

**EMERGENCY COMMUNICATIONS CENTER
MANAGEMENT BOARD BY-LAWS**

MARCH 31, 2026

**ARTICLE I
ORGANIZATION**

A. NAME

The agency shall be known as the Emergency Communications Center (ECC).

B. LEGAL AUTHORITY

The ECC was organized and exists pursuant to an agreement for the joint exercise of powers entered among the City of Charlottesville (City), the County of Albemarle (County), and the Rector and Visitors of the University of Virginia (University) on January 20, 1984. The Management Board derives its authority from the agreement dated January 20, 1984, and will continue in effect until modified or dissolved by mutual agreement of the participants, provided that any participant may discontinue its participation at the end of any fiscal year on one year's written notice to the others. The ECC is a public body with all powers and duties granted to it by the laws of Virginia.

The City and County are enabled to enter a joint exercise of powers as authorized by Section 15.2-1300 of the Code of Virginia and the University joins by the authority vested in it by Title 23.1 of the Code of Virginia.

C. PURPOSE

The purpose of the ECC is to improve the health, wellness, and safety of the community by providing public safety communications and preparedness services to the County, City, and University. The ECC receives 9-1-1 communications, gathers critical information, dispatches the appropriate emergency services, provides life-saving instructions until help arrives, coordinates communication with responders, and maintains incident records. In addition, the ECC maintains the regional systems utilized for the delivery of emergency services and preparedness.

D. DEFINITIONS

“Agreement” means the joint powers agreement entered into January 20, 1984, as amended.

“Participants” means any of the parties to the agreement, County, City, and University.

“Fiscal year” means a one-year period beginning July 1.

“Management Board” or “Board” means the nine-member¹ group, as set forth in Article II(b) and Addendum #1 of the Agreement, which shall provide governance to the ECC.

“His” means either his or her as applicable.

E. POWERS

The Management Board shall be responsible for:

1. Providing governance for the ECC;

¹ The Management Board is now nine-members, not ten, as the Jefferson Country Fire and Rescue Association is defunct. Agreement Section II(b) and Addendum #1.

2. Establishing bylaws and electing officers for the Management Board;
3. Approving operating procedures and policies for the ECC;
4. Selecting and supervising an Executive Director who serves at the pleasure of the Management Board;
5. Controlling all revenues and expenditures of the ECC by approving a fiscal year budget, prepared by the Executive Director, which in turn must be submitted to the Participants along with a cost allocation schedule and any other data which any of the Participants may desire;
6. Providing an annual report, to be prepared by the Executive Director, to include the financial status of the ECC and the status of all program activities;
7. Providing an audit at the end of each fiscal year as part of the County's annual audit program;
8. Authorizing, with the advice of the Executive Director, the number of employees, the organizational chart, and the compensation and classification of the employees within the County's established classification and compensation policies; and
9. Executing faithfully the terms of the Agreement made between the Participants for the purpose of establishing the ECC.

The Executive Director shall be responsible for:

1. Drafting operating procedures and policies for the ECC for the Management Board's approval;
2. Implementing the policies, procedures, and actions taken by the Management Board;
3. Total administrative responsibility for the entire operation of the ECC;
4. Hiring and supervising the staff of the ECC within the limits of the County's established personnel policies and regulations²;
5. Disciplining and terminating the staff of the ECC within the limits of the County's established personnel policies and regulations and with the agreement of County Human Resources and the ECC's legal counsel³;
 - i. If there is no agreement on a discipline or termination action between the ECC Executive Director, County HR, and legal counsel the decision shall be referred to the Executive Committee, as defined in Article V(A), for action.
6. Maintaining liaison with all Participants and with the emergency services providers relative to the operation of the ECC;
7. Providing ECC representation at any and all appropriate meetings, forums, or inquiries;
8. Providing a news media liaison for the ECC;
9. Attending all Management Board and standing committee meetings;
10. Serving as, or designating, a custodian of all records of the ECC including the books of account and see that accurate records are kept of all receipts and disbursements;
11. Making a brief financial report as soon as practicable at the end of each fiscal year;
12. The preparation of an annual plan, annual operating budget, and a cost allocation schedule;
 - i. The annual budget shall show proposed cash outlays for all operating expenses, capital equipment, and improvements. Each item of expenditure shall be justified and explained in appropriate detail.
13. Signing on behalf of the Board, any agreement or other instrument, **that is not subject to the County's procurement procedures**, which has been authorized by the Board; and

² This delegation from the Management Board to the Executive Director is made pursuant to Section II(g) of the Agreement.

³ This delegation from the Management Board to the Executive Director is made pursuant to Section II(g) of the Agreement.

14. Performing all other duties incident to his office or that may be required of him by the Management Board.

The Executive Director may delegate certain of his duties and responsibilities to the staff of the ECC but remains accountable and responsible to the Management Board for the outcomes of any delegation.

ARTICLE II MEMBERSHIP

A. MANAGEMENT BOARD

The ECC Management Board shall consist of nine⁴ (9) members:

1. the Albemarle County Executive;
2. the Charlottesville City Manager;
3. the University of Virginia Executive Vice President/Chief Operating Officer;
4. the Chief of Police of Albemarle County;
5. the Chief of Police of Charlottesville;
6. the Chief of Police of the University of Virginia;
7. the Chief of the Charlottesville Fire Department
8. the Chief of the Albemarle County Department of Fire Rescue; and
9. one University representative with expertise in 911 center operations to be designated by the Executive Vice-President/Chief Operating Officer.

Members of the Management Board and/or their designees shall serve ex-officio as representatives of their respective jurisdictions or agencies, and shall incur no individual or personal liability for actions taken in good faith by them as members of the Management Board.

Any member may designate a subordinate to attend meetings of the Management Board and vote on his behalf. The designation must be in writing and provided to the Executive Director of the ECC prior to the designee's participation in any meetings.

B. ATTENDANCE

Members of the Management Board or their designees are expected to attend all regular and annual meetings of the Management Board. The Management Board may request the County, City, or University as the case may be, to replace any Management Board member appointed by that body, or designated members thereof, to replace any member who is absent, or whose designee is absent, from more than three regular meeting during a calendar year.

Remote electronic participation is only permitted pursuant to the "Remote Participation Policy of the Emergency Communications Center Management Board" passed September 9, 2024.

ARTICLE III OFFICERS

⁴ The Management Board is now nine-members, not ten, as the Jefferson Country Fire and Rescue Association is defunct. Agreement Section II(b) and Addendum #1.

A. OFFICERS

The officers of the Management Board shall consist of a Chairman, a Vice Chairman, a Secretary, and such subordinate officers as may from time to time be elected or appointed by the Management Board. The offices of Chairman, Vice-Chairman, and Secretary may not be held simultaneously by members representing the same participant.

B. TERMS

Each of the officers shall be elected to serve for a term of one (1) year unless sooner removed by the Management Board, or until his successor is elected and qualified. Any vacancy occurring in any office shall be filled for the unexpired term by the Management Board and any person elected shall be from the same Participant as the person who is vacating the office. All officers shall take office at the same meeting following their election.

C. ELECTION OF OFFICERS

Officers shall be elected annually at the Annual Meeting, defined in Article IV(B). A quorum, defined in Article IV(D), must be present and voting in order to constitute an election.

In order to assure full participation by each of the Participants, and in order to promote harmonious relationships between the Participants, it shall be the policy of the Management Board that leadership of the Board will circulate among the three Participants with the designation of the actual officer being left to the prerogative of the Participant except that the officer must be a member of the Board. It is intended that the occupancy of each of the three officer's positions will then rotate on an annual basis in perpetuity unless it is decided, pursuant to an election, as defined in this sub-section, that all of the officers should be reelected to their present posts for an additional year, thus temporarily delaying but preserving the cycle of leadership.

D. CHAIRMAN

The duties of the Chairman shall be:

1. To preside at all meetings of the Management Board which he is present, and to vote at said meetings as any other member;
2. To appoint all committees deemed necessary for the operation of the Management Board and the effective implementation of the ECC's program;
3. To serve as the official liaison between the Management Board and the Executive Director;
4. To perform any and all other duties as determined by the Management Board; and
5. To freely exercise all other powers and duties customarily pertaining to the office of Chairman of the Board.

E. VICE-CHAIRMAN

The Vice-Chairman shall, in the event of the death or absence of the Chairman, or of his inability to perform any of the duties of his office or to exercise any of his powers, perform such duties and possess such powers as are conferred upon the Chairman, and shall perform such other duties as may from time to time be assigned to him by the Chairman of the Board.

F. SECRETARY

The Secretary shall attend all Management Board meetings and keep a record of its proceedings. The Secretary may enlist assistance for record keeping.

ARTICLE IV MEETINGS AND FISCAL YEAR

A. REGULAR MEETINGS

The Management Board shall meet at least once every two months. Additional meetings may be called by the Chair or two or more members of the Management Board. All meetings shall adhere to the Virginia Freedom of Information Act (Virginia Code §2.2-3700, et seq.). The Management Board may change the date and time of any regular meeting at any prior meeting and may adjourn any meeting from time to time to another place.

B. ANNUAL MEETING

The last meeting of the fiscal year is the annual meeting, during which officers shall be elected, the day and hour for regular meetings shall be established, and rules and procedures shall be approved.

C. SPECIAL MEETINGS

The Chair or any three voting members of the Management Board may call a special meeting in accordance with the procedures stated in Virginia Code §§ 2.2-3707, 15.2-1417, and 15.2-1418. Notice of special meetings must be delivered to members by electronic mail. Notice shall specify the matters to be considered at the meeting. No matter not specified in the notice shall be considered at such meeting, unless all members are present. The notice may be waived if all members attend the special meeting or sign a waiver. Members may electronically sign a waiver.

D. QUORUM

A simple majority of members of the Management Board shall constitute a quorum for transaction of any and all such business except that there must be among the members present a representative of each of the Participants.

E. VOTING

Each Management Board member shall be entitled to one vote on official matters before the Board. All actions of the Management Board may be taken by a simple majority vote of all members present and voting. No vote by any Management Board member shall constitute or be construed as an official or unofficial commitment of the Participant which that Management Board member represents.

F. RULES OF PROCEDURE

The rules contained in Robert's Rules of Order shall govern the meetings of the Management Board in all cases to which they are applicable, and in which they are not inconsistent with the By-Laws of the Management Board.

The order of business at all regular meetings shall be as follows:

1. call to order;
2. roll call;
3. public comment;
4. approval of minutes;
5. unfinished business;
6. new business; and
7. adjournment.

G. FISCAL YEAR

The fiscal year starts on July 1st of each year and ends on June 30th of the following year. The Management Board shall adopt a budget for the ECC's fiscal year prior to the start of the fiscal

year. The Executive Director shall not deviate from the budget without a vote of approval from the Management Board.

H. PUBLIC COMMENT

Public Comment is limited to 15 minutes total. Each speaker is permitted up to 3 minutes and may only speak on topics germane or materially related to subject matters on the ECC's meeting agenda. Management Board members cannot respond to or converse with speakers during Public Comment. The Chair or other presiding officer has the discretion to allow an individual speaker to exceed the 3-minute allotment and to extend reasonably the 15-minute limit on Public Comment. The Chair or other presiding officer has the discretion to limit an individual speaker's time to less than the 3-minute allotment if there are many speakers, to ensure that all speakers have an opportunity to be heard.

I. AGENDAS

The ECC Executive Director shall prepare an agenda in advance of each meeting of the Management Board in consultation with the Chair of the Management Board. Meeting agendas must allow for public comment in accordance with these by-laws. Any two or more Management Board members may add an item to an agenda by contacting the ECC's Executive Director at least two weeks before the date of the Management Board's regular meeting. The agenda shall be distributed to each Management Board member by electronic mail at least seven days before the regular and annual meetings. The agenda shall be made available to the public in accordance with the Virginia Freedom of Information act at the same time.

ARTICLE V COMMITTEES

Committees shall serve as advisory bodies that present recommendations to the Management Board. Committees shall not have any other function, nor shall they have the ability to bind the Management Board. Management Board committees are public bodies. Committee meetings must be open to the public unless authorized to be closed by Virginia Code § 2.2-3711.

Each standing committee must have at least one representative from each Participant. However, with the consent of the Participant, the Chair may appoint someone other than a Management Board member to represent that Participant.

A. EXECUTIVE COMMITTEE

An Executive Committee, comprised of the three officers of the Management Board, will be established to provide guidance for the Chairman in his efforts to carry out the policies set by the Management Board and the objectives of the ECC. The Executive Committee shall also provide expertise, input, and guidance for the Management Board in personnel-related matters. The Executive Committee shall have the authority to act in lieu of the Management Board upon any matters which may arise during interim periods between meetings. Any actions of the Executive Committee must be reported to the Management Board at its next regularly scheduled meeting.

B. OTHER COMMITTEES

The Management Board may establish such other special standing advisory, technical, or other committees as it shall deem desirable for the transaction of its affairs.

ARTICLE VI AMENDMENTS

The Management Board shall have the power to make, amend, or repeal these by-laws by an affirmative vote of the majority of the membership provided that each Participant shall cast at least one yes vote. Any proposed amendment to these by-laws or the Rules & Procedures must be sent by electronic mail to all members of the Management Board at least fifteen days prior to the meeting at which the amendments will be voted upon.

ARTICLE VII PRIMACY OF THE AGREEMENT

The Participants having entered into an agreement which was placed into effect on January 20, 1984, further agree that in the case of any conflict between the By-Laws and the Agreement (as amended) the Agreement shall prevail.