

# VIRGINIA ACTS OF ASSEMBLY -- 2007 SESSION

## CHAPTER 779

*An Act to amend and reenact §§ 2.2-2316, 2.2-2317, and 2.2-2318 of the Code of Virginia, relating to the Virginia Tourism Authority; powers and duties of the Executive Director.*

[S 1078]

Approved March 23, 2007

**Be it enacted by the General Assembly of Virginia:**

**1. That §§ 2.2-2316, 2.2-2317, and 2.2-2318 of the Code of Virginia are amended and reenacted as follows:**

§ 2.2-2316. Executive Director; Board of Directors; members and officers.

A. ~~All~~ *Notwithstanding the provisions of § 2.2-2318, all powers, rights and duties conferred by this article or other provisions of law upon the Authority shall be exercised by an Executive Director with the advice and comment of a Board of Directors consisting. The Board of Directors shall be an advisory board within the meaning of § 2.2-2100.*

B. *The Board of Directors shall consist of the Secretary of Commerce and Trade, the Secretary of Finance, the Secretary of Natural Resources, and twelve members appointed by the Governor, subject to confirmation by the General Assembly. The members of the Board appointed by the Governor shall serve terms of six years each, except that the original terms of four members appointed by the Governor shall end on June 30, 2000, the original term of four members appointed by the Governor shall end on June 30, 2001, and the original terms of three members appointed by the Governor shall end on June 30, 2002, all as designated by the Governor. Any appointment to fill a vacancy on the Board shall be made for the unexpired term of the member whose death, resignation or removal created the vacancy. All members of the Board shall be residents of the Commonwealth. Members may be appointed to successive terms on the Board of Directors. The Governor shall make appointments in such a manner as to ensure the widest possible geographical representation of all parts of the Commonwealth.*

Each member of the Board shall be reimbursed for his or her reasonable expenses incurred in attendance at meetings or when otherwise engaged in the business of the Authority and shall be compensated at the rate provided in § 2.2-2104 for each day or portion thereof in which the member is engaged in the business of the Authority.

~~B.~~ C. The Governor shall designate one member of the Board as chairman. The Board may elect one member as vice-chairman, who shall exercise the powers of chairman in the absence of the chairman or as directed by the chairman. The Secretary of Commerce and Trade, the Secretary of Finance, the Secretary of Natural Resources shall not be eligible to serve as chairman or vice-chairman.

~~C.~~ D. Meetings of the Board shall be held at the call of the chairman or of any seven members. Eight members of the Board shall constitute a quorum for the transaction of the business of the Authority. An act of the majority of the members of the Board present at any regular or special meeting at which a quorum is present shall be an act of the Board of Directors. ~~No vacancy on the Board shall impair the right of the majority of a quorum of the members of the Board to exercise all the rights and perform all the duties of the Authority.~~

~~D.~~ E. Notwithstanding the provisions of any other law, no officer or employee of the Commonwealth shall be deemed to have forfeited or shall have forfeited his or her office or employment by reason of acceptance of membership on the Board or by providing service to the Authority.

§ 2.2-2317. Appointment and duties of Executive Director.

The Governor shall appoint an Executive Director of the Authority, who shall serve as President and chief executive officer of the Authority. ~~The Executive Director shall report to, but not be a member of, the Board. The Executive Director shall not be a member of the Board.~~ The Governor shall set the salary and other compensation of the Executive Director, and shall approve any changes in the Executive Director's salary or compensation. The Executive Director shall serve as the ex officio secretary of the Board and shall administer, manage and direct the affairs and activities of the Authority ~~in accordance with the policies and under the control and direction of the Board.~~ He shall attend meetings of the Board, shall keep a record of the proceedings of the Board and shall maintain and be custodian of all books, documents and papers of the Authority, the minute book of the Authority and its official seal. He may cause copies to be made of all minutes and other records and documents of the Authority and may give certificates under seal of the Authority to the effect that the copies are true copies, and all persons dealing with the Authority may rely upon the certificates. He shall also perform other duties as ~~instructed by the Board in carrying~~ *is necessary to carry out the purposes of this article.* The Executive Director shall employ or retain such agents or employees subordinate to him as may be necessary to fulfill the duties of the Authority ~~as conferred upon the Executive Director, subject to the Board's approval.~~ Employees of the Authority, including the Executive Director, shall be eligible for

membership in the Virginia Retirement System and participation in all of the health and related insurance and other benefits, including premium conversion and flexible benefits, available to state employees as provided by law.

§ 2.2-2318. Powers of Authority.

The Authority, *acting through the Executive Director*, shall be granted all powers necessary or appropriate to carry out and to effectuate its purposes, including the following to:

1. Have perpetual succession as a public body corporate and as a political subdivision of the Commonwealth;
2. Adopt, amend and repeal bylaws, rules and regulations, not inconsistent with this article for the administration and regulation of its affairs, to carry into effect the powers and purposes of the Authority and the conduct of its business;
3. Sue and be sued in its own name;
4. Have an official seal and alter it at will although the failure to affix this seal shall not affect the validity of any instrument executed on behalf of the Authority;
5. Maintain an office at any place within or without the Commonwealth that it designates;
6. Make and execute contracts and all other instruments and agreements necessary or convenient for the performance of its duties and the exercise of its powers and functions under this article;
7. Acquire real or personal property, or any interest therein, by purchase, exchange, gift, assignment, transfer, foreclosure, lease or otherwise, including rights or easements, and hold, manage, operate or improve such property;
8. Sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of all or any part of its properties and assets;
9. Employ officers, employees, agents, advisers and consultants, including without limitation, financial advisers and other technical advisers and public accountants and, the provisions of any other law to the contrary notwithstanding, to determine their duties and compensation without the approval of any other agency or instrumentality;
10. Procure insurance, in amounts and from insurers of its choice, or provide self-insurance, against any loss, cost, or expense in connection with its property, assets or activities, including insurance or self-insurance against liability for its acts or the acts of its directors, employees or agents and for the indemnification of the members of its Board and its employees and agents;
11. Receive and accept from any source aid, grants and contributions of money, property, labor or other things of value to be held, used and applied to carry out the purposes of this article subject to the conditions upon which the aid, grants or contributions are made;
12. Enter into agreements with any department, agency or instrumentality of the United States, the Commonwealth, the District of Columbia or any state for purposes consistent with its mission;
13. Establish and revise, amend and repeal, and charge and collect, fees and charges in connection with any activities or services of the Authority;
14. Make grants to local governments with any funds of the Authority available for this purpose;
15. Develop policies and procedures generally applicable to the procurement of goods, services, and construction based on competitive principles;
16. Issue periodicals and carry and charge for advertising therein;
17. Raise money in the corporate, nonprofit, and nonstate communities to finance the Authority's activities;
18. Support and encourage each locality to foster its own tourism development programs;
19. Enter into agreements with public or private entities that provide participating funding to establish and operate tourism centers, funded jointly by the entity and the Authority, as shall be determined by the Executive Director, and as approved by the Authority;
20. Encourage, stimulate, and support tourism in the Commonwealth by promoting, marketing, and advertising the Commonwealth's many tourist attractions and locations;
21. Encourage, stimulate, and support the film industry in the Commonwealth;
22. Do all things necessary or proper to administer and manage the Cooperative Tourism Advertising Fund and the Governor's Motion Picture Opportunity Fund;
23. Update a travel guide for the disabled in the first year of every biennium beginning in fiscal year 2003;
24. Develop a comprehensive plan to promote destinations of historical and other significance located throughout the Commonwealth in anticipation of the 400th anniversary of the Jamestown settlement; and
25. Do any act necessary or convenient to the exercise of the powers granted or reasonably implied by this article and not otherwise inconsistent with state law.