

**BYLAWS OF  
The Rockbridge Regional Fire and Rescue Commission**

**ARTICLE 1  
OFFICES**

The principal office of The Rockbridge Regional Fire and Rescue Commission (the “Commission”) will be located at the Administrative Offices of the County of Rockbridge, 150 S. Main Street, Lexington, Virginia 24450. The Commission may have such other offices as the Commission may determine from time to time.

**ARTICLE 2  
COMMISSION MEMBERSHIP**

The Commission will have eight (8) members for staggered initial terms, and thereafter for four (4) year terms. Any appointees to the Commission may be removed, with or without cause, at the discretion of the appointing authority.

**ARTICLE 3  
GENERAL POWERS AND MEETINGS**

**3.1 GENERAL POWERS.** The Commission will conduct its affairs and business in public meetings as provided by state law and these Bylaws.

**3.2 REGULAR MEETINGS.** At the Commission’s first meeting, it will establish a time, place and location of its meetings. The members of the Commission may provide, by motion and majority vote, the time and place for holding additional regular meetings. Additional regular meetings will be held at the principal office of the Commission or at such other place as may be designated by the Commission.

**3.3 SPECIAL MEETINGS.** Special meetings of the Commission may be called by or at the request of the Chairman or any two (2) members and will be held at the principal office of the Commission or at such other place as the members may determine.

**3.4 NOTICE OF SPECIAL MEETINGS.** All notices for special meetings shall be in accord with the provisions of the Virginia Freedom of Information Act (“VFOIA”) at such time, as well as any other applicable state law.

**3.5 QUORUM.** A majority of the members of the Commission will constitute a quorum for the transaction of business at any meeting of the Commission, but if less than a

majority of the members are present at any meeting, then a majority of the members present may adjourn the meeting from time to time without further notice.

**3.6 ACTION.** An act of a majority of the members of the Commission present at a meeting in which a quorum is present will be an act of the Commission, unless the act of a greater number is required by law or by these Bylaws.

**3.7 COMPENSATION.** Members of the Commission will not receive any compensation for their services. Nothing in these Bylaws will be construed to preclude any member of the Commission from serving the Commission in any other capacity and receiving compensation for serving in that capacity, unless the service and compensation violates the law.

**3.8 VACANCIES.** No vacancy in the membership of the Commission will impair the right of a quorum to exercise all the rights and perform all the duties of the Commission. If a vacancy on the Commission occurs by reason of the death, disqualification or resignation of a member, then the appointing authority for that member seat will appoint a successor to fill the unexpired term.

**3.9 MEETINGS OF COMMISSION AND COMMITTEES.** The Commission and all committees of the Commission are subject to the requirements of the VFOIA.

#### **ARTICLE 4** **OFFICERS**

**4.1 OFFICERS.** The officers of the Commission are a Chairman and a Vice-Chairman elected from its membership. A Secretary shall be elected to record the minutes of the meetings; the Secretary need not be a representative on the Commission.

**4.2 ELECTION AND TERM OF OFFICE.** The officers of the Commission shall be elected annually by the Commission at its annual organizational meeting. If the election of officers is not held at the organizational meeting, then the election will be held as soon thereafter as is convenient. Each officer will hold office until his successor has been duly elected and qualifies, even if such term of office extends beyond the date of the annual organizational meeting.

**4.3 REMOVAL.** Any officer elected or appointed by the Commission may be removed by the Commission whenever in its judgment the best interests of the Commission would be served thereby.

**4.4 VACANCIES.** The Commission may fill a vacancy in any office because of death, resignation, removal, disqualification, or otherwise for the unexpired portion of the term.

**4.5 POWERS AND DUTIES OF OFFICERS.**

(A) Chairman. The Chairman of the Commission will preside at all meetings of the Commission at which he is present. The Chairman also will discharge such other duties as the Commission may direct. The Chairman will sign or countersign all instruments that require his signature and will make such reports and perform such other duties incident to his office as required of him by the Commission.

(B) Vice Chairman. In the absence or disability of the Chairman, the Vice Chairman will exercise all of the Chairman’s responsibilities and functions.

(C) Secretary. The Secretary will (i) issue notices of all meetings of the Commission, and (ii) keep the minutes of all meetings of the Commission. The Secretary also will keep proper records of the Commission, including the Commission Agreement, Bylaws, and amendments to those documents. The Secretary will sign or countersign to attest to any instruments that require his signature. The Secretary will make such reports as the Commission may require.

**ARTICLE 5**  
**COMMITTEES**

**5.1 COMMITTEES OF COMMISSION.** The Commission, by a majority vote of the members in office, may designate one (1) or more committees each of which will consist of one (1) or more members of the Commission.

**5.2 MEMBERSHIP OF COMMITTEES.** The Chairman will appoint the members of the committees of the Commission. The Chairman of the Commission, as the case may be, will instruct a committee in its duties.

**ARTICLE 6**  
**RULES OF ORDER**

The Commission will use Roberts’s Rules of Order for Small Groups as a procedural guideline for conducting all business.

**ARTICLE 9**  
**AMENDMENT OF BYLAWS**

These Bylaws may be altered, amended, or repealed and new Bylaws may be adopted by a majority of the members of the Commission.

Adopted this \_\_\_\_ day of \_\_\_\_\_, 2010.

\_\_\_\_\_  
**Member**

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**Member**

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**Member**

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**Member**

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**Member**

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**Member**

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**Member**

\_\_\_\_\_  
**Chairman**

**ATTEST**

\_\_\_\_\_  
Secretary