

MEMORANDUM

To: Alexandria Waterfront Commission
From: Agnès Artemel, Committee Chair
Re: Charter, Membership, and Bylaws Committee
Date: February 11, 2026

Following our discussion at the January Waterfront Commission meeting, three subgroups have been working on aspects of reviewing and refining our charter and membership and creating a set of bylaws. We will be discussing the recommendations of the three subgroups at our February 17 meeting.

The three reports are attached to this memo. Please read and review them and be prepared to voice your opinions and suggestions at the meeting. Each group will verbally present its recommendations before the discussion, as follows:

Charter/Mission and Activities: Deb Roepke and Melissa Kuennen

Term of Office and Membership: Stuart Fox and Charlotte Hall

Bylaws: Jan Abraham and Agnès Artemel

I anticipate that we will need one more round of review to finalize these three documents into something that can be reviewed at the City Council level. Following that, we will need to define a process for engaging with the City Clerk's office and the City Council. If City Council is inclined to approve our recommendations, a new ordinance will have to be created and approved by them. Once that is done, changes will be incorporated into the draft bylaws, which reflect our current operations.

Attachments:

- A. Report of the Charter/Mission and Activities Subcommittee
- B. Report of the Term of Office and Membership Subcommittee
- C. Report of the Bylaws Subcommittee

Mission and Purpose. The Alexandria Waterfront Commission serves as the primary advisory body to the City Council and City Manager on the stewardship, enhancement, and strategic management of the Alexandria waterfront. The Commission acts as a central coordinator for community groups, adopting a broad perspective to synthesize diverse public interests into a cohesive vision. By overseeing preservation, public artwork, and events, the Commission ensures the waterfront remains a resilient, well-managed destination that reflects the city's unique character and serves the collective interests of the entire community.

Core Responsibilities

1. Community Coordination & Broad Perspective

- **Community Liaison:** Act as a central coordinator for neighborhood associations, civic groups, community organizations, and community interest groups to ensure a unified public voice in waterfront planning.
- **Collective Synthesis:** Evaluate the waterfront from a holistic perspective to provide the City with well-rounded, representative recommendations.

2. Infrastructure & Environmental Resiliency

- **Flood Mitigation:** Review and provide recommendations on the development and implementation of waterfront flood mitigation projects.
- **Shoreline Assets:** Review and provide recommendations for improvements to critical infrastructure, including bulkheads, boardwalks, parks, piers, the marina, and utilities.
- **Green Spaces:** Advise on the improvement and maintenance of parks, landscaping, and the preservation of the urban tree canopy.

3. Development & Cultural Stewardship

- **SAP Adherence:** Ensure all development and redevelopment projects strictly align with the Small Area Plan (SAP) guidelines.
- **Special Projects:** Evaluate and provide guidance on management and redevelopment opportunities for cultural landmarks including the Torpedo Factory Art Center, Jones Point Lighthouse, Canal, and the African-American Heritage Trail.

- **Public Activation:** Review and provide recommendations for the integration of public artwork, history programs, and community events to maintain a vibrant cultural destination.

4. Multimodal Access & Maritime Management

- **Comprehensive Connectivity:** Recommend land-based and water-based transportation to ensure the waterfront is accessible to residents and visitors.
- **Vessel Management:** Advise on the management of public and private vessels to optimize harbor use.
- **Non-Motorized Access:** Advocate for expanded access for small watercraft (kayaks, canoes, paddleboards) from Jones Point to Daingerfield Island.

5. Safety & Fiscal Oversight

- **Public Safety:** Review and make recommendations regarding security measures and safety protocols along the waterfront.
- **Fiscal Guidance:** Provide strategic recommendations for city capital improvement budgets, operating budgets, and funding priorities.

Attachment B: Report of the Term and Membership Subcommittee

Term: 3 years

Membership:

<u>Name</u>	<u>Count</u>
Alexandria City Council	1
Alexandria Park & Recreation Commission	1
Alexandria Planning Commission	1
Old Town Civic Association	1
Retail/Restauranter/Merchant from east of Washington St.	1
Commercial Building Owner from East of Washington St.	1
Pleasure Boat Lease Holder at Alex. Marina	1
Stakeholder from Old Town North Alliance	1
Alexandria Archaeology Commission	1
Alexandria Seaport Foundation	1
Citizen East of Wash., South of King	1
Citizen East of Wash., North of King	1
At Large Citizen From Any Other Area	1
TOTAL	13

Attachment C: Draft Bylaws (reflecting current operations)

Areas likely to change at the end of our deliberations and conversations with City Council are highlighted in yellow.

BYLAWS OF THE ALEXANDRIA WATERFRONT COMMISSION draft

(date)

ARTICLE I – AUTHORITY

The Commission was established under Title 2, Chapter 4, Article E of the Code of the City of Alexandria, Virginia, and is governed by the authority of the Alexandria City Council as a public agency under **Municipal Ordinance 4757, adopted April 14, 2012.**

ARTICLE II -- NAME

The name of the Commission shall be the Alexandria Waterfront Commission. When appropriate, “AWC” or “the Commission” will be used.

ARTICLE III – MISSION, FUNCTIONS, POWERS, DUTIES

Section 1: Mission:

Update to be provided by Charter and Mission subgroup.

The function of the Commission shall be to advise City Council, the City Manager, and appropriate city departments on matters pertaining to:

- The use of the Alexandria Waterfront by commercial and private vessels; and
- Implementation of the Waterfront Small Area Plan.

The Commission shall coordinate its activities with those of other relevant public advisory bodies within the city.

For the purposes of these bylaws, the term “Alexandria Waterfront” shall include the area within the boundary of the Waterfront Small Area Plan and shall include all waters of the Potomac River located within the boundaries of the city and all piers, docks and other structures located on such waters which are or may be used for the docking of commercial or private vessels.

Section 2: Functions, Powers, Duties: The Commission shall accomplish its mission through a variety of activities and actions that include but are not limited to the following:

Update to be provided by Charter and Mission subgroup.

ARTICLE IV – MEMBERSHIP

Section 1: The Alexandria Waterfront Commission shall consist of 21 members to be appointed by the City Council. The composition of the Commission shall be as described in City Ordinance No. 4757.

Update to be provided by Membership and Term Subgroup.

Section 2: Categories: Members of the Commission shall be appointed in the manner prescribed in Title 2, Chapter 4, Article A of the City Code; provided, that members who are representative of an organization shall be nominated by the organization and confirmed by City Council. Members shall serve for a term of **two** years; provided, that the members who are representative of an organization shall cease to be a member at such time as they shall cease to be a member, in good standing, of the organization for which they serve as representative.

Section 3: Resignations: When a commissioner deems it necessary to terminate their participation in the AWC, they shall tender their letter of resignation in writing to the City Clerk, with a copy to the Chair.

ARTICLE V – MEETINGS

Section 1: Meetings of the Commission shall be held on the third Tuesday of each month from 7:30 am to 9:30 am. There will be at least 10 regular meetings each calendar year. Special meetings may be called as deemed necessary by the Commission. The Chair or designee shall advise each member of the Commission by email or text in advance of each meeting of the Commission. Attendance requirements and the definition of a quorum are as specified in Title 2, Chapter 4, Article A of the City Code. In the event of inclement weather, the AWC will follow the Alexandria City Government closing and delay schedule.

Section 2: Members of the Commission are required to attend at least 75% of the regular monthly meetings. **Excused absences shall be granted** only by the Chair if received within a reasonable period of time. Remote participation may be permitted at the discretion of the Chair when the member is unable to attend due to a personal matter, a medical condition that prevents the member's physical attendance, or when the member is more than 60 miles from the meeting location. Remote participation is limited to two meetings held by the AWC in each fiscal year. Attendance at the Commission meetings will be reported to the City Council as required by city ordinances and regulations and in

conjunction with the submittal of the AWC Annual Report. As a courtesy the Chair will reach out to a member who has missed two meetings to remind them of the policy and to ascertain if there were mitigating circumstances related to the absence. Proxies are not allowed for attendance, or for conducting any Commission action.

Section 3: A quorum of a majority of the voting non-vacant seats on the Commission shall be required for the full Commission to transact business.

Section 4: Minutes shall be taken in writing at all public meetings.

Section 5: All meetings of the Commission and its committees shall be open to the public to the full extent required by the Virginia Freedom of Information Act. The Commission's agenda, minutes and bylaws shall be made available to the public.

Section 6: Special meetings may be called by the Chair, or at the written request of five members of the Commission to the Chair.

Section 7: The public has a statutory right to access AWC meetings, including meetings and work sessions during which no votes are cast or any decisions made. FOIA open meeting requirements must be met when more than two AWC Commissioners get together formally or informally, in person or electronically and public business is discussed or transacted.

ARTICLE VI – COMMITTEES – TASK FORCES

The Commission may establish committees as necessary to carry out its mission, functions, powers and duties. Chairs of the committees will be determined by the AWC Chair.

The Chair may establish a Task Force to collectively research and report on a specific, time-limited issue or project. A Task Force will sunset after its report is issued to the AWC.

ARTICLE VII – CALENDAR

The Commission may develop an annual calendar of meetings, activities, etc., at the end of each calendar year to guide it for the next calendar year.

ARTICLE VIII – REPRESENTATION

Representation on behalf of the Commission shall only be done by the Chair, Vice Chair, or designee(s) as determined by a majority vote of the Commission members.

ARTICLE VIII – ANNUAL REPORT

Within 60 days after the close of the fiscal year, the Commission shall provide the City with an annual report detailing the activities and accomplishments of the Commission during the year.

ARTICLE IX – ELECTION OF OFFICERS

Section 1: The Chair and Vice Chair shall be elected annually at the May Commission meeting. Voting shall be by a show of hands.

The Chair is responsible for setting the agenda, running the meetings, assigning committees or Commission tasks as needed, and general leadership of the Commission.

The Vice Chair serves in the Chair's absence if necessary and provides counsel to Chair.

Section 2: In April of each year the Chair shall ask for nominations for the positions of Chair and Vice Chair and ascertain the willingness of those nominated to serve.

Section 3: A quorum of at least 50% plus one of Commission members must be present and voting to elect the Chair and Vice Chair.

Section 4: Successful candidates for the officer positions shall be announced immediately and shall assume their duties on the first day of the fiscal year.

ARTICLE X – COMMISSION AND OFFICER VACANCIES

Section 1: Should a position or positions on the Commission become vacant for any reason, the Commission shall arrange for the open position(s) to be advertised for by the City.

Section 2: Should the Chair position become vacant, or the Chair be unable to perform the duties of office, the Vice Chair shall serve in that capacity until the end of term or until the Chair is able to resume his/her duties or office.

Section 3: Should the Vice Chair position become vacant or the Vice Chair be unable to perform the duties of office, the Chair shall canvas the Commission members to identify a member or members willing to temporarily serve in that capacity until the end of term or until the Vice Chair is able to resume his/her duties of office.

ARTICLE XI – AWARDS

The Commission has the authority to recognize the contributions of the public (including individuals, groups and organizations) in support of the Alexandria Waterfront and to create new awards.

ARTICLE XII – PUBLIC INPUT

The Commission welcomes public participation during its meetings, as time permits. At the discretion of the chair, members of the public may be invited to speak on topics covered by the Commission agenda following Commission member and City staff discussion of the topic, but prior to Commission action on any motions. At the discretion of the Chair, members of the public may provide comments or ask questions on an issue within the purview of the Commission that is not included on the agenda for that meeting during the agenda's last discussion item. A member of the public must limit his or her comments and questions to no more than 3 minutes, except when the Chair permits a longer speaking time.

ARTICLE XIII -- AMENDMENT OF THE BYLAWS

The AWC bylaws should be reviewed annually to determine if changes are required.

Amendment of these bylaws shall be by a majority vote of the total membership of the Commission. The proposed amendment to these bylaws shall be submitted at the previous regular monthly meeting and written notification shall be given to all members of the Commission.

ARTICLE XIV – CITY STAFF LIAISON

The City Staff Liaison to the Commission shall be a **designee from the Department of Recreation, Parks, and Cultural Affairs. (or designee of City Manager?)**

Adopted by: The Alexandria Waterfront Commission, City of Alexandria, on **xxxx date**

ATTEST:

Chair signature block