

WEST VIRGINIA
SECRETARY OF STATE
KEN HECHLER
ADMINISTRATIVE LAW DIVISION

Form #5

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OFFICE OF WEST VIRGINIA
SECRETARY OF STATE

**NOTICE OF AGENCY ADOPTION OF A PROCEDURAL OR INTERPRETIVE RULE
OR A LEGISLATIVE RULE EXEMPT FROM LEGISLATIVE REVIEW**

AGENCY: Council for Community & Economic Development TITLE NUMBER: 165

CITE AUTHORITY: WV Code 5B-2-3(e)

RULE TYPE: PROCEDURAL XX INTERPRETIVE _____

EXEMPT ~~LEGISLATIVE~~ RULE XX

CITE STATUTE(S) GRANTING EXEMPTION FROM LEGISLATIVE REVIEW

5B-2-3(e)

AMENDMENT TO AN EXISTING RULE: YES _____, NO XX

IF YES, SERIES NUMBER OF RULE BEING AMENDED: _____

TITLE OF RULE BEING AMENDED: _____

IF NO, SERIES NUMBER OF NEW RULE BEING ADOPTED: One

TITLE OF RULE BEING ADOPTED: Council Organization and Meeting Procedure

THE ABOVE RULE IS HEREBY ADOPTED AND FILED WITH THE SECRETARY OF STATE. THE
EFFECTIVE DATE OF THIS RULE IS November 1, 1992

David E. Berry

TITLE 165
PROCEDURAL RULES
WEST VIRGINIA COUNCIL FOR COMMUNITY AND ECONOMIC DEVELOPMENT

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OFFICE OF THE SECRETARY OF STATE
WEST VIRGINIA

SERIES 1
COUNCIL ORGANIZATION AND MEETING PROCEDURE

1-1-1 General.

1.1 Scope. -- These procedural rules govern all regularly-scheduled meetings, special meetings, records, and officers of the West Virginia Council for Community and Economic Development.

1.2 Authority. -- W. Va. Code 5B-2-3.

1.3 Filing Date. -- October 22, 1992.

1.4 Effective Date. -- November 1, 1992.

1-1-2. Application and Enforcement.

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

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

1-1-3. Definitions.

3.1 "Council" means the West Virginia Council for Community and Economic Development.

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

3.3 "Director" means the executive director of the Development Office as appointed by the Council.

1-1-4 Council.

4.1 Powers. -- The Council shall have such duties, responsibilities, and powers as provided for in W. Va. Code 5B-2-1, et seq., as amended.

4.2 Membership. -- The Council shall consist of fifteen members. Nine members shall be appointed by the Governor with the advice and consent of the

Senate and shall represent community or regional interests; two at-large members shall be appointed by the Governor with the advice and consent of the Senate; one member shall be appointed by the Governor from a list of two persons recommended by the president of the Senate; one member shall be appointed by the Governor from a list of two persons recommended by the speaker of the House of Delegates; and the president of the West Virginia Economic Development Council and the secretary of the Department of Commerce, Labor and Environmental Resources shall serve by virtue of their positions. Of the nine members appointed by the Governor representing community and regional interests, three members shall be from each congressional district, and one member shall be a member of a regional planning and development council.

4.3 Term of Office. -- The terms of the appointed Council members first taking office shall expire as designated by the Governor at the time of their nomination; three at the end of the first year, three at the end of the second year, three at the end of the third year, and four at the end of the fourth year. 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.

4.4 Vacancies. -- In the case of a vacancy on the Council, 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 creating the Council, as provide therein. Any member appointed to fill a vacancy occurring prior to the expiration of a term shall serve for the remainder of said term. No vacancy in the membership of the Council shall impair the rights of a quorum to exercise all the rights and perform all of the duties of the Council. A vacancy in the Council shall exist on the happening of any of the following events:

4.4.1 The death, incompetency, resignation, expiration of term, or removal of any member.

4.4.2 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.

4.5 Quorum. -- Eight (8) members of the Council shall constitute a quorum, and the affirmative vote of a majority of the members participating in person or by phone shall be necessary for any action taken by vote of the Council, except that the affirmative vote of at least eight (8) members appointed to the Council shall be required for the following actions:

4.5.1 Hiring, termination, and discipline of the Director.

4.5.2 Termination of existing programs.

4.5.3 The creation or termination of new programs.

4.5.4 The amendment of these procedural or other rules, except as provided for in Rule 8.1 hereof.

4.6 Proxies. -- Council members shall be permitted to designate any other Council member as their proxy for all votes except for those actions designated in

Rules 4.5.1 through 4.5.5 hereof. Designations must be in writing and notarized, and copies sent by electronic transfer or otherwise shall be deemed sufficient.

4.7 Reimbursement. -- Members of the Council 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.

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

1-1-5. Officers.

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

5.2 Chairperson. -- The Council shall elect a Chairperson from its membership to hold office concurrent with his term of election, or until his resignation, death, removal, or expiration of term. Upon the resignation, death, removal, or expiration of the term of the Chairperson, or upon its vacancy for any other reason, the Council shall elect a new Chairperson at its first meeting following such event. The Chairperson shall preside at all meetings of the Council, shall appoint committees as from time to time shall be deemed necessary or expedient, and shall perform such other duties as prescribed by the Council.

5.3 Vice Chairperson. -- The Council shall annually elect one of its members as Vice Chairperson. In the absence or disability of the Chairperson, whether temporary or otherwise, the Vice Chairperson shall assume the duties of the Chairperson. The Vice Chairperson shall also perform such other duties as prescribed by the Council.

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

5.5 Subordinate Officers. -- Other subordinate officers, including without limitation an assistant financial officer and an assistant secretary or secretaries, may be appointed by the Council, and shall exercise such powers and perform such duties as may be delegated to them by the resolution appointing them, or by subsequent resolutions adopted by the Council.

5.6 Absence or Disability of Officers. -- In the case of the absence or disability of any executive officer of the Council and of any person hereby authorized to act in his or her place during their absence or disability, the Council may by

resolution delegate the powers and duties of such officer to any other executive officer or to any member or other person whom it may elect.

5.7 Facsimile Signatures. -- Facsimile signatures of any executive officer of the Council may be used whenever and as authorized by the majority vote of the Council.

1-1-6. Meetings.

6.1 Regular Meetings. -- Regular meetings of the Council shall be held at such times as shall be fixed by resolution of the Council; Provided however, that the Council shall have a minimum of four (4) quarterly meetings per year on a date designated by the Chairperson of the Council. The Secretary shall notify Council members of meeting dates and agenda items at least five (5) working days prior to regular meetings.

6.2 Emergency or Special Meetings. -- Emergency and special meetings of the Council may be called by the Chairperson or, if the Chairperson is absent or unable to act, by the Vice Chairperson, or upon the written demand of six (6) members of the Council. Emergency and special meetings shall be for the consideration of only those matters designated in the call for an emergency meeting. Notice of emergency or special meetings shall be given in writing by mail at least three (3) days prior to the date of the meeting or upon 24 hours notice delivered in writing, by telephone, or by electronic transfer. The business to be transacted and the purpose of any such emergency or special meeting shall be specified in the notice by the Chairperson, Vice Chairperson, or members requesting the meeting. Attendance of a member at a meeting shall constitute a waiver of notice of that meeting except when the member attends for the express purpose of objecting to the transaction of any business in that the meeting is not lawfully convened.

6.3 Telephone Conferences and Voting. -- Telephone conferences and voting may be held by the Council on issues involving routine administrative functions of the Council or Development Office. Meetings held in this manner shall require twenty-four (24) hours notice to the members and may be electronically recorded for transcription of Council minutes.

6.4 Adjournment of Meetings. -- Any regular meeting of the Council may be adjourned without further notice to such date, hour, and place as may be determined by the Council 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 then be determined and announced by the Chairperson and notice of such adjourned meeting shall be given to those members not present.

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

6.5.1 Roll call.

6.5.2 Proof of notice of meeting.

6.5.3 Reading and disposing of any unapproved minutes..

- 6.5.4 Report of the Chairperson.
- 6.5.5 Reports of committees.
- 6.5.6 Disposition of unfinished business.
- 6.5.7 Disposition of new business.
- 6.5.6 Other business.
- 6.5.7 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 Council.

6.6 Open Meetings. -- All meetings of the Council shall be open to the public, except for such executive sessions as permitted by West Virginia Code 6-9A-4. The Council may cause the removal of any person from a meeting, other than a Council 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.

6.7 Notice of Regular or Special Meeting. -- Except in the event of an emergency requiring immediate official action, notice of the time, place, and purpose of all meetings of the Council 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.

6.8 Notice of Emergency Meeting. -- In the event of an emergency requiring immediate official action, the Council may file a notice with the Secretary of State at any time prior to the meeting, provided that all Council members have been notified of such meeting in writing or by telephone 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.

6.9 Waiver of Notice. -- Unless otherwise provided by law, whenever any notice is required to be given to any member of the Council under the provisions of these rules, or under the provision of any bylaw or provision of state law, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice, and attendance of the person at a meeting shall constitute a waiver of notice, except as provided in Rule 6.2 of these rules.

1-1-7. Minutes.

7.1 Preparation of Minutes. -- The Council shall keep correct and complete books and records, and shall keep minutes of the proceedings of its members and the meetings of the Council. The Council shall provide for the preparation of written minutes of all its meetings. All minutes shall specify the following:

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

7.1.2 The name of each Council member present.

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

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

7.2 Availability of Minutes. -- All minutes shall be available to the public after they have been approved by the Council 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.

1-1-8 Amendments.

8.1 Amendment of Rules. -- The Council shall have the power to make, alter, amend, suspend, and repeal the rules of the Council by a vote of not less than eight (8) of its members at any meeting of the Council, and without previous notice of such purpose. A quorum shall have the power to make, alter, amend, suspend, or repeal the rules of the Council in whole or in part at any meeting if the substance of the proposed action has been provided to each member at least five (5) working days before said meeting.

Dana D. Davis
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Gaston Caperton, Governor



John M. Ranson, Cabinet Secretary

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M E M O R A N D U M

DATE: October 29, 1992

TO: Judy Cooper

FROM: Dana Davis *[Signature]*

RE: Procedural Rules--Council for Community and Economic
Development
Title 165, Series 1

As requested, I am forwarding a diskette containing the above referenced procedural rules. The rules were typed in Microsoft Word.

Please feel free to give me a call if you should have any questions. Once again, thanks for your assistance.

:ddd

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OCT 30 2 54 PM '92

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