

Confirmation prior to vote:

There is a motion before us that we convene in closed meeting for the purpose of discussing a public contract matter, during which all recording of the meeting will cease. Such closed meeting is exempt from the public meeting requirements of FOIA Section 2.2-3707, pursuant to FOIA Section 2.2-3711 (A)(29).

Adjourn

Targeted Adjournment is 8:55 am.

Opening Statement for Electronic Meetings

Due to the 2020 COVID-19 virus, meetings of the Richmond Regional Planning District Commission have transitioned to a virtual format in accordance with provisions of Virginia Code § 2.2-3708.2 and related legislation approved by the General Assembly of Virginia during the current period of the Governor's State of Emergency Declaration for COVID.

While we meet in a remote/virtual format, we remain committed to public accessibility and opportunity to participate. Staff provided advance notice of this meeting to members and the public. As this meeting will be recorded, audio and visual recordings and materials will be accessible through the PlanRVA website. Any member of the public participating as an observer during the meeting may submit comments or questions at any time via email at info@PlanRVA.org. Additional information for how members of the public may participate are included in the meeting materials and on our website.

For the members who are participating in the meeting today, we ask that you identify yourself first when speaking so we can accurately record the activities of the meeting. Please remember to mute your line when not speaking to minimize additional noise and feedback. You may unmute your line at any time to request acknowledgement from the Chair. Staff will be monitoring the chat functions throughout the meeting to assure we do not overlook anyone wishing to participate, as appropriate, in the discussion.

If anyone has questions regarding the process for assuring effective facilitation of this meeting or for how members of the public may participate, they should communicate by email if viewing via YouTube or chat if within the Zoom platform.

Staff certifies that we have followed the approved procedures for appropriate notice of this meeting and the means by which we are convening.

Executive Committee
Zoom Virtual Meeting
Meeting Minutes
March 11, 2020
8:15 a.m.

Members Present

<u>LOCALITY</u>	<u>NAME</u>	<u>X (attended)</u>
Charles City County	William Coad	
Chesterfield County	Christopher M. Winslow, Vice-Chair	X
City of Richmond	Dr. Cynthia Newbille	X
Goochland County	Neil Spoonhower, Chair	X
Hanover County	Canova Peterson, Treasurer	X
Henrico County	Tyrone Nelson	X
New Kent County	Patricia Paige	X
Powhatan County		
Town of Ashland	Mr. Daniel McGraw	X

Others Present

Eric Gregory.....Hefty, Wiley & Gore, PC

Staff Present

Martha Heeter..... Executive Director
 Diane Fusco.....Office Manager
 Sidd Kumar.....Project Coordinator
 Chet Parson.....Transportation Director

The PlanRVA Regional Commission meeting was held by electronic communication means as set forth by the April 22, 2020 actions of the General Assembly in response to the continued spread of novel coronavirus, or COVID-19. The technology used for this meeting was a web-hosted service created by Zoom. A live stream of the meeting was available through YouTube to assure open access by members of the public. All recordings are available on our [Plan RVA YouTube Channel](https://www.youtube.com/PlanRVA) at www.youtube.com/PlanRVA.

Call to Order

Chairman Spoonhower called the PlanRVA Executive Committee meeting to order at approximately 8:15 a.m.

Attendance Roll Call & Certification of a Quorum

Chairman Spoonhower referred to the opening statement for Electronic Meetings included in the agenda packet.

Ms. Fusco took attendance by roll call and confirmed a quorum of the body was present.

Meeting Minutes

Dr. Newbille offered a motion to approve the minutes from the February 11, 2021 meeting, which was seconded by Ms. Paige. Chairman Spoonhower asked for a vote by acclamation which carried unanimously.

Charter Revision Update

Members shared updates on the status of local government approvals of the proposed Charter revisions with specific emphasis on the implications of local government representation, voting and member dues. Mr. Peterson suggested referral of the funding issues to the Finance Committee for further review and recommendations as necessary. Vice Chair Winslow agreed with Mr. Peterson and made a motion to refer the matter to the Finance Committee for consideration at the next meeting.

Reverend Nelson advised the members that he was not aware of any decisions by Henrico County to reduce member dues in light of the Charter amendments.

Chairman Spoonhower asked the Finance Committee to review financial impacts of reduced funding from Chesterfield County and to provide an update will at the next Executive Committee meeting. He then advised that Goochland County will wait to vote on charter revisions until Finance Committee meets. Ms. Paige agreed in advising New Kent County will do the same.

Dr. Newbille asked when Finance Committee will next meet. Ms. Heeter confirmed the committee will meet on Tuesday March 23 at 1:30 p.m. Dr. Newbille stated she will follow up with Chairman Spoonhower on recommendations to fill the seat for the City of Richmond and will attend as a representative of the City until a member can be identified and appointed.

Reverend Nelson confirmed Henrico is not looking to change funding in FY2022.

FY2021 Imperatives

Chairman Spoonhower asked the committee for comments from Ms. Heeter's presentation of the Key Imperatives for FY2021 during last month's meeting. No comments were made.

New Business

Ms. Heeter requested approval to convert two Part-Time positions to Full-Time effective May 1, 2021. The request would allow for transition of two VCU Wilder Fellows working for the Commission as part-time employees to full time; PlanRVA would not participate with Wilder program for FY22.

PlanRVA has been participating with the VCU Wilder Fellowship program for the last few years which enabled the Commission to leverage graduate level talent from the school of Government Affairs and Public Service. PlanRVA hosted five Wilder Fellows over the course of participation in program and has been a fantastic experience.

The cost of this transition would be approximately \$6,000 fFY21. Ms. Heeter has been working with Chet Parsons on this proposal and is available to provide specifics regarding benefits to the transportation program.

Mr. Peterson asked if the transitioned full-time positions were already being included for next fiscal year's budget; Ms. Heeter said yes. Chairmain Spoonhower entertain asked if the Committee would like to enter a motion to approve the transition from Part-time to Full-time for the two positions.

Vice Chair Winslow made the motion; Dr. Newbille seconded the motion; the roll call vote passed unanimously

Chairman Spoonhower acknowledged PlanRVA's ability to attract quality talent and Ms. Heeter asked Mr. Parsons to pass along kudos to Barbara Jacocks and Sarah Stewart for their role in supervising the two Fellows.

Adjourn

Chairman Spoonhower adjourned the meeting at approximately 8:50 a.m.

**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. The COMMISSION also is known as PlanRVA.
- (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 and as amended thereafter.

**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 a majority of the membership voting seats of the COMMISSION.

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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 member 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~~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.

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Section 5

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

Commented [E2]: To be consistent with Charter amendments. See Art. IV.

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 approval of, without the Treasurer's countersignature, of all payroll and related ~~checks disbursements drawn made from~~ the COMMISSION's authorized bank account, by the Executive Director; and, the signing approval of, without the Treasurer's countersignature, ~~of~~ non-payroll related ~~checks disbursements~~ 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 disbursements 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.

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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.

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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.

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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.

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.

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Section 3

All policy committees shall be considered standing committees.

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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. COMMISSION members representing a majority of voting seats shall constitute a quorum.~~

Commented [E3]: This revision is pursuant to the Charter amendments to Art. II, Sect. 2 concerning voting seats and as described during the amendment process.

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 and any amendments 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 The
Richmond Regional Planning District Commission
November 14, 1991

Revisions Adopted By The
Richmond Regional Planning District Commission
September 14, 2000

Revisions Adopted By The
Richmond Regional Planning District Commission
March 8, 2001

Revision Adopted By The
Richmond Regional Planning District Commission
January 10, 2002

Revision Adopted By The
Richmond Regional Planning District Commission
June 8, 2017

Revision Adopted By The
Richmond Regional Planning District Commission