

**Board of Aldermen
Town of North Topsail Beach
Rules of Procedure**

I. Applicability

These rules apply to all meetings of the Board of Alderman of North Topsail Beach (the “Board”) at which the Board is empowered to exercise any of the executive, quasi-judicial, administrative, or legislative powers conferred on it by law. Note: Words importing one gender include the other.

II. Regular, Special and Emergency Meetings

Rule 1. Regular Meetings.

The Board shall adopt a schedule of its regular monthly meetings prior to the commencement of each calendar year. Regular meetings of the Board shall be held at Town Hall, located at 2008 Loggerhead Court, North Topsail Beach, North Carolina, and shall begin at 11:00 a.m. on the first Wednesday of the month. A current copy of the Board’s regular meeting schedule shall be filed with the Town Clerk, and available on the Town’s official website. The Board may amend its regular meeting schedule to add or delete meetings or to change the date, time, or location of one or more meetings on the schedule in its sole discretion. The amended schedule shall be filed with the Town Clerk and posted on the Town’s website at least seven (7) calendar days before the day of the first meeting held pursuant to the revised schedule.

Rule 2. Special, Emergency, Recessed, and Electronic Meetings.

(a) Special Meetings. The mayor, or three (3) members of the Board may at any time call a special meeting of the Board. At least forty-eight (48) hours before a special meeting called in this manner, written notice of the meeting stating its time and place and the subject(s) to be considered shall be (1) given to each Board member; (2) posted on the Board’s principal bulletin board or, if none, at the door of the Board’s usual meeting room; and (3) mailed, emailed, or delivered to each newspaper, wire service, radio station, television station, and person who has filed a written request for notice with the Town Clerk. The notice shall also be posted on the Town’s website prior to the start time of the special meeting, preferably forty-eight (48) hours in advance.

A special meeting may also be called or scheduled by vote of the Board in open session during another duly called meeting. The motion or resolution calling or scheduling the special meeting shall specify its time, place, and purpose. At least forty-eight (48) hours before a special meeting called in this manner, notice of the time, place, and purpose of the meeting shall be (1) posted on the Board’s principal bulletin board or, if none, at the door of the Board’s usual meeting room and (2) mailed, emailed, or delivered to each newspaper, wire service, radio station, television station, and person who has filed a written request for notice with the Town Clerk. The notice shall also be posted on the Town’s website prior to the start time of the special meeting, preferably forty-eight (48) hours in advance. Only those items of business specified in the notice

may be discussed or transacted at a special meeting, unless (1) all members are present; and (2) the Board determines in good faith at the meeting that it is essential to discuss or act on the item immediately.

(b) **Emergency Meetings.** The mayor, or three (3) members of the Board may at any time call an emergency meeting of the Board by signing a written notice stating the time and place of the meeting and the subject(s) to be considered. Notice of the meeting shall be given either by email or telephone to each Board member and to each local newspaper, local wire service, local radio station, and local television station that has filed a written emergency meeting notice request with the Town Clerk, and whose request includes the newspaper's, wire service's, or station's telephone number. Notice to the news media shall be given at the expense of the party notified and shall be given immediately after the Board members are notified.

Emergency meetings may be called only because of generally unexpected circumstances that require immediate consideration by the Board. Only business connected with the emergency may be considered at an emergency meeting.

(c) **Recessed Meetings.** A properly called regular, special, or emergency meeting may be recessed to a time and place certain by a procedural motion made and adopted as provided in Rule 16(b), Motion 2, in open session during the regular, special, or emergency meeting. The motion shall state the time and place when the meeting will reconvene. No further notice need be given of such a recessed session of a properly called regular, special, or emergency meeting, except that notice of the recessed meeting must be posted on the Town's website prior to the start time of the recessed meeting, preferably forty-eight (48) hours in advance.

(d) **Electronic Meetings.** When a state of emergency has been declared in accordance with G.S. § 166A-19.20 (state of emergency declared by the Governor or General Assembly) that is applicable within the Town limits, the Board, and any Town board, committee, or commission may hold a regular, special or emergency meeting as a remote, electronic meeting using a virtual or teleconferencing platform. Any electronic meeting held under this rule must comply with the requirements of G.S. § 166A-19.24. Under such circumstances, an electronic meeting shall be treated as though it were a meeting at which all of the Board members who are simultaneously communicating are physically present.

The Town Clerk shall act as the electronic host of the meeting and shall be responsible for monitoring which members are connected (present) during the meeting. A member of the public body participating by simultaneous communication under this section shall be counted as present for quorum purposes only during the period while simultaneous communication is maintained for that member. Votes of each member made during a remote meeting under this section shall be counted as if the member were "physically present" only during the period while simultaneous communication is maintained for that member. Any member participating remotely may make a motion to adjourn the electronic meeting if one or more members become unintentionally disconnected from the electronic meeting and reconnection cannot be re-established within a reasonable time.

When stating a motion or second, a Board member shall identify themselves for the record before stating such motion or second. Vote shall be by roll-call vote.

In addition to complying with the normal meeting notice requirements of the North Carolina open meeting law, the Town shall give as much advanced notice to the Board members, the media, and the public of the fact that a regular, special, or emergency meeting will be an electronic meeting as is reasonable under the circumstances. Any electronic meeting must allow the ability to listen to the meeting's live audio, and video, if any, by all members of the Board, the media, and the public, subject to reasonable limitations in the technology used to hold the electronic meeting as to the number of people that can listen to the electronic meeting. The notice stating the electronic aspect of a meeting shall include the means by which the public can access the electronic meeting and shall state a location, if any, for the public to view or hear the meeting.

All references above to "board" shall be deemed to refer to Town boards, committees, or commissions and their members, and references to the "Town Clerk" shall be deemed to refer to the Town officer or employee designated by the board, committee, or commission for purposes of establishing rules to govern their electronic meetings in a declared state of emergency.

(e) Cancellations. Any previously scheduled regular, special, or recessed meeting of the Board shall be considered cancelled upon a declaration of a state of emergency by the Mayor of the Town of North Topsail Beach pursuant to Article VI of Chapter 2 of the Town Ordinances, as a quorum of the Board will not be present at such meeting. In the event of such a cancellation, the Town shall notify the local media of the cancellation, and to the extent possible, cause a notice of the cancellation to be posted at the door of the Board's usual meeting room.

III. Organization of the Board

Rule 3. Organizational Meeting.

The Board shall hold an organizational meeting at its regular meeting place on the date and at the time of the first regular meeting of the Board in December following a regular municipal election. Initially, the previous Board shall convene, at which time it shall approve any prior minutes and may consider any unfinished business it desires to complete. It shall then adjourn sine die. Immediately following, the newly elected Board shall convene and take and subscribe the oath of office as the first order of business. As the second order of business, the Board shall elect a mayor pro tem pursuant to G.S. § 160A-70. The mayor pro tem shall act as mayor whenever the mayor shall be absent from the Town or be prevented by sickness or other cause from attending to the duties of his office, and he shall possess all the rights and powers of the mayor during the continuance of such vacancy, absence, or disability. As the third order of business, the Board shall discuss the appointment of the Board liaisons for all boards, committees, and commissions that require a Board of Alderman member(s). The mayor shall preside at meetings of the Board and shall exercise such other powers and perform such other duties as are or may be conferred and imposed upon him by the general laws of North Carolina, by the Town Charter, and by the Town Ordinances. The mayor shall have the right to vote on

any question before the Board only as authorized by the general laws of North Carolina, by the Town Charter, and the Town Ordinances.

IV. Agenda

Rule 4. Agenda.

(a) Agenda. The Town Clerk shall cause to be prepared an agenda and agenda package for each meeting. A request to have an item of business placed on the agenda may be raised by any Board member as 'new business' on the agenda, and upon receiving a majority vote, shall be placed on a future agenda as directed. For a regular meeting, a request to have an item of business placed on the draft agenda must be received by the Town Clerk at least seven (7) working days before the date of the meeting. The town clerk must place an item on the draft agenda in response to a board member's timely request. An agenda package shall include, for each item of business placed on the proposed agenda, as much background information on the subject as is available and feasible to reproduce, and shall contain a copy of all proposed resolutions and ordinances as may appear on the agenda. Each Board member shall receive a copy of the proposed agenda and agenda package no later than three (3) days prior to each regular meeting in either digital or hard copy form, as requested by each Board member. The proposed agenda and agenda package shall also be available for public inspection and appear on the Town's official website no later than three (3) days prior to each regular meeting, or as soon as possible if three (3) days prior to each regular meeting is not practical. Nothing in this section shall preclude the Town Clerk from modifying the proposed agenda and agenda package at any time prior to a Board meeting as the Town's business dictates.

(b) Consent Agenda. The Board may designate a part of the agenda as the 'consent agenda.' Approval of minutes and other items that are judged to be non-controversial and routine shall be placed on the consent agenda by those preparing the proposed agenda. The Town Manager shall have the authority to place any item on the consent agenda as part of the proposed agenda. Any member may remove an item from the consent agenda and place it on the regular agenda while the agenda is being discussed and revised prior to its adoption at the beginning of the meeting. All items on the consent agenda shall be voted on and adopted by a single motion, with the minutes reflecting the motion and vote on each item.

(c) Adoption of the Agenda. As its first order of business at each meeting, the Board shall, as specified in Rule 6, discuss and revise the proposed agenda and adopt an agenda for the meeting. The Board may by majority vote to 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.

(d) 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.

Rule 5. Petition of Citizens.

The Board shall provide at least one period for public comment per month at its first regular monthly meeting of the Board. In compliance with G.S. § 160A-81.1, the Board establishes the following policy for monthly public comments at the first regular meeting of the Board each month. The Town Clerk shall provide sign-up forms at the entry to the Town Hall meeting room prior to each meeting for persons who desire to address the Board. Forms shall be available until the commencement of the Board meeting. The purpose of the time for informal public comments is to allow for public input to the Board on issues germane to the Town. It is not intended to compel Board members or staff to answer questions in an impromptu manner, and Board members or staff shall not be required to provide such answers. Each speaker will speak from the podium, and begin their remarks by giving their name, providing their address as proof of residency in the Town, and stating the topic about which they intend to speak. Comments will be directed to the full Board, not to an individual Board member, staff member, or the audience. Speaker comments are limited to a maximum of three (3) minutes during the public comment period. At the conclusion of three (3) minutes, each speaker shall leave the podium. Speakers may not yield any of their time to another speaker.

Speakers must be courteous in their language and presentation. Personal attacks will not be tolerated. The Mayor shall maintain decorum at all times.

Speakers may leave written comments and/or supporting documents, if any, with the clerk to the Board.

If at the beginning of the public comment period, the Mayor determines that the time required to hear all speakers on the sign-up sheet would unduly disrupt the conduct of Town business or cause undue inconvenience to citizens in attendance for other items on the agenda, the Mayor may require the designation of a spokesman, or the selection of delegates, for groups of persons supporting or opposing the same positions, whose time shall be limited to a maximum of three (3) minutes. The Mayor may also move the period for public comment to sometime later in the meeting.

Notwithstanding the Mayor's prerogatives under this Rule 5, any decision of the Mayor may be appealed and overruled by a majority of the Board.

Rule 6. 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:

1. Call to Order
2. Invocation
3. Pledge of Allegiance
4. Approval of Agenda
5. Manager's Report
6. Open Forum
7. Public Presentations and Hearings
8. Consent Agenda
9. Continuing Business
10. New Business
11. Open Forum
12. Attorney's Report
13. Mayor's Report
14. Alderman's Report
15. Closed Session
16. Adjournment

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

V. Conduct of Debate

Rule 7. Presiding Officer.

The Mayor shall preside at Board meetings if he is present, unless he becomes actively engaged in debate on a particular matter. In order to address the Board, a member must be recognized by the Mayor.

If the Mayor is absent, the mayor pro tem shall preside. If both the Mayor and mayor pro tem are absent, another member designated by majority vote of the Board shall preside. The mayor pro tem, or another member who is temporarily presiding retains all of his rights as a member, including the right to make motions and the right to vote.

If the presiding officer becomes actively involved in debate on a particular matter, he may designate another Board member to preside over the debate. The presiding officer shall resume presiding as soon as action on the matter is concluded.

The presiding officer shall have the following powers:

- To rule motions in or out of order, including any motion patently offered for obstructive or dilatory purposes;

- To determine whether a speaker has gone beyond reasonable standards of courtesy in his remarks and to entertain and rule on objections from other members on this ground;
- To entertain and answer questions of parliamentary law or procedure;
- To call a brief recess at any time; and
- To adjourn in an emergency.

A decision by the presiding officer under any of the first three powers listed may be appealed to the Board upon motion of any member, pursuant to Rule 16, Motion 1. Such a motion is in order immediately after a decision under those powers is announced and at no other time. The member making the motion need not be recognized by the presiding officer, and the motion, if timely made, may not be ruled out of order.

Rule 8. Action by the Board.

The Board shall proceed by motion, except as otherwise provided for in Rules 3, 4, and 25. Any member, including the Mayor, may make a motion.

Rule 9. Second Required.

A motion requires a second before the Board may proceed with discussion or action on the motion.

Rule 10. One Motion at a Time.

A member may make only one motion at a time.

Rule 11. Substantive Motions.

A substantive motion is out of order while another substantive motion is pending.

Rule 12. Adoption by Majority Vote.

(a) A motion shall be adopted by a majority of the votes cast, a quorum as defined in Rule 22 being present, unless otherwise required by these rules or the laws of North Carolina. A majority is more than half.

(b) A roll call vote shall be required for the following actions:

1. Adoption of an ordinance;
2. Adoption of a written resolution; and
3. Upon the request of the Mayor, or at least three (3) other members of the Board.

Rule 13. Voting by Written Ballot.

The Board may choose by majority vote to use written ballots in voting on a motion. Such ballots shall be signed, and the minutes of the Board shall show the vote of each member voting. The ballots shall be available for public inspection in the office of the Town Clerk immediately following the meeting at which the vote took place and until the minutes of that meeting are approved, at which time the ballots may be destroyed.

Rule 14. Debate.

The Mayor shall state the motion and then open the floor to debate. The Mayor shall preside over the debate according to the following general principles:

1. The maker of the motion is entitled to speak first;
2. A member who has not spoken on the issue shall be recognized before someone who has already spoken; and
3. To the extent possible, and at the discretion of the Mayor, the debate shall alternate between proponents and opponents of the measure.

Rule 15. Ratification of Actions.

To the extent permitted by law, the Board may ratify actions taken on its behalf but without its prior approval. A motion to ratify is a substantive motion.

Rule 16. Procedural Motions.

(a) Certain Motions Allowed. In addition to substantive motions, only the following procedural motions, and no others, are in order. Unless otherwise noted, each motion is debatable, may be amended, and requires a majority of the votes cast, a quorum being present, for adoption. Procedural motions are in order while a substantive motion is pending and at other times, except as otherwise noted.

(b) Order of Priority of Motions. In order of priority (if applicable), the procedural motions are:

Motion 1. To Appeal a Procedural Ruling of the Presiding Officer.

A decision of the presiding officer ruling a motion in or out of order, determining whether a speaker has gone beyond reasonable standards of courtesy in his remarks, or entertaining and answering a question of parliamentary law or procedure may be appealed to the Board, as specified in Rule 7. This appeal is in order immediately after such a decision is announced and at no other time. The member making the motion need not be recognized by the presiding officer and the motion, if timely made, may not be ruled out of order.

Motion 2. To Adjourn.

This motion may be made only at the conclusion of action on a pending substantive matter; it may not interrupt deliberation of such matter. A motion to recess to a time and place certain shall also comply with the requirements of Rule 2(c).

Motion 3. To Take a Brief Recess.

This motion allows the Board to pause briefly in its proceedings rather than to recess to a time and place certain.

Motion 4. Call to Follow the Agenda.

This motion must be made at the first reasonable opportunity or it is waived.

Motion 5. To Suspend the Rules.

The Board may not suspend provisions of the rules that state requirements imposed by law on the Board. For adoption, the motion requires an affirmative vote equal to a majority of the entire membership of the Board rather than of a quorum present.

Motion 6. To Go into Closed Session.

The Board may go into closed session only for one or more of the permissible purposes listed in G.S. § 143-318.11(a):

(1) To prevent the disclosure of information that is privileged or confidential pursuant to the law of this State or of the United States, or not considered a public record within the meaning of Chapter 132 of the General Statutes;

(2) To prevent the premature disclosure of an honorary degree, scholarship, prize, or similar award;

(3) To consult with an attorney employed or retained by the public body in order to preserve the attorney-client privilege between the attorney and the public body, which privilege is hereby acknowledged. General policy matters may not be discussed in a closed session and nothing herein shall be construed to permit a public body to close a meeting that otherwise would be open merely because an attorney employed or retained by the public body is a participant. The public body may consider and give instructions to an attorney concerning the handling or settlement of a claim, judicial action, mediation, arbitration, or administrative procedure. If the public body has approved or considered a settlement, other than a malpractice settlement by or on behalf of a hospital, in closed session, the terms of that settlement shall be reported to the public body and entered into its minutes as soon as possible within a reasonable time after the settlement is concluded;

(4) To discuss matters relating to the location or expansion of industries or other businesses in the area served by the public body, including agreement on a tentative list of economic development incentives that may be offered by the public body in negotiations. The action approving the signing of an economic development contract or commitment, or the action authorizing the payment of economic development expenditures, shall be taken in an open session;

(5) To establish, or to instruct the public body's staff or negotiating agents concerning the position to be taken by or on behalf of the public body in negotiating (i) the price and other material terms of a contract or proposed contract for the acquisition of real property by purchase, option, exchange, or lease; or (ii) the amount of compensation and other material terms of an employment contract or proposed employment contract;

(6) To consider the qualifications, competence, performance, character, fitness, conditions of appointment, or conditions of initial employment of an individual public officer or employee or prospective public officer or employee; or to hear or investigate a complaint, charge, or grievance by or against an individual public officer or employee. General personnel policy issues may not be considered in a closed session. A public body may not consider the qualifications, competence, performance, character, fitness, appointment, or removal of a member of the public body or another body and may not consider or fill a vacancy among its own membership except in an open meeting. Final action making an appointment or discharge or removal by a public body having final authority for the appointment or discharge or removal shall be taken in an open meeting;

(7) To plan, conduct, or hear reports concerning investigations of alleged criminal misconduct;

(8) To formulate plans by a local board of education relating to emergency response to incidents of school violence or to formulate and adopt the school safety components of school improvement plans by a local board of education or a school improvement team;

(9) To discuss and take action regarding plans to protect public safety as it relates to existing or potential terrorist activity and to receive briefings by staff members, legal counsel, or law enforcement or emergency service officials concerning actions taken or to be taken to respond to such activity; or

(10) To view a recording released pursuant to G.S. § 132-1.4A.

The motion to go into closed session shall cite one or more of these purposes and shall be adopted at an open meeting. A motion based on G.S. § 143-318.11(a)(1) shall also state the name or citation of the law that renders the information to be discussed privileged or confidential. A motion based on G.S. § 143-318.11(a)(3) shall identify the parties in each existing lawsuit about which the Board expects to receive advice during the closed session, if in fact such advice is to be received.

Motion 7. To Leave Closed Session.

This motion is made to return from a closed session to an open meeting.

Motion 8. To Divide a Complex Motion and Consider It by Paragraph.

This motion is in order whenever a member wishes to consider and vote on subparts of a complex motion separately.

Motion 9. To Defer Consideration (also, To Table).

The Board may defer a substantive motion for later consideration at an unspecified time. A substantive motion the consideration of which has been deferred expires one hundred (100) days thereafter unless a motion to revive consideration is adopted. If consideration of a motion has been deferred, a new motion with the same effect cannot be introduced while the deferred motion remains pending (has not expired). A person who wishes to revisit the matter during that time must take action to revive consideration of the original motion [Rule 16(b), Motion 14], or else move to suspend the rules [Rule 16(b), Motion 5].

Motion 10. Motion for the Previous Question.

This motion is not in order until there have been at least twenty (20) minutes of debate and/or every member has had an opportunity to speak once.

Motion 11. To Postpone to a Certain Time or Day.

If consideration of a motion has been postponed, a new motion with the same effect cannot be introduced while the postponed motion remains pending. A person who wishes to revisit the matter must either wait until the specified time or move to suspend the rules [Rule 16(b), Motion 5].

Motion 12. To Refer a Motion to a Committee.

The Board may vote to refer a substantive motion to a committee for its study and recommendations. Sixty (60) days or more after a substantive motion has been referred to a committee, the introducer of the substantive motion may compel consideration of the measure by the entire Board, whether or not the committee has reported the matter to the Board.

Motion 13. To Amend.

(a) An amendment to a motion must be pertinent to the subject matter of the motion. An amendment is improper if adoption of the motion with that amendment added would have the same effect as rejection of the original motion. A proposal to substitute

completely different wording for a motion or an amendment shall be treated as a motion to amend.

(b) A motion may be amended, and that amendment may be amended, but no further amendments may be made until the last-offered amendment is disposed of by a vote.

(c) Any amendment to a proposed ordinance or resolution shall be reduced to writing before the vote on the amendment.

(d) The Board may amend the agenda at the meeting by majority vote. Should the Board be without a majority vote, a Board member who wishes to amend the agenda may either add the item to a future meeting agenda or move to suspend the rules requiring a majority vote.

Motion 14. To Revive Consideration.

The Board may vote to revive consideration of any substantive motion earlier deferred by adoption of Motion 9 of Rule 16(b). This motion is in order at any time within one hundred (100) days after the day of a vote to defer consideration. A substantive motion on which consideration has been deferred expires one hundred (100) days after the deferral unless a motion to revive consideration is adopted.

Motion 15. To Reconsider.

The Board may vote to reconsider its action on a matter. The motion to do so must be made by a member who voted with the prevailing side (the majority, except in the case of a tie; in that case the “no’s” prevail) and only at the meeting during which the original vote was taken, including any continuation of that meeting through recess to a time and place certain. The motion cannot interrupt deliberation on a pending matter but is in order at any time before final adjournment of the meeting.

Motion 16. To Rescind or Repeal.

The Board may vote to rescind actions it has previously taken or to repeal items that it has previously adopted. The motion is not in order if rescission or repeal of an action is forbidden by law.

Motion 17. To Prevent Reintroduction for Six Months.

This motion shall be in order immediately following the defeat of a substantive motion and at no other time. The motion requires for adoption a vote equal to a majority of the entire membership of the Board, rather than of a quorum. If adopted, the restriction imposed by the motion remains in effect for six months or until the next organizational meeting of the Board, whichever occurs first.

Rule 17. Renewal of Motion.

A motion that is defeated may be renewed at any later meeting unless a motion to prevent reconsideration has been adopted.

Rule 18. Withdrawal of Motion.

A motion may be withdrawn by the introducer at any time before it is amended or before the chair puts the motion to a vote, whichever occurs first.

Rule 19. Duty to Vote.

- (a) Every member must vote unless excused from voting, as provided by this rule.
- (b) A member may be excused from voting on a matter involving the member's own financial interest or official conduct. A member may also be excused from voting when prohibited from voting under G.S. § 14-234 (contract providing direct benefit to member or immediate family member), or G.S. § 160D-109(a) (legislative zoning decision likely to have a direct, substantial, and readily identifiable financial impact on member).
- (c) A member who wishes to be excused from voting based on grounds set forth in subsection (b) shall so inform the presiding officer, who shall take a vote of the remaining members. If a majority of the remaining members present vote to excuse the member, the member is excused from voting on the matter.
- (d) Even when a member has not asked to be excused from voting on a matter, a majority of the remaining members present may by motion and vote excuse the member from voting if grounds for doing so exist under subsection (b).
- (e) A failure to vote by a member who is physically present in the Board chamber, or who has withdrawn from the chamber without being excused by a majority vote of the remaining members present, shall be recorded as an affirmative vote. A member's unexcused failure to vote shall not be recorded as an affirmative vote if the motion concerns a proposal to amend, supplement, or repeal a zoning ordinance. Instead, the members unexcused failure to vote shall be recorded as an abstention.

Rule 20. Conflicts of Interest.

- (a) Implicit in the operations and conduct of Town government is the constant expectation that the Board recognize that in all their transactions and at all times they are subject to the duty of undivided loyalty to the Town. The nature of their obligations are such that it demands positive action on their part to affirmatively protect and promote the interest of the Town committed to their care, and at all times to avoid situations where their self-interests, actual or apparent, may be of such nature or extent as to conflict with performance of that primary responsibility.

(b) The scope of human activity is so broad that it is unadvisable to attempt to enumerate here all possible areas in which a conflict of interest might arise. Consequently, the following is an illustrative list only, and is not intended to proscribe all aspects of the conduct of the Board in their capacity as Town elected officials:

1. No member of the Board should use their positions or the knowledge gained therein in such manner that a conflict between the Town's interests and their personal interests arise. Both the fact and the appearance of the conflicting interests are to be avoided.
2. Members of the Board should refrain from transmitting any knowledge of Town considerations or decisions or any other information which might be prejudicial to the interest of the Town to any person other than in connection with the discharge of their responsibility.
3. If any applicable statutes or laws exist, strict compliance with the provisions of such statutes or laws is expected, whether local, state, or federal.
4. Whenever a Board member has a personal interest, whether individually or through another party that has or may have business dealings with the Town, he shall disclose that interest to the Town Manager for proper consideration and action.
5. Whenever a Board member has an opportunity to engage in a transaction in which the Town would otherwise wish to engage in, he shall disclose that interest to the Town Manager for proper consideration and action.
6. If a Board member is in a position where access to the Town's confidential information may materially influence his decisions in another party engaged in business with the Town, he shall decline that information.
7. If a Board member is in a position where access to the Town's confidential information may materially influence his personal financial or investment decisions, he shall decline that information.
8. Board members shall at all times fully comply with the Board's code of ethics.

(c) Members of the Board shall comply with all laws and requirements governing conflicts of interest, self-benefiting, gifts and favors, and misuse of confidential information, as required by G.S. §§ 14-234, 14-234.1, and 133-32.

(d) If at any time an elected official finds that they are in doubt as to the proper application of the Town's policy on conflicts of interest with respect to any particular situation, or they find that they might have a financial interest or outside relationship which might involve a conflict of interest, they should immediately make all the facts known to the Town Manager for proper consideration and action.

Rule 21. Closed Sessions.

The Board may hold closed sessions as provided by law. The Board shall commence a closed session only after a motion to go into closed session has been made and adopted during an open meeting. The motion shall state the purpose of the closed session. The motion to go into closed session must be approved by the vote of a majority of those present and voting. The Board shall terminate the closed session by a majority vote, using Motion 7 of Rule 16(b).

Only those actions authorized by statute may be taken in closed session. A motion to adjourn shall not be in order during a closed session.

Rule 22. Quorum.

A majority of the actual membership of the Board, excluding vacant seats shall constitute a quorum. A majority is more than half. The Mayor shall be considered a member of the Board in determining the number on which a majority is based and in counting the number of members actually present. A member who has withdrawn from a meeting without being excused by majority vote of the remaining members present shall be counted as present for purposes of determining whether or not a quorum is present.

Rule 23. Public Hearings.

Public hearings required by law or deemed advisable by the Board shall be organized by the general laws of North Carolina, by the Town Charter, and the Town Ordinances. All notice and other requirements of the open meetings law applicable to Board meetings shall also apply to public hearings at which a majority of the Board is present; such a hearing is considered to be part of a regular or special meeting of the Board. These requirements also apply to hearings conducted by appointed or elected committees of Board members, if a majority of the committee is present. A public hearing for which any required notices have been given may be continued to a time and place certain without further advertisement. The requirements of Rule 2(c) shall be followed in continuing a hearing at which a majority of the Board, or of a Board committee, as applicable, is present.

At the time appointed for the hearing, the presiding officer or his designee shall call the hearing to order and then preside over it. When the allotted time expires, or earlier, if no one wishes to speak who has not done so, the presiding officer shall entertain a motion to end the hearing.

Rule 24. Minutes.

Full and accurate minutes of the Board proceedings, including closed sessions, shall be kept. The Board shall also keep a general account of any closed session so that a person not in attendance would have a reasonable understanding of what transpired. These minutes and general accounts shall be open to inspection of the public, except as otherwise provided in this rule. The exact wording of each motion and the results of each vote shall be recorded in the minutes, and on the request of any member of the Board, the entire Board shall be polled by name on any vote.

Members' and other persons' comments may be included in the minutes if the Board approves.

General accounts of closed sessions are sealed upon approval by the Board. Such sealed general accounts shall be withheld from public inspection until the Town attorney makes a determination that public inspection of such general accounts would frustrate the purpose of the closed session, at which point they shall be unsealed by the Town Clerk.

Rule 25. Appointments.

(a) The Board may consider and make appointments to other bodies, including its own committees, if any, only in open session. The Board may not consider or fill a vacancy among its own membership except in open session. Appointments will be made according to the North Carolina General Statutes, when applicable.

(b) The Board shall at all times comply with the North Carolina Constitutional and statutory prohibitions on dual office holding.

(c) If an appointee has unexcused absences which constitute more than twenty-five percent (25%) of the Board meetings in any calendar year which he is required to attend pursuant to his appointment, he may be asked to resign by majority vote of the Board, commission, or committee. Excused absences are defined as absences caused by events beyond one's control. If the individual refuses to resign when asked he may be dismissed by action of the Board subject to state or local law. A calendar year is to be defined as a twelve (12) month period beginning on the date of appointment.

(d) Appointees must uphold Town policies pertaining to the board, commission, or committee on which he serves.

(e) The Town shall cause the following appointment information to be published on the Town's official website for each board, commission, or committee where the Town has an official appointment:

1. The name.
2. A brief summary of its function.
3. The total number of members and alternates.
4. The current members, including names, positions, and date of end of term.
5. The regular meeting day, time, and location, if available.

(f) The Board shall use the following procedure to make appointments to various other boards, commissions, and committees:

1. Notification of available appointments. A list of available positions stating terms of office, requirement for office, and duties of positions shall be available for public inspection in the office of the Town Clerk, and published on the Town's official website at the beginning of each calendar year.

2. Selection Process.

- (i) Individuals interested in applying for appointment shall submit a written application on a form provided by the Town to the Town Clerk and available on the Town's official website.
- (ii) The Town Clerk shall provide the Board with written notification that vacancies exist on the various boards, commissions, and committees appointed by the Board or its members. This notification along with applications of interested citizens shall be provided to the Board at a regular meeting.
- (iii) Nominations for vacancies may be made at the same meeting at which the vacancy is considered; provided, however, that upon a motion and second, nominations may be delayed until a subsequent meeting upon a simple majority vote. Once the floor is opened for nominations, the member or members shall put forth nominations with no second required and debate such nominations where necessary. When the debate has ended, and if only one nomination is made, the appointment shall be approved by a voice vote of a majority of the Board. If more than one nomination is made, the Town Clerk shall call the roll of the members and each member shall cast a vote. The nominee who receives the highest votes shall be the nominee appointed.

3. Applications. All applications for appointments shall remain active and on file with the Town Clerk for a period of one (1) year.

Rule 26. Committees and Boards.

(a) Establishment and Appointment. The Board may establish and appoint members for such temporary and standing committees and boards as are required by law or needed to help carry on the Board's work. Any specific provisions of law relating to particular committees and boards shall be followed.

(b) Open Meetings Law. The requirements of the open meetings law shall apply to all elected or appointed authorities, boards, commissions, councils, committees, or other bodies of a local governmental unit that are composed of two (2) or more members and that exercise or are authorized to exercise legislative, policymaking, quasi-judicial, administrative, or advisory functions. However, the law's requirements shall not apply to a meeting solely among the Town's professional staff.

Rule 27. Amendment of the Rules.

These rules may be amended at any regular meeting or at any properly called special meeting that includes amendment of the rules as one of the stated purposes of the meeting, unless a

statute or a rule of the Board provides otherwise. Adoption of an amendment shall require an affirmative vote equal to a quorum.

Rule 28. Reference to Robert's Rules of Order.

The Board 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 *Robert's Rules* does not conflict with North Carolina law or with the spirit of these rules.

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