

**CITY OF HENDERSONVILLE**  
**DOWNTOWN ADVISORY BOARD**

**CHARTER & Rules of Procedure**

**Article 1. Name**

The name of this organization is the City of Hendersonville Downtown Advisory Board, hereinafter referred to as the “Board.”

**Article 2. Purpose and Powers**

The general purpose of the Board is to serve in an advisory role to the City Council in matters pertaining to the Main Street Municipal Service District, subject to such limitations as may be imposed by state law or by ordinances of the city. The Boards shall be embodied for the following purposes: Advise, deliberate and make recommendations to the City Council to help facilitate the implementation of the Comprehensive Plan as it relates to downtown; Serve to support economic development efforts, and the marketing and promotion of downtown; Identify appropriate uses for downtown and identify developers/investors for downtown development; Recommend to City Council an overall policy for the continued development and sustainability of downtown; Develop financial tools for downtown development; Promote and facilitate the improvement of downtown infrastructure, including water, public safety, parks, parking, transportation, utilities, sidewalks, sewer, and streetscape; Promote and facilitate a program to assist in business retention in the downtown; Promote and facilitate a marketing program to increase sales, visitors, and awareness of downtown; Provide City Council with representative community participation in preparing and implementing plans and reports concerning the development of downtown; Promote, facilitate, and act as liaison to catalytic developments significantly affecting the downtown area. Promote and support downtown as a special event location.

**Article 3. Jurisdiction**

The City of Hendersonville Downtown Advisory Board’s jurisdiction shall apply to the Hendersonville Main Street Municipal Service District and the Seventh Avenue Municipal Service District. The Main Street Municipal Service District is formed by the boundaries of 7<sup>th</sup> Ave. to the north, King St. to the east, Allen St. to the south and Church St. to the west. The Seventh Avenue Municipal Service District begins at the intersection of Seventh Avenue and Four Season’s Boulevard and extends along the length and northern and southern sides of Seventh Avenue to its intersection with Robinson Terrace where the district is found only on the southern side of Seventh Avenue to the intersection with Mud Creek where the district ends. A significant appendage to the district extends off Seventh Avenue to the north, down Locust and Ashe Streets to 8th Avenue. The Board may also discuss and be consulted on matters outside of the Main Street Municipal Services District and Seventh Avenue Municipal Service District, provided the subject is related to the core mission of supporting a healthy and vibrant downtown.

## **Article 4. Membership**

**Section 1. Membership and Appointment.** All appointments shall be made by the City of Hendersonville City Council. The Board shall consist of sixteen (16) members, including (14) voting members and (2) non-voting members. Membership shall be composed from the following membership categories:

- (5) Stakeholders representing Seventh Avenue Municipal Service District (all voting members)
- (5) Stakeholders representing Main Street Municipal Service District (all voting members)
- (4) At-large members (all voting members)
- (1) City Council liaison member (non-voting member)
- (1) Representative from the Hendersonville Rescue Mission (non-voting member)

Stakeholder members are defined as persons owning property within a municipal service district the City of Hendersonville, and business owners whose business is located within a municipal service district in the City of Hendersonville.

At-large members are defined as persons owning property or residing within the City of Hendersonville or Henderson County, or business owners whose business is located within the City of Hendersonville or Henderson County.

Staff Support City staff shall be assigned to the Downtown Advisory Board, acting as the Secretary and liaison between the Board, City Departments, and the City Council and shall have the charge of correspondence, minutes, notifying members of meetings, and other information.

**Section 2. Member Terms and Term Limits.** Board members shall be appointed to staggered three-year terms by the City Council annually in June. The term of service shall be three years. No member shall serve more than two consecutive full three-year terms. Members shall serve without compensation.

At the end of a member's second full term they must take a one-year hiatus before seeking reappointment to the Board.

At initial appointment for this Board, City Council shall hereby implement staggered terms for members, meaning that six (6) members of the Board membership shall be appointed for an initial term to run from February 4, 2021 to June 30, 2022, six (6) members of the Board membership shall be appointed for an initial term to run from February 4, 2021 to June 30, 2023, and four (4) members of the Board membership shall be appointed for an initial term to run from February 4, 2021 to June 30, 2024. Thereafter appointments shall be for 3 year terms unless filling an unexpired term.

**Section 3. Attendance at Meetings.** Any member who misses more than three consecutive regular meetings or more than one-half the regular meetings actually held in a calendar year shall cease to be a Board member.

**Section 4. Vacancies and Reasons for Dismissal.** All members serve at the pleasure of the City of Hendersonville City Council. Members may be dismissed for any reason with or without cause

including but not limited to failure to attend meetings. Vacancies shall be filled at the earliest convenience of the City Council. A vacancy of the chair or vice chair shall be elected by a majority of the Board at the next regularly scheduled meeting.

## **Article 5. Meetings**

**Section 1. Open-Meetings Law.** All meetings of the Board shall be open to the public, and any person may attend its meetings. Except as permitted below, all meetings of the Board shall be open to the public and any person may attend its meetings. For purposes of these rules, a meeting of the Board occurs whenever a majority of the Board's members gather, either in person or simultaneously by electronic means, to conduct hearings, deliberate, vote, or otherwise transact public business within the Board's real or apparent jurisdiction. The term "majority" as used here and elsewhere in these rules means, unless otherwise specified, a simple majority, that is, more than half. No meeting shall occur except as part of a duly called and advertised meeting. For the avoidance of doubt informal gatherings of a majority of the members where business of the Board is discussed are strictly prohibited.

**Section 2. Closed Session.** The Board may enter a closed session from which the public is excluded on any of the grounds listed in G.S. 143-318.11(a).

1. Motion to Enter Closed Session. The Board may hold a closed session only upon a motion duly made and adopted in open session. The motion to enter closed session shall cite one or more of the permissible bases listed in G.S. 143-318.11(a) for closed sessions. For a closed session held under G.S. 143-318.11(a)(1) (prevent disclosure of privileged or confidential information or information not considered public record), the motion shall name or cite the law that renders the information confidential or privileged. For a closed session called pursuant to G.S. 143-318.11(a)(3) (attorney consultation and preservation of attorney-client privilege), the motion shall name the parties to any pending lawsuit that the Board's attorney plans to discuss in the closed session.

2. Closed-Session Participants. Aside from the Board members themselves, only those individuals invited by the Board may participate in a closed session. The Board will invite only those individuals whose presence is reasonably necessary to aid the Board in its closed-session deliberations.

3. Motion to Return to Open Session. Upon completing its closed-session business, the Board shall return to open session.

**Section 3. Regularly Scheduled Meetings.** The Board shall hold regular meetings monthly on the Second Tuesday at 4:00 p.m. The Board shall annually adopt a regular meeting schedule showing the dates, times, and places of its regular meetings for the year.

1. Notice of Regular Meeting Schedule. The Board shall ensure that a copy of its current regular meeting schedule, complete with the date, time, and place of each regular meeting,

is filed with the City Clerk and posted on the City's website, and the Board's webpage if they have one.

2. Change to Regular Meeting Schedule. The Board may revise its regular meeting schedule to change the date, time or place of a particular regular meeting or all regular meetings within a specified period. The Board shall ensure that the revised regular meeting schedule is filed with the City Clerk at least seven (7) consecutive calendar days before the first meeting held pursuant to the revised schedule. The Board shall also have the revised schedule posted on the City's website and the Board's webpage if they have one.

**Section 4. Special Meetings.** The chair or the majority of the members of the Board may at any time call a special meeting of the Board by signing a notice stating the date, time and place of the special meeting and the subjects to be considered. Alternatively, a special meeting may be called by vote of the Board in open session during a regular meeting or another duly called special meeting if on the special meeting agenda.

1. Notice to the public. At least 48 hours before a special meeting, the Board shall cause written notice of the meetings date, time, place and purpose(s) to be:

- i Posted on the Board's principal bulletin Board or, if the Board has no such bulletin Board, at the door of the Board's usual meeting room.
- ii Mailed or delivered to each newspaper, wire service, radio station and television station and person who has filed a written request for notice with the secretary;

2. Notice to Board Members. For all meetings called by the chair, or a majority of the members, notice of the meeting date, time, place and purpose(s) shall be mailed, emailed, or delivered to all members of the Board at least 48 hours before the meeting. If the special meeting was called at another duly held meeting of the Board, and one or more members were absent, the chair shall ensure that notice of the meeting's date, time, place, and purpose(s) is mailed, emailed, or delivered to any absent member(s) a minimum of forty-eight hours in advance of the special meeting.

3. Business Conducted at a Special Meeting. Only the business that is specified in the notice of the meeting may be transacted during a special meeting.

**Section 5. Organizational Meeting.** On the date and at the time of the regular meeting in July, the Board shall elect a chair and vice chair as its first order of business. The second order of business shall be to adopt an annual scheduled of meetings for the upcoming calendar year. Newly appointed and reappointed members must have taken their oath prior to the start of the organizational meeting.

**Section 6. Electronic Board Meetings and Member Participation.** No member who is not physically present may participate in a meeting of the Board by electronic means except in accordance with this rule.

1. Electronic Meetings Generally. Provided a quorum is present, in person, at a meeting, Board members may participate in a meeting electronically provided the meeting does not involve a quasi-judicial matter. All members participating in a quasi-judicial hearing must attend in person. Any member wishing to participate electronically in a meeting not involving a quasi-judicial matter shall be required to give the Chair and the Secretary at least thirty-six (36) Hours before the start of the meeting. When one or more members are participating remotely, the following rules shall apply:

(a) *Member Identification*. Each member who attends by electronic means shall identify himself or herself in each of the following situations:

- i when roll is taken or the meeting begins;
- ii before taking part in deliberations, including making any motions, proposing any amendments, or raising any points of order; and
- iii before voting.

(b) *Method of Electronic Participation*. Any member who attends electronically shall use a means of communication that enables the member

- i to hear what is said by other Board members and any person who addresses the Board and
- ii to be heard by other Board members.

(c) *Voting*. The Board shall conduct all votes by roll call. It may not vote by secret or written ballots. The votes of any member who attends by electronic means shall be counted as if the member were physically present, but only while the Board maintains electronic communication with that member.

(d) *Minutes*. The minutes shall which members took part electronically, and when such members joined or left the electronic meeting.

2. Electronic Meetings During a State of Emergency Declared by the Governor or General Assembly. During any state of emergency declared by the Governor or General Assembly pursuant to G.S. 166A-19.20, a meeting of the Board shall comply with the requirements of this paragraph if the Board falls within the emergency area and at least one Board member attends the meeting by conference call, conference video, or other electronic means.

(a) *Notice*. The public notice for any regular, special, emergency, or recessed meeting that is subject to this paragraph shall specify how the public can access the electronic meeting in real time.

(b) *Member Identification*. Each member who attends by electronic means shall identify himself or herself in each of the following situations:

- i when roll is taken or the meeting begins;
- ii before taking part in deliberations, including making any motions, proposing any amendments, or raising any points of order; and
- iii before voting.

(c) *Meeting Materials*. All documents considered during the meeting shall be furnished to each Board member.

(d) *Method of Electronic Participation*. Any member who attends electronically shall use a means of communication that enables the member

- iii to hear what is said by other Board members and any person who addresses the Board and

- iv to be heard by other Board members.

(e) *Quorum*. A member who attends by electronic means counts as present for quorum purposes, but only while the Board maintains electronic communication with that member.

(f) *Voting*. The Board shall conduct all votes by roll call. It may not vote by secret or written ballots. The votes of any member who attends by electronic means shall be counted as if the member were physically present, but only while the Board maintains electronic communication with that member.

(g) *Acting by Reference*. The Board shall not deliberate, vote, or otherwise take action on any matter by reference to the agenda or any other document unless copies of the agenda or document are available for public inspection at the meeting and so worded that persons in attendance can understand what is being deliberated or acted upon.

(h) *Minutes*. The minutes shall indicate that the meeting was conducted by electronic means, which members took part electronically, and when such members joined or left the electronic meeting.

(i) *Live Streaming*. The meeting shall be streamed live online so that live audio (and video, if any) are available to the public. If the Board meets by conference call, the public shall have an opportunity to dial in or stream the audio live and listen to the electronic meeting.

(j) *Public Hearings*. Although it may conduct any public hearing mandated or permitted by law, the Board shall allow the public to submit written comments on the hearing's subject matter between the publication of any required notice and twenty-four hours after the hearing.

**Section 7. Cancellation of Meetings.** Whenever there is no business for the Board the chair may cancel a meeting by giving reasonable notice to all members before the time set for the meeting. However, in the case of a special meeting called by a majority of the Board, the chair may cancel the meeting only upon the concurrence of a majority of the Board. The majority concurring in the cancellation need not be the same majority that called the special meeting.

### **Section 8. Recessed Meetings**

1. Calling Recessed Meetings. When conducting a properly called regular, special, or emergency meeting, the Board may recess the meeting to another date, time, or place by a procedural motion made and adopted in open session, as provided in Article 10, Section 5 (Motion 3). The motion shall state the time (including the date, if the meeting will resume on a different day) and place at which the meeting will resume.

2. Notice of Recessed Meetings. If the Board's website is maintained by one or more Board employees, notice of the recessed meeting's date, time, and place shall appear on the website prior to the meeting. No further notice of a properly called recessed meeting is required.

## **Article 6. Agenda**

**Section 1. Proposed Agenda.** The Secretary shall prepare a proposed agenda for each meeting. A request to have an item of business placed on the agenda must be received at least two working days before the meeting. Any board member may, by a timely request, have an item placed on the proposed agenda. A copy of all proposed policies shall be attached to the proposed agenda. Each board member shall receive a copy of the proposed agenda and any attachments and they shall be available for public inspection and/or distribution when they are distributed to the Board members.

**Section 2. Adoption of the Agenda.** As its first order of business at each meeting, the Board shall, as specified in Article 8, discuss and revise the proposed agenda and adopt an agenda for the meeting. The Board may by majority vote add items to or subtract items from the proposed agenda, except that the Board may not add items to the agenda of a special meeting unless (a) all members are present and (b) the Board determines in good faith at the meeting that it is essential to discuss or act on the item immediately. If items are proposed to be added to the agenda, the Board may, by majority vote, require that written copies of particular documents connected with the items be made available at the meeting to all board members.

The Board may designate certain agenda items "for discussion and possible action." Such designation means that the Board intends to discuss the general subject area of that agenda item before making any motion concerning that item.

**Section 3. Open Meetings Requirements.** The Board shall not deliberate, vote, or otherwise take action on any matter by reference to a letter, number or other designation, or other secret device or method, with the intention of making it impossible for persons attending a meeting of the Board to understand what is being deliberated, voted, or acted on. However, the Board may deliberate, vote, or otherwise take action by reference to an agenda, if copies of the agenda--sufficiently

worded to enable the public to understand what is being deliberated, voted, or acted on--are available for public inspection at the meeting.

## **Article 7. Agenda Items from Members of the Public & Public Input**

**Section 1. Agenda Items from Members of the Public.** If a member of the public wishes to request that the Board include an item on its regular-meeting agenda, the individual shall submit the request in writing to the Board's secretary at least five working days before the meeting date. The Board shall decide whether or not to add any agenda items submitted by the public at the adoption of the agenda. The Board is not obligated to place an item on the agenda merely because such a request has been received.

**Section 2. Public Input.** Public input at all Board meetings that are not quasi-judicial in nature shall have a three-minute limit per speaker. The Chair reserves the right to alert time limits for public comment periods.

**Section 3. Broadcasting and Recording Meetings.** Any person may photograph, film, tape-record, or otherwise reproduce any part of a Board meeting that must take place in open session. Except as provided in paragraph (c) of this rule, any radio or television station may broadcast any such part of a Board meeting.

1. Advance Notice. Any radio or television station that plans to broadcast any portion of a Board meeting shall so notify the secretary no later than twenty-four hours before the meeting. The failure to provide notice is not, by itself, grounds for preventing the broadcast of a Board meeting.
2. Equipment Placement. The Board chair or an appropriate staff member may regulate the placement and use of camera or recording equipment in order to prevent undue interference with a Board meeting, so long as he or she allows the equipment to be placed where it can carry out its intended function. If the Board chair or staff member determines in good faith that the equipment and personnel necessary to broadcast, photograph, or record the meeting cannot be accommodated without undue interference to the meeting, and an adequate alternative meeting room is not readily available, the chair or staff member may require the pooling of the equipment and the personnel operating it.
3. Alternative Meeting Site. If the news media request an alternative meeting site to accommodate news coverage, and the Board grants the request, the news media making the request shall pay the costs incurred by the local government unit in securing an alternative meeting site

## **Article 8. Order of Business**

Items shall be placed on the agenda according to the order of business. The order of business for each regular meeting shall be as follows:

Discussion and revision of the proposed agenda; adoption of an agenda



Approval of the minutes  
Public comment  
Public hearings  
Administrative reports  
Team reports  
Unfinished business  
New business  
Informal discussion

By general consent of the Board items may be considered out of order.

## **Article 9. Officers**

**Section 1 Presiding Officer.** The presiding officer of each meeting of the Board shall be the chair of the Board. In situations where the chair is unavailable or unable to participate in the meeting or any particular matter before the Board, the vice chair shall preside. In the event that neither the chair nor the vice chair is available, the members of the Board, by affirmative vote of the majority, may appoint an acting chair who shall have all powers of the chair while acting as presiding officer.

**Section 2. Selection Of The Chair And Vice Chair.** The chair shall be selected by majority vote of the Board unless the City Council indicates to the Board that the City Council will appoint said chair, in which case the appointment shall be made by the City Council. The vice chair shall be elected by a majority vote of the Board.

**Section 3. Powers And Duties Of The Chair And Vice Chair.** The chair shall preside at all meetings of the Board but shall also have the right to engage in discussion and vote on any matter before the Board unless otherwise excused. The chair shall have the power to call a special meeting, rule on procedural matters during a meeting, call a brief recess of a meeting at any time, and adjourn a meeting in an emergency. At any other time, adjournment shall be by motion, duly approved. The vice chair shall have all powers and perform all the duties of the chair in his or her absence.

## **Section 4. The Chair**

1. Presiding Officer. The chair shall preside at meetings of the Board.
2. Voting by the Chair. The chair has the same duty to vote as other members, though in no event may the chair break a tie on a motion on which he or she has already voted.
3. Recognition of Members. A member must be recognized by the chair (or other presiding officer) in order to address the Board, but recognition is not necessary for an appeal pursuant to Article 10, Section 5 (Motion 1).
4. Powers as Presiding Officer. As presiding officer, the chair is to enforce these rules and maintain order and decorum during Board meetings. To that end, the chair may

- (a) rule on points of parliamentary procedure, to include ruling out of order any motion clearly offered for obstructive or dilatory purposes;
- (b) determine whether a member or other speaker has gone beyond reasonable standards of courtesy in his or her remarks and entertain and rule on objections from other members on this ground;
- (c) entertain and answer questions of parliamentary procedure;
- (d) call a brief recess at any time; and
- (e) adjourn in an emergency.
- (f) Appeals of Procedural Rulings. A member may appeal a decision made or an answer given by the chair under subparagraph (d)(1), (2), or (3) of this rule in accordance with Article 10, Section 5 (Motion 1).

**Section 5. Duties Of The Secretary.** The City Manager shall assign a staff person to the Board who shall serve as the secretary of the Board and shall perform the following:

1. The secretary shall ensure that all meetings of the Board are properly noticed.
2. The secretary shall maintain the sunshine list that is a list of those persons or entities that have filed a written request indicating a desire to receive notice of all special meetings of the Board.
3. The secretary shall take and record the actions of the Board and draft minutes of the meetings accordingly. Minutes shall be sent to Board members prior to their next regularly scheduled meeting. The secretary shall also forward a copy of the minutes as they are approved to the Clerk to the City Council and post on the City's website
4. The secretary shall be responsible for maintaining an accurate list of members of the Board, submitting to the City Clerk a quarterly attendance report for its members and notifying the City Clerk of any resignations of any of its members, or any other change in membership of the Board.

**Section 6. Schedule for Elections.** of the Chair, and Vice-Chair shall take place annually at the organizational meeting of the Board.

## **Article 10. Action by the Board**

**Section 1. Quorum.** A majority of the members shall constitute a quorum for any meeting which does not involve a quasi-judicial matter. For purposes of conducting a quasi-judicial hearing, however, four (4) members shall constitute a quorum. No other business may be conducted during a meeting at which a quasi-judicial hearing is held unless a majority of the members are present. No action of the Board may be taken at any meeting where less than the

required quorum is present, except to adjourn the meeting. For non-quasi-judicial matters, once a quorum has been established, it will not be defeated if members leave.

**Section 2. Motions and Voting.** Action of the Board may be taken upon a motion made by any member, including the chair, without the need for a second. A motion shall be adopted if approved by the affirmative vote of a majority of the members present and not excused after full discussion of the motion by the members.

**Section 3. Withdrawal of Motion.** The member who introduces a motion may withdraw the motion unless the motion has been amended or put to a vote.

**Section 4. Substantive (or Main) Motions.** A substantive motion is not in order when any other motion is pending. Once the Board disposes of a substantive motion, it may not take up a motion that presents essentially the same issue at the same meeting unless it first adopts a motion to reconsider pursuant to Article 10, Section 5 (Motion 13).

## **Section 5. Procedural Motions**

(a) Certain Motions Allowed. The Board may consider only those procedural motions listed in this rule. Unless otherwise noted, each procedural motion may be debated and amended and requires a majority of votes cast, a quorum being present, for adoption.

(b) Priority of Motions. The procedural motions set out in this paragraph are listed in order of priority. A procedural motion is not in order so long as another procedural motion of higher priority is pending, except that

- any procedural motion other than an appeal under Motion 1 is subject to amendment as provided in Motion 11 and
- a motion to call the question (end debate) may be made with regard to any procedural motion in accordance with Motion 8.

When several procedural motions are pending, voting shall begin with the procedural motion highest in priority, except that a motion to amend or end debate on the highest-priority motion shall be voted on first.

**Motion 1. To Appeal a Ruling of the Presiding Officer.** Any member may appeal the presiding officer's ruling on whether a motion is in order or on whether a speaker has violated reasonable standards of courtesy. The presiding officer's response to a question of parliamentary procedure may also be appealed by any member. An appeal is in order immediately after the disputed ruling or parliamentary response and at no other time. The member who moves to appeal need not be recognized by the presiding officer, and if timely made, the motion may not be ruled out of order.

**Motion 2. To Adjourn.** This motion may be used to close a meeting. It is not in order if the Board is in closed session.

**Motion 3. To Recess to a Time and Place Certain.** This motion may be used to call a recessed meeting as permitted under Rule 12. The motion must state the time (including the date, if the meeting will reconvene on a different day) and place at which the meeting will resume. The motion is not in order if the Board is in closed session.

**Motion 4. To Take a Brief Recess.**

**Motion 5. To Follow the Agenda.** This motion must be made at the time an item of business that deviates from the agenda is considered; otherwise, the motion is out of order as to that item.

**Motion 6. To Suspend the Rules.** To be adopted, a motion to suspend the rules must receive affirmative votes equal to two-thirds of the Board's actual membership, excluding any vacant seats. The Board may not suspend provisions in these rules that restate state law requirements.

**Motion 7. To Defer Consideration.** The Board may defer its consideration of a substantive motion, and any proposed amendments thereto, to an unspecified time. A motion that has been deferred expires unless the Board votes to revive it pursuant to Motion 12 within 100 days of deferral. A new motion having the same effect as a deferred motion may not be introduced until the latter has expired.

**Motion 8. To End Debate (Call the Previous Question).** If adopted, this motion terminates debate on a pending motion, thereby bringing it to an immediate vote. This motion is not in order until every member has had an opportunity to speak once on the pending motion.

**Motion 9. To Postpone to a Certain Time.** This motion may be employed to delay the Board's consideration of a substantive motion, and any proposed amendments thereto, until a designated day, meeting, or hour. During the period of postponement, the Board may not take up a new motion raising essentially the same issue without first suspending its rules pursuant to Motion 6.

**Motion 10. To Refer a Motion to a Board.** The Board may vote to refer a substantive motion to a Board for study and recommendations. While the substantive motion is pending before the Board, the Board may not take up a new motion raising essentially the same issue without first suspending its rules pursuant to Motion 6. If the Board fails to report on the motion within sixty days of the referral date, the Board shall take up the motion if asked to do so by the member who introduced it.

**Motion 11. To Amend**

(a) Germaneness. A motion to amend must concern the same subject matter as the motion it seeks to alter.

(b) Limit on Number of Motions to Amend. When a motion to amend is under consideration, a motion to amend the amendment may be made; however, no more than one motion to amend and one motion to amend the amendment may be pending at the same time.

**Motion 12. To Revive Consideration.** The Board may vote to revive consideration of any substantive motion that has been deferred pursuant to Motion 7, provided it does so within 100 days of its vote to defer consideration.

**Motion 13. To Reconsider.** The Board may vote to reconsider its action on a matter, provided the motion to reconsider is made (1) at the same meeting during which the action to be reconsidered took place and (2) by a member who voted with the prevailing side. For purposes of this motion, “the same meeting” includes any continuation of a meeting through a motion to recess to a certain time and place (Motion 3). The motion is not in order if it interrupts the Board’s deliberation on a pending matter.

**Motion 14. To Rescind.** The Board may vote to rescind an action taken at a prior meeting, provided rescission is not forbidden by law.

**Motion 15. To Prevent Reintroduction for Six Months.** This motion may be used to prevent the reintroduction of a failed substantive motion for a time, but it is in order only when made immediately following the substantive motion’s defeat. To be adopted, this motion must receive affirmative votes equal to at least two-thirds of the Board’s total membership, excluding vacant seats. If this motion is adopted, the ban on reintroduction remains in effect for six months or until the Board’s next organizational meeting, whichever occurs first.

## **Rule 26. Debate**

The presiding officer shall state the motion and then open the floor to debate, presiding over the debate according to the principles listed below.

- The maker of the motion is entitled to speak first.
- A member who has not spoken on the issue shall be recognized before a member who has already spoken.
- To the extent practicable, debate shall alternate between proponents and opponents of the measure.

## **Rule 27. Adoption by Majority Vote**

A motion is adopted if supported by a simple majority of the votes cast, a quorum being present, except when a larger majority is required by these rules or state law.

## **Rule 28. Changing a Vote**

A member may change the member’s vote on a motion at any time before the presiding officer announces whether the motion has passed or failed. Once the presiding officer announces the result, a member may not change a vote without the unanimous consent of the remaining members present. A member’s request for unanimous consent to change a vote is not in order unless made immediately following the presiding officer’s announcement of the result.

## **Article 11. Reports**

**Section 1. Annual Report.** The Board shall make a report to the City of Hendersonville City Council at least annual. This report must be submitted no later than January 31<sup>th</sup> of each year.

**Section 2. Public Records Law.** The Board shall abide by North Carolina Public Records Law N.C.G.S. Chapter 132.

## **Article 12. Duty to Vote**

Every member must vote unless excused by the remaining members of the Board. A member who wishes to be excused from voting shall so inform the chair, who shall take a vote of the remaining members. No member shall be excused from voting except in cases involving conflicts of interest, as defined by the Board or by law, or the member's official conduct, as defined by the Board. In all other cases, a failure to vote by a member who is physically present, or who has withdrawn without being excused by a majority vote of the remaining members present, shall be recorded as a vote with the prevailing side.

## **Article 13. Public Hearings**

**Section 1. Calling Public Hearings.** The Board may hold public hearings to solicit the public's input on specific issues. The Board may schedule its public hearings or delegate that responsibility to staff members, as appropriate.

**Section 2. Public Hearing Locations.** The Board may hold public hearings anywhere within the area served by the Board.

**Section 3. Notice of Public Hearings.** Any public hearing attended by a majority of members shall be considered part of a regular or special meeting of the Board. Consequently, the relevant notice and related requirements of the open meetings law apply to such hearings. If a hearing's subject matter triggers additional notice requirements under state law or local rules, the Board shall see that they are also satisfied.

**Section 4. Rules for Public Hearings.** The Board may adopt reasonable rules for public hearings that, among other things,

- fix the maximum time allotted to each speaker;
- provide for the designation of spokespersons for groups supporting or opposing the same positions;
- provide for the selection of delegates from groups supporting or opposing the same positions when the number of persons wishing to attend the hearing exceeds the capacity of the meeting room (so long as arrangements are made, in the case of a hearing subject to the open meetings law, for those excluded from the meeting room to listen to the hearing); and
- provide for the maintenance of order and decorum in the conduct of the hearing.

**Section 5. Continuing Public Hearings.** The Board may continue any public hearing without further advertisement, provided the time (including the date, if the hearing will resume on a different day) and place of the continued hearing are announced in open session. Except for hearings conducted pursuant to Section 7 of this Article, if a quorum of the Board is not present for a properly scheduled public hearing, the hearing shall be continued until the Board's next regular meeting without further advertisement.

**Section 6. Conduct of Public Hearings.** At the time appointed for the hearing, the chair shall call the hearing to order and proceed to allow public input in accordance with any rules adopted by the Board for the hearing. Unless the Board votes to extend the hearing, when the time allotted for the hearing expires, or when no one wishes to speak who has not already done so, the chair shall declare the hearing closed, and the Board shall resume the regular order of business.

**Section 7. Public Hearings by Less Than a Majority of Board Members.** Unless inconsistent with state law or local rules, the Board may appoint a member or members to hold a public hearing on its behalf. The notice provisions in Section 3 of this Article apply when the Board appoints more than one member to conduct such a hearing.

**Section 8. Public Comment.** The Board may hold a public comment period at any regular meeting or special meeting called, at least in part, for that purpose. During the public comment period, members of the public may speak on any matters within the Board's real or apparent jurisdiction. The provisions in Section 4 and 6 of this Article apply to the Board's public comment periods.

#### **Article 14. Meeting Minutes Required for All Meetings**

**Section 1. Meeting Minutes. Minutes Required for All Meetings.** The Board shall keep full and accurate minutes of its meetings, including any closed sessions. To be "full and accurate," the minutes must record all actions taken by the Board, as well as the Board's compliance with any applicable procedural requirements. The minutes should set out the precise wording of each motion and make it possible to determine the number of votes cast for and against each motion. The minutes need not record Board member discussions, though the Board in its discretion may decide to incorporate such details into the minutes.

1. Record of "Ayes" and "Noes." At the request of any member, the minutes shall indicate how each member voted by name on a particular matter.

2. General Accounts of Closed Sessions. In addition to minutes, the Board shall keep a general account of each closed session. The general account shall be sufficiently detailed to provide a person not in attendance with a reasonable understanding of what transpired. The Board may combine the minutes and general account of a closed session into one document, so long as the document contains both a complete record of actions taken and the level of detail required for a general account.

3. Sealing Closed-Session Records. Minutes and general accounts of closed sessions shall be sealed until unsealed by order of the Board or in accordance with instructions adopted by competent authority. The sealed minutes and general account of any closed session may be

withheld from public inspection, so long as public inspection would frustrate the purpose(s) of the closed session.

### **Article 15. Appointments**

The Board may consider and make appointments to other bodies, including its own sub-Boards, if any, only in open session. The Board may not consider or fill a vacancy among its own membership except in open session.

The Board shall use the following procedure to make appointments for Board officers and to the various Teams (sub-committees): The Organization Team of the Board shall report on nominations received and reviewed and make its appointment recommendations, if any. The chair shall then open the floor for nominations, whereupon the names of other possible appointees may be put forward by the Board members. The names submitted by the Board and by individual board members shall be debated. When the debate ends, the chair shall call the roll of the members, and each member shall cast his or her vote.

The nominee(s) receiving the highest number of votes shall be appointed. If more than one appointee is to be selected, then each member shall have as many votes as there are slots to be filled. A member must cast all of his or her votes and cast them for different nominees.

### **Article 16. Sub-Committees and Teams**

**Section 1. Establishment and Appointment.** The Board may establish and appoint members for such temporary and standing sub-committees and teams as are required by law or needed to help carry on the committee's work. Any specific provisions of law relating to particular sub-committees and teams shall be followed.

**Section 2. Open Meetings Law.** The requirements of the open meetings law shall apply to all elected or appointed authorities, boards, commissions, councils, or other bodies of a local governmental unit that are composed of two or more members and that exercise or are authorized to exercise legislative, policy-making, quasi-judicial, administrative, or advisory functions. However, the law's requirements shall not apply to a meeting solely among a unit's professional staff. All meetings of subcommittees shall be considered special meetings and shall comply with special meeting requirements provided in Article 5.

### **Article 17. Reference to Robert's Rules of Order**

Boards shall refer to the current edition of *Robert's Rules of Order Newly Revised*, to answer procedural questions not resolved in these rules, so long as RONR does not conflict with North Carolina law or with the spirit of these rules.

### **Article 18. Amendments**

The Board may amend these bylaws by action of the Board; provided however, that amendments shall not be effective until they are approved by the Hendersonville City Council.



Adopted by the City Council of the City of Hendersonville, North Carolina on this \_\_\_\_\_ day  
of \_\_\_\_\_, 20\_\_\_\_.

Attest:

\_\_\_\_\_  
Barbara G. Volk, Mayor, City of Hendersonville

\_\_\_\_\_  
Angela L. Reece, City Clerk

Approved as to form:

\_\_\_\_\_  
Angela S. Becker, City Attorney