



**ORANGE COUNTY PLANNING COMMISSION
BYLAWS**

ADOPTED 06/02/2016

REVISIONS: 01/05/2017
08/03/2017
10/07/2021
02/03/2022

Article I: Establishment and Authority

- A. The Orange County Planning Commission is established pursuant to § 15.2-2210 of the Code of Virginia and to Article II, Division 3 of the Orange County Code of Ordinances. This body was first established in April 1966, reestablished in April 2004, and reconstituted as a 5-member body in March 2010 by the Orange County Board of Supervisors (hereinafter referred to as the “Board”).
- B. The official title of this body shall be the Orange County Planning Commission (hereafter referred to as the “Commission”).
- C. The primary purpose of the Commission shall be to advise the Board on planning-related and land use-related matters in the county in order to promote orderly development, the public health, safety, and general welfare, and good zoning practice. The Commission shall carry out its duties pursuant to all authority bestowed upon it by the Code of Virginia and by the Board.

Article II: Membership

- A. Membership of the Commission shall be as set forth in Sec. 2-62 of the Orange County Code of Ordinances.
- B. A Commissioner may be removed from office in the event he/she is absent from any 3 consecutive meetings of the Commission, or is absent from any 4 meetings within a 12-month period.

Article III: Officers

- A. Officers of the Commission shall consist of a Chair, Vice Chair, and a Secretary. The Chair and Vice Chair shall be voting members of the Commission. The Secretary shall be an employee of Orange County Department of Planning & Zoning so appointed by the Chair.
- B. Election of officers shall be made during the first regular meeting of the Commission each calendar year in accordance with the following procedures:
 - 1. The presiding officer shall first solicit nominations from the floor for the position of Chair for the upcoming year.

2. Any Commissioner, after being recognized by the presiding officer, may make 1 or more nominations and discuss his or her opinions on the qualifications of the nominees.
 3. When all nominations have been made, the presiding officer shall close the floor to nominations and call for a vote.
 4. The presiding officer shall solicit votes for each nominee in the order nominated. Each member may cast 1 vote per nominee.
 5. The candidate receiving the majority vote of the Commission shall be declared elected. A majority of voting members shall be required to elect the Chair for the upcoming year.
 6. The newly-elected Chair shall take office immediately and repeat the nomination and election procedures in order to elect a Vice Chair.
 7. Upon election of the Vice Chair, the Chair shall then appoint a Secretary for the year.
- C. Officers shall serve until the election of officers is concluded during the first regular meeting the following year, or until his/her term expires, whichever occurs first.
- D. Any mid-year office vacancy shall be filled immediately during the next regular meeting by the above procedures.
- E. The Chair shall:
1. Preside at all meetings of the Commission;
 2. Appoint special and standing committees, for which he/she shall serve as an ex officio member;
 3. Rule on all procedural/parliamentary matters and questions, including requests for remote participation pursuant to Article IX. Such rulings may be reversed by a vote by all other Commissioners present;
 4. Have the authority to speak, make motions, and vote on all matters, unless otherwise recused;
 5. Establish time limits for all presentations and other public input made to the Commission;
 6. Sign and authenticate official documents of the Commission;
 7. Correspond with the Board on behalf of the Commission; and
 8. Carry out other duties assigned by a majority of the Commission.
- F. The Vice Chair shall:
1. Assume the full powers of the Chair in his/her absence or inability to act; and
 2. Carry out duties assigned by a majority of the Commission.
- G. The Secretary shall:
1. Ensure that attendance is recorded at all meetings;
 2. Supervise the keeping of the minutes of the Commission;
 3. Provide notice to all members of all meetings;
 4. Prepare agendas for all meetings;
 5. Maintain official records of the Commission;

6. Handle any funds that may be allocated to the Commission;
7. Coordinate all official correspondence of the Commission;
8. Provide legal notice to the public for all meetings and public hearings; and
9. Provide information to the Board related to all Commission actions and recommendations, including their annual report as required by the Code of Virginia.

Article IV: Meetings, Generally

- A. The Commission shall hold regular meetings at 6:00 p.m. on the first Thursday of each month. An alternative meeting time/date of 6:00 p.m. on the third Thursday of each month shall be reserved to be used as needed. Unless otherwise announced and advertised, all meetings shall be held in the Public Safety Building, Board Meeting Room located at 11282 Government Center Drive, Orange, Virginia 22960. The Commission's meeting schedule shall be maintained on the County's website.
- B. Special meetings may be called by the Chair or by 2 Commissioners upon written request to the Secretary, pursuant to the procedural requirements of § 15.2-2214 of the Code of Virginia.
- C. A majority of the Commission membership shall constitute a quorum. Official actions may not be taken at a meeting without a quorum.
- D. Commissioners shall notify the Chair or the Secretary of their pending absence from a meeting at least 24 hours prior to the meeting, unless due to an emergency.
- E. The Secretary, in conjunction with the Chair, shall generally finalize meeting agendas at least 5 calendar days prior to a given meeting. Once the agenda for a given meeting has been finalized, the Secretary shall transmit copies of the agenda and all related materials to the Commission for their review prior to the meeting date. These materials shall also be posted on the county's website for public review and made available in the Department of Planning & Zoning.
- F. Any meeting may be cancelled by the Chair, or Vice-Chair on behalf of the Chair, if situations are present (e.g. weather) which would make travel to or from the meeting hazardous. In such circumstances, all hearings and other materials previously advertised shall automatically be rescheduled for the next meeting (either the first or third Thursday, whichever occurs first), as described in subsection 'A' above.

Article V: Conduct of Business

- A. The agenda for regular meetings shall be generally arranged as presented below. The order of business may be modified by the Chairman or Secretary to facilitate the conduct of business.
 1. Call to order and determination of quorum
 2. Approval of agenda
 3. Discussion/approval of minutes of prior meetings
 4. General public comment
 5. Work session items
 6. Old business/Committee reports
 7. Public hearing items

8. New business
 9. Commissioner comments/reports
 - a. Updates on community outreach activities
 10. Consensus regarding next meeting date
 11. Adjournment
- B. Meetings shall be generally conducted in accordance with the most recent edition of *Robert's Rules of Order*, but the Chair shall be ultimately responsible for conducting meetings, establishing procedures, and controlling the course of business. Failure to strictly comply with *Robert's Rules of Order* shall not invalidate any actions of the Commission.
- C. The Chair shall be responsible for maintaining order and decorum throughout each meeting, and may take any action necessary to do so, including stopping a presentation, ordering a recess, refusing to recognize a speaker, ordering that a matter be deferred to the next meeting, or any other appropriate action.
- D. The course of business for public hearings shall be controlled by the Chair.

Article VI: Voting on Matters

- A. Unless otherwise required, an affirmative vote of at least a majority voting on an item shall be necessary to represent an official action or recommendation of the Commission. In the event any motion does not obtain an affirmative majority vote, that particular motion fails and no action is taken on it.
- B. A tie vote shall be a rejection of the motion presented. Up to 2 additional motions pertaining to the matter at hand may be introduced after this initial tie vote. No Commissioner may make more than 2 motions on any particular matter, and there shall be no more than 3 total motions on said matter. In the event of deadlock, the Chair may order the deferral of the item until the next meeting or when the full membership will be present. Alternatively, if the matter at hand does not receive an affirmative majority vote after 3 separate motions, it shall be considered a denial of said matter.
- C. The Chair may utilize either a general voice vote or an individual roll call vote on all matters required for action by the Commission.

Article VII: Bylaw Amendments

- A. These Bylaws may be amended by a majority affirmative vote by the Commission, provided each member is given a 30-day notice of the proposed amendments. This notice requirement may be waived with a 4/5 majority affirmative vote.

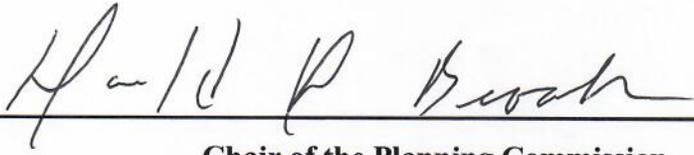
Article VIII: Effect of Enactment

- A. Nothing in the foregoing Bylaws shall be deemed as invalidating any official business transacted by the Commission prior to the adoption of these Bylaws.
- B. Unless otherwise required by the Code of Virginia or by the Orange County Code of Ordinances, failure to strictly adhere to these Bylaws shall not be utilized to invalidate any action taken by the Commission.

Article IX: Remote Participation in Meetings

- A. Individual Commissioners may participate in meetings of the Commission by electronic communication means from a remote location that is not open to the public, provided that such participation is approved by the Chairman (or by the Commission, pursuant to Article III(E)(3)). Such participation shall comply with this Article and § 2.23708.2 of the Code of Virginia.
- B. On or before the day of a meeting, a Commissioner desiring to participate remotely shall notify the Chairman of the Commission that:
 - a. Such Commissioner is unable to attend the meeting due to:
 - (i) a temporary or permanent disability or other medical condition that prevents the Commissioner's physical attendance (in which case, the minutes shall record this basis for remote participation, but need not record the exact nature of the disability or medical condition); or
 - (ii) a family member's medical condition that requires the member to provide care for such family member, thereby preventing the member's physical attendance (in which case, the minutes shall record this basis for remote participation, but need not record the exact nature of the family member's disability or medical condition); or
 - b. Such Commissioner is unable to attend the meeting due to a personal matter (in which case, the Commissioner shall identify, with specificity, the nature of the personal matter; and the Commission shall include in its minutes the specific nature of the personal matter cited by the Commissioner). However, participation by a Commissioner pursuant to this subdivision b shall be limited each calendar year to two meetings or 25 percent of the meetings held per calendar year rounded up to the next whole number, whichever is greater.
- C. An individual Commissioner may participate from a remote location only if a quorum (3 members) of the Commission is physically assembled at the primary or central meeting location, and the Commission has made arrangements for the voice of the remote participant to be heard by all persons at the primary or central meeting location.
- D. The location from which a Commissioner participates remotely shall be recorded in the Commission's minutes; however, the location need not be open to the public.
- E. This Article shall be applied strictly and uniformly, without exception, to the entire membership of the Commission, and without regard to the identity of the Commissioner requesting remote participation or the matters that will be considered or voted on at the meeting. The Chairman shall consult the County Attorney for review of the Commissioner's request for compliance with the Code of Virginia and this Article. If a member's participation from a remote location is disapproved because such participation would violate this policy, the reasons for such disapproval shall be recorded in the minutes with specificity.

CERTIFIED COPY:

A handwritten signature in black ink, appearing to read "Harold P. Brown", written over a horizontal line.

Chair of the Planning Commission

ATTEST:

A handwritten signature in blue ink, written over a horizontal line.

Secretary to the Planning Commission