

Reviewed and Approved by CBASAP Policy Board: 4-30-2008  
Revised: 8-4-2009 (Bold text)

BY-LAWS OF THE  
CHESAPEAKE BAY ALCOHOL SAFETY ACTION PROGRAM

**Article I. NAME**

The program and the agency it creates shall be known as Chesapeake Bay Alcohol Safety Action Program.

**Article II. ESTABLISHMENT**

Chesapeake Bay Alcohol Safety Action Program was organized and exists pursuant to ordinances of the Cities of Norfolk (1975) and Virginia Beach (1976) and the Counties of Accomack and Northampton. These four localities agreed to the establishment of Chesapeake Bay ASAP to address the problem of driving under the influence in their respective jurisdictions. The program was established pursuant to the Virginia Joint Exercise of Powers Act (Virginia Code §15.2-1300) for the purposes established pursuant to §18.2-271.1 of the Code of Virginia.

**Article III. DEFINITIONS**

"Program" means Chesapeake Bay Alcohol Safety Action Program.

"Participating Locality" means any of the governmental subdivisions included in the program area.

"Calendar Year" means a one year period beginning January 1 and ending the following December 31.

"Fiscal Year" means a one year period beginning July 1 and ending the following June 30.

"Board" means the Chesapeake Bay ASAP Policy Board.

The pronoun "he" is used for brevity and convenience and refers to both male and female persons.

**Article IV. PURPOSE AND OBJECTIVE**

Chesapeake Bay ASAP is established to serve member jurisdictions by providing public information, probation, education, prevention and rehabilitation services for persons charged with operating motor vehicles while under the influence of alcohol and other drugs. The Policy Board provides guidance and policy direction to agency by the authority set forth in §18.2-271(I) (Virginia Code) and by the established Standards and criteria set by the Commission on VASAP. The Program is designed to achieve (1) a reduction in the likelihood of a DUI defendant becoming a repeat offender; (2) a reduction in the number of alcohol related accidents in the Program area; (3) an increase in the number of DUI arrests and subsequent conviction and (4) an increase in public awareness concerning the problems related to alcohol consumption and drug abuse as it pertains to the safe operation of motor vehicles.

## ARTICLE V - POLICY BOARD

The policy board shall consist of five to 15 members. The governing bodies of each participating jurisdiction shall appoint one member for a term of three years (Core Members). The remaining members shall be elected for a term of three years by majority vote of those members selected by each represented locality unless these are the first appointments to the policy board. In addition to the members so selected, the executive director of the Chesapeake Bay ASAP shall also be an ex-officio member without voting power. The membership not appointed by the governing bodies of represented jurisdictions, at the discretion of the board, shall be selected or elected from but not limited to, the judiciary, the Bar, law enforcement, education and treatment professionals, and other interested groups such as local transportation safety commissions. Vacancies which occur on the board shall be filled by majority vote of the remaining board members from nomination of other board members and the participating governing bodies of the jurisdiction. (24 VA ADC 35-20-180).

Any open Core Member seats shall be filled by the local governing bodies by June 1 of each year. The remaining membership (at large voting and judiciary members) of the Board shall be elected by a majority vote of the Core members for terms of three years. Selection shall be by July 1 of each year. Policy Board members may be re-elected.

Policy Board members shall serve without compensation, but may be reimbursed for expenses incurred in conducting Board business.

## ARTICLE VI – DUTIES OF POLICY BOARD

The board shall perform these duties:

1. Oversight of operations of the Chesapeake Bay ASAP within the participating localities, supervise an executive director.
2. Approval of a fiscal year operational budget prepared by the executive director.
3. Approval of the executive director's annual report, which shall include Chesapeake Bay ASAP activities and financial status.
4. Completion of an annual independent audit which shall be conducted at the end of each fiscal year.
5. Adoption of written guidelines and bylaws.
6. Establishment of operational policies and procedures for the Chesapeake Bay ASAP.

(24 VA ADC 35-20-180)

## ARTICLE VII - OFFICERS AND BOARD MEMBERS

The officers of the policy board shall consist of a chairman and such subordinate officers as the board may elect or appoint. Each officer shall serve without compensation. The offices of chairman and vice-chairman, if elected, shall be held by members from different participating jurisdictions.

(24 VA ADC 35-20-180).

Each officer shall be elected at the annual meeting of the Board, in June, to serve a term of two years, unless sooner removed by the Board or until a successor is elected and qualifies. Any vacancy occurring in any office shall be filled by the Board for the unexpired term. (24 VA ADC 35-20-180).

A majority of the members shall be present and voting in order to constitute a quorum and elect officers. Members who are unable to attend may vote in any election by letter directed to the chairman and delivered prior to or at the meeting. At the March regular meeting of the Policy Board immediately preceding the annual meeting, the chairman shall appoint a nominating committee. This committee shall present to the board at its annual June meeting a slate of nominees for election as officers and a slate of nominees to fill any vacancies on the board. All board members and officers shall take office on the first day of the month following their election and shall serve until their successors take office. No officer shall serve more than two consecutive terms in the same office. (24 VA ADC 35-20-180).

The Policy Board shall adopt Robert's Rule of Order (or similarly acceptable) as operational guidelines for actions not specifically defined in the board's bylaws. (24 VA ADC 35-20-180).

### Chairman

The duties of the chairman shall be:

To preside at all meetings of the Board and Executive Committee at which he is present and to vote at those meetings as any other member.

To appoint the three (3) at-large members of the Board to the Executive Committee and to appoint Board Members, in numbers he may deem appropriate, to any special or ad hoc committees that may be necessary from time to time for performance of specific tasks for the Policy Board or Agency.

To work closely and meet regularly with the Executive Director of the program.

To perform any other duties as determined and directed by the Board.

Freely exercise all powers and duties customarily pertaining to the Office of the Chairman of the

Board of an administrative agency created under the laws of the Commonwealth of Virginia.

#### Vice Chairman

In the event of absence or the incapacity of the chairman, his duties shall be performed by the vice chairman. The vice chairman shall also perform such other duties as may from time to time be assigned to him by the chairman or the Policy Board.

#### Administrative

Record keeping and financial responsibilities shall lie with the Executive Director or his designee. He shall attend all Board and committee meetings and keep a record of their proceedings as well as make such reports as are necessary to assist the Board in making policy decisions. The Executive Director shall be responsible for preparing the agenda for all meetings. The staff of the Executive Director shall provide such clerical assistance as may be necessary to members of the Board in conducting agency business.

### ARTICLE VIII - MEETINGS AND VOTING

#### Regular Meetings

Regular meetings of the Board shall be held quarterly. The Board may change the time and date of any regular meeting at any prior meeting and may adjourn any meeting from time to time to another place, time or date.

Meetings shall be conducted in accordance with Roberts Rules of Order.

The meetings of the Board shall be open to the public and subject to the Freedom of Information Act.

The Board may, where legally appropriate, go into executive or closed session.

#### Special Meetings

Special meetings may be called upon by the chairman at his discretion or by any four Board members upon five days notice to all members in writing or by telephone for the time, place and purpose of the special meeting.

#### Quorum

Five members of the Board shall constitute a quorum for the transacting of business.

#### Voting

Each member shall be entitled to one vote on official matters before the Board. All actions of the Board may be taken by simple majority vote of a quorum present and voting. No vote by any Board member shall constitute or be construed as an official or unofficial commitment of the participating jurisdiction in which that member resides or of which the member has been duly chosen to represent.

#### ARTICLE IX – EXECUTIVE COMMITTEE

The Executive Committee shall consist of the Chairman, Vice Chairman and three (3) additional Policy Board members appointed by the Chairman. The Executive Committee will provide supervision and guidance for the Executive Director in his efforts to carry out the policy set forth by the Board and the objectives of the Program. The Executive Committee shall have authority to act in lieu of the Policy Board upon any matters which may arise during the interim period between Board meetings. A full report of any such action taken by the Executive Committee shall be submitted to the Policy Board for its ratification at the next regularly scheduled meeting.

#### ARTICLE X - EMPLOYMENT OF PROFESSIONALS

The Executive Committee shall be authorized to employ, on an as-needed basis, such professionals as may be necessary to advise the Board with regard to matters requiring various specialized expertise. Specifically, the Executive Committee is authorized to employ a certified public accountant duly licensed under the laws of Virginia to provide financial advice and annual audits and such other matters as may be assigned relating to financial operations of the program. The Executive Committee is further authorized to retain legal counsel as may be required from time to time for provision of legal advice to the Program.

#### ARTICLE XI – COMMITTEE MEETING

Committees will meet on call by a committee chairman or as requested by the Chairman of the Board. Every effort will be made to keep committee meetings to a minimum.

#### ARTICLE XII – EXECUTIVE DIRECTOR

The Executive Director shall be employed by and serve at the pleasure of the Policy Board. He shall have total administrative responsibility, within the guidance of the Policy Board, for the entire operation of Chesapeake Bay ASAP. His duties and responsibilities shall include, but not be limited to: (a) Supervision of all personnel, including approval of staff disciplinary actions in accordance with the grievance procedure; (b) Budgetary preparation and monitoring; (c) Supervision of all activities involving receipt of revenue and expenditures in accordance with the agency budget; (d) Liaison with all necessary political bodies, including the various local governing bodies of member jurisdictions, state and federal agencies, as well as the Commission on VASAP; (e) Responsibility for negotiation and execution for all contracts in accordance with the provisions of the annual budget. Provided, however, that any contract for capital improvements or which is not approved as a part of the budget shall be approved by the Board prior to execution; (f) Representation of the Board at all meetings, forums, or other public appearances; (g) Service as news media liaison for the Program.

The Executive Director shall employ a staff of qualified professionals and support personnel deemed appropriate to ensure that the program is able to carry out its purpose and objectives. Compensation for all persons who are employed shall be within the established pay scale as approved by the Board.

#### ARTICLE XIII – FINANCES

The Executive Director shall be responsible for the preparation of the annual operating budget. A draft of such budget shall be made available to the Executive Committee no later than April 1.

The annual budget shall show proposed cash outlays for all operating expenses, capital equipment and improvements. Each item of expenditure shall be justified and upon request shall be explained in appropriate detail.

The annual budget shall provide to the most accurate extent possible projections as to revenue received from fees and other sources such as gifts, bequests, or grants. No budget shall be submitted which by its terms provides for an operational deficit.

The budget for each fiscal year shall be, upon submission, a balanced budget.

#### Banking

The Board may by resolution designate an appropriate financial institution within a member jurisdiction or jurisdictions to be depositories for Program funds. All funds received by the Executive Director shall be deposited daily in an approved institution. The Executive Director is authorized to deposit excess funds over and above those needed for current operation to any savings accounts, money market or other savings vehicle which is designated in §26-40 of the Code of Virginia relating to fiduciary investments as such section may be amended from time to time.

#### ARTICLE XIV - PROPERTY

The Program is authorized to acquire such property, real or personal, as the Policy Board deems necessary or advisable for the operation of the Program. Title to such property shall be vested in the Program. Should the Program be dissolved by direction of appropriate authority, all Program property shall be disposed of as called for in the Joint Exercise of Powers Act, §15.2- 1300.

#### ARTICLE XV - AMENDMENTS

Any proposed amendment, repeal or alteration, in whole or in part of these By-Laws shall be made at any meeting of the Board by an affirmative vote of two-thirds of those present and voting, provided that notice of the proposal to enact amendments shall have been placed on the agenda and a copy of the agenda mailed to all members at least five days prior to the scheduled meeting.

**RESOLUTION TO  
AMEND THE BY-LAWS.**

**WHEREAS**, the By-Laws of the Chesapeake Bay ASAP currently provide that Officers of the Policy Board are elected for a two-year term, and may serve only two consecutive two-year terms;

**WHEREAS**, § 24 VA ADC 35-20-180, and §§ 18.2-271.1 and 18.2-271.2, Code of Virginia, 1950, as amended, provide that Officers shall be elected for a three-year term;

**WHEREAS**, it is the desire of the Policy Board to amend the By-Laws to conform with the Code of Virginia;

**NOW THEREFORE**, the Chesapeake Bay ASAP Policy Board adopts and grants its concurrence and agreement to the following, commencing on its approval by the VASAP Commission:

a. That the By-Laws of the Chesapeake Bay ASAP are amended to specify that its Officers shall be elected for a three-year term.

**ADOPTED**, this 24<sup>th</sup> day of September 2013, by affirmative vote of a quorum of the Chesapeake Bay ASAP Policy Board.

**CHESAPEAKE BAY ASAP  
POLICY BOARD**

By: \_\_\_\_\_

Chair

Date: \_\_\_\_\_

**COUNSEL:**

  
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Richard Matthews