

BYLAWS
Winchester Social Services Advisory Board

Article I
NAME

The name of the Board shall be the Winchester Social Services Advisory Board (the “Advisory Board”).

Article II
LEGAL BASIS AND PURPOSE

Section I: Legal Basis

The Winchester Social Services Advisory Board was established by the City Council in Winchester City Code, Chapter 2, Section 2-9 in accordance with Section 63.2-305 of the Code of Virginia. To the extent that these Bylaws conflict with the Winchester City Code or any other controlling lawful authority including but not limited to formal actions by Common Council, the Winchester City Code or other controlling lawful authority shall supersede. The provisions of these bylaws are severable. If any provision of these bylaws is found to be illegal, invalid or unenforceable, that shall not affect the validity or enforceability of any other provision of these bylaws.

Section II: Purpose/Powers/Duties

The powers and duties of the Advisory Board are set forth in §63.2-305(b) of the Code of Virginia which is hereby incorporated into these bylaws mutatis mutandis as follows:

- (1) To interest itself in all matters pertaining to the public assistance and social services needed by the people of the City of Winchester;
- (2) To monitor the formulation and implementation of public assistance and social services programs by the City of Winchester Department of Social Services (the “Department of Social Services”);
- (3) To meet with the local government official who constitutes the board or designee at least four (4) times a year for the purpose of making recommendations on policy matters concerning the Department of Social Services;
- (4) To make an annual report to the City of Winchester concurrent with the budget presentation of the Department of Social Services, concerning the administration of the public assistance and social service programs;
- (5) To submit to the governing body or bodies, from time to time, other reports that the Advisory Board deems appropriate.

Article III
MEMBERSHIP

Section I: Members

The membership of the Advisory Board shall be consistent with Section 2-9 of the Winchester City Code which provides that the Board shall consist of nine (9) members appointed by the Winchester City Council. The appointment of Advisory Board members shall be for a term of four (4) years. Appointments to fill vacancies shall be for the unexpired term. Appointments to fill unexpired terms shall not be considered full terms, and such persons shall be eligible to be appointed to two (2) consecutive full terms. Except as otherwise determined by Common Council, no person shall serve more than two (2) consecutive terms. The City Manager shall be an ex officio member, without a vote of the Advisory Board. Any vacancy occurring during the term of office of any member shall be reported to Common Council in writing by the Director of Social Services through chain of command and the City's administrative process in order that Council may fill the vacancy for the unexpired term of office.

Article IV
OFFICERS

Section I: Elected Officers

The elected officers of the Advisory Board shall be a Chair and a Vice Chair. Officers shall be limited to two (2) consecutive terms. Terms of office shall be one (1) year.

Section II: Elections

Nominations and elections of officers shall be held annually as the first order of business either (1) within fifteen (15) days after members of the Advisory Board are notified of their appointment, or (2) at the first regular meeting of the Advisory Board in the calendar year, whichever occurs first.

Section III: Duties of Officers

(1) Chair

In addition to the other duties set forth in these Bylaws, the primary responsibilities of the Chair shall be:

- (a) To preside over the meetings of the Advisory Board;
- (b) To represent the Board to the City Council and other groups;
- (c) To act as liaison between the Advisory Board and the Department of Social Services;
- (d) To assist in the preparation of the agenda for meetings; and
- (e) To perform other duties which may be assigned by the City Council.

(2) Vice Chair

The Vice Chair shall exercise the powers and perform the duties of the Chair during the absence, disability or disqualification of the Chair.

(3) Secretary

The Director of Social Services or their designee shall act as Secretary of the Advisory Board and shall keep on file minutes of the attendance and transactions at all meetings of the Advisory Board.

Section IV: Vacancies
Should any vacancy occur among the offices of Chair and Vice Chair as described above, the Advisory Board shall fill such vacancy as promptly as is practicable and the individual elected to such office shall serve for the unexpired term of the office in which such vacancy has occurred.

Article V
MEETINGS

Section I: Regular Meetings
The regular meetings of the Advisory Board shall be held on regularly scheduled dates by Resolution annually adopted by the Board, provided, however, that the Advisory Board shall not meet less frequently than once every two months.

Section II: Special Meetings
In addition to regularly scheduled meetings, the Advisory Board may meet at the call of the Chair or on the petition of at least one-half (1/2) of the members.

Section III: Orientation and Training Session
At least one meeting a year shall be an orientation and training session for new Advisory Board members.

Section IV: Executive Sessions
The Advisory Board may hold executive sessions in accordance with applicable state law.

Section V: Notice
Written notice of regular meetings shall be published in accordance with the requirements of the Code of Virginia and shall be given to all members of the Advisory Board at least five (5) days prior to such meetings. Notice of special meetings shall be given to all Advisory Board members at least one (1) day prior to such meetings. All such notices shall state the time, place and location of the meetings. Meetings are subject to the Freedom of Information Act requirements as established by applicable law.

Section VI: Attendance at Meetings
An Advisory Board member who, without an expressly stated excuse, fails to attend three (3) consecutive regularly scheduled meetings will receive written notice from the Chair, and the Chair shall advise City Council of such fact. By majority vote, the Advisory Board may request the Chair to forward a written request to Common Council for removal of any member due to repeated absences or other behavior that is deemed inconsistent with the efficient and effective operation of the Advisory Board or which may impugn or adversely affect the public perception and integrity of the Advisory Board or the City.

Article VI

COMMITTEES

Section I: Committees
Special or Ad Hoc committees may be designated by the Chair with the approval of the Advisory Board. All provisions of these Bylaws regarding Notice, Attendance, and Conduct of Meetings shall be equally applicable to any committee meeting under this Article.

Article VII CONDUCT OF MEETINGS

Section I: Quorum
At any meeting of the Advisory Board, a quorum shall be a majority of those appointed to and serving on the Advisory Board.

Section II: Procedure
Except as expressly provided under these Bylaws, the rules contained in the current edition of Robert's *Rules of Order, Newly Revised* shall govern the Advisory Board in all cases to which they are applicable and not inconsistent with any special rules of order the Advisory Board may formally adopt. The rules of order and procedure may be suspended only by two-thirds (2/3) vote of the Advisory Board.

Section III: Voting
At all meetings of the Advisory board, each member present shall be entitled to cast one vote. No action of the Advisory Board shall be valid unless a quorum is present, as outlined in Article VIII, Section I above.

Section IV: Conflict of Interest
All members of the Advisory Board are subject to the Virginia State and Local Government Conflict of Interest Act (Virginia Code §2.2-3100 et seq.). In the event that any member shall have a financial or personal interest of any kind in a matter before the Advisory Board, regardless of whether such matter has come before the Advisory Board for a vote, and aside from any interest in common with any other taxpayer or resident of the City of Winchester, such member shall disclose that interest and may disqualify himself or herself, or shall disqualify himself or herself if required by law, from voting on or participating in discussion upon the matter.

Article VIII AMENDMENT OF BYLAWS

These Bylaws may be amended at any meeting by a two-thirds (2/3) majority vote of the membership of the Advisory Board after thirty (30) days prior written notice. An amendment shall become effective immediately upon its adoption.