

1 **BYLAWS OF THE FAIRFAX COUNTY ENVIRONMENTAL QUALITY**  
2 **ADVISORY COUNCIL**

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5 **Draft of August 2023**  
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7 **ARTICLE I – NAME**  
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9 The name of this organization is the Fairfax County Environmental Quality Advisory  
10 Council, hereinafter referred to as “EQAC.”  
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13 **ARTICLE II – PURPOSE**  
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15 EQAC has been established by the Board of Supervisors of Fairfax County, Virginia  
16 (“Board of Supervisors”), pursuant to Virginia law for the purposes of:  
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- 18 A. Determining through study on a continuing basis, the quality of the physical  
19 environment of the County and the forces or actions which affect, or could affect  
20 such quality; and
- 21 B. Reporting its findings thereon, and proposing policies and actions thereto to the  
22 Board of Supervisors and the County Executive; and
- 23 C. Providing a channel within which all aspects of County environmental quality  
24 may be brought together for common understanding and consideration; and
- 25 D. Providing a means by which attention may be directed toward resolution of  
26 environmental quality matters which merit particular attention or which require  
27 timely County action; and
- 28 E. Providing means of communication between public and private sectors on matters  
29 of County environmental quality; and
- 30 F. Promoting an awareness of County environmental quality and the forces which  
31 affect it, and recognition of superior accomplishment in achieving improved  
32 harmony between human activities and the physical environment; and
- 33 G. Acting as the advocate of preserving, protecting and enhancing the physical  
34 environment in matters under consideration by the Board of Supervisors, the  
35 Planning Commission, the Board of Zoning Appeals, the School Board, and all  
36 County and County-related agencies.  
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38 While the County and County-related agencies are encouraged to cooperate with the  
39 Council, it is not intended that such agencies be required to allocate effort and other  
40 resources to the Council, where these resources are required in the discharge of assigned  
41 agency responsibilities.  
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43 These bylaws are effective as of [insert date of these bylaws’ adoption by the Board of  
44 Supervisors].  
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47 **ARTICLE III – MISSION**

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49 The mission of EQAC is to advise or appear as an advocate on matters affecting the  
50 quality of the physical environment of the County before the Board of Supervisors, the  
51 County Executive, and other County and County-related agencies and EQAC shall have  
52 direct access to the Board of Supervisors and the County Executive.

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55 **ARTICLE IV – MEMBERSHIP AND TERM OF OFFICE**

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57 Appointments. EQAC shall be composed of fourteen (14) members appointed by the  
58 Boards of Supervisors for staggered terms of three years, except that one member shall be  
59 a County student appointed for a term of one year beginning on July 1 and ending on  
60 June 30 of the following year. One member shall be selected from each Magisterial  
61 District of the County and four members shall be selected at-large from the County.  
62 Magisterial district members will be nominated by the District Supervisor and must live  
63 in the district they represent. The at-large members will be nominated by the Chair of the  
64 Board of Supervisors and must be Fairfax County residents. All members appointed shall  
65 have an interest in preserving, protecting, and enhancing the physical environment of the  
66 County.

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68 Resignations and Vacancies. In the event a member cannot serve or resigns from office,  
69 then the Chairperson or the County staff coordinator shall advise the Clerk for the Board  
70 of Supervisors of the vacancy in writing.

71

72 Holdovers. In the event a member completes their term of office, remains qualified to  
73 serve as a member, and the Board of Supervisors has not reappointed that member to  
74 another term or appointed a successor member, then that person may continue to serve  
75 until such time as the member is reappointed or a successor member is appointed.

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78 **ARTICLE V – OFFICERS AND THEIR DUTIES**

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80 Elections. EQAC shall be served by two officers: a Chairperson and a Vice-Chairperson.  
81 The Chairperson shall be elected in accordance with the voting provisions of Article VI  
82 by EQAC members annually and such election shall be scheduled at the first meeting of  
83 each calendar year. Two months prior to the election meeting, a slate of candidates shall  
84 be nominated during a meeting held pursuant to Article VI. After nomination, each  
85 candidate shall be polled on their willingness and ability to serve as Chairperson of  
86 EQAC. At the election meeting, the Chairperson shall be elected from among the willing  
87 nominees in accordance with the voting provisions of Article VI. At the meeting,  
88 immediately following the election of the Chairperson, the Chairperson shall nominate  
89 the Vice-Chairperson. After nomination, each candidate shall be polled on their  
90 willingness and ability to serve as the Vice-Chairperson of EQAC. The Vice-

91 Chairperson shall then be elected from among the willing nominees in accordance with  
92 the voting provisions of Article VI.

93  
94 Chairperson. The Chairperson presides over meetings of EQAC and is eligible to vote at  
95 all times. The Chairperson has the authority to delegate appropriate functions to EQAC  
96 members and to request assistance from the County staff supporting EQAC.

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98 Vice-Chairperson. In the absence of the Chairperson at a meeting, the Vice-Chairperson  
99 shall perform the duties and exercise the powers of the Chairperson. In the event that  
100 neither the Chairperson nor the Vice-Chairperson is available, the member present with  
101 the longest tenure on EQAC shall act as Chairperson.

102  
103 Replacement Officers. If an office becomes vacant for any reason, it shall be filled by an  
104 election at the next regular meeting having a majority of members present. The newly  
105 elected officer shall complete the unexpired term of the officer succeeded. Prior to the  
106 election of any replacement officer, all members shall be provided with notice of the  
107 proposed election before the meeting at which the replacement is elected.

## 108 109 110 **ARTICLE VI – MEETINGS**

111  
112 VFOIA. All meetings shall be open to the public except as provided under the Virginia  
113 Freedom of Information Act, Virginia Code § 2.2-3700 *et seq.*, as amended ("VFOIA").  
114 "Meeting" or "meetings" means the meetings including work sessions, when sitting  
115 physically, or through electronic communication means pursuant to the VFOIA or other  
116 applicable Virginia law, as a body or entity, or as an informal assemblage of (i) as many  
117 as three members or (ii) a quorum, if less than three, of the constituent membership,  
118 wherever held, with or without minutes being taken, whether or not votes are cast, of any  
119 public body. EQAC shall hold public comment at least once a year and may report its  
120 findings to the Board of Supervisors on EQAC issues that affect the public interest.

121  
122 Notice and Agenda. Notice and the agenda of all meetings shall be provided as required  
123 under the VFOIA. All meetings shall be preceded by properly posted notice stating the  
124 date, time, and location of each meeting. Notice of a meeting shall be given at least three  
125 working days prior to the meeting. Notice of emergency meetings, reasonable under the  
126 circumstances, shall be given contemporaneously with the notice provided to EQAC  
127 members. Notices of all meetings shall be provided to the Office of Public Affairs for  
128 posting at the Government Center and on the County Web site. All in person and remote  
129 participation meetings shall be conducted in public places that are accessible to persons  
130 with disabilities. Public access via electronic communications must be provided for all-  
131 virtual public meetings.

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133 Frequency. EQAC shall meet monthly or as determined by the Chairperson. Meetings  
134 shall be held at a time agreed to by a majority of the EQAC's members, and at a place  
135 arranged by the staff of the supporting County department.

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137 Voting. A quorum is necessary for a vote. A majority of the membership of EQAC shall  
138 constitute a quorum. In making any recommendations, adopting any plan, or approving  
139 any proposal, action shall be taken by a majority vote of EQAC members present and  
140 voting. Upon the request of any member, the vote of each member on any issue shall be  
141 recorded in the minutes. All votes of EQAC members shall be taken during a public  
142 meeting, and no vote shall be taken by secret or written ballot or by proxy.

143  
144 Conduct. Except as otherwise provided by Virginia law or these bylaws, all meetings  
145 shall be conducted in accordance with *Robert's Rules of Order, Newly Revised*, and  
146 except as specifically authorized by the VFOIA, no meeting shall be conducted through  
147 telephonic, video, electronic, or other communication means where the members are not  
148 all physically assembled to discuss or transact public business.

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150 Public Access. For any meeting, at least one copy of the agenda, all agenda packets, and,  
151 unless exempt under the VFOIA, all materials furnished to EQAC members shall be  
152 made available for public inspection at the same time such documents are furnished to  
153 EQAC members. Pursuant to the VFOIA, any person may photograph, film, record, or  
154 otherwise reproduce any portion of a meeting required to be open, but such actions may  
155 not interfere with any EQAC proceedings.

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157 Records. The Chairperson or an appointed representative shall ensure that minutes of  
158 meetings are recorded as required under the VFOIA. Minutes shall include: (1) the date,  
159 time, and location of each meeting; (2) the members present and absent; (3) a summary of  
160 the discussion on matters proposed, deliberated, or decided; and (4) a record of any votes  
161 taken. Such minutes are public records and subject to inspection and copying by citizens  
162 of the Commonwealth or by members of the news media. The supporting County  
163 department shall provide staff support to confirm that the records and minutes of the  
164 meeting comply with VFOIA.

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166 Attorney-Client Privilege. Records containing legal advice from counsel to EQAC, and  
167 advice provided in closed session by legal counsel to EQAC, are protected by the  
168 attorney-client privilege and from disclosure under the VFOIA. Any such records or  
169 advice should not be disclosed by members of EQAC to any third party, or the privilege  
170 against disclosure may be waived. Questions regarding the handling of records or advice  
171 subject to attorney-client privilege should be directed to the EQAC's legal counsel.

## 172 173 174 **ARTICLE VII - ATTENDANCE AND PARTICIPATION**

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176 Any EQAC member who misses three consecutive meetings or more than half of the  
177 scheduled meetings within a 12-month period, or who fails to participate in the work of  
178 EQAC without good cause acceptable to a majority of the other EQAC members may be  
179 subject to removal from EQAC.

## 180 181 182 **ARTICLE VIII - REMOVAL**

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

**ARTICLE IX – COMMITTEES**

Standing. The Chairperson may appoint standing committees and a chairperson for each with the consent of a majority of EQAC members present and voting.

Special. The Chairperson may appoint special committees and a chairperson for each with the consent of a majority of EQAC members present and voting.

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

Comment: This Article permits the creation of committees, but it encourages all such committees to have at least four members. The reason for this is that if there is a committee with only two or three members, then those persons could not meet or communicate by telephone without triggering the notice requirements of VFOIA. Having committees of at least four members will allow any two members to communicate. A meeting of three or more members of any committee with more than three members would be a public meeting that would require notice and public access.

**ARTICLE X – ANNUAL REPORT**

EQAC shall prepare an annual Environmental Quality Report which shall include but not be limited to:

- A. Findings on the status of the physical environment of the County.
- B. Evaluations of existing efforts to achieve and maintain or improve environmental quality in the County.
- C. Proposed policies or programs which are designed to assist in further improvement of the environmental quality in the County, including the relative priority of each such proposal.

This report shall be provided to the Clerk to the Board of Supervisors for distribution to the members of the Board of Supervisors and to the County Executive.

**ARTICLE XI – COMPLIANCE WITH LAW AND COUNTY POLICY**

230 EQAC shall comply with all Virginia laws, including, but not limited to, the VFOIA, and  
231 the Virginia State and Local Government Conflict of Interests Act, Virginia Code § 2.2-  
232 3100 *et seq.*, as amended, with all County ordinances, and with all County policies  
233 concerning the activities of its boards, authorities, and commissions. In case of a conflict  
234 between a provision of these bylaws and any applicable ordinance or law, the provisions  
235 of the applicable ordinance or law, as the case may be, shall control.

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238 **ARTICLE XII– AMENDMENT OF BYLAWS**

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240 These bylaws may be amended by EQAC by adopting the proposed amendment or  
241 amendments and by presenting those proposed changes for approval to the Board of  
242 Supervisors. Any such amendments to bylaws shall become effective upon approval by  
243 the Board of Supervisors.

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246 These bylaws were approved by the Board of Supervisors on [Enter Date]

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249 GIVEN under my hand this \_\_\_\_\_ day of \_\_\_\_\_, [YEAR].

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Jill G. Cooper  
Clerk for the Board of Supervisors  
Department of Clerk Services