

1 **BYLAWS OF THE AFFORDABLE HOUSING ADVISORY COUNCIL**

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5 **10/11/21**

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7 **ARTICLE I – NAME**

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9 The name of this organization is the Affordable Housing Advisory Council, hereinafter
10 referred to as the “AHAC.”

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12 **ARTICLE II – PURPOSE**

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14 The Affordable Housing Advisory Council (AHAC) has been established by the Board of
15 Supervisors of Fairfax County, Virginia (“Board of Supervisors”), pursuant to Virginia
16 law for the purpose of providing recommendations to the Board of Supervisors,
17 consistent with the One Fairfax policy, regarding the implementation and achievement of
18 the Communitywide Housing Strategic Plan, County resource requirements identified in
19 the annual Budget Guidance, any additional adopted affordable housing development or
20 preservation guidance, as well as recommendations on overarching policies and programs
21 that support, promote and synthesize County efforts related to both ensuring housing
22 affordability, accessibility and ending homelessness.

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24 These bylaws are effective as of July 1, 2021

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26 **ARTICLE III – MEMBERSHIP AND TERM OF OFFICE**

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28 Appointments. The Affordable Housing Advisory Council will cultivate an inclusive
29 culture by including diverse perspectives and interests represented by individuals who
30 reflect the County’s diversity and are committed to housing affordability for all
31 throughout the County.

32 Membership and appointments to the Affordable Housing Advisory Council include
33 appointments made by the Board of Supervisors, Boards, Authorities and Commissions,
34 and by the Director, Housing and Community Development Department. Members will
35 serve for such term or terms as established by the June 22, 2021 Board of Supervisors
36 approved Action Item.

37 Each council member will serve two-year terms on alternating annual fiscal year cycles.
38 The Co-Chairs will each serve four-year terms on alternating biennial fiscal year cycles.

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40 Resignations and Vacancies. In the event a member cannot serve or resigns from office,
41 then the Chairpersons, or the County staff coordinator will advise the Clerk for the Board
42 of Supervisors of the vacancy in writing.

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44 Holdovers. In the event a member completes his or her term of office, remains qualified
45 to serve as a member, and the Board of Supervisors has not reappointed that member to

46 another term or appointed a successor member, then that person may continue to serve
47 until such time as the member is reappointed or a successor member is appointed.

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49 **ARTICLE IV – OFFICERS AND THEIR DUTIES**

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51 Officers. The AHAC will be served by two officers, who will serve as Co-Chairpersons.
52 The Chairpersons will be appointed by the Board of Supervisors. The Co-Chairs will
53 each serve four-year terms on alternating biennial fiscal year cycles.

54

55 Co-Chairpersons. The Chairpersons preside over meetings of the AHAC and are eligible
56 to vote at all times. The Chairpersons have the authority to delegate appropriate functions
57 to AHAC members and to request assistance from the County staff supporting the
58 AHAC. The Co-Chairperson with the greatest seniority will determine how any dispute
59 between the Co-Chairpersons will be resolved.

60

61 Replacement Officers. If the seat of a Co-Chairperson becomes vacant for any reason,
62 then the remaining Chairperson, the clerk, or the County staff coordinator will advise the
63 Clerk for the Board of Supervisors of the vacancy in writing.

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65 **ARTICLE V – MEETINGS**

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67 VFOIA. All meetings will be open to the public except as provided under the Virginia
68 Freedom of Information Act, Virginia Code § 2.2-3700 *et seq.*, as amended ("VFOIA").
69 Pursuant to Virginia Code § 2.2-3701, "meeting" or "meetings" means the meetings
70 including work sessions, when sitting physically, or through electronic communication
71 means pursuant to § 2.2-3708.2, as a body or entity, or as an informal assemblage of (i)
72 as many as three members or (ii) a quorum, if less than three, of the constituent
73 membership, wherever held, with or without minutes being taken, whether or not votes
74 are cast, of any public body. The AHAC may hold public hearings and report its findings
75 to the Board of Supervisors on AHAC issues that affect the public interest.

76

77 Notice and Agenda. Notice and the agenda of all meetings will be provided as required
78 under the VFOIA. All meetings will be preceded by properly posted notice stating the
79 date, time, and location of each meeting. Notice of a meeting will be given at least three
80 working days prior to the meeting. Notice of emergency meetings, reasonable under the
81 circumstances, will be given contemporaneously with the notice provided to AHAC
82 members. Notices of all meetings will be provided to the Office of Public Affairs for
83 posting at the Government Center and on the County Web site. All meetings will be
84 conducted in public places that are accessible to persons with disabilities.

85

86 Frequency. The AHAC will meet quarterly or as determined by the Chairperson.
87 Meetings will be held at a time agreed to by a majority of the AHAC's members, and at a
88 place arranged by the staff of the supporting County department.

89

90 Voting. A quorum is necessary for a vote. A majority of the membership of the AHAC
91 will constitute a quorum. In making any recommendations, adopting any plan, or

92 approving any proposal, action will be taken by a majority vote of AHAC members
93 present and voting. Upon the request of any member, the vote of each member on any
94 issue will be recorded in the minutes. All votes of AHAC members will be taken during a
95 public meeting, and no vote will be taken by secret or written ballot or by proxy.

96
97 Conduct. Except as otherwise provided by Virginia law or these bylaws, all meetings
98 will be conducted in accordance with *Robert's Rules of Order, Newly Revised*. Except as
99 specifically authorized by the VFOIA, which permits remote participation if a policy has
100 been enacted for this purpose, no meeting will be conducted through telephonic, video,
101 electronic, or other communication means where the members are not all physically
102 assembled to discuss or transact public business.

103
104 Public Access. For any meeting, at least one copy of the agenda, all agenda packets, and,
105 unless exempt under the VFOIA, all materials furnished to AHAC members will be made
106 available for public inspection at the same time such documents are furnished to the
107 AHAC members. Pursuant to the VFOIA, any person may photograph, film, record, or
108 otherwise reproduce any portion of a meeting required to be open, but such actions may
109 not interfere with any AHAC proceedings.

110
111 Records. The Chairpersons or a clerk to the council will ensure that minutes of meetings
112 are recorded as required under the VFOIA. Minutes will include: (1) the date, time, and
113 location of each meeting; (2) the members present and absent; (3) a summary of the
114 discussion on matters proposed, deliberated, or decided; and (4) a record of any votes
115 taken. Such minutes are public records and subject to inspection and copying by citizens
116 of the Commonwealth or by members of the news media. The supporting County
117 department will provide staff support to review and approve records and minutes of the
118 meeting.

119
120 Attorney-Client Privilege. Records containing legal advice from counsel to the AHAC,
121 and advice provided in closed session by legal counsel to the AHAC, are protected by the
122 attorney-client privilege and from disclosure under the VFOIA. Any such records or
123 advice should not be disclosed by members of the AHAC to any third party, or the
124 privilege against disclosure may be waived. Questions regarding the handling of records
125 or advice subject to attorney-client privilege should be directed to the AHAC's legal
126 counsel.

127 128 **ARTICLE VI - ATTENDANCE AND PARTICIPATION**

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130 Any AHAC member who misses three consecutive meetings or more than half of the
131 scheduled meetings within a 12-month period, or who fails to participate in the work of
132 the AHAC without good cause acceptable to a majority of the other AHAC members may
133 be subject to removal from the AHAC.

138 **ARTICLE VII - REMOVAL**

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140 Any AHAC member(s) may be recommended to the Board of Supervisors for removal
141 from the AHAC for cause, including but not limited to cause as set forth in Article VI, by
142 a two-thirds majority vote of all of the AHAC members. The members' authority to
143 recommend removal under these bylaws neither limits nor waives the Board of
144 Supervisors' authority to remove members from the AHAC as provided by law.

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146 **ARTICLE VIII – COMMITTEES**

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148 Standing. The Chairpersons may appoint standing committees and a chairperson for each
149 with the consent of a majority of the AHAC members present and voting.

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151 Special. The Chairpersons may appoint special committees and a chairperson for each
152 with the consent of a majority of the AHAC members present and voting.

153

154 Continuum of Care. The Affordable Housing Advisory Council will include the
155 Continuum of Care Committee (CoC). The Council and the CoC will each have separate
156 governing documents to enable the successful implementation of duties and to ensure
157 that the CoC's operations and procedures comport with applicable federal regulations.
158 *See* 24 C.F.R. § 578. To ensure continuity between the Council and its Committee, the
159 Chair of the CoC Committee will serve on AHAC.

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161 All meetings of any such committees will comply with the notice and other requirements
162 of the VFOIA. To the extent practicable, any such committees will be composed of at
163 least four members. Committee meetings may be held at the call of the Chairpersons or
164 at the request of two members, with notice to all members.

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166 **ARTICLE IX – ANNUAL REPORT**

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168 The AHAC will prepare an annual written report that describes the actions of the AHAC
169 and plans for future actions and activities. This report will be provided to the Clerk to the
170 Board of Supervisors for distribution to the members of the Board of Supervisors, the
171 Fairfax County Redevelopment and Housing Authority, and to the County Executive.

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173 **ARTICLE X – COMPLIANCE WITH LAW AND COUNTY POLICY**

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175 The AHAC will comply with all Virginia laws, including, but not limited to, the VFOIA,
176 and the Virginia State and Local Government Conflict of Interests Act, Virginia Code
177 § 2.2-3100 *et seq.*, as amended, with all County ordinances, and with all County policies
178 concerning the activities of its boards, authorities, and commissions. AHAC will conduct
179 its business and meetings in a manner consistent with the One Fairfax Policy. In case of a
180 conflict between a provision of these bylaws and any applicable ordinance or law, the
181 provisions of the applicable ordinance or law, as the case may be, will control.

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184 **ARTICLE XI – AMENDMENT OF BYLAWS**

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186 These bylaws may be amended by the AHAC by adopting the proposed amendment or
187 amendments and by presenting those proposed changes for approval to the Board of
188 Supervisors. Any such amendments to bylaws will become effective upon approval by
189 the Board of Supervisors.