

## **AMHERST COUNTY SERVICE AUTHORITY BOARD CHARTER**

1. **Purpose.** Amherst County Service Authority (the Service Authority) was originally formed in 1936 as the Madison Heights Sanitary District, to provide public water and wastewater utility services in and around the area now generally known as Old Town Madison Heights. Over time its service area expanded significantly and on March 13, 1987 it was reorganized by the Amherst County Board of Supervisors as the Amherst County Service Authority under the Virginia Water and Waste Authorities Act, Chapter 51 of Title 15.2 of the Code of Virginia of 1950, as amended. The Service Authority is a separate political subdivision of the Commonwealth from Amherst County and is governed by a separate Amherst County Service Authority Board of Directors (Service Authority Board). The Service Authority's mission is to provide public water and wastewater utility services in accordance with the Amherst County Comprehensive Plan, as determined appropriate by the Service Authority Board.
2. **Goals.** The goals of the Service Authority are to cost-effectively and efficiently provide water and wastewater services through the public health-focused and environmentally sensitive development of reliable public water resources, the treatment and distribution of high-quality potable water, and the collection, treatment, and proper disposal of wastewater.
  - 2.1 The Service Authority functions financially as a self-supporting enterprise fund, with user fees as its revenue source. No tax-generated revenue is received, unless the Board of Supervisors authorizes distributions to the Service Authority as part of a community economic growth and development project or for the elimination of a public health risk. Service Authority Board members have a fiduciary and legal duty to maintain the Service Authority's self-supporting status. For instance, in economic growth and development projects, the Service Authority Board may not waive or modify user fees that have been legally established by regulation. To do so would undercut the financial foundation of the Service Authority. Waiver or modification of ordinances is the purview of the Board of Supervisors, not the Service Authority Board. Payment of user fees as part of economic development, public health, or other programs would also, therefore, be the responsibility of the County's Economic Development Authority or the Board of Supervisors itself, not the Service Authority Board.
  - 2.2 Good maintenance of existing utility facilities and equipment is critical to providing consistently high-quality products and services and meeting local, state, and federal water quality and environmental regulations.
  - 2.3 Careful training and employee development, both on-the-job and in the classroom, is vital in order for the Service Authority to accomplish its tasks, conform to requirements of the Virginia Department of Professional and Occupational Regulation, and meet its goals.
3. **Membership.** The Service Authority Board is made up of a maximum of five (5) individuals and shall consist of three (3) elected Amherst County Supervisors and two (2) citizen members appointed by the Board of Supervisors. For elected Supervisor members of the Service Authority Board, membership begins and ends with the Supervisor's term of office. Citizen members are appointed by the Board of Supervisors and serve four-year terms that are staggered to coincide with County elections of Supervisors. County policies regarding qualifications and appointments of citizen members are set forth below. Newly-elected members of the Board of Supervisors are considered *ex officio* members of the Service Authority Board during their first year in office, with voice, but not vote, in affairs of the Service Authority, even if they are not actually appointed to the Service Authority Board. This arrangement prevents vacancies on the Service Authority Board, ensures that members of both Boards have solid knowledge of the functions of each, and provides for the free flow of information and cooperation between both Boards.

- 3.1 Due to the high number and percentage of Service Authority water and/or wastewater customers in County Electoral Districts 4 and 5, and a Board of Supervisors policy that Service Authority customers should be represented by their elected Supervisors to the greatest extent possible, the elected Supervisors of Districts 4 and 5 should be members of the Service Authority Board, unless such Supervisor(s) decide to not serve on the Service Authority Board, in which case such Supervisor(s) will be replaced by citizen(s) appointed by the Board of Supervisors. Such Supervisor(s) decision(s) and replacement(s) shall not change the Service Authority Board membership prescribed in Section 3.
4. **Meetings.** The Service Authority is committed to following the provisions of the Virginia Freedom of Information Act (FOIA) in noticing and holding its public meetings. The schedule and location for regular meetings of the Service Authority Board are established each year at the January organizational meeting of the Service Authority Board. With proper public notice, regular scheduled meetings may be canceled or special meetings called. As separate political subdivisions of the Commonwealth, unless a joint meeting is called and appropriate notice provided, the Service Authority Board must hold separate meetings from the Board of Supervisors, even though both bodies are made up of several of the same individuals.
5. **Reports.** Service Authority staff members and consultants shall routinely provide reports on utility-related matters to the Service Authority Board and make them part of the meeting agenda packets. The Service Authority Board may direct Service Authority staff or consultants to give special reports to the Board of Supervisors as needed, particularly on matters of significant joint interest to both Boards; requests by the Board of Supervisors for such special reports should be directed to the Service Authority Board.
6. **Organization.** The Service Authority Board's Rules of Procedure are adopted annually at the January organizational meeting. All offices for the coming year are likewise selected at this meeting.
- 6.1 Board Chair. The Service Authority Board Chair presides over Service Authority meetings. He or she may choose to appoint committees and committee leaders for special tasks or assignments. The Board Chair has signatory authority for the Service Authority, but may choose to delegate this responsibility to the Board Vice-Chair, Executive Director, or Board Secretary, as the Board Chair may deem appropriate.
- 6.2 Board Vice-Chair. The Service Authority Board Vice-Chair serves in the Board Chair's role whenever the Board Chair is unavailable.
- 6.3 Treasurer. The Service Authority Treasurer serves as custodian of all Service Authority revenue. The Amherst County Treasurer serves as the Treasurer for Amherst County Service Authority.
- 6.4 Board Secretary. The Service Authority Board Secretary is responsible for distribution of the agenda packets to the Service Authority Board members and the public, and for production of the minutes of the meeting. The Board Secretary shall maintain permanent records of the minutes and be prepared to provide signed copies as testament of their accuracy. The Board Secretary shall cause notice to be given of all meetings of the Service Authority, as required by law. The Executive Director serves as the Board Secretary. In order to efficiently carry out his or her duties, the Board Secretary may delegate some or all of those duties to an Assistant Board Secretary or Recording Secretary, who may be the County Administrator's Executive Assistant, the County Attorney's Executive Assistant, or another Amherst County or Amherst County Service Authority employee.
- 6.5 Executive Director. The Executive Director, also called the Director of Public Utilities, is the Service Authority's Chief Executive Officer, who serves at the pleasure and discretion of the Service Authority Board. The Executive Director shall draft meeting agendas and implement Service Authority Board motions, resolutions, policies, and standard operating procedures, plus perform any other and further duties as may be designated by the Service Authority Board, consistent with Chapter 15 of the Code of Amherst County (Water and Sewer) and the rules, regulations, and policies of the Service Authority.

**7. Service Authority Board Policies.**

- 7.1 Effective with terms on the Service Authority Board commencing January 1, 2020, there will be three (3) elected Supervisors and two (2) citizen members appointed to the Service Authority Board. Terms of citizen appointees shall be four (4) years and staggered such that one (1) citizen seat comes open every two (2) years, coinciding with Board of Supervisors elections.
- 7.2 Effective with terms on the Service Authority Board commencing January 1, 2020, elected Supervisors from County Electoral Districts 4 and 5 should be appointed to the Service Authority Board, unless such Supervisor(s) decide to not serve on the Service Authority Board, in which case such Supervisor(s) will be replaced by citizen(s) appointed by the Board of Supervisors. Such Supervisor(s) decision(s) and replacement(s) shall not change the Service Authority Board membership prescribed in Section 3.
- 7.3 All members of the Service Authority Board, including appointed citizen members, must be current citizens of Amherst County that have their main residences in Amherst County. At least one (1) of the two (2) appointed citizen members must be a Service Authority water and/or sewer customer or have an ownership interest in a business or commercial enterprise which is a Service Authority water and/or sewer customer.
- 7.4 Vacancies on the Service Authority Board, whether previously occupied by an elected Supervisor or an appointed citizen, shall be filled in accordance with Board of Supervisors policies regarding other Amherst County boards. Appointments to fill Service Authority Board vacancies shall not change the Service Authority Board membership prescribed in Section 3.
- 7.5 Members elected to the Board of Supervisors for the first time who are not appointed to the Service Authority Board should regularly attend Service Authority Board meetings during the first year of their first terms in office, as *ex officio* liaison members. They shall have voice, but not vote, at such meetings and are encouraged to ask questions of Service Authority staff so as to become thoroughly acquainted with the operations of the Service Authority.

**8. Citizen Appointment Policies.**

- 8.1 Three (3) members of the Board of Supervisors shall be appointed to the Service Authority Board. Two (2) citizens shall be appointed to the Service Authority Board.
- 8.2 Citizens appointed to the Service Authority Board shall be current citizens of Amherst County that have their main residences in Amherst County.
- 8.3 To provide proper service on the Service Authority Board, citizen appointees require at least some initial familiarity with the Service Authority and its operations. To this end, at least one (1) of the two (2) appointed citizen members shall either be a Service Authority water and/or sewer customer or have an ownership interest in a business or commercial enterprise which is a Service Authority water and/or sewer customer.
- 8.4 It is the primary policy that the best qualified persons be appointed by the Board of Supervisors to serve on the Service Authority Board.
- 8.5 The Service Authority Board should be broadly representative of the community, and ACSA water and/or sewer customers, to the greatest extent possible. To this end, each electoral district should be represented on the Service Authority Board, so long as this policy does not conflict with other provisions of Sections 3, 7, and 8. This policy shall not require that each district be represented on the Service Authority Board, nor prohibit electoral district representation with more than one Service Authority Board member, if either is necessary to ensure compliance with Sections 3, 7, and 8.
- 8.6 Openings for citizen positions on the Service Authority Board must be advertised for not less than two (2) weeks in order to solicit applications from the community.

- 8.7 Nominations for citizen positions on the Service Authority Board will be accepted from current members of the Service Authority Board, members of the Board of Supervisors, and the public.
- 8.8 Applications shall be reviewed, suitable candidates determined, and interviews of suitable candidates shall be performed by the Board of Supervisors. The Board of Supervisors may designate specific members of their bodies to participate in some or all of these activities. All application evaluators shall prepare a written evaluation of each candidate, which will be submitted to the Service Authority Board Secretary for distribution to the Board of Supervisors.
- 8.9 Appointments to the Service Authority Board should be made in the best interest of the Service Authority. To this end, applicants should be vetted to ensure that they are qualified to serve by reason of knowledge, experience, training, and other background to provide effective Service Authority Board service, including, but not limited to, lack of a conflict of interest such that serving on the Service Authority Board could result in personal advancement of, or benefit to, the prospective appointee by Service Authority Board actions that would abrogate the Service Authority's mission and policies and/or otherwise be detrimental to the Service Authority.
- 8.10 Citizens shall be appointed to serve on the Service Authority Board by the Board of Supervisors, in accordance with the vote of a majority of the Board of Supervisors.

9. **Amherst County Governmental Support.** The Amherst County Service Authority receives staff support from Amherst County's Treasurer and from the County departments of Finance, Human Resources, Purchasing, Legal, and Information Technology. County e-mail accounts exist for each Service Authority Board member, and copier, postage, and other support can be made available to Service Authority Board members through the County Administrator's Executive Assistant.

10. **Authority.** The Service Authority Board represents Amherst County's public water and wastewater services organization with the public, Central Virginia Planning District Commission, Virginia Department of Health, Virginia Department of Environmental Quality, Virginia Department of Conservation and Recreation, U.S. Environmental Protection Agency, and any other regulatory agency involved with any aspect of public water and wastewater utilities. The Executive Director functions as primary representative in this capacity, and works closely with the Service Authority Board and County staff on utility activities which may have significant impact on the County or its interests. The Executive Director is the responsible official for all permits and administrative orders issued to the Service Authority from the State and Federal agencies cited above and other agencies.

11. **Official Acts.** Acts of the Service Authority Board shall be performed by majority vote and recorded in the official minutes. The Chair of the Service Authority Board, as an individual, may speak for the body, but must be careful not to overstep the bounds of consensus within the Service Authority Board. Of the Service Authority Board's five (5) members, three (3) members constitute a quorum. The vote of a majority of Board members shall be necessary for any action to be taken by the Service Authority Board.

12. **Virginia Freedom of Information Act.** The Amherst County Service Authority and its Board of Directors is a "public body" under the Virginia Freedom of Information Act. It is the responsibility of the Service Authority Board Chair, with assistance from the Secretary, Executive Director, and County Attorney, to ensure compliance with all facets of this law.

13. **State and Local Government Conflict of Interest Act.** Board of Supervisors members of the Service Authority Board are not required to file an annual Financial Disclosure Statement; beyond what they normally file in their capacity as members of the Board of Supervisors. Citizens must file the long-form Disclosure of Economic Interests.