

Virginia Nuclear Energy Consortium Authority  
Approved Bylaws

Article 1 Purpose and Authority

The Virginia Nuclear Energy Consortium Authority is established by statute as a political subdivision of the Commonwealth of Virginia.

The Authority is charged with responsibility for making the Commonwealth a national and global leader in nuclear energy and to serve as an interdisciplinary study, research and information resource for the Commonwealth on nuclear issues.

The Authority is granted all powers necessary or convenient to carrying out its purposes, as more fully set out by § 67-1402 B. of the Code of Virginia, and which include the power to provide for the establishment of the Virginia Nuclear Energy Consortium.

As provided by law, on or before November 15 of each year, the Authority shall submit its updated strategic plan, an annual summary of its activities and any recommendations for the support and expansion of Virginia's nuclear energy industry to the Governor and the Chairmen of the House Appropriations, Senate Finance, and House and Senate Commerce and Labor Committees.

Article 2 Membership

The Authority is governed by a Board of Directors ("the Board"). Membership on the Board of the Authority is defined by § 67-1403 of the Code of Virginia and, except as specifically designated otherwise, shall be appointed by the Governor for terms as described by that section.

Article 3 Meetings – Meetings of the Board shall be held at the call of the chairman or of any seven (7) members of the Board.

- a. Regular Meetings – The Board shall meet four times a year to receive quarterly reports of the Consortium and to discuss and decide other business in pursuit of its purposes.
- b. Special Meetings – Special meetings may be called by the chairman or by seven (7) members of the Board as deemed necessary for the purpose of discussing and deciding any issue or question that cannot wait to be placed on the agenda of the next quarterly meeting of the Board. No business shall be transacted at such special meeting except that expressly identified in the notice of the special meeting.

- c. Quorum – Nine (9) members of the Board shall constitute a quorum and a quorum shall be necessary in order for any vote to be taken, or official decision of the Authority to be made.
- d. Notice of Meetings – Notice of meetings of the Board must be given and posted in accordance with the provisions of the Virginia Freedom of Information Act, to members of the Board and all others requesting such notice, and in no event fewer than five (5) days in advance of the meeting date.
- e. Conduct of Meetings – Meetings shall be conducted in accordance with the provisions of the Virginia Freedom of Information Act. Meetings shall be led by the Chairman or the Vice Chairman in the Chairman’s absence. Should both the Chairman and the Vice Chairman be absent from the same meeting, the members present may elect a Chairman pro tempore to serve for the duration of that meeting.
- f. An agenda for any meeting shall be determined by the Chairman in consultation with staff and any members of the Authority who may have items to suggest for inclusion on the agenda.
- g. Any decisions made by, or act taken pursuant to, a vote of a majority of the members of the Board present for a meeting at which a quorum is in attendance shall be an official act of the Authority.
- h. An opportunity for public comment shall be included on the agenda of at least two meetings each year, but may be included more often when deemed necessary or appropriate.

Article 4      Officers

- a. Chairman – The Board shall elect a Chairman annually from among its members who shall preside at all meetings of the Board and who shall speak on behalf of the Board when authorized by the Board to do so. The Chairman shall also appoint Committees of the Board as such are required from time to time.
- b. Vice Chairman – The Board shall elect a Vice Chairman annually from among its members. The Vice Chairman shall preside in the Chairman’s absence and assist the Chairman as needed.
- c. Treasurer – The Board shall elect a Treasurer annually from among its members. The Treasurer shall be responsible for overseeing the receipt and expenditure of funds by the Board and the maintenance of the Board’s accounts.
- d. Secretary – The Board shall also elect annually a Secretary who need not be a member of the Board. The Secretary shall be responsible for overseeing the preparation and filing of official documentation required of the Board.

Article 5      Committees

The Board shall create such standing committees as it deems to be necessary to the accomplishment of the Authority's purposes. Members of any such committees shall be appointed by the Chairman.

The Chairman may appoint such temporary committees as necessary to the accomplishment of specific tasks. Such committees shall be known as ad hoc committees and shall exist only until the task for which they were created is complete.

#### Article 6      Amendments

These bylaws may be amended from time to time by the vote of a majority of the members present and voting at a meeting for which a quorum is present.

Amendment of the bylaws must appear on the agenda of the meeting at which a vote to amend the bylaws will be taken.