

ATTACH A BRIEF SUMMARY OF YOUR PROPOSAL

APPENDIX B

FISCAL NOTE FOR PROPOSED RULES

Rule Title: Commission Organization and Meeting Procedure

Type of Rule: Legislative Interpretive x Procedural

Agency WV Tourism Commission

Address 2101 Washington Street East

P.O. Box 50312

Charleston, WV 25305-0312

1. Effect of Proposed Rule N/A

	ANNUAL FISCAL YEAR				
	INCREASE	DECREASE	CURRENT	NEXT	THEREAFTER
<u>ESTIMATED TOTAL COST</u>	\$ N/A	\$ N/A	\$ N/A	\$ N/A	\$ N/A
PERSONAL SERVICES					
CURRENT EXPENSE					
REPAIRS & ALTERNATIONS					
EQUIPMENT					
OTHER					

2. Explanation of above estimates:

N/A

3. Objectives of these rules:

These rules establish the organizational structure of the WV Tourism Commission and establishes meeting procedures.

Rule Title: Commission Organization and Meeting Procedure

4. Explanation of Overall Economic Impact of Proposed Rule.

A. Economic Impact on State Government.

N/A

B. Economic Impact on Political Subdivisions; Specific Industries; Specific groups of Citizens.

N/A

C. Economic Impact on Citizens/Public at Large.

N/A

Date: January 26, 1996

Signature of Agency Head or Authorized Representative



FILED

TITLE__

PROCEDURAL RULES

JAN 26 2 10 PM '96

WEST VIRGINIA TOURISM COMMISSION

OFFICE OF WEST VIRGINIA
SECRETARY OF STATE

SERIES 1

COMMISSION ORGANIZATION AND MEETING PROCEDURE

§ 1.0 General.

1.1. Scope. -- The following procedural rules govern all regularly-scheduled meetings, special meetings, emergency meetings, records, members and officers of the West Virginia Tourism Commission.

1.2. Authority. -- W. Va. Code 5B-2-9.

1.3. Filing Date. -- January 26, 1996.

1.4. Effective Date. -- February 29, 1996.

§ 2.0 Application and Enforcement.

2.1. Application. -- These procedural rules shall apply to the Commission and to all persons desiring to attend or to address the Commission.

2.2. Enforcement. -- The enforcement of these rules shall be vested with the Commission.

§ 3.0 Definitions.

3.1. "Commission" means the West Virginia Tourism Commission.

3.2. "Development Office" means the West Virginia Development Office.

3.3. "Director" means the Executive Director of the Development Office.

3.4. "Member" means member of the West Virginia Tourism Commission.

§ 4.0 Commission.

4.1. Membership. -- The Commission shall consist of nine (9) members. Six (6) members of the Commission shall be appointed by the Governor, with the advice and consent of the Senate, representing private-sector participants in the state's

tourism industry; one (1) member shall be appointed by the Governor from the membership of the Council for Community and Economic Development; one (1) member shall be appointed by the Governor to represent public sector nonstate participants in the tourism industry within the state; and the Secretary of Transportation, or his/her designee, shall serve by virtue of their position. Of the six (6) members appointed by the Governor representing public sector nonstate participants in the tourism industry within the state, one (1) member shall represent a Convention and Visitors Bureau and one (1) member shall be a member of a Convention and Visitors Bureau.

4.2. Term of Office. -- The terms of the appointed Commission members first taking office shall expire as designated by the Governor at the time of their nomination; three at the end of the second year, three at the end of the third year, and two who shall serve for a full term of four years. As original appointments expire, subsequent appointments shall be for a period of four years. Members shall be eligible for reappointment, and any member whose term has expired shall serve until his successor has been duly appointed and qualified. Terms shall end on June 30 of the calendar year in which said term expires.

4.3. Vacancies. -- In the case of a vacancy on the Commission, such vacancy shall be filled by the Governor in the same manner as the original appointment, or if caused by a change in the statute, as provided therein. Any member appointed to fill a vacancy occurring prior to the expiration of a Member's term shall serve for the remainder of said Member's term. No vacancy in the membership of the Commission shall impair the rights of a quorum to exercise all the rights and perform all of the duties of the Commission. A vacancy on the Commission shall exist on the happening of any of the following events:

4.3.1 The death, incompetency, expiration of term, or removal of any member;
or

4.3.2 An increase in the authorized number of members by statute or rule without the simultaneous appointment of a member to fill the newly authorized position.

4.4. Quorum. -- Five (5) members of the Commission shall constitute a quorum, and the affirmative vote of a majority of the members present at a meeting in person, by telephone or by proxy, shall be necessary for any action taken by vote of the Commission.

4.5. Proxies. -- Commission members shall be permitted to designate any other Commission member as their proxy for all votes. Designations must be in writing and notarized, and copies sent by electronic transfer or otherwise shall be deemed sufficient.

4.6. Compensation. -- Members of the Commission shall not be entitled to compensation for services performed as members, but shall be entitled to

reimbursement for all reasonable and necessary expenses actually incurred in the performance of their duties.

4.7. Delegation of Authority. -- The Commission may delegate, to the extent that it considers necessary, any portion of its authority to manage, control, and conduct the current business of the Commission, to the Executive Director of the West Virginia Development Office, or to any executive officer of the Commission or agent thereof, subject to the Commission's approval of the terms and conditions. Notwithstanding any delegation of authority that the Commission may make hereunder, it shall exercise general supervision over the executive officers of the Commission and shall be responsible for the proper performance of their respective duties.

§ 5.0 Meetings.

5.1. Regular and Special Meetings. -- The Commission shall meet at least quarterly on a date designated by the Chairperson. The Chairperson shall notify Commission members of meeting dates and agenda items at least five (5) working days prior to regular meetings.

5.2. Emergency Meetings. -- Emergency meetings of the Commission may be called by the Chairperson or upon the written demand of four (4) members of the Commission. Emergency meetings shall be for the consideration of only those matters designated in the call for an emergency meeting.

5.3. Telephone Conferences and Voting. -- Telephone conferences and voting may be held by the Commission on issues involving administrative ~~and~~ functions of the Commission or tourism development. Meetings held in this manner shall require twenty-four (24) hours notice to the members and may be electronically recorded.

5.4. Adjournment of Meetings. -- Any regular meeting of the Commission may be adjourned without further notice to such date, hour, and place as may be determined by the Commission at such meeting. In the event that a quorum is not present at such meeting and cannot be obtained within a reasonable time, such meeting shall be adjourned to such date, hour, and place as shall be determined and announced by the Chairperson and notice of such adjourned meeting shall be given to those members not present.

5.5. Procedure at Meetings. -- At all regular and special meetings of the Commission, the following shall be the order of business:

5.5.1. Roll Call.

5.5.2. Proof of Notice of Meeting.

5.5.3. Approval of Minutes of Previous Meeting.

5.5.4. Report of the Chairperson.

5.5.5. Reports of Standing Committees.

5.5.6. Unfinished business.

5.5.7. New business.

5.5.8. Other Business.

5.5.9. Adjournment.

In all other respects not otherwise provided for in these rules, Robert's Rules of Order shall govern the conduct of all meetings of the Commission.

5.6. Open Meeting. -- All meetings of the Commission shall be open to the public, except for such executive sessions as permitted by West Virginia Code 6-9A-4. The Commission may cause the removal of any person from a meeting, other than a Commission member, who is disrupting the meeting to the extent that orderly conduct of the meeting is compromised. A determination to remove any person shall be vested in the sole discretion of the Chair.

5.7. Notice of Regular or Special Meeting. -- Except on the event of an emergency requiring immediate official action, notice of the time, place and purpose of all meetings of the Commission shall be filed with the Secretary of State for publication in the State Register in a manner to allow each notice to appear in the State Register at least five (5) days prior to the date of such meeting.

5.8. Notice of Emergency Meeting. -- In the event of an emergency requiring immediate official action, the Commission may file a notice with the Secretary of State at any time prior to the meeting, provided that all Commission members have been notified of such meeting in writing, by telephone or by electronic transfer at least twenty-four (24) hours in advance of the time scheduled for the commencement of the meeting. Notification shall be read to include leaving a message at the regular place of business of said members or at their homes. The notice filed with the Secretary of State in such an emergency shall state the time, place and purpose of the meeting, and the facts which constitute the emergency.

5.9. Waiver of Notice. -- Unless otherwise provided by law, whenever any notice is required to be given to the members of the Commission under the provisions of these Procedural Rules or under the provisions of state law, a waiver thereof in writing, signed by the member or members entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

§ 6.0 Officers.

6.1. Executive Officers. -- The executive officers of the Commission shall be the Chairperson, Vice Chairperson, and Secretary.

6.2. Chairperson. -- The Governor shall appoint a Chairperson for a term to run concurrent with the appointed term of office of the member so appointed. The Chairperson shall be eligible for successive terms in the position of Chairperson. The Chairperson shall preside at all meetings of the Commission, shall appoint committees as from time to time shall be deemed necessary or expedient, and shall perform such other duties as prescribed by the Commission. In the absence of the Chairperson, or if there is no Chairperson, the Vice-Chairperson shall preside at all meetings of the Commission at which they are present. The Chairperson shall also make reports to the Commission, but shall generally perform all duties incident to the office of Chairperson, and shall perform such other duties as may be prescribed by the Commission.

6.3. Vice Chairperson. -- The Commission shall elect one of its members every two years as Vice Chairperson. In the absence or disability of the Chairperson, whether temporary or otherwise, the Vice Chairperson shall perform the duties of the Chairperson. The Vice Chairperson shall also perform such other duties as prescribed by the Commission.

6.4. Secretary. -- The Commission shall elect one of its members every two years as Secretary. The Secretary shall keep the minutes of all meetings of the Commission; oversee the accuracy of written records of the Commission; provide copies of approved minutes to the members of the Commission; certify, when necessary, the records, proceedings, documents and resolutions of the Commission; and shall perform such other duties as shall be prescribed by the Commission.

6.5. Removal. -- Any executive officer, with the exception of the Chairperson, may be removed from office at any time, with or without cause, on the affirmative vote of a majority of the Commission.

6.6. Vacancies. -- Vacancies in office, however caused, may be filled by election by the Commission at the first meeting following such expiration or vacancy.

6.7. Absence or Disability of Officers. -- In the case of the absence or disability of any executive officer of the Commission and of any person hereby authorized to act in his place during his absence or disability, the Commission may by resolution delegate the powers and duties of such officer to any other executive officer, to any member or to any other person whom it may select.

6.8 Facsimile Signatures. -- Facsimile signatures of any Executive Officer of the Commission may be used whenever and as authorized by the majority vote of the members of the Commission.

§ 7.0 Executive Committee.

7.1. Executive Committee. -- The Commission shall be authorized upon the affirmative vote of a majority of the members to form an executive committee consisting of not less than ~~three (3)~~ four (4) nor more than ~~five (5)~~ six (6) members of the Commission which shall be authorized to manage, control, and conduct such business of the Commission as shall be authorized from time to time. The members of the Executive Committee shall consist of the Chairperson, Vice Chairperson and Secretary of the Commission, ~~the Executive Director of the West Virginia Development Office,~~ and not more than ~~two (2)~~ three (3) additional members of the Commission as shall be recommended by the Chairperson and approved by a majority vote of the Commission.

The members of the Executive Committee shall serve at the pleasure of the Commission for ~~one (1)~~ two (2) years. Members shall be eligible for re-appointment, and any member whose term has expired shall serve until his successor has been duly appointed and qualified.

Notwithstanding any delegation of authority that the Commission may make to the Executive Committee hereunder, the Commission shall exercise general supervision over the Executive Committee, its officers and agents, and shall be responsible for the proper performance of the Executive Committee, its officers and agents, and their respective duties.

7.2. Meetings. -- The Executive Committee shall meet upon the call of the Chairperson.

Notice of regular, emergency, or special meetings of the Executive Committee shall be governed by the same provisions as set forth with regard to meetings of the Commission in Rules 5.7 and 5.8.

7.3. Quorum and Voting. -- Three (3) of the authorized number of members of the Executive Committee shall constitute a quorum for the transaction of business, and the affirmative vote of a majority of the Executive Committee present at a meeting in person, by telephone or by proxy shall be necessary for any actions taken by a vote of the Executive Committee.

7.4. Vacancies. -- A vacancy on the Executive Committee shall exist on the happening of any of the following events:

7.4.1. The death, incompetence, resignation, or removal of any member of the Executive Committee; and

7.4.2. An increase in the authorized number of members of the Executive Committee by a revision, amendment, or alteration of these Procedural Rules without the simultaneous appointment of a member to the Executive Committee to fill the newly authorized position.

7.5. A vacancy on the Executive Committee shall be filled in the same manner as the original appointment, or if caused by a change in the Procedural Rules of the Commission, as provided therein. Each member of the Executive Committee so appointed shall hold office for the unexpired term of his predecessor in office.

7.6. Proxies. -- Executive Committee members shall be permitted to designate any other Executive Committee member as their proxy for all votes except for those actions as shall be specifically excluded from time to time by the majority vote of the members of the Commission or by specific provision provided in the Procedural Rules as they herein exist or may hereinafter be amended. Designations must be in writing and notarized, and copies sent by electronic transfer or otherwise shall be deemed sufficient.

7.7. Compensation. -- Members of the Executive Committee shall not be entitled to receive compensation for their services, but shall be entitled to reimbursement for any reasonable and necessary expenses incurred in the performance of their duties.

§ 8.0 Minutes.

8.1. Preparation of Minutes. -- The Commission shall provide for the preparation of written minutes of all its meetings. All minutes shall specify the following:

8.1.1. The date, time, and place of the meeting.

8.1.2. The name of each Commission member present and absent.

8.1.3. All motions, proposals, resolutions, orders, and measures proposed, the name of the Commission member(s) proposing the same, and their disposition.

8.1.4. The results of all votes and, upon the request of any Commission member, the vote of each member by name.

8.2. Availability of Minutes. -- The Commission shall keep correct and complete books and records, and shall keep Minutes of its proceedings. All Minutes shall be available to the public after they have been approved by the Commission at any regular or special meeting. Minutes of executive sessions may be limited to material the disclosure of which is not inconsistent with West Virginia Code §6-9A-4.

§ 9.0 Amendments.

9.1. Amendment of Rules. -- The Commission shall have the power to make, alter, amend, suspend, and repeal the rules of the Commission by a vote of not less than five (5) of its members at any meeting of the Commission. A quorum shall have the power to make, alter, amend, suspend, or repeal the rules of the Commission in whole or in part PROVIDED THAT the substance of the proposed action has been provided to each member at least five (5) business days before said meeting.

§ 10.0 Miscellaneous.

10.1. Fiscal Year. -- The fiscal year of the Commission shall begin on the 1st day of July of each year and end at 12:00 p.m. on the 30th day of June of the following year.

10.2. Construction and Definition. -- Unless the context requires otherwise, the general provisions, rules of construction, and definitions contained in the statutory laws and regulations of the State of West Virginia shall govern the construction of these Procedural Rules. Without limiting the foregoing, except as otherwise specifically provided, for the purpose of these Procedural Rules, and as the context may require, the masculine use of pronouns of the masculine gender and the use of pronouns of the feminine gender shall be deemed to include the masculine and neuter gender; gender shall be deemed to include pronouns of the feminine and neuter; the singular shall be deemed to include the plural, and the plural shall be deemed to include the singular; "shall" is deemed to be mandatory and "may" is deemed to be permissive.

Gaston Caperton, Governor



WEST VIRGINIA DEVELOPMENT OFFICE

CAPITOL COMPLEX
CHARLESTON, WV 25305-0311

MEMORANDUM

TO: The Honorable Ken Hechler
Secretary of State

FROM: Thomas C. Burns *TCB*
Executive Director

DATE: January 26, 1996

RE: Procedural Rules - WV Tourism Commission

Enclosed for filing are procedural rules of the West Virginia Tourism Commission entitled "Commission Organization and Meeting Procedures." The rules outline the organization of the Commission, i.e. membership, vacancies, quorum, as well as meeting procedures. The rules have been adopted by the Commission.

Thank you for your assistance in this matter. Please feel free to contact me if you have any questions or need additional information.

TCB:ddd

Enclosure