



COMMONWEALTH of VIRGINIA

Office of the Attorney General

Mark R. Herring
Attorney General

900 East Main Street
Richmond, Virginia 23219
804-786-2071
FAX 804-786-1991
Virginia Relay Services
800-828-1120
7-1-1

July 10, 2015

William C. Boyce, Jr., Esquire
Attorney for the Town of Quantico
C/o Boyce & Leahy
9300 Grant Avenue, Suite 200
Manassas, Virginia 20110

Dear Mr. Boyce:

I am responding to your request for an official advisory Opinion in accordance with § 2.2-505 of the *Code of Virginia*.

Issue Presented

You ask whether the Mayor of Quantico has complete management authority over the executive functions of the town and whether the town council may appoint a chief administrative officer to restrict or divest him of his authority to supervise employees.

Applicable Law and Discussion

The Constitution of Virginia explicitly authorizes the General Assembly to prescribe local forms of government.¹ It provides that the General Assembly shall pass general laws establishing the “organization, government, and powers” of localities in the Commonwealth, and that the General Assembly may pass special laws establishing the “organization, government, and powers” of any city, town, or regional government.² A special law applies to only one local government and may provide forms of organization and powers that differ from those established for localities under general law.³

The Quantico Town Charter (the “Charter”) is a special law that establishes the organization and powers of the town’s government.⁴ It provides that the government shall be “vested in a town council, which shall be composed of a mayor and five councilmen.”⁵ The Charter also states that the Mayor shall be “chief

¹ 2 A.E. “DICK” HOWARD, COMMENTARIES ON THE CONSTITUTION OF VIRGINIA 805 (1974) (noting that the Constitution provides that the General Assembly is “generally free to organize, empower, consolidate and dissolve local governments by general law or special act”).

² VA. CONST. art. IV, § 2.

³ See VA. CONST. art. IV, § 1; 2014 Va. Att’y Gen. 53, 56 and citations therein (“The legislature may enact provisions in town charters that confer rights and privileges different from, and in addition to, those conferred by general statutes.”).

⁴ See generally CHARTER FOR THE TOWN OF QUANTICO, VA.; 2014 Va. Att’y Gen. 53, 56 (municipal charter is a special act).

⁵ *Id.* at § 4.

executive officer of the town.”⁶ The term “chief executive officer” is not defined in the Charter and therefore must be given its plain meaning. Black’s Law Dictionary defines the term as “[a] corporation’s highest-ranking administrator or manager.”⁷ By definition, then, a chief executive officer is an organization’s highest-ranking administrator or manager. Therefore, because the Charter states that the Mayor of Quantico shall be “chief executive officer,” I conclude that he has ultimate *administrative* control over the supervision of town employees.

The Town Council is not authorized to divest the Mayor of this power. Although § 15.2-1540 provides that a local governing body may appoint a chief administrative officer to supervise and direct employees, § 15.2-1541 provides that a charter may function to limit the scope of his duties.⁸ That is exactly what has been done here: the Quantico Town Charter makes the Mayor the town’s chief executive officer, and it thus gives him administrative control over town employees, thereby limiting the powers of a chief administrative officer, if one is appointed. There is no statutory basis in this context for ascribing supervisory powers over employees to a chief administrative officer in lieu of the Mayor. Thus, if the Town Council were to create the position of chief administrative officer, that individual – if hired - would have to serve as a subordinate of the Mayor. The Mayor alone would remain ultimately responsible for administration, including the supervision of town employees.

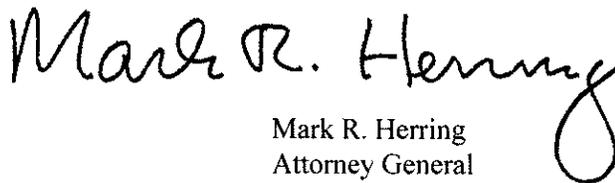
I note that even if general law conflicted with the Charter’s designation of the Mayor as chief executive officer - and it does not - the Charter would control. The Charter is a special act with provisions that may differ from general law. Therefore, its provisions control where they conflict with general law.⁹ To the same effect, any ordinance that is inconsistent with the Mayor’s power under the Charter as chief executive officer would be unenforceable to the extent of the inconsistency.

Conclusion

Accordingly, it is my opinion that the Mayor of Quantico has complete management authority over the executive functions of the town, and the Town Council may not divest him of his authority to supervise employees by appointing a chief administrative officer to do so.

With kindest regards, I am

Very truly yours,



Mark R. Herring
Attorney General

⁶ *Id.*; see generally *Hammer v. Commonwealth*, 169 Va. 355, 365 (“The functions, powers and duties of the mayor of a city, as well as other municipal officers, are derived from and are dependent upon constitutional, statutory, and charter provisions.”).

⁷ BLACK’S LAW DICTIONARY 289 (Bryan A. Garner et al. eds., 10th ed. 2014).

⁸ See VA. CODE ANN. § 15.2-1541 (2012) (establishing that a chief executive officer shall perform certain enumerated duties “unless it is otherwise prescribed by general law, charter, or by ordinance or resolution”); see also § 15.2-1501 (2012) (stating that a locality may designate officers or employees to exercise powers or carry out duties “[w]henever it is not designated by . . . special act” which individual shall be responsible for doing so) (emphasis added).

⁹ 2014 Va. Att’y Gen. 53, 56 (“[W]hen there is a conflict in the provisions of a special or local act and the general law on the subject[,] the special or local act is controlling.”) (quoting *Powers v. Cnty. Sch. Bd.*, 148 Va. 661, 669 (1927)).