

**BYLAWS OF THE
CITY OF HENDERSONVILLE
ENVIRONMENTAL SUSTAINABILITY BOARD**

**ARTICLE I
Name**

The name of this Board shall be the City of Hendersonville Environmental Sustainability Board (“Board”).

**ARTICLE II
Purpose**

The purpose of the Board shall be to advise the City Council on policies and practices dealing with the environment and energy conservation and assist with citizen-led efforts in furtherance thereof.

**ARTICLE III
Powers and Duties**

The Board shall have the duty to advise the City Council and assist the citizenry in accordance with the purpose of the Board as stated in the Bylaws. In addition, the Board shall have those powers and duties granted by the City Council from time to time.

**ARTICLE IV
Delegation of Duties**

The Board may delegate duties or functions to Hendersonville staff members as needed to carry out its assigned duties.

**ARTICLE V
Members**

Section 1. Composition. The Board shall be composed of between five and nine regular members. Five of these members shall at all times during their tenure be residents of the City of Hendersonville. The Board may have not more than four additional members who shall serve regardless of residence.

Section 2. Term of Office. Members shall serve two-year terms. Terms shall be staggered such that about one-third of the members’ terms shall expire each year.

Section 3. Vacancies. Vacancies shall be filled as soon as deemed advisable by the City Council.

Section 4. Removal of Members. Any member of the Board may be removed by the City Council for inefficiency, neglect of duty, malfeasance, or conflict of interest or other reason deemed sufficient by the City Council.

ARTICLE VI

Board Officers

Section 1. The Board shall have the following officers: Chair, Secretary and Treasurer. The Chair shall be elected by the Board from among their number to serve for terms of one year. The Secretary and Treasurer shall be appointed by the Chair in consultation with the entire membership of the Board and need not be selected from among the membership of the Board.

A. The Chair shall preside at meetings, shall appoint ad hoc committees, and shall have such other duties, including representation of the Board at civic functions and elsewhere, as are ordinary with small governmental boards.

B. Duties of the Secretary shall be such as are customary with small government boards, and such other duties as may be prescribed by the Chair from time to time. At a minimum the Secretary shall:

1. Attend all regular and special meetings and hearings, as well as any committee meetings, and keep a record thereof, which shall be transcribed in the minute book of the Board;
2. Send notices of all meetings of the Board required to be sent by law, under these bylaws, or as directed by the Chair;
3. Have charge of all papers and records of the Board, other than financial records, and shall attend to all correspondence of the Board.

D. The Treasurer shall perform such duties as are customary with treasurers of small government boards, including keeping and rendering to the Board accurate account of money held or controlled by the Board. At all times the Treasurer shall take such actions with respect to money held or controlled by the Board as the City Finance Director may prescribe.

Section 2. Vacancy in Office. A vacancy in the office of Chair shall be filled by the Board not later than seventy days after the occurrence of the vacancy, by vote of regular members attending the meeting at which the vote is taken. The Board may appoint any of its regular members as a Chair pro tem to preside at any meeting at which the Chair is absent or during which there is no appointed Chair.

ARTICLE VII Meetings

Section 1. Regular and Special Meetings.

A. Regular meetings of the Board shall be held at a date and time set by the Board, as may be amended from time to time with due notice to the press. If a day scheduled for a regular meeting is a holiday for which the offices of the City of Hendersonville are closed, the regular meeting shall be held at a time chosen by the Board.

B. Special meetings of the Board may be called at any time by the Chair provided that at least forty-eight hours' written notice of the time and place of a special meeting be given, to each regular and alternate member of the Board and to the secretary. In addition, members of the press shall be notified of each meeting in accordance with law. Special meetings may include Board retreats and like meetings held to conduct internal business of the Board.

Section 2. Quorum.

One third of members eligible to vote on any issue, shall constitute a quorum for purposes of that issue. Notwithstanding the foregoing, a quorum shall not be necessary to do any of the following:

A. Set a date, time or place for any subsequent meeting.

B. Discuss general internal Board business; but in no case may the Board without a quorum hear or discuss the merits of any matter brought or to be brought before the Board as part of a public hearing.

C. Appoint a Chair pro tem for the meeting.

Section 3. Voting.

A. A majority of all regular and alternate members eligible to vote shall be necessary to transact any official business.

Section 4. Records.

The Board shall keep minutes and records of all proceedings, including resolutions, transactions, findings and determinations; shall record the number of votes for and against each question presented; and shall indicate whether any member is absent or abstains from voting. All such records shall be filed in the office of the Board Secretary immediately following the meeting at which they occurred. All writings and records in the possession of the board or its members created with respect to the Board's business shall be subject to N.C.G.S. Chapter 132.

Section 5. Absences.

Any regular member of the Board who misses more than three consecutive regular meetings or more than half the meetings in any calendar year (not including meetings postponed for reasons other than lack or predicted lack of a quorum) shall by that fact no longer be a member of the Board.

Section 6. Open Meetings and Public Hearings.

Board meetings and public hearings shall be open to the public as required by N.C.G.S. Chapter 143 Article 33C.

ARTICLE VIII

Committees

Section 1. Membership. The Chair of the Board shall form and appoint any committees, and shall designate one member as Chair thereof.

Section 2. Meetings.

A. Committees shall meet at such times and places as designated by the Chair of the committee.

B. One third of the members of a committee shall constitute a quorum.

C. All reports of committees shall be made in writing, and the original copy thereof shall be filed and become part of the records of the Board.

ARTICLE IX

Parliamentary Authority

The Chair may from time to time refer to rules set forth in the current edition of *Suggested Rules of Procedure for Small Local Government Boards* to assist in the running of orderly meetings

ARTICLE X

Amendment

These Bylaws may be amended or rescinded from time to time by a vote of a majority of regular members of the Board. Any proposed amendment may be read at any meeting. Final vote thereon, shall take place, if at all, not earlier than ten days nor later than seventy days following the initial reading.

Chair

Date