Agenda

1. Approve September 12, 2019 Minutes
2. Small Business Owner Feedback: Whitmore Merrick
3. Review By-Laws
4. Office of Economic Development Update
   a. MECA
   b. GO Start-Up
   c. ACE
   d. Holiday Jingle and Mingle Recap
   e. GO Connect Recap
   f. Supervisory Class
5. Procurement Update
   a. FY 2020 Outreach and Spend Analysis
   b. Self Certified Business Update
Commission Members Present: Ms. Zoie Smith, Ms. Andrea Copeland Whitsett, Mr. Mark Menafee, Ms. Tessa Thompson, Ms. Kaye Monroe and Ms. Sarah Hawthorne.

Commission Members Not Present: Mr. Anthony (Rek) LeCounte, Mayor Nikuyah Walker

Ms. Kaye Monroe motioned and Ms. Andrea Copeland Whitsett seconded to adopt Mr. Mark Menafee and Mr. Rek LeCounte as co-chairs of the commission. (Ayes: Copeland-Whitsett, Hawthorne, Menafee, Monroe, Thompson, Smith, Noes: None.)

The commission discussed adopting additional by-laws.

The commission wants to emphasize gathering information from local business owners to form feedback for City policies and programs. Ms. Monroe suggested gathering information from the upcoming breakfast.

At the next meeting the commissioners want to have staff invite two businesses to come share their challenges and for staff to provide a six month report on activities and Minority spend.
BYLAWS OF THE
MINORITY BUSINESS COMMISSION
CHARLOTTESVILLE, VIRGINIA

PURPOSE: The Minority Business Commission shall serve as an advisory body for the Charlottesville City Council pursuant to Virginia Code Section 15.2-1405. The Commission shall also serve as a liaison between the Office of Economic Development and the Department of Finance’s Procurement Division and the citizens of the City of Charlottesville.

The Commission shall consult with and advise City Council and staff in all matters affecting the functions of the Office of Economic Development and Procurement Division, including, but not limited to:

1. The City’s established policy of equal opportunity and nondiscrimination in procurement and business development;

2. The City’s efforts in promoting the startup of minority-owned businesses in the City and the growth and expansion of existing City minority-owned business;

3. The City’s continuing efforts to encourage the participation of businesses, and those certified by the Virginia Department of Small Business and Supplier Diversity (SBSD), in City contracts; and

4. The City’s assurance that its business development and procurement opportunities are made available to all persons, regardless of race, religion, color, sex, national origin, age, sexual orientation, gender identity disability or any other basis prohibited by law.

1. Membership, Appointment & Length of Term of Board Members

City Council appoints members to the Commission during a closed session of the City Council. Terms of service begin on July 1 and expires on June 30, after a full term of service. Each member shall be appointed for a three-year term.

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Each Commission member shall be eligible for re-appointment to one (1) full three-year term. Consecutive terms served shall be limited to two (2) three-year terms of service.

The Minority Business Commission shall consist of eight (8) members, as follows:

Five (5) individuals shall be appointed by City Council, each of whom must live or work in the City of Charlottesville and/or Albemarle County throughout the appointed terms. Additionally, the Commission shall include one (1) employee from the Office of Economic Development, one (1) employee from Procurement and Risk Management and one (1) City Councilor.

Vacancies occurring on the Commission as a result of resignation, death, or for any other reason shall be advertised by the City of Charlottesville and new member(s) appointed by City Council at the earliest possible opportunity. Such appointees will complete the unexpired term of the vacant seat; and remain eligible for appointment to two consecutive full three-year terms upon the completion of the unexpired term.

2. Attendance

Minority Business Commission members are encouraged to attend all meetings. Should a member fail to attend seventy-five (75) percent of the regular or special meetings of the Commission; the Chair shall inquire of the Commissioner in question if they still intend to serve on the Minority Business Commission. After consultation with Commission members, the Chair may thereafter make a written request to Council asking for the removal of the Commission member.

3. Officers and Duties

3.1 Officers. The officers of Minority Business Commission shall be a Chair and a Vice Chair
who shall have the duties set forth below.

3.2 Officers.

At the first meeting of the Commission in each fiscal year (A fiscal year is July 1-June 30), the Commission shall select from its members and appoint by a majority vote a Chair and Vice-Chair. The Chair and Vice-Chair shall serve in that capacity for the remainder of the fiscal year.

(1) Chair. In addition to the other duties set forth in these bylaws, it shall be the duty of the Chair to execute all documents on behalf of the Commission, to act as liaison between the Commission and the Offices of Economic Development and Procurement Division, to cause all resolutions, approvals and other actions of the Commission to be executed or carried out, to determine that all matters delegated to the Commission by state statute, city ordinance, or at the insistence of the City Council are properly brought before the Commission.

(2) Vice Chair. The Vice Chair shall exercise the powers and perform the duties of the Chair during the absence, disability or disqualification of the Chair.

(3) Secretary. It shall be the duty of the Secretary to keep minutes of the Commission's proceedings, to give notices required by law or these bylaws, to prepare, in consultation with the Chair, the agenda for all meetings of the Commission, to be custodian of the Commission's records, to inform the Commission of correspondence relating to the business of the Commission and to respond to such correspondence unless responsibility is otherwise assigned by the Chair, to handle any funds allocated to the Commission, to act as liaison with the City Manager, City Departments and Agencies, and to execute on behalf of the Commission any documents requiring the signature of the Secretary. The employees from the Office of Economic Development and Procurement and Risk Management shall act as the Secretaries of the Commission. In the event both Secretaries are absent

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from any meeting, the officer presiding shall designate an acting Secretary.

3.3 Terms and Vacancies. The term of office for the Chair and the Vice Chair shall be one (1) year. The Chair shall be eligible for re-election to no more than one (1) additional one-year term. Should any vacancy occur among the offices described above, the Commission shall fill such vacancy as promptly as practicable and the individual elected to such office shall serve for the unexpired term of the office in which such vacancy has occurred.

4. Meetings

4.1 Annual Meetings. The annual meeting shall be the first regular meeting in the month at the beginning of the fiscal year (A fiscal year is July 1-June 30). At such meeting the members of the Commission shall elect officers for the ensuing year and shall review its annual report to City Council as well as conduct such other business as shall be placed on the agenda in accordance with the provisions of these bylaws.

4.2 Regular Meetings. Regular meetings shall be held in City Hall, or such other location as the Commission may from time to time designate, on a quarterly basis at the beginning of the fiscal year, at 3:00 p.m. If the regularly scheduled meeting day falls on a holiday, the Commission may choose to move the meeting to the next available day. The meeting format will consist of a regular meeting with action items from 3:00pm to 4:00pm.

4.3 Special Meetings. Special meetings may be called by the Chair, the Vice Chair in the absence of the Chair, or by any two members, upon written request to both Secretaries.

4.4 Work Sessions. Work sessions may be held at the request of the Chair, or the Vice Chair in the absence of the Chair. Work sessions shall be held for the purpose of inquiry and discussion and no official action shall be taken at such meetings.

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4.5 Closed Sessions. The Commission may hold a closed session in accordance with Virginia Freedom of Information Act.

4.6 Notice of Meetings. The Secretaries shall give written notice of all meetings (annual, regular, special and work session) to all members of the Commission at least five days prior to such meeting. Such notice shall state the time and place of such meetings. With respect to regular meetings and the annual meeting, such notice shall be accompanied by an agenda prepared in accordance with the provisions of these bylaws and accompanied by such documentation as may be reasonable to permit the members of the Commission to consider the business which they are called upon to act. With respect to work sessions and special meetings, the notice shall state the purpose of the meeting or the nature of the discussion or inquiry to be undertaken and shall be accompanied by such documentation as may be available and practicable to provide to enable the members of the Commission to thoughtfully consider the business to come before the meeting.

5. Conduct of Meetings.

5.1 Quorum. At any meeting of the Minority Business Commission a quorum shall consist of five members of the Commission.

5.2 Procedure - Presiding Officer. All meetings of the Commission shall be conducted in accordance with Robert’s Rules of Order. The Chair of the Commission, or in their absence, the Vice Chair, or in the absence of both, the senior member of the Commission present shall preside at meetings of the Commission.

5.3 Voting. At all meetings of the Commission, each member present shall be entitled to cast one vote. No action of the Commission shall be valid unless authorized by a vote of the majority of Commissioners present.
All members of the Minority Business Commission are subject to the Virginia State and Local Government Conflict of Interests Act (Va. Code Section 2.2-3100 et seq.) (“COIA”). In the event that any member shall have a “personal interest in a transaction” as defined by Va. Code Section 2.2-3112 in a matter before the Commission, regardless of whether such matter has come before the Commission for a vote, and aside from an interest in common with any other taxpayer or resident of the City, such member shall disclose that interest and may disqualify himself or herself, or shall disqualify himself or herself if required by law, from voting on or participating in discussion upon that matter. In the event any other member of the Commission or any other person present at the meeting believes that a Commissioner has a personal interest as defined by COIA which disqualifies the Commissioner from considering or voting on a matter, such Commissioner or other person may bring such question to the attention of the Commission. After disclosure by a Commissioner of an interest in a matter before the Commission, any member of the Commission may request a ruling from the Commonwealth's Attorney, or in the event of his or her unavailability, the City Attorney or their representative with respect to whether such interest disqualifies such Commissioner from participating in the consideration of and voting on such matter. The ruling of the Commonwealth's Attorney or the City Attorney or their representative shall be conclusive.

A member of the Minority Business Commission is entitled to have the Commission consider and decide matters in which that member has a financial or personal interest. If the matter is one, under COIA, in which the member has a “personal interest”, and the member is required or elects to refrain from any participation in the discussion or consideration of the matter by the Minority Business Commission, the member shall be prohibited (a) from attending any authorized closed meeting when the matter in which he or she has a personal interest is discussed; and (b) from discussing the matter
with a Commission member or any other governmental officers or employees at any time. The member shall not participate in any presentation before the Commission, nor shall questions from the Commission be directed to that member. A member who has a matter before the Commission may have a co-owner, attorney or other representative appear before the Commission on his or her behalf.

5.4 Proceedings. At any regular or special meeting of the Minority Business Commission, the order of business to come before the meeting shall be as expressed on the agenda sent out with the notice of the meeting provided, however, the presiding officer, with the consent of a majority of the Commissioners, may change the order of business on the agenda for any reason. No matter not on the agenda for the meeting shall be brought before the Commission for consideration except with the agreement of a majority of the Commissioners present.

6. Community Participation

6.1 Citizen Advice and Participation. The Commission will make efforts to encourage participation of citizens of the community on matters with Citywide implications and may order special notices or public hearings on matters and utilize similar devices to affect the purposes herein stated.

7. Amendments.

These bylaws may be amended by vote of a majority of the Commissioners at any meeting provided, however, notice of such proposed amendment shall be given to each member of the Commission in writing at least five (5) days prior to such meeting.