

BY-LAWS
OF THE
GATE CITY SANITATION AUTHORITY

ARTICLE I-AUTHORIZATION:

- 1.1. This sewer authority is established in conformance with a resolution adopted by the Gate City Town Council of Gate City, Virginia on the 15th day of October, 1962; and in accord with the provisions of Section 15.1-1239 to 15.1-1270, inclusive, of the Code of Virginia (1950), as amended.
- 1.2. The official title of this sewer authority is "Gate City Sanitation Authority", and is hereinafter referred to as the "Authority".

ARTICLE II-PURPOSE:

- 2.1. The purpose of the Authority is to facilitate the acquisition, construction, financing, operation, and maintenance of a sanitary sewer system for the Town of Gate City for the primary purpose of providing sanitary sewer services to the residents and places of business of Gate City, Virginia.

ARTICLE III-MEMBERSHIP:

- 3.1. The Authority shall consist of five members appointed by the Town Council of Gate City. All members shall be residents of the Town of Gate City and qualified by knowledge and experience to serve on the Board of Directors of the Authority. At least three/fifths of the members shall be freeholders. Two or more members may be members of the Town Council.
- 3.2. The terms of office for the member(s) of the Town Council shall be co-extensive with their terms of office, or until the Town Council appoints others to replace them. The terms of the other members shall be for four years. Resignations from the Authority shall be made in writing to the Chairman or Mayor of Gate City and accepted by vote of the Authority. The Authority may recommend an appointment to a vacant Board position to the Town Council.

- 3.3. Any vacancy in membership shall be filled by appointment of the Town Council and shall be for the unexpired portion of the term only.
- 3.4. Any member of the Authority shall be eligible for re-appointment.
- 3.5. Any member of the Authority shall be removed by the Town Council for inefficiency, neglect of duty, or malfeasance in office.
- 3.6. The term of an Authority member shall expire immediately prior to the beginning of the regular monthly meeting at which meeting his successor's term of office shall begin.
- 3.7. No oath of office shall be required. Authority members shall be subject to the provisions of the State and Local Government Conflict of Interest Act (Chapter 40.1 of the Code of Virginia (1950) as amended).

ARTICLE IV-SELECTION OF OFFICERS:

- 4.1. Officers of the Authority shall consist of a Chairman, Vice-Chairman, and Secretary. The Chairman and Vice-Chairman shall be elected by the membership. The Secretary shall be an appointed, non-voting member of the Authority and may be an employee of the Town government or a citizen volunteer.
- 4.2. Nomination of officers shall be made from the floor at the regular July meeting. Election of officers shall follow immediately. A candidate receiving a majority vote of the entire membership shall be declared elected.
- 4.3. The term of office shall be for two (2) years or until a successor takes office.
- 4.4. Any vacancies in office shall be filled for the unexpired portion of the term in the same manner as the officers are originally chosen.

ARTICLE V-DUTIES OF OFFICERS:

- 5.1. The Chairman shall be a member of the Authority and shall:
 - 5.1.1. Preside at all meetings.
 - 5.1.2. Appoint all committees deemed appropriate by the Authority and serve as an ex-officio member of such committees.

- 5.1.3. Rule on all procedural questions (subject to a reversal by a two-thirds (2/3) majority vote by the members present).
- 5.1.4. Be informed immediately of any official communication, and report same at the next regular Authority meeting.
- 5.1.5. Certify all official documents involving the actions of the Authority.
- 5.1.6. Certify all minutes are true and correct copies.
- 5.1.7. Carry out other duties as assigned by the Authority.
- 5.2. The Vice-Chairman shall be a member of the Authority and shall:
 - 5.2.1. Act in the absence or inability of the Chairman to act, with the full powers of the Chairman.
- 5.3. The Secretary shall:
 - 5.3.1. Record attendance at all meetings.
 - 5.3.2. Record the minutes of the Authority meetings.
 - 5.3.3. Notify all members of all meetings.
 - 5.3.4. Maintain a file of all official Authority records and reports.
 - 5.3.5. Certify all maps, records and reports of the Authority.
 - 5.3.6. Give notice and be responsible for publishing public notices of all Authority public hearings and public meetings.
 - 5.3.7. Attend to the correspondence necessary for the execution of the duties and functions of the Authority.

ARTICLE VI-EMPLOYEES OF THE AUTHORITY:

- 6.1. The Authority is empowered to retain persons for employment. Employees of the Authority as well as those persons receiving partial compensation from the Authority shall be governed by the various policies and procedures established by the Town Council.
- 6.2. The Authority shall retain the Town Treasurer of Gate City as the Treasurer of the Authority, subject to the provisions of 6.1.

- 6.3. The Town Manager of Gate City shall be the Authority Manager of the Authority. In the absence of the Town Manager, the Town's Public Works Director shall act in this capacity. The Authority Manager shall:
- 6.3.1. Prepare and submit to the Authority an annual budget showing anticipated revenues and proposed expenditures for each fiscal year beginning July 1 and ending June 30.
 - 6.3.2. Make regular reports to the Authority concerning its operations and needs.
 - 6.3.3. Gather such information as the Authority deems necessary for its decisions.
 - 6.3.4. Supervise the work of the Authority's employees, subject to the provisions of 6.1.
 - 6.3.5. Be authorized by the Authority to enter into various agreements and other arrangements on its behalf, and represent the interests of the Authority in relations with other parties.
 - 6.3.6. Attend the various committee functions of the Authority and advise the committees on matters under consideration.

ARTICLE VII-MEETINGS:

- 7.1. Regular meetings of the Authority shall be held on the first Monday of each month at 7:30 p.m. Special meetings shall be called as needed. When a meeting date falls on a legal holiday, the meeting shall be held on the day following unless otherwise designated by the Authority.
- 7.2. Special meetings may be called by the Authority Manager, Chairman or by two (2) members upon written request to the Secretary. The Secretary shall mail to all members, at least five (5) days before a special meeting, a written notice giving the time, place and purpose of the meeting.
- 7.3. All meetings of the Authority shall be open to the public.

ARTICLE VIII-VOTING:

- 8.1. A majority of the members shall constitute a quorum.
- 8.2. No action of the Authority shall be valid unless authorized by a majority vote of those present and voting.

ARTICLE IX-ORDER OF BUSINESS:

- 9.1. The order of business for a regular meeting shall be:
- 9.1.1. Call to order by Chairman.
 - 9.1.2. Roll call.
 - 9.1.3. Determination of a quorum.
 - 9.1.4. Reading of minutes.
 - 9.1.5. Public expression.
 - 9.1.6. Old business.
 - 9.1.7. New business.
 - 9.1.8. Other business.
 - 9.1.9. Payment of bills.
 - 9.1.10. Adjournment.

9.2. Parliamentary procedure in Authority meeting shall be governed by Robert's Rule of Order.

9.3. The Authority shall keep a set of minutes of each meeting, and these minutes shall become a public record.

The Secretary and Chairman shall sign all minutes and, at the end of the year, shall certify that the minutes of the of the preceding year are a true and correct copy.

ARTICLE X-PUBLIC HEARINGS:

- 10.1. In addition to those required by law, the Authority may hold public hearings on any matter which deems to be in the public interest.
- 10.2. Notice of a public hearing shall be published once a week for two successive weeks, in a newspaper of general circulation in the area, at least five (5) days before the day of the public hearing.
- 10.3. The Chairman or Authority Manager shall summarize the matter before the Authority, allow interested parties to address the Authority, and accept written statements and other documentation pertinent to the matter before the Authority.

10.4. An accurate, written record shall be made of the proceedings of a public hearing and maintained as a part of the Authority's files.

ARTICLE XI-AMENDMENTS:

11.1. These Bylaws may be amended by a majority vote of the entire Authority and are subject to approval by the Town Council.

APPROVED with revision this the 14th day of May, 1991 by the Town Council of Gate City, Virginia

BY: _____

Randall M. Cassell, Vice-Mayor

ATTEST: _____

Mark K. Reeter, Town Clerk

APPROVED AND ADOPTED as revised this the 3rd day of June, 1991 by the Board of Directors of the Gate City Sanitation Authority

BY: _____

Tucker Barker, Chairman

ATTEST: _____

Paula M. Dingus, Secretary