



ECONOMIC DEVELOPMENT COMMITTEE

BY-LAWS

I. ESTABLISHMENT

Let it be declared that upon adoption of these By-Laws contained herein the Indian Trail Town Council on the 26th day of April, 2016 established an Economic Development Committee (EDC) that shall be an advisory committee to the Town Council in the areas of economic development in the Town of Indian Trail, NC. The EDC shall take direction from Town Council, provide information to Town Council, make recommendations to Town Council, and operate/function in accordance with the provisions contained herein these By-Laws. The EDC is a public body and shall therefore function in full accordance with the North Carolina Open Meetings Law which can be found in Chapter 143, Article 33C of the NC General Statutes.

II. PURPOSE

Section 1. Mission Statement:

The role of the Indian Trail Economic Development Committee (EDC) is to develop an opportunity-specific and action-oriented plan that fosters business growth and retention in Indian Trail while assisting to repair and expand the Town's infrastructure.

Section 2. Broad-Base Goals:

- a) Support all sizes of enterprise in Indian Trail from the small retail & service establishments to large industries;
- b) Ensure that the local investment climate is functional for local businesses;
- c) Encourage the formation of new enterprises and new types of enterprises;
- d) Attract external investment (regionally/nationally/internationally);
- e) Find innovative ways to encourage or require investments in infrastructure systems;
- f) Support business retention and growth;
- g) Identify/target areas in Town for business regeneration and/or growth through the establishment of an area based initiatives plan;
- h) Discover ways to support newly emerging/informal/non-traditional businesses; and
- i) Improve Indian Trail's economic competitiveness to retain jobs and improve incomes.

III. APPOINTMENT & TERMS

Section 1. Voting Members:

All members shall be appointed by Town Council in accordance with the current adopted Indian Trail Board & Committee Appointment Policy. The EDC shall consist of at least five (5) but no more than seven (7) voting members. One member must be a resident of Indian

Trail and ideally another member should be an Indian Trail resident that also owns and operates an Indian Trail Business. The remaining three (3) to five (5) members should all be Indian Trail business owners (no managers unless the manager is also the business owner).

Section 2. Terms of Voting Members:

Terms shall be three (3) year staggered terms that begin July 1st and expire June 30th. In order to reach the staggered terms the initial terms shall be as follows:

- Seat #1 initial term 3-years ending June 30, 2019 (2nd term 3-years ending 2022)
- Seat #2 initial term 2-years ending June 30, 2018 (2nd term 3-years ending 2021)
- Seat #3 initial term 1-year ending June 30, 2017 (2nd term 3-years ending 2020)
- Seat #4 initial term 3-years ending June 30, 2019 (2nd term 3-years ending 2022)
- Seat #5 initial term 2-years ending June 30, 2018 (2nd term 3-years ending 2021)
- Seat #6 initial term 1-year ending June 30, 2017 (2nd term 3-years ending 2020)
- Seat #7 initial term 3-years ending June 30, 2019 (2nd term 3-years ending 2022)

Section 3. Ex-officio Members:

Ex-officio members will not vote and their attendance shall not be considered in determining a quorum. Ex-officio members are encouraged to participate in discussion at meetings and assist with other aspects of the EDC. There shall be three (3) ex-officio (non-voting) members of the EDC. The Town Manager (or the Assistant Town Manager may be designated to serve in the his/her place) shall be an ex-officio member of the EDC and may engage staff support as he/she deems necessary. The Director of the Monroe-Union County Economic Development Director or his/her designee shall be an Ex-officio member. Town Council shall appoint one of their own members to be the third Ex-officio member who shall also be a liaison between Town Council and the EDC. The Town Council Ex-officio appointment shall be for one (1) year beginning July 1st and ending June 30th; Council may reappoint or make a new appointment during their first meeting in July each year upon nomination and vote.

Section 4. Vacancies:

Vacancies occurring in the middle of an unexpired term shall be filled in accordance with the current/adopted Board & Committee Appointment Policy of the Town for such vacancies.

IV. OFFICERS

Section 1. Officers Required:

The officers of the EDC shall consist of a Chairperson, a Vice Chairperson and a Secretary. All officers shall be voting members.

Section 2. Chairperson

The Chairperson shall be elected by a majority vote of the membership of the EDC from among its members. The term of the Chairperson shall be for one (1) year and until a successor is elected, beginning with the first regular meeting in January of each calendar year. The Chairperson shall be eligible for reelection without limitation.

The Chairperson shall have the right to vote on all matters before the EDC unless excused in accordance with NC General Statutes with regard to conflicts of interest (as is the case with any voting member see Part VI of this document). Unless absent or excused, the Chairperson shall chair each meeting of the EDC. The Chairperson shall decide upon all points of order and procedure unless otherwise directed by a majority of the EDC in session at the time.

Section 3. Vice Chairperson

A Vice Chairperson shall be elected from among the members in the same manner and for the same term as the Chairperson. The Vice Chairperson shall serve as Acting Chairperson in the absence of the Chairperson and in such capacity, shall have the same powers and duties as the Chairperson. Should both the Chairperson and Vice Chairperson not be in attendance at a meeting but a quorum of voting members present those voting members should call the meeting to order and as the first order of business elect one of their own to Chair that meeting.

Section 4. Secretary

A Secretary shall be elected from among the members in the same manner and for the same term as Chairperson and Vice Chairman. The Secretary should be responsible for drafting and keeping the minutes of all EDC meetings (with the exception of Closed Session proceedings see Part V, Section 2 below). At a minimum the minutes shall include the date, time, location, those present and action taken (i.e. recommendations made to Town Council) for all EDC meetings. The Secretary may elect to use an audio recording device to record meetings and then assist in the drafting of the minutes.

V. MEETINGS

Section 1. Open Meetings Law

As previously stated, the Indian Trail Economic Development Committee is a public body that is subject to the North Carolina Open Meetings Law meaning that all meetings are open to the public and should be duly notified and minutes of proceedings should be kept (see Chapter 143, Article 33C of the NC General Statutes for details of the Open Meetings Law).

Section 2. Closed Sessions

There may be times when the EDC may need to discuss specific economic development projects and therefore shall need to meet in Closed Session, which is an exception of the Open Meetings Law; provisions for meeting in Closed Session can be found in NC General Statutes 143-318.11. The Town Manager, in consultation with the Town's legal counsel, shall recommend when the EDC meets in Closed Session and shall be responsible for adherence to all laws regarding Closed Session. The Town Manager shall be responsible for creating and keeping the minutes of Closed Sessions. A Closed Session will always begin in open Session of a meeting; the EDC must vote to enter Closed Session pursuant to the applicable sub-section of N.C.G.S 143-318.11

Section 3. Meeting Types

- a) **Regular Meetings** of the EDC shall be held monthly. Upon initial appointment of members the Town Manager should organize the first meeting and supply the date,

time and location of that first meeting to the Town Clerk within 48 hours of that meeting (excluding weekends and holidays) so that the Town Clerk can provide proper notice of the initial meeting. The first order of business on the initial meeting agenda should be to elect officers and the second order of business shall be for the EDC to select a normal monthly meeting day/time/location (for example the 3rd Tuesday of the month at 7pm). The Town Manager should notify the Town Clerk of the normal meeting day/time/location selected by the EDC so that proper notice of EDC regular meetings can be disseminated. Should the EDC ever wish to change the date/time/location of Regular Meetings after establishment Regular Meetings such should appear as an item on an EDC Regular Meeting agenda for vote and action by the EDC. The Town Clerk should be notified of any changes in the Regular Meeting day/time/location.

- b) **Special Meetings** of the EDC shall either be voted upon in Open Session of a properly noticed meeting (normally a Regular Meeting) or may be called by the Chairperson (or Vice Chairperson if the Chairperson is unavailable or incapacitated) by signing a Special Meeting Call Notice within 48 hours of the Special Meeting (excluding weekends and holidays). The Chairperson shall notify all EDC members of any Special/Called Meeting. Only those items for which the special meeting was scheduled may be discussed. The Town Clerk shall be notified of any Special Meeting that is called by the Chairperson within 48 hours of the Special Meeting in order to give proper public notification.

Section 4. Quorum

A Quorum of the EDC shall be required to open any meeting and to conduct business. A quorum shall be a majority of seated voting members (i.e. if there are only 5 voting member seats fill a quorum shall consist of 3 members present; if there are 6 or 7 voting member seats filled then a quorum shall consist of 4 members).

Section 5. Meeting Attendance

Attendance is essential for a successful EDC. Excluding extenuating circumstances any member who fails to attend at least 75% of Regular and Special EDC meetings in any one-year period shall be subject to be removed from the EDC by Town Council. The Chairperson is responsible to report any member who fails to attend 75% of meetings to Town Council.

Section 6. Agenda/Order of Business

All meetings shall be open to the public. The order of business at meetings shall generally be as follows:

- a) Call to Order/Declare a Quorum/Roll Call
- b) Pledge
- c) Approval/Adjustment of Minutes
- d) Old Business
- e) New Business
- f) Adjournment

The Chairperson shall set the agenda for meetings and may amend the order of business at the time of setting the agenda or during Open Session of the meeting. Agendas and any supporting documentation shall be distributed to members as soon as reasonably possible prior to a meeting. However, it should be noted that agendas are not statutorily required but strongly encouraged to be used on a regular basis. The absence of a prepared agenda or not disbursing timely in no way constitutes the canceling of a meeting.

Section 7. Motions and Voting

All motions shall be clearly stated by the member making the motion. All motions shall require a second in order to be put to a vote. Any motion that does not receive a second shall die due to lack of a second. Voting, at the discretion of the Chairperson, shall be by voice or show of hands; the majority shall rule in the passing/failing of a vote. It is the duty of all EDC members present at a meeting to vote on all issues coming before the EDC unless a member has been excused by a vote of the EDC to abstain from voting because the member being excused as a conflict of interest prescribed by those specific instances noted in NC General Statutes. Any non-excused member who abstains from voting shall be counted as having cast an affirmative vote (i.e. a “yes” or “aye” or the like). After a vote, the Chairperson shall be responsible for clearly stating if the motion passed or failed and by what ratio.

VI. RULES OF CONDUCT FOR MEMBERS/CONFLICTS OF INTEREST

Section 1. Influence/Intimidation

No member of the EDC shall seek to influence any decision of any other member through means of intimidation of any kind.

Section 2. Conflicts of Interest

No member of the EDC shall participate in any action or cast a vote involving any matter that is before the EDC which may result in a private benefit to themselves, their immediate relatives or their business interest. A member may be excused from voting (by a vote of the EDC) on a particular issue under the following circumstances:

- a) If the member has a direct financial interest in the outcome of the matter at hand;
- b) If the matter at hand involves a business entity in which the member is an officer or director; or
- c) If the matter at hand involves the member’s own official conduct.

If an EDC member determines that he/she may have a conflict of interest on a particular issue, he/she shall disclose the nature of such conflict and request to be excused from deliberating and voting on the issue related to the conflict. The remaining EDC members, by a majority vote, shall determine if such conflict exists or not. If a member is excused from voting, he/she shall leave the meeting table and not participate in any further discussion on the matter. In no instance may a member be excused from voting merely due to an unwillingness to vote on the issue at hand and where no conflict of interest is found to exist. A challenge to the existence of a conflict of interest or challenge of an undisclosed conflict of interest may be filed by any member of the EDC.

Any Challenge made to the EDC shall be supported by competent evidence and shall be submitted at a properly convene meeting of the EDC. The EDC shall hear all evidence. In order to find that a member does have a conflict of interest, a majority vote of the remaining members shall be required.

VII. ADOPTION AND AMENDMENTS

These rules shall at all times be consistent with all other ordinances of the Town of Indian Trail and the State of North Carolina. These By-Laws, within the limits allowed by law, may be emended by Town Council at their discretion with our without a recommendation by the EDC.

Adopted this the 26th day of April, 2016.

Michael L. Alvarez, Mayor

Attest:

Kelley Southward, Town Clerk