

BYLAWS OF FAIRFAX AREA DISABILITY SERVICES BOARD (AS OF 05/2019)

PREAMBLE

Subject to the provisions of:

- (1) Sections 51.5-47 through 51.2-52 of the Code of Virginia, and
- (2) The joint Exercise of Powers Agreement for a Fairfax Area Disability Services Board adopted by the Board of Supervisors of Fairfax County and the Councils of the Cities of Fairfax and Falls Church, respectively, and
- (3) Other applicable laws.

The following bylaws apply to and govern the administration of the Fairfax Area Disability Services Board.

ARTICLE I: NAME AND JURISDICTIONS SERVED

- A. This body will be known as the Fairfax Area Disability Services Board (hereinafter referred to as the FA-DSB).
- B. The FA-DSB will serve the Cities of Fairfax and Falls Church, Virginia, and the County of Fairfax, Virginia.

ARTICLE II: PURPOSE OF THE FAIRFAX AREA DISABILITY SERVICES BOARD

In accordance with Section 51.5-47 of the Code of Virginia, the purpose of the FA-DSB is to provide input to state and local agencies on service needs and priorities of persons with physical and sensory disabilities, to provide information and resource referral to local governments regarding the Americans with Disabilities Act (hereinafter referred to as the "ADA"), and to provide such other assistance and advice to local governments as may be requested.

ARTICLE III: MEMBERS AND TERM OF OFFICE

The members and term of office of the FA-DSB shall be as set forth in the Joint Exercise of Powers Agreement for a Fairfax Area Disability Services Board, and incorporated herein by reference.

ARTICLE IV: ORIENTATION OF NEW MEMBERS

- A. FA-DSB appointees will be provided an orientation including but not limited to:
 - The role of the FA-DSB;
 - FA-DSB operating procedures;
 - FA-DSB duties and responsibilities;
 - FA-DSB staff support;
 - An FA-DSB Board Orientation Manual including contact information for FA-DSB members and a copy of the FA-DSB Bylaws

B. Board orientation is required for all FA-DSB members.

ARTICLE V: MEETINGS

A. Regular Meetings:

The FA-DSB will hold regular monthly meetings at such times, places and methods that are accessible to persons with physical and sensory disabilities, as it deems proper.

B. Special Meetings:

Special meetings of the FA-DSB may be called by the Chair, or in the absence of the Chair, by the Vice-Chair or by one-third of the members of the FA-DSB at such dates, times, and places as may be specified in the call for the meeting.

C. Regular Meeting Notice:

Notice of regular meetings will be given in writing or alternative format to all FA-DSB members at least ten (10) days in advance of the time and place of the meeting.

D. Special Meeting Notice:

Notice of all special meetings will be given to all FA-DSB members by written notice or alternative format at least five (5) days in advance of the time and place of the meetings.

E. Quorum:

A majority of the members of the FA-DSB present in person will constitute a quorum.

F. Attendance:

FA-DSB members will be responsible for attending all of the meetings of the full FA-DSB and the meetings of the FA-DSB committees to which the member is assigned. If a member is unable to attend a regular meeting of the FA-DSB, he/she must notify a member of the Executive Committee or staff prior to the start of the meeting in order to be excused. Three or more unexcused absences during a twelve- (12) month period will constitute resignation from the FA-DSB.

G. Conduct:

All meetings shall be conducted in accordance with principles of procedure prescribed in Roberts Rules of Order. The Secretary will serve as the Parliamentarian.

H. Meeting Minutes:

Minutes will be taken at all regular and special meetings of the FA-DSB and distributed to members with the notice of the next regular meeting. The Secretary is responsible for the minutes.

I. Strategic Planning

A meeting setting goals and priorities for the FA-DSB shall be held on an as needed basis.

ARTICLE VI: DUTIES AND RESPONSIBILITIES

The duties and responsibilities of the FA-DSB shall be as set forth in Section II of the Joint Exercise of Powers Agreement for a Fairfax Area Disability Services Board, and incorporated herein by reference.

ARTICLE VII: OFFICERS

A. Officers, Duties and Responsibilities

The Chair shall:

- Develop the agenda of the FA-DSB regular meetings;
- Preside at all meetings;
- Assign members to committees;
- Appoint Chairs of committees and subcommittees;
- Serve as an ex-officio member of all committees of which the chair is not already a member except the nominating committee.
- Sign or cause to be signed the minutes when approved by the FA-DSB and such other official documents and correspondence required of him/her in the course of business of the FA-DSB; and
- Represent the FA-DSB before the Board of Supervisors, the City of Falls Church and City of Fairfax Town Councils, the Disability Services Council and other bodies unless she/he requests another member to represent the FA-DSB.
- Represent the FA-DSB at public hearings and can appoint other members to do so in his/her absence.

The Vice-Chair shall:

- Assume the responsibilities of the Chair at such times that the Chair cannot assume these duties;
- Monitor the activities of all committees of the FA-DSB;
- Oversee the FA-DSB's compliance with its Bylaws.

The Secretary shall:

- Be responsible for assuring that the records of the FA-DSB are kept, the minutes of all FA-DSB meetings are taken, and all votes are recorded;
- The Secretary shall also perform such other duties as requested by the Chair of the FA-DSB.
- Serve as the Parliamentarian

- Record all votes taken during FA-DSB meetings
- Assume the responsibilities of the Chair at such times that the Chair or Vice Chair cannot assume these duties;

B. Nomination

Beginning each spring, the FA-DSB shall appoint three members to serve as a nominating committee. Current FA-DSB officers and FA-DSB members seeking election to an officer position are ineligible to serve on the nominating committee. The committee shall submit the name of at least one nominee for each of the offices; Chair, Vice-Chair, and Secretary. At the regular June meeting, nominations may also be made from the floor. Members of the nominating committee shall not nominate an FA-DSB member to the Executive Committee without first obtaining his/her consent.

C. Election

A majority of those present and voting shall constitute an election
Election of officers shall be held at the regular June meeting each year.

D. Terms of Office

Terms on the Executive Committee shall be for one year.

A member of the Executive Committee shall serve no more than three consecutive one-year terms in any one office.

Any officer, or board member may be removed at any time by majority vote of the FA-DSB.

E. Vacancies

If an officer's position should become vacant, the chair may appoint an eligible member to serve the remainder of the term.

F. Absences

In the absence of the Chair, Vice-Chair and Secretary at any meeting, the FA-DSB shall select one of its members to act in that capacity at that meeting.

G. Matters Concerning the Board

In order for an FA-DSB Member to advocate as a representative of the board regarding any subject, a position on the issue must first be adopted by the full FA-DSB. For a matter to be adopted by the board it must be discussed, voted on and approved by a majority of FA-DSB members present at a public meeting.

ARTICLE VIII: COMMITTEES

A. Executive Committee

There will be an Executive Committee which shall consist of the:

- Chair,
- Vice-Chair, and
- Secretary,

The Executive Committee will meet at the call of the chair or upon written request of the chair of one or more of the standing committees. The purpose of the Executive Committee shall be to make recommendations to the FA-DSB.

The Executive Committee will develop and oversee implementation of FA-DSB policies and procedures.

The Executive Committee is responsible for coordination of public awareness, publicity and newsletter activities.

B. Standing Committees

The Committee Structure of the FA-DSB reflects the primary functions of the FA-DSB

Written reports shall highlight issues for direction by the full FA-DSB and shall be submitted prior to each monthly Board meeting. Standing committee chairs shall be appointed by the FA-DSB Chair for a one-year term and shall be a member of the FA-DSB. A chair may be re-appointed to subsequent terms. Committee membership and consulting is open to non-FA-DSB members.

The Americans with Disabilities Act (ADA) Committee

The Americans with Disabilities Act (ADA) Committee facilitates compliance with the spirit of the ADA and will ensure that Fairfax County programs, services and facilities as well as private programs and facilities offering services to the public are accessible to people with disabilities and comply with the design standards set by the ADA. The ADA Committee will also educate elected officials, county employees, public and private service providers about their responsibilities in serving people with disabilities, as well as educating people with disabilities about their civil rights guaranteed by the ADA.

Legislative Committee

The Legislative Committee will coordinate development of legislative initiatives, respond to legislative proposals and will be responsible for advising the FA-DSB on legislative affairs including interpreting local, state and federal laws and legislation and their impact on the lives of Fairfax area residents with disabilities. The Committee will set annual legislative priorities for the Commonwealth of Virginia's General Assembly and make submit those priorities for consideration in the BOS Legislative Program.

Transportation Committee

The Transportation Committee works to improve transportation and pedestrian accessibility for people with disabilities by advocating for legislation and increased funding, educating transit providers about their responsibilities, and conducting assessments about the transportation needs in the Fairfax area.

Employment Committee

The Employment Committee works to maximize best practices for rewarding job opportunities and career advancement for people with disabilities, particularly with Fairfax County Government.

Housing Committee

The Housing Committee advocates on the County level for an increase in the quantity and quality of affordable and accessible housing for people with disabilities.

Public Safety and Emergency Preparedness Committee

The Public Safety and Emergency Preparedness Committee educates Fairfax area people with disabilities about the resources available to assist individuals, families and neighborhoods prepare for or respond to an emergency, as well as monitors and consults on the development of County emergency planning policies and programs.

C. Subcommittees

Subcommittees may be created at any time by the Chair of the FA-DSB with FA-DSB approval. At the time a subcommittee is created, its purposes will be specifically outlined by the Chair of the FA-DSB. Each subcommittee will support the purpose of the FA-DSB.

Subcommittee membership, the chair of subcommittees and consulting is open to non-FA-DSB members.

D. Special Committees

Special Committees may be constituted at any time by the Chair of the FA-DSB with FA-DSB approval. Special committee membership and the chair of special committees is open to non-FA-DSB members.

At the time a Special Committee is created, its purpose will be specifically outlined by the Chair of the FA-DSB. In creating a Special Committee, Chair shall specify the time within which the Special Committee is to make its report to the FA-DSB.

ARTICLE: EFFECTIVE DATES AND AMENDMENTS

A. These Bylaws will be effective upon adoption by the FA-DSB.

B. These Bylaws may be amended by a majority vote of the members of the FA-DSB present and voting at any meeting of the FA-DSB. However, the amendment must be proposed at prior meeting held at least thirty days before the meeting at which a vote is to be taken on the proposed amendment.

DRAFT BYLAWS OF THE FAIRFAX AREA DISABILITY SERVICES BOARD (AS OF 09/2020)

Comment: Comments such as this one appear throughout this template, and are included to inform drafters of bylaws about the purposes of each Article, and to provide further instruction on content. They are to be deleted from any working or final draft.

ARTICLE I – NAME

- B. The name of this organization is the Fairfax Area Disability Services Board, hereinafter referred to as the “FA-DSB”.
- C. The FA-DSB will serve the County of Fairfax Virginia, and the Cities of Fairfax, Virginia, and Falls Church, Virginia.

Comment: Sets forth the official name of the board, authority, or commission. If this is a new body, or one for whom no prior bylaws exist, replace the second sentence with, “These bylaws are effective as of [insert date of these bylaws’ adoption by the Board of Supervisors].”

ARTICLE II – PURPOSE

The FA-DSB has been established by the Joint Exercise of Powers Agreement for a Fairfax Area Disability Services Board adopted by the Board of Supervisors of Fairfax County and the Councils of the Cities of Fairfax and Falls Church, respectively, pursuant to Virginia law for the purpose of providing input to state and local agencies on service needs and priorities of persons with physical and sensory disabilities, to provide information and resource referral to local governments regarding the Americans with Disabilities Act (hereinafter referred to as the “ADA”), and to provide such other assistance and advice to local governments as may be requested.

These bylaws replace and supersede the FA-DSB bylaws adopted in May 2019 and are effective as of [insert date of these bylaws’ adoption by the Board of Supervisors].

Comment: Sets forth the official purpose of the board, authority, or commission. This can most typically be found in, and should be based closely on, the Board of Supervisors’ action creating the body. If these are the first bylaws for the body, the second paragraph should be deleted.

ARTICLE III – MEMBERSHIP AND TERM OF OFFICE

Appointments. Membership and appointments to the FA-DSB shall be made as set forth in the Joint Exercise of Powers Agreement for a Fairfax Area Disability Services Board, and incorporated herein by reference.

Board Orientation. Board orientation is required for all FA-DSB members. FA-DSB appointees will be provided an orientation including but not limited to: the role, operating procedures, duties and responsibilities, and staff support of the FADSB. An FA-DSB Board Orientation Manual including contact information for FA-DSB members and a copy of the FA-DSB Bylaws and the Joint Powers Agreement shall be provided to all new appointees.

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

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

Comment: Sets forth the membership of the board, authority, or commission, and imposes a requirement on the chairperson, the clerk or the secretary, or the staff coordinator to advise the Clerk to the Board of Supervisors of any vacancies. If the Board of Supervisors has established specific offices, terms, or qualifications, they should be detailed above, and the model language under "Appointments" should be revised accordingly. This section also ensures that the Board of Supervisors will receive timely notice of the need to appoint persons to fill any vacancies that may arise. Finally, this section sets forth the "hold-over rule" to prevent a hiatus in government pending the appointment of a successor member.

ARTICLE IV – OFFICERS AND THEIR DUTIES

Elections. The FA-DSB shall be served by three officers: a Chairperson, a Vice-Chairperson, and a Secretary. The Chairperson shall be elected in accordance with the voting provisions of Article V by the FA-DSB members annually and such election shall be scheduled at the first meeting of each calendar year. Two months prior to the election meeting, a slate of candidates shall be nominated during a meeting held pursuant to Article V. After nomination, each candidate shall be polled on his or her willingness and ability to serve as Chairperson of the FA-DSB. At the election meeting, the Chairperson shall be elected from among the willing nominees in accordance with the voting provisions of Article V. At the meeting immediately following the election of the Chairperson, the Chairperson shall nominate the Vice Chairperson and Secretary. After nomination, each candidate shall be polled on his or her willingness and ability to serve as an officer of the FA-DSB. The Vice Chairperson and Secretary shall then be elected from among the willing nominees in accordance with the voting provisions of Article V.

Chairperson. The Chairperson presides over meetings of the FA-DSB and is eligible to vote at all times. The Chairperson has the authority to delegate appropriate functions to FA-DSB members and to request assistance from the County staff supporting FA-DSB. Further duties include but are not limited to:

- Develop the agenda of the FA-DSB regular meetings;
- Assign members to committees;

- Appoint Chairs of committees and subcommittees;
- Serve as an ex-officio member of all committees of which the chair is not already a member except the nominating committee.
- Sign or cause to be signed the minutes when approved by the FA-DSB and such other official documents and correspondence required of him/her in the course of business of the FA-DSB; and
- Represent the FA-DSB before the Board of Supervisors, the City of Falls Church and City of Fairfax Town Councils, the Disability Services Council and other bodies unless she/he requests another member to represent the FA-DSB.
- Represent the FA-DSB at public hearings and can appoint other members to do so in his/her absence.

Vice-Chairperson. In the absence of the Chairperson at a meeting, the Vice-Chairperson shall perform the duties and exercise the powers of the Chairperson. In the event that neither the Chairperson nor the Vice-Chairperson is available, the member present with the longest tenure on the FA-DSB shall act as Chairperson. Further duties include:

- Monitor the activities of all committees of the FA-DSB.
- Oversee the FA-DSB compliance with its Bylaws.
- Perform such other duties as requested by the Chair of the FA-DSB.

Secretary. The Secretary, or a duly appointed agent, shall be responsible for recording the minutes of meetings. Further duties include:

- Be responsible for assuring that the records of the FA-DSB are kept.
- Serve as the Parliamentarian.
- Perform such other duties as requested by the Chair of the FA-DSB.

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

Comment: Sets forth requirements for a presiding officer who shall be the chairperson, for a vice-chairperson to preside in the absence of the chairperson, and for a Secretary. As with Article III, any specific officers, election/appointment procedures, or other requirements of officers set forth by the Board of Supervisors or applicable law should be included here, and the model language revised accordingly. As a template and in lieu of any other requirements, this Article provides that election of those officers shall be done at the beginning of each calendar year, and any time thereafter, after prior notice, to fill a vacancy in the event such an officer resigns or is unable to serve. Also, please note that Article V requires that actions be taken in public session and that no vote be taken by secret or written ballot or by proxy. Those voting requirements apply to the election of officers.

ARTICLE V – MEETINGS

VFOIA. All meetings shall be open to the public except as provided under the Virginia Freedom of Information Act, Virginia Code § 2.2-3700 *et seq.*, as amended ("VFOIA"). Pursuant to Virginia Code § 2.2-3701, "meeting" or "meetings" means the meetings including work sessions, when sitting physically, or through electronic communication means pursuant to § 2.2-3708.2, as a body or entity, or as an informal assemblage of (i) as many as three members or (ii) a quorum, if less than three, of the constituent membership, wherever held,

with or without minutes being taken, whether or not votes are cast, of any public body. The FA-DSB may hold public hearings and report its findings to the Board of Supervisors on FA-DSB issues that affect the public interest.

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

Frequency. FA-DSB shall meet monthly or as determined by the Chairperson. Meetings shall be held at a time agreed to by a majority of the FA-DSB's members, and at a place arranged by the staff of the supporting County department that is accessible to persons with physical and sensory disabilities, as it deems proper.

Special Meetings. Special meetings of the FA-DSB may be called by the Chair, or in the absence of the Chair, by the Vice-Chair or by one-third of the members of the FA-DSB at such dates, times, and places as may be specified in the call for the meeting. A strategic planning meeting setting goals and priorities for the FA-DSB shall be held on an as needed basis.

Advocacy. For an FA-DSB Member to advocate as a representative of the board regarding any subject, a position on the issue must first be discussed, voted on and approved by the FA-DSB.

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

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

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

Records. The Secretary or an appointed representative shall ensure that minutes of meetings are recorded as required under the VFOIA. Minutes shall include: (1) the date, time, and

location of each meeting; (2) the members present and absent; (3) a summary of the discussion on matters proposed, deliberated, or decided; and (4) a record of any votes taken. Such minutes are public records and subject to inspection and copying by citizens of the Commonwealth or by members of the news media. The supporting County department shall provide staff support to review and approve records and minutes of the meeting.

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

Comment: This Article sets forth and highlights the basic statutory requirements for meetings of public bodies that are imposed by the Virginia Freedom of Information Act. Also, it establishes *Robert's Rules of Order, Newly Revised*, as the standard for questions of parliamentary procedure. *Robert's Rules* is a standard procedural reference for such bodies.

ARTICLE VI - ATTENDANCE AND PARTICIPATION

Any FA-DSB member who misses three consecutive meetings or more than half of the scheduled meetings (including regular, special and committee) within a 12-month period, or who fails to participate in the work of the FA-DSB without good cause acceptable to a majority of the FA-DSB members may be subject to removal from the FA-DSB. If a member is unable to attend a regular or special meeting of the FA-DSB, they must notify a member of the Executive Committee or staff prior to the start of the meeting to be excused.

ARTICLE VII - REMOVAL

Any FA-DSB member(s) may be recommended to the Board of Supervisors or the Councils of the Cities of Fairfax and Falls Church for removal from the FADSB for cause, including but not limited to cause as set forth in Article VI, by a two-thirds majority vote of all of the FA-DSB members. The members' authority to recommend removal under these bylaws neither limits nor waives the Board of Supervisors' or the Councils of the Cities of Fairfax and Falls Church authority to remove members from the FA-DSB as provided by law.

Comment: This Article is included at the request of the Board of Supervisors, and should be retained unless in conflict with applicable law.

ARTICLE VIII – COMMITTEES

Committee Structure. The Committee Structure of the FA-DSB reflects the primary functions of the FA-DSB. Written reports shall highlight issues for direction by the full FA-DSB and shall be submitted prior to each monthly Board meeting. Standing committee chairs shall be appointed by the FA-DSB Chair for a one-year term and shall be a member of the FA-DSB. A chair may be re-appointed to subsequent terms. Committee membership and consulting is open to non-FA-DSB members.

Executive. The Chairperson, Vice Chairperson, and Secretary shall collectively be known as the Executive Committee. Terms on the Executive Committee shall be for one year. A member of the Executive Committee shall serve no more than three consecutive one-year terms in any one office. The Executive Committee will meet at the call of the chair or upon written request of the chair of one or more of the standing committees. The purpose of the Executive Committee includes: making recommendations to the FA-DSB; develop and oversee implementation of FA-DSB policies and procedures; coordination of public awareness, publicity and newsletter activities.

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

- The Americans with Disabilities Act (ADA) Committee. The Americans with Disabilities Act (ADA) Committee facilitates compliance with the spirit of the ADA and will ensure that Fairfax County, Fairfax City and Falls Church City programs, services and facilities as well as private programs and facilities offering services to the public are accessible to people with disabilities and comply with the design standards set by the ADA. The ADA Committee will also educate elected officials, county employees, public and private service providers about their responsibilities in serving people with disabilities, as well as educating people with disabilities about their civil rights guaranteed by the ADA.
- Legislative Committee. The Legislative Committee will coordinate development of legislative initiatives, respond to legislative proposals and will be responsible for advising the FA-DSB on legislative affairs including interpreting local, state and federal laws and legislation and their impact on the lives of Fairfax area residents with disabilities. The Committee will set annual legislative priorities for the Commonwealth of Virginia's General Assembly and make submit those priorities for consideration in the BOS Legislative Program.
- Transportation Committee. The Transportation Committee works to improve transportation and pedestrian accessibility for people with disabilities by advocating for legislation and increased funding, educating transit providers about their responsibilities, and conducting assessments about the transportation needs in the Fairfax area.
- Employment Committee. The Employment Committee works to maximize best practices for rewarding job opportunities and career advancement for people with disabilities, particularly with Fairfax County Government.
- Housing Committee. The Housing Committee advocates on the County level for an increase in the quantity and quality of affordable and accessible housing for people with disabilities.
- Public Safety and Emergency Preparedness Committee. The Public Safety and Emergency Preparedness Committee educates Fairfax area people with disabilities about the resources available to assist individuals, families and neighborhoods prepare for or respond to an emergency, as well as monitors and consults on the development of County and City emergency planning policies and programs.

Subcommittees of Standing Committees. Subcommittees may be created at any time by the Chair of the FA-DSB with FA-DSB approval. At the time a subcommittee is created, its

purposes will be specifically outlined by the Chair of the FA-DSB. Each subcommittee will support the purpose of the FA-DSB. Subcommittee membership, the chair of subcommittees and consulting is open to non-FA-DSB members.

Special. The Chairperson may appoint special committees and a Chairperson for each with the consent of a majority of the FA-DSB members present and voting. Special committee membership is open to non-FA-DSB member. The Chair shall be an FA-DSB member. At the time a Special Committee is created, its purpose will be specifically outlined by the Chair of the FA-DSB. In creating a Special Committee, Chair shall specify the time within which the Special Committee is to make its report to the FA-DSB

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 IX – ANNUAL REPORT

The FA-DSB shall prepare an annual written report that describes the actions of the FA-DSB and plans for future actions and activities. 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.

Comment: This Article requires preparation an annual written report to the Board of Supervisors, which is typically – but not always – required by the Board.

ARTICLE X – COMPLIANCE WITH LAW AND COUNTY POLICY

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

Comment: This Article requires compliance with all Virginia laws, County ordinances, and County policies.

ARTICLE XI – AMENDMENT OF BYLAWS

These bylaws may be amended by the FA-DSB by adopting the proposed amendment or amendments by a majority vote of the members of the FA-DSB present and voting at any

meeting of the FA-DSB. However, the amendment(s) must be proposed at a prior meeting held at least thirty days before the meeting at which a vote is to be taken on the proposed amendment. Once adopted the FA-DSB will present those proposed changes for approval to the Board of Supervisors or the Councils of the Cities of Fairfax and Falls Church. Any such amendments to bylaws shall become effective upon approval by the Board of Supervisors.

Comment: County policy requires that all bylaws of County boards, authorities, and commissions, and any amendments to any such bylaws, be submitted to the Board of Supervisors for approval.