating by his signature the minutes and resolutions of the COMMISSION.

The Secretary may delegate certain administrative and clerical tasks to the Executive Secretary and other paid staff of the COMMISSION.

ARTICLE VII

Committees

Section 1

The COMMISSION may establish any, and as many, standing committees as it deems desirable. A motion to establish a standing committee shall receive a majority of the votes of the members present. The Chairman shall then appoint the members to the standing committee with the concurrence of the Executive Committee. The Executive Committee and the Charter and Bylaws Committee, shall, at a minimum, be composed of at least one representative from each jurisdiction composing the COMMISSION. All other committees may have such membership as are, in the opinion of the Chairman, appropriate for the task of the committee. At the request of a Commission member from a jurisdiction not represented on a committee, the Chairman shall appoint a member from that jurisdiction to the committee.

Section 2

One of the standing committees shall be the Executive Committee. The Chairman of the COMMISSION shall serve as a member and as the chairman of the Executive Committee. In addition, the Executive Committee shall consist of the officers of the COMMISSION, the immediate past Chairman of the COMMISSION, and one representative from each jurisdiction not having an officer on the COMMISSION. The Chairman shall appoint these additional members of the Executive Committee.

The Executive Committee shall have the following specific powers and duties:

- a) The Executive Committee shall be responsible for recommending the Annual Work Program and Budget to the COMMISSION.
- b) The Executive Committee shall be responsible for monitoring the COMMISSION's Annual Work Program and Budget and recommending all necessary modifications to the COMMISSION.
- c) The Executive Committee shall be responsible for the annual performance and salary evaluation of the COMMISSION's Executive Director.
- d) The Executive Committee shall be responsible for considering, and approving if warranted, all special personnel requests recommended by the COMMISSION's Executive Director, provided such personnel requests do not involve a change in authorized positions or the total annual personnel budget.
- e) The Executive Committee shall be responsible for determining attendance by members of the COMMISSION at State and National meetings and conferences.
- f) The Executive Committee shall be responsible for reviewing all actions of COMMISSION standing and special committees before the actions are brought to the attention of the COMMISSION, provided, however, that the Chairman of a standing or special committee may request consideration by the full COMMISSION of any action of his committee, regardless of the review by the Executive Committee.
- g) The Executive Committee shall have any other power granted to it in an open meeting of the COMMISSION, provided a quorum of the COMMISSION is present at said open meeting; and further provided that at least a majority of the total membership of the COMMISSION votes affirmatively to grant such power to the Executive Committee.
- h) A quorum of the Executive Committee shall consist of a majority of the Executive Committee's members. In making any recommendation, adopting any plan, or approving any proposal, action shall be taken by a majority vote of all members present, provided a quorum is present.

Section 3

All policy committees shall be considered standing committees.

Section 4

The Chairman may from time to time establish such special committees as he deems desirable and shall appoint the members thereto with the concurrence of the Executive Committee. An example of such a committee would be the Nominating Committee.

Section 5

A majority of the members of any committee shall constitute a quorum of the committee. When there is less than a quorum, as required by these Bylaws, the lack of a quorum shall be noted in its report to the COMMISSION.

Section 6

The Chairman of the COMMISSION shall be an ex-officio member of all committees, but without vote, except for standing committees to which he has been named as a regular member.

Section 7

Citizens appointed to any committee shall have been residents of the appointing local jurisdiction for not less than two years.

ARTICLE VIII

Meeting of the Commission

Section 1

Regular meetings of the COMMISSION shall be held on the second Thursday of each month. Special meetings may be called by the Chairman at his discretion, or must be called by the Chairman on petition of one-third (1/3) of the COMMISSION members. Meetings shall be at the offices of the COMMISSION unless otherwise designated by the Chairman.

Section 2

Meetings of the COMMISSION and its committees shall be open to the public as provided by the Virginia Freedom of Information Act.

Section 3

A majority of the COMMISSION members shall constitute a quorum.

Section 4

In making any recommendation, adopting any plan, or approving any proposal, action shall be taken by a majority vote of all members present, PROVIDED, a quorum is present and that in the case of an action involving more than one jurisdiction, the negative votes of a minority of the COMMISSION shall be made a matter of record. No vote by any member of the COMMISSION shall be construed as an official commitment of the agency or jurisdiction represented by the member unless so authorized by said agency or jurisdiction.

Section 5

No action shall be taken upon any new business at the meeting in which it is introduced unless full information pertaining to same shall have been mailed to each COMMISSION member at least ten (10) days prior to the meeting at which such business is proposed to be acted upon. This requirement may be waived only by the majority consent of the commissioners present at the meeting in which such business is introduced and at which a quorum is present.

Section 6

A regular meeting of the COMMISSION may be cancelled in either of the following ways:

- (a) By a two-thirds (2/3) vote of the membership present at any prior regular meeting of the COMMISSION, provided a quorum is present at such prior meeting, and further provided that those members voting in favor of canceling a future COMMISSION meeting must constitute at least a majority of the entire COMMISSION.
- b) By the Chairman responding to a special request to cancel a future regular meeting, provided notices of the cancellation must be mailed to all members at least ten (10) days prior to the date of the regular meeting. However, two regularly scheduled meetings in succession may not be cancelled.

ARTICLE IX Amendment of Bylaws

Any proposed amendment to these Bylaws shall be proposed in writing to the members of the COMMISSION at a regular COMMISSION meeting at least thirty (30) days prior to the date that such proposed amendment is voted upon by the COMMISSION. A majority vote of all members of the COMMISSION shall be required to adopt any proposed amendment to the Bylaws.

ARTICLE X Staff

There shall be an Executive Director, appointed by the COMMISSION, and such staff as the Executive Director deems necessary or desirable subject to the prior approval of the COMMISSION and provided the COMMISSION shall have created and funded the positions requested by the Executive Director.

ARTICLE XI Budget

Section 1

The COMMISSION shall adopt a budget annually as set forth in the Charter Agreement. The COMMISSION shall not amend its budget once adopted during the applicable fiscal year except pursuant to an affirmative vote of the same number of the entire membership of the COMMISSION required to adopt the budget.

ARTICLE XII
Parliamentary Procedure

In all matters of parliamentary procedure not specifically covered by these Bylaws, the Roberts Rules of Order shall obtain.

ARTICLE XIII
Effective Date

These Bylaws shall become effective immediately upon adoption.

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Final Revisions and Adoption By
Richmond Regional Planning District Commission
February 8, 1990

Amendments to ARTICLE VII – OFFICERS
Adopted By
Richmond Regional Planning District Commission
November 14, 1991

Revisions Adopted By
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September 14, 2000

Revisions Adopted By
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March 8, 2001

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Revisions Adopted By
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