



Economic Development Authority of Albemarle County, Virginia

RESOLUTION TO ADOPT REMOTE PARTICIPATION & ALL VIRTUAL MEETING POLICIES

WHEREAS, the Virginia General Assembly amended the Freedom of Information Act related to Board Member remote participation by electronic means in public meetings and the holding of all-virtual public meetings, such amendments requiring the Board of Directors of the Economic Development Authority of Albemarle County, Virginia (the EDA or the Board), specifically to adopt a policy or rule in order to use either option; and

WHEREAS, the EDA finds it to be in the Authority's, County's, and public's interests to adopt a policy wherein Directors may request and the Board may approve remote participation for medical or personal reasons and to exercise the option to conduct all-virtual meetings under identified circumstances; and

WHEREAS, Notice was provided at the Authority's July and August, 2022, regular meetings of a proposed motion to adopt such a policy.

NOW, THEREFORE, BE IT RESOLVED ON THIS 20TH DAY OF SEPTEMBER 2022, that the Economic Development Authority of Albemarle County, Virginia, hereby adopts the following Remote Electronic Participation & All Virtual Meeting Policy:

- 1) **Remote Electronic Participation for Individual Directors.** Except as provided elsewhere in this policy, individual directors may use remote participation instead of attending a public meeting in person only pursuant to and in compliance with *Virginia Code* § 2.2-3708.3(B). Future amendments to the statutory provisions related to participation in public meetings by remote electronic means are hereby incorporated *mutatis mutandis* without requiring formal action by this Authority.
 - a) **Situations Permitting Individual Director's Remote Participation.** An individual director of this Authority may use remote participation instead of attending a public meeting in person only if the director can participate without endangering person or property (i.e., while driving) and notifies the Chair before the meeting that
 - i) the director has a temporary or permanent disability or other medical condition that prevents the director's physical attendance;
 - ii) a medical condition of a director or of a director's family member requires the director to provide care that prevents the director's physical attendance;
 - iii) the director's principal residence is more than 60 miles from the meeting location identified in the notice for such meeting; or

- iv) the director is unable to attend due to a personal matter, such as a family event or business commitment, and identifies with specificity the nature of the personal matter.
- b) **Limitation on Remote Participation Due to Personal Matters.** No director may use remote participation due to personal matters more than two meetings per calendar year or 25 percent of the EDA's meetings held per calendar year rounded up to the next whole number, whichever is greater. There is no limit to the number of times a director may participate remotely for any other authorized purpose under this policy or the All-Virtual Meeting policy.
- c) **When the Chair Requests to Participate Electronically.** If the Chair is unable to attend a meeting and seeks to participate through electronic communication means from a remote location, the Chair must notify the Vice-Chair or other presiding officer and should notify the Assistant Secretary before the meeting.
- d) **Quorum Must Be Physically Assembled; Approval of Director's Remote Participation; Disapproval.** A quorum of the EDA must be physically assembled at the location included in the meeting notice. EDA directors present must approve the remote participation by majority vote. The decision must be based solely on the criteria in Section 1 above without regard to the director's identity or matters that will be considered or voted on during the meeting. If the EDA approves a director's participation through electronic communication, the Secretary must record in the minutes the remote location from which the director participated. However, the remote location need not be open to the public and may be identified in the minutes by a general description. If the EDA approves a director's remote participation, the minutes must identify the subsection of Section 1 under which the director participated. If participation is approved for a Personal Matter, the minutes must identify the specific nature of the personal matter cited by the director. If the EDA disapproves a director's remote participation because such participation would violate this policy, such disapproval must be recorded in the minutes with specificity.
- e) **Audibility of Absent Director.** The Chair, designee, or other presiding officer shall arrange for the voice of the remote director to be heard by all persons in attendance at the meeting location. If, for any reason, the voice of the absent director cannot reasonably be heard, the meeting may continue without the participation of the absent director.
- f) **Remote Participation Not an Absence.** A director's remote participation, if approved, is not considered an absence.
- g) **Independent Verification.** The reason for a director's remote participation and consideration of approval thereof is not subject to independent verification.
- h) **Remote Participation in Closed Session.** A director participating remotely in a closed session must do so under circumstances that assure the privacy and confidentiality of the closed session.

- 2) **All-Virtual Public Meetings.** Except during a declared emergency or under a local continuity of government ordinance the EDA may hold all-virtual public meetings only pursuant to and in compliance with *Virginia Code* § 2.2-3708.3(C), which requirements are incorporated herein by reference. Future amendments to the statutory provisions related to the holding of all-virtual public meetings pursuant to this policy are hereby incorporated *mutatis mutandis* without requiring formal action by the EDA.
- a) **Limitation on All-Virtual Public Meetings.** The EDA may not convene an all-virtual public meeting (i) more than two times per calendar year or 25 percent of the meetings held per calendar year rounded up to the next whole number, whichever is greater, or (ii) consecutively with another all-virtual public meeting.
- b) **Reasons for All-Virtual Public Meetings.** The EDA may only convene an all-virtual public meeting for a Special Meeting of the EDA or **under emergency or dire circumstances, such as extreme weather, not occurring under a state or locally declared state of emergency or disaster or when a continuity of government ordinance is in effect.**
- c) **Procedures for Conducting All-Virtual Public Meetings.** The EDA may only conduct an all-virtual public meeting if it complies with the following:
- i) the meeting notice required by *Virginia Code* § 2.2-3707 includes a statement that the method by which the meeting will be held will not be changed unless the EDA provides a new meeting in accordance with *Virginia Code* § 2.2-3707;
 - ii) public access to the all-virtual public meeting is provided by way of electronic communication means;
 - iii) the electronic communications means used allows the public to hear all directors participating in the all-virtual public meeting, and, when audio-visual technology is available, to see the directors as well;
 - iv) a phone number or other live contact information is provided to alert the EDA if its audio or video transmission fails, the EDA monitors such designated means of communication during the meeting, and the EDA recesses the meeting until public access is restored if the transmission fails for the public;
 - v) a copy of the proposed agenda and all agenda packets and, unless exempt, all material furnished to the EDA directors for a meeting is made available to the public in electronic format at the same time that such materials are provided to the EDA directors;
 - vi) the public is afforded the opportunity to comment through electronic means, including by way of written comments, at those public meetings when public comment is customarily received;
 - vii) no more than two EDA directors are together in any one remote location unless that remote location is open to and physically accessible by the public;
 - viii) **if a closed session occurs during an all-virtual public meeting, the directors participate under circumstances that assure the privacy and confidentiality of the session;**
 - ix) if a closed session occurs during an all-virtual public meeting, the EDA resumes transmission to the public before it votes to certify the closed meeting;

- x) The EDA does not convene an all-virtual public meeting (i) more than twice per calendar year or 25 percent of the meetings held per calendar year rounded to the next whole number, whichever is greater, or (ii) consecutively with another all-virtual public meeting; and
- xi) minutes of all-virtual public meetings held by electronic communication must be taken according to law and must include the fact that the meeting was held by electronic communication means and must describe the type of electronic communication means used to hold the meeting. If a director's participation from a remote location is disapproved because such participation would violate the remote participation policy, such disapproval must be recorded in the minutes with specificity.

3) **During a Declared Emergency or When a Continuity of Government Ordinance is in Effect.** The EDA may meet by electronic communication means without a quorum physically assembled at one location when a state of emergency is declared pursuant to *Virginia Code* § 44-146.17 or a local emergency is declared pursuant to *Virginia Code* § 44-246.21, subject to the provisions and requirements of *Virginia Code* § 2.2-3708.2. The EDA also may meet by electronic communication means when an ordinance adopted pursuant to *Virginia Code* § 15.2-1413 to ensure the continuity of County government is in effect.

(*Virginia Code* § 2.2-3708.2 and § 2.2-3708.3)

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MOTION

I move the EDA to adopt this Resolution as its written policy authorizing remote electronic participation and all virtual meetings.

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I, Roger Johnson, do hereby certify that the foregoing writing is the Resolution duly adopted by the Economic Development Authority of Albemarle County, Virginia, by a vote of ___ to ___ as recorded below, at a meeting held on 20 September 2022.

Roger Johnson, Assistant Secretary

	Yes	No
Dir. Long	_____	_____
Dir. Ray	_____	_____
Dir. Shreve	_____	_____
Dir. McNaughton	_____	_____
Dir. Mottola	_____	_____
Dir. Lawless	_____	_____
Dir. Morrill	_____	_____

DRAFT