

**CITY OF HENDERSONVILLE  
DOWNTOWN SEVENTH AVENUE ADVISORY COMMITTEE**

**RULES OF PROCEDURE**

**Article 1. Name**

The name of this organization is the City of Hendersonville Downtown Seventh Avenue Advisory Committee, hereinafter referred to as the "Committee."

**Article 2. Purpose and Powers**

The general purpose of the Committee is to serve in an advisory role to the City Council in matters pertaining to the Seventh Avenue Municipal Service District, subject to such limitations as may be imposed by state law or by ordinances of the city. The Committees 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 Seventh Avenue Advisory Committee's jurisdiction shall apply to the Hendersonville Seventh Avenue Municipal Service District. This 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 8<sup>th</sup> Avenue. The Committee may also discuss and be consulted on matters outside of the Seventh Avenue Municipal Services District, provided the subject is related to the core mission of supporting a healthy and vibrant downtown.

**Article 4. Membership**

**Section 1. Committee Membership.** The Committee shall consist of nine members including a council liaison who will serve as a non-voting ex-officio member of the committee. Of the eight remaining non-council members, five will represent Seventh Avenue Municipal Service District stakeholders, i.e. property owners, business community members or residents and three members will be "at large"

seats. All members shall be entitled to equal rights, privileges and duties with other members of the committee.

**Section 2.** Member Terms and Term Limits. Committee members shall be appointed to staggered two year terms by City Council annually in July. Committee members may serve three (3) consecutive two year terms for a total of six consecutive years of service. At the end of a member's third term they must take a one year hiatus before seeking reappointment to the committee.

**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, at the discretion of the committee, cease to be a Committee member.

## **Article 5. Meetings**

**Section 1.** Regular Meetings. The Committee shall hold a regular meeting on the third Wednesday of each month, except that if a regular meeting day is a legal holiday, the meeting shall be held on the next business day. The meeting shall be held at City Operations Center – 305 Williams Street and shall begin at 9:00 am. A copy of the board's current meeting schedule shall be filed with the city clerk.

**Section 2.** Special Meetings. The chair or a majority of the members may at any time call a special meeting of the board. At least forty-eight hours before a special meeting called in this manner, written notice of the meeting stating its time and place and the subjects 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 or delivered to each newspaper, wire service, radio station, television station, and person who has filed a written request for notice with Downtown Economic Development Director.

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 hours before a special meeting called in this manner, notice of the time, place, and purpose of the meeting shall be posted on the board's principal bulletin board or, if none, at the door of the board's usual meeting room and (2) mailed or delivered to each newspaper, wire service, radio station, television station, and person who has filed a written request for notice with the Downtown Economic Development Director. Such notice shall also be mailed or delivered at least forty-eight hours before the meeting to each board member not present at the meeting at which the special meeting was called or scheduled.

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.

**Section 3.** Emergency Meetings. The chair 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 subjects to be considered. Written or oral notice of the meeting shall be given 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 Downtown Economic Development Director, 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.

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.

**Section 4.** 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 Article 18, 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.

**Section 5.** Organizational Meeting. On the date and at the time of the first regular meeting in August, the newly appointed members shall take and subscribe the oath of office as the first order of business. As the second order of business, the committee shall elect a chair and vice-chair, if he or she is not otherwise selected, using one of the nomination and voting procedures set out in Rule 25.

OATH:

"I, \_\_\_\_\_, do solemnly swear (or affirm) that I will support and maintain the Constitution and laws of the United States, and the Constitution and laws of North Carolina not inconsistent therewith, and that I will faithfully discharge the duties of my office as a member of the Downtown Seventh Avenue Advisory Committee, so help me God."

**Section 6.** Cancellation of Meetings. Whenever there is no business for the committee the chair may cancel a meeting by giving notice to all members no less than forty-eight hours before the time set for the meeting. In the event of severe weather or other sufficient cause, the chair may cancel a meeting by giving reasonable notice to all members before the time set for the meeting. In the case of a meeting called by a majority of the Committee, the chair may cancel the meeting only upon the concurrence of a majority of the Committee.

## **Article 6. Agenda**

**Section 1.** Proposed Agenda. The Downtown Economic Development Director 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. Public Address to the Committee**

Any individual or group who wishes to address the board shall make a request to be on the agenda to the Downtown Economic Development Director. However, the committee shall determine at the meeting whether it will hear the individual or group.

### **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
- Committee reports
- Unfinished business
- New business
- Informal discussion

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

### **Article 9. Presiding Officer**

The chair of the board shall preside at board meetings if he or she is present, unless he or she becomes actively engaged in debate on a particular matter. The chair may vote in all cases. In order to address the board, a member must be recognized by the chair.

If the chair is absent, the vice-chair shall preside. If both the chair and vice-chair are absent, another member designated by vote of the board shall preside. The vice-chair or another member who is temporarily presiding retains all of his or her rights as a member, including the right to make motions and the right to vote.

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

The presiding officer shall have the following powers:

- 1) To rule motions in or out of order, including any motion patently offered for obstructive or dilatory purposes;
- 2) 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;
- 3) To entertain and answer questions of parliamentary law or procedure;
- 4) To call a brief recess at any time;
- 5) 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 Article 18, 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.

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

The board shall proceed by motion, except as otherwise provided for in Article 5: Section 5, Article 6, and Article 27. Any member, including the chair, may make a motion.

#### **Article 11. Second Not Required**

A motion does not require a second.

#### **Article 12. One Motion at a Time**

A member may make only one motion at a time.

#### **Article 13. Substantive Motions**

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

#### **Article 14. Adoption by Majority Vote**

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.

### **Article 15. 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 Downtown Economic Development Director 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.

### **Article 16. Debate**

The chair shall state the motion and then open the floor to debate. The chair 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;
- 3) To the extent possible, the debate shall alternate between proponents and opponents of the measure.

### **Article 17. 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.

### **Article 18. Procedural Motions**

**Section 1.** 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.

**Section 2.** 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 committee, as specified in Article 9. 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 a pending matter. A motion to recess to a time and place certain shall also comply with the requirements of Article 5: Section 4.

Motion 3. To Take a Brief Recess.

Motion 4. Call to Follow the Agenda. The motion must be made at the first reasonable opportunity or it is waived.

Motion 5. To Suspend the Rules. The committee may not suspend provisions of the rules that state requirements imposed by law on the committee. For adoption, the motion requires an affirmative vote equal to a majority of the entire membership of the committee.

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). 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(a)(3) shall identify the parties in each existing lawsuit concerning which the committee expects to receive advice during the closed session, if in fact such advice is to be received.

Motion 7. To Leave Closed Session.

Motion 8. To Divide a Complex Motion and Consider It by Paragraph. The motion is in order whenever a member wishes to consider and vote on subparts of a complex motion separately.

Motion 9. To Defer Consideration .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 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. A person who wishes to revisit the matter during that time must take action to revive consideration of the original motion (Procedural Motion 14), or else move to suspend the rules (Procedural Motion 5).

Motion 10. Motion for the Previous Question. The motion is not in order until there have been at least 20 minutes of debate and 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 [Procedural Motion 5]

Motion 12. To Refer a Motion to a Sub-Committee. The committee may vote to refer a substantive motion to a sub-committee for its study and recommendations. 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 sub-committee has reported the matter to the committee.

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 policy shall be reduced to writing before the vote on the amendment.

Motion 14. To Revive Consideration .The board may vote to revive consideration of any substantive motion earlier deferred by adoption of Procedural Motion 9. The motion is in order at any time within 100 days after the day of a vote to defer consideration. A substantive motion on which consideration has been deferred expires 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 majority, except in the case of a tie; in that case the "nos" 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. The 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 committee. If adopted, the restriction imposed by the motion remains in effect for six months or until the next organizational meeting of the committee, whichever comes first.



### **Article 19. Renewal of Motion**

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

### **Article 20. 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.

### **Article 21. Duty to Vote**

Every member must vote unless excused by the remaining members of the committee. 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 committee or by law, or the member's official conduct, as defined by the committee. 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 22. Special Rules of Procedure**

The board may adopt its own special rules of procedure, to be specified here.

### **Article 23. 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. If the motion is based on G.S. 143-318.11(a)(1) (closed session to prevent the disclosure of privileged or confidential information or information that is not considered a public record), it must also state the name or citation of the law that renders the information to be discussed privileged or confidential. If the motion is based on G.S. 143-318.11(a)(3) (consultation with attorney; handling or settlement of claims, judicial actions, mediations, arbitrations, or administrative procedures), it must identify the parties in any existing lawsuits concerning which the public body expects to receive advice during 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 Article 18.

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

## **Article 24. Quorum**

A majority of the actual membership of the board, excluding vacant seats, shall constitute a quorum. A majority is more than half. The chair 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.

## **Article 25. Public Hearings**

Public hearings required by law or deemed advisable by the board shall be organized by a special order that sets forth the subject, date, place, and time of the hearing as well as any rules regarding the length of time allotted for each speaker, and other pertinent matters. The special order is adopted by a majority vote. Its specifications may include, but are not limited to, rules fixing the maximum time allotted to each speaker; providing for the designation of spokespersons for groups of persons supporting or opposing the same positions; providing for the selection of delegates from groups of persons supporting or opposing the same positions when the number of persons wishing to attend the hearing exceeds the capacity of the hall (so long as arrangements are made, in the case of hearings subject to the open meetings law, for those excluded from the hall to listen to the hearing); and providing for the maintenance of order and decorum in the conduct of the hearing.

All notice and other requirements of the open meetings law applicable to committee meetings shall also apply to public hearings at which a majority of the committee is present; such a hearing is considered to be part of a regular or special meeting of the committee. These requirements also apply to hearings conducted by appointed or elected sub-committees of committee 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 Article 5: Section 4 shall be followed in continuing a hearing at which a majority of the committee, or of a sub-committee, as applicable, is present.

At the time appointed for the hearing, the chair or his or her 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 or make a motion to end the hearing.

The committee may provide a period for public comment during a regular meeting. It may adopt reasonable regulations governing the conduct of public comment periods, including but not limited to rules setting time limits for speakers, and providing for (1) the designation of representatives to speak for groups supporting or opposing the same position, (2) the selection

of delegates from groups with the same position when the meeting hall's capacity is exceeded, and (3) the maintenance of order and decorum in the conduct of the public comment period. The committee shall not restrict speakers based on subject matter, point of view, or the fact that the board may find the remarks offensive or insulting, as long as the comments pertain to a subject that is within the board's real or apparent jurisdiction.

### **Article 26. Minutes**

Full and accurate minutes of the committee proceedings, including closed sessions, shall be kept. The committee 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 committee, the entire committee shall be polled by name on any vote. Members' and other persons' comments may be included in the minutes if the committee requests and approves them.

Minutes and general accounts of closed session may be sealed by action of the committee. Such sealed minutes and general accounts may be withheld from public inspection so long as public inspection would frustrate the purpose of the closed session.

### **Article 27. Appointments**

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

The committee shall use the following procedure to make appointments for committee officers and to the various sub-committees: The Organization Team of the committee 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 committee 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 28. 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.

**Article 29. Reference to Robert's Rules of Order**

Committees 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 30. 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 body that created the committee provides otherwise. Adoption of an amendment shall require an affirmative vote equal to a quorum.

Adopted as amended by at least six members of the Committee this \_\_\_ day of \_\_\_\_\_ 2017.

\_\_\_\_\_  
Committee chair

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Committee vice chair

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Committee member

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Committee member

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Council Liaison