

Constitution and By-Laws

Virginia Local Government Management Association

ARTICLE I. NAME

The name of this Association shall be the Virginia Local Government Management Association (VLGMA).

ARTICLE II. OBJECT

The purpose of this Association shall be to strengthen the quality of local government in Virginia through professional management and to aid in the improvement and proficiency of local administrators.

ARTICLE III. MEMBERSHIP

Section 1.

Members and Associate Members of the Association shall be voting members. All other classes of membership shall be designated non-voting.

- A. MEMBER: A local government chief executive, manager, or administrator, deputy manager or deputy administrator, assistant manager or assistant administrator. Also included is any person actively engaged as an executive director of a regional planning district, a regional service authority or any other similar regional government entity.

- B. ASSOCIATE MEMBER: Any local government employee who would not otherwise qualify as a "Member."

- C. AFFILIATE MEMBER: Any individual who has a strong interest in local government management in Virginia including members in transition, military base commanders, individuals who teach local government administration full time at a college or university, staff members of the Virginia Municipal League, Virginia Association of Counties, Virginia's First Cities, The Weldon Cooper Center, and members of non-profit research and staff agencies that serve local government.

- D. STUDENT MEMBER: Any person whose primary activity is as a student in public administration, public affairs or a similar subject area and who intends to follow a career in local government; or any full-time intern, fellow, or equivalent working in local government and who is not eligible for, or more appropriately classified in, another membership category.
- E. RETIRED MEMBER: Any member of VLGMA or a local government professional who has retired and wishes to remain affiliated with the Association. If a retired member returns to full-time work, the “retired” status shall be put on “hold” until the member re-retires, at which time the retired status will be reinstated.
- F. LIFE MEMBER: A VLGMA member and local government professional who has retired from active service and completed 25 or more years of VLGMA membership is eligible for Life Membership. Life Membership may also be bestowed by unanimous vote of the VLGMA executive board for individuals who have not satisfied the 25 year requirement but have a distinguished record of service to the profession and the Association.
- G. MEMBERS IN TRANSITION: Any member in good standing who goes into transition shall retain VLGMA membership as an Affiliate Member.
- H. Elected officials shall not qualify for member, associate or affiliate membership.
- I. Membership or eligibility for membership in the International City/County Management Association, the National Association of County Administrators or any other group is not a prerequisite to joining VLGMA. Persons who are a member of such national organizations are not automatically members of VLGMA.
- J. Persons holding membership in either the Virginia Section, ICMA, or the Virginia Association of County Administrators as of the date of the adoption of this Constitution and By-Laws may continue their membership, notwithstanding other provisions contained herein.

ARTICLE IV. OFFICERS AND EXECUTIVE COMMITTEE

Section 1. The Officers of this Association shall be a Past President, a President, a President-Elect, a First Vice-President, a Second Vice-President, a Third Vice-President and a Secretary. In addition to the Officers, the Executive Committee shall consist of 12 members. The Officers and the Executive Committee (together referred to as the VLGMA Board) shall reflect the diversity of the membership of the Association. The Officers of the Association shall be from the Member category of membership in the Association. A member's status as an officer of the Association shall terminate sixty days after his or her termination from active service of a county, city or town in Virginia.

Section 2. The Past President, the President, the President-Elect, the First Vice-President, the Second Vice-President, the Third Vice-President, and the Secretary shall serve one year terms or until their successors are elected.

Section 3. The 12 Executive Committee members shall serve two year terms or until their successors are elected. The Executive Committee members shall be elected on a staggered basis with the terms of 6 members starting each year. Executive Committee members shall not serve consecutively more than one term and any portion of an unexpired term.

Section 4. In the event of a vacancy in office of either an Officer or an Executive Committee member, the Nominating Committee will recommend to the Officers someone to fill the unexpired term. The Officers will then agree on the successor and have the decision ratified by the VLGMA Board at its next meeting. In the event that a member of the Executive Committee leaves qualifying employment with local government, that member may remain on the Executive Committee for the remainder of his or her term, at the discretion of the Board, unless there is some conflict of interest between serving on the Executive Committee and the new employment.

Section 5. **PRESIDENT.** The President shall be the chief executive officer of the Association; shall preside, when present, at all meetings of the Association; shall be the Chairman of the Officers and Executive Committee; shall appoint the members of all committees established by the Officers and Executive Committee; shall issue the call for any regular or special meetings of the Association; and shall perform such other duties as may be assigned by the Officers and Executive Committee.

Section 6. PRESIDENT-ELECT. The President-Elect shall perform such duties as may be assigned by the President, the Officers, the Executive Committee, or the Association. The President-Elect, with the immediate Past President, shall serve as co-chairs of the Strategic Planning Committee. Upon the absence or inability of the President to perform his or her duties, the President-Elect shall occupy the position and perform the duties of the President so long as such absence or inability shall continue. During the annual selection of Officers, the President-Elect shall be nominated for ascension to the President's office.

Section 7. FIRST VICE-PRESIDENT. The First Vice-President shall perform such duties as may be assigned by the President, the Officers, the Executive Committee, or the Association. The First Vice-President is responsible for budget and ethics issues. Should the President-Elect have succeeded to the office of the President, the First Vice-President shall succeed to the office of the President-Elect and assume those duties and responsibilities.

Section 8. SECOND VICE-PRESIDENT. The Second Vice-President shall perform such duties as may be assigned by the President, the Officers, the Executive Committee or the Association. The Second Vice-President shall serve as the liaison to the Member Support Committee. Should the First Vice-President have succeeded to the office of the President-Elect, the Second Vice-President shall succeed to the office of First Vice-President and assume those duties and responsibilities.

Section 9. THIRD VICE-PRESIDENT. The Third Vice-President shall perform such duties as may be assigned by the President, the Officers, the Executive Committee or the Association. The Third Vice-President shall serve as chair of the Professional Development Committee. Should the Second Vice-President have succeeded to the office of First Vice-President, the Third Vice-President shall succeed to the office of Second Vice-President and assume those duties and responsibilities.

Section 10. SECRETARY. The Secretary shall prepare the minutes for all regular and special meetings of the Association and for all meetings of the Officers and the Executive Committee. The Secretary shall serve as liaison to the Civic Education Committee and the Communications and Networking Committee.

Section 11. EXECUTIVE SECRETARY. The duly elected Officers of the Association shall appoint an Executive Secretary who shall serve at the pleasure of the Officers and the Executive Committee. The Executive Secretary need not be a member of the Association. The Executive Secretary shall also act as Treasurer of the Association at the discretion of the Officers and the Executive Committee. The

Treasurer shall report at least annually and at such times as required by the Officers and the Executive Committee the status of all financial accounts of the Association.

Section 12. The duly elected Officers of the Association shall appoint a formal liaison with the Virginia Association of Counties and the Virginia Municipal League. The liaison need not be a member of the Association.

ARTICLE V. COMMITTEES

Section 1. Member Support Committee. The Member Support Committee shall consist of no fewer than nine (9) members appointed by the President to three-year terms, with one-third of the membership eligible for appointment each year. Active Support Coordinators and Senior Advisors shall serve as ex-officio members. The Second Vice-President shall serve as liaison.

Section 2. Civic Education Committee. The Civic Education Committee shall consist of no fewer than nine (9) members appointed by the President to three-year terms, with one-third of the membership eligible for appointment each year. The chair shall be designated by the President. The Secretary shall serve as liaison to the Civic Education Committee.

Section 3. Strategic Planning Committee. The Strategic Planning Committee shall consist of no fewer than nine (9) members appointed by the President for not less than three year terms. Committee membership shall include the five most recent past Presidents of the Association. The President-Elect and the immediate-past President shall serve as co-chairs.

Section 4. Professional Development Committee. The Professional Development Committee shall consist of no fewer than fifteen (15) members appointed by the President in collaboration with the Third Vice-President for not less than three-year terms. The chair shall be the Third Vice-President.

Section 5. Communications and Network Committee. The Communications and Network Committee shall consist of no fewer than nine (9) members appointed by the President in collaboration with the Committee Chair. Members shall serve for no less than three-year terms. The President shall select the chair. The Secretary shall serve as liaison to the Committee.

Section 6. Budget Committee. The Budget Committee shall consist of the First Vice President (chair), President-Elect, and Executive Secretary.

Section 7. Reporting Requirements. The chairs of the Committees, Ad Hoc Committees, and Task Forces shall provide reports to the Officers and Executive Committee at the Summer and Winter Conference Board meetings.

Section 8. Ad Hoc Committees. The President, in collaboration with the Officers and Executive Committee, may appoint other committees or task forces as appropriate to carry out the work of the Association. An Officer shall serve as a liaison to the Board for such committees or task forces.

Section 9. Nominations for Officers or Executive Committee membership shall be made by a Nominating Committee of no fewer than three members appointed by the President and chaired by the Immediate Past President if so available, otherwise the President shall select a Past President to serve as the chair. The Nominating Committee shall be appointed no later than sixty days prior to the Annual Business Meeting, with nominations being made at the Annual Business Meeting.

Section 10. Scholarship Committee. The Scholarship Committee shall consist of no fewer than five (5) members appointed by the President in collaboration with the Committee Chair. Members shall serve for no less than three-year terms. The President shall select the chair.

Section 11. Endowment Committee. The Endowment Committee shall consist of no fewer than three (3) members appointed by the President in collaboration with the Committee Chair. Members shall serve for no less than three-year terms. The President shall select the chair.

ARTICLE VI. NOMINATIONS AND ELECTIONS

Section 1. At each Annual Business Meeting the Association shall elect the Officers and Executive Committee members as enumerated in Article IV. Any candidate receiving a majority of all votes cast for that office shall be declared elected. Terms of office for those elected shall commence on July 1 following.

Section 2. At the time the Nominating Committee makes the nominations for each elective office, additional nominations may be made from the floor.

ARTICLE VII. DUES

The dues of members shall be recommended by the Officers and Executive Committee and approved by a majority vote of the members present at any Annual Business Meeting of the Virginia Local Government Management Association. Changes in the dues structure may be initiated from the floor at any Annual Business Meeting, and upon approval of a majority vote of those present, shall be adopted effective July 1, next following. Any member of the Association who shall be more than six months in arrears of dues shall be terminated in membership automatically. Reinstatement of membership shall be only when accompanied by payment in full of any arrears plus dues currently payable.

ARTICLE VIII. MEETINGS

Regular meetings of this Association shall be held annually with date and location to be selected by the Officers and the Executive Committee. Business meetings of the full membership will be held at the Winter and Summer conferences with the Summer conference designated as the Annual Business Meeting. The Officers and Executive Committee shall meet at least two times each year. In addition, the Officers shall meet separately two times per year.

ARTICLE IX. PROFESSIONAL CONDUCT

The professional conduct of all members of the Association shall be governed by the Code of Ethics of the International City/County Management Association. A copy of the Code of Ethics is attached. A standing ethics committee for the handling of complaints against members and investigations thereof shall be formed by the three Vice Presidents. The first alternate to this committee shall be the Secretary, who shall serve in cases of conflict of one of the Vice Presidents. Any further alternates shall be appointed by the President. In addition, the President may, at his discretion, choose to appoint no more than two additional members.

The President and the standing ethics committee shall be responsible for enforcing the Code of Ethics, through rules of procedure adopted by the membership.

ARTICLE X. LEGISLATIVE POSITIONS

A super-majority vote of 3/4s of the Officers and the Executive Committee present is required for the Board to adopt VLGMA legislative positions. Any individual in the Member category of membership may recommend that the Association take a

legislative position on a specific issue, by asking the President to discuss the issue at the next regularly-scheduled meeting or to call a special meeting of the Officers and Executive Committee if time-sensitive. Any legislative position adopted by the Officers and Executive Committee must be consistent with Tenant 7 of the ICMA Code of Ethics: "Refrain from all political activities which undermine public confidence in professional administrators." Any adopted position must be communicated to the members. The Officers and Executive Committee shall determine the appropriate legislative activity to undertake for each adopted position, on a case-by-case basis.

ARTICLE XI. AMENDMENTS

This Constitution may be amended or repealed by a two-thirds vote of the Full Members of the Association present at an Annual Business Meeting, or six members of this Association may petition the President to initiate a desired change which shall become effective upon the ratification by a two-thirds vote of the Full Members present at any Annual Business Meeting or by a majority of Full Members voting thereon by letter ballot, such letter ballot to be canvassed by three persons who are Officers or members of the Executive Committee on the sixtieth day after the same is mailed by the Executive Secretary.

Last Amended 2019

BY-LAWS

Article 1. The duties of the Officers of this Association shall be such as by general usage are indicated by the title of office. The President shall appoint such committees as may be necessary. The Executive Committee shall act in the capacity of directors and shall supervise and control the affairs of the Association when the Association is not in session.

Article 2. The Executive Secretary shall transact the necessary financial business of the Association, keeping a complete record of all transactions that shall be submitted for annual auditing.

Article 3. At the Annual Business Meeting of the Association the order of business shall be as follows, but may be suspended by a majority vote of the members present:

- (1) Roll Call
- (2) Reading of the Minutes
- (3) Communications
- (4) Report of the Executive Secretary
- (5) Report of the Executive Committee
- (6) Report of the committees
- (7) Election of Officers
- (8) Unfinished business
- (9) New business
- (10) Adjournment

Article 4. The fiscal year shall date from July first through June thirtieth. Dues shall be payable annually in the month of July.

Article 5. These by-laws may be amended by a majority vote of the Members present at the Annual Business Meeting of this Association, or six members of this Association may petition the President to initiate a desired change which shall become effective upon the ratification by majority of the full members voting thereon by letter ballot, such letter ballot to be canvassed within one (1) week by three members of the Executive Committee appointed by the President, following the sixtieth day after the same is mailed by the Executive Secretary.