

RULES OF PROCEDURE

FOR THE
BOARD OF COMMISSIONERS
OF THE
TOWN OF DENTON
STATE OF NORTH CAROLINA

RULES OF PROCEDURE
Town of Denton, North Carolina
TABLE OF CONTENTS

I. OPEN MEETINGS	
1. Authority	1
2. Regular Meetings	1
3. Special, Emergency, and Recessed (or Adjourned) Meetings.....	1
(a) Special Meetings.....	1
(b) Emergency Meetings	2
(c) Recessed (or Adjourned) Meetings	2
(d) Cancelled Meetings	2
4. Organizational Meeting	2
5. Agenda.....	3
(a) Proposed Agenda	3
(b) Adoption of Agenda	3
(c) Consent Agenda	3
6. Public Address to the Board.....	3
7. Order of Business	4
8. Office of Mayor.....	4
9. Office of Mayor Pro Tempore	4
10. Presiding Officer When Mayor is in Active Debate	5
11. Action by the Board.....	5
12. Second Required	5
13. One Motion at a Time.....	5
14. Substantive Motions	5
15. Adoption by Majority Vote.....	5
16. Voting by Written Ballot.....	5
17. Debate	5
18. Ratification of Actions.....	6

19.	Procedural Motions	6
	(1) To Adjourn	6
	(2) To Take a Brief Recess	6
	(3) Call to Follow the Agenda	6
	(4) To Suspend the Rules	6
	(5) To Divide a Complex Motion and Consider It by Paragraph	6
	(6) To Postpone Indefinitely	6
	(7) Call of the Previous Question.....	6
	(8) To Postpone to a Certain Time or Day.....	6
	(9) To Refer to a Committee	6
	(10) To Amend.....	6
	(11) To Revive Consideration.....	6
	(12) To Reconsider	7
	(13) To Rescind or Repeal	7
	(14) To Prevent Reconsideration for Six Months	7
20.	Renewal of Motion.....	7
21.	Withdrawal of Motion.....	7
22.	Duty to Vote	7
23.	Introduction of Ordinances	7
24.	Adoption of Ordinances and Approval of Contracts.....	7
25.	Adoption of Budget Ordinances	8
26.	Closed Session	8
27.	Quorum.....	8
28.	Public Hearings	9
29.	Quorum at Public Hearings	9
30.	Minutes	9
31.	Appointments	9
32.	Committees and Boards.....	10

33. Amendment of the Rules..... 10

34. Reference to *Suggested Rules of Procedure for a Board of Commissioners (third edition)*..... 10

II. CLOSED SESSIONS

1. Permitted Purposes..... 11

2. Calling a Closed Session 12

3. Attendance 12

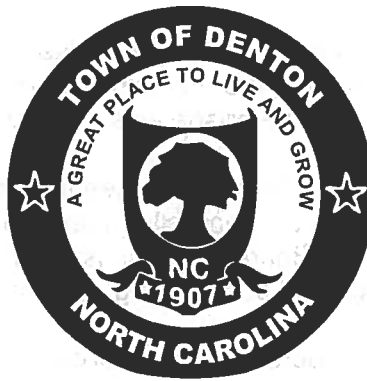
4. Confidentiality..... 12

5. Minutes 12

6. Sealed and Unsealing Minutes 12

III. APPENDIX

Permitted Procedural Motions in Order of Precedence..... 14-16



**RULES OF PROCEDURE
BOARD OF COMMISSIONERS
TOWN OF DENTON
STATE OF NORTH CAROLINA**

I. OPEN MEETINGS

1. Authority

Pursuant to the authority granted the Mayor and the Board of Commissioners in North Carolina General Statutes 160A-11 and 160A-12, the Board of Commissioners does hereby adopt the following rules to govern the manner in which the business of the Town of Denton is conducted at its meetings.

2. Regular Meetings

The board shall fix the time and place for its regular meetings. A copy of the board's current meeting schedule shall be filed with the town clerk.

3. Special, Emergency, Recessed (or Adjourned) Meetings

(a) SPECIAL MEETINGS. The mayor, the mayor pro tempore, or any two members of the board may at any time call a special board meeting by signing a written notice stating the time and place of the meeting and the subjects to be considered. At least 48 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 (a) delivered to the mayor and each board member or left at his or her usual dwelling place; (b) posted on the board's principal bulletin board, or if none, at the door of the board's usual meeting room; and (c) mailed 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. Only those items of business specified in the notice may be transacted at a special meeting called in this manner, unless all members are present or have signed a written waiver of notice.

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 date, time, place and purpose. At least 48 hours before a special meeting called in this manner, notice of the time, place, and purpose of the meeting shall be (a) posted on the board's principal bulletin board, or if none, at the door of the board's usual meeting room; and (b) mailed 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.

Such notice shall also be mailed or delivered at least 48 hours before the meeting to each board member not present at the meeting at which the special meeting was called or scheduled, and to the mayor if he or she was not present at that meeting.

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

One of the following two procedures must be followed to call an emergency meeting of the board:

- (1) The mayor, the mayor pro tempore, or any two members of the board may at any time call an emergency board meeting by signing a written notice stating the time and place of the meeting and the subjects to be considered. The notice shall be delivered to the mayor and each board member or left at his or her usual dwelling place at least six (6) hours before the meeting.
- (2) An emergency meeting may be held at any time when the mayor and all members of board are present and consent thereto, or when those not present have signed a written waiver of notice, but only in either case if the board complies with the notice provisions of the next paragraph.

Notice of the meeting under (1) or (2) shall be given to each local newspaper, local wire service, local radio station, and local television station that has filed a written emergency meeting notice request, which includes the newspaper's, wire service's, or station's telephone number, with the town clerk. This notice shall be given either by telephone or by the same method used to notify the mayor and the board members, and shall be given at the expense of the party notified.

(c) RECESSED (OR ADJOURNED) MEETINGS. A properly called regular, special, or emergency meeting may be recessed (or adjourned) to a time and place certain by a procedural motion made and adopted as provided in Rule 19, Procedural Motions, 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 an adjourned or recessed session of a properly called regular, special, or emergency meeting.

(d) CANCELLED MEETINGS. A properly called regular, special or emergency meeting may be cancelled due to inclement weather conditions. Notice of the cancellation shall be posted at the entrance(s) to Town Hall. The cancelled meeting may be rescheduled under the conditions of special meetings whereby a forty-eight (48) hour notice is provided.

4. Organizational Meeting

On the date and at the time of the first regular meeting in December following a general election in which the mayor and board members are elected, or at an earlier date, if any, set by the incumbent board, the newly-elected mayor and board members shall take and subscribe the oath of office as the first order of new business. As the second order of new business, the board shall elect a mayor pro tempore. This organizational meeting shall not be held before the municipal election results are officially determined, certified, and published in accordance with Sub-chapter IX of Chapter 163 of the North Carolina General Statutes.

5. Agenda

(a) Proposed Agenda. The town manager shall prepare a proposed agenda for each meeting. A request to have an item of business placed on the agenda must be received in a timely manner consistent with notice requirements contained within these rules or the Town's Code of Ordinance. Any board member may, by a timely request, have an item placed on the proposed agenda. A copy of all proposed ordinances shall be attached to the proposed agenda. An agenda package shall be prepared that includes, for each item of business placed on the proposed agenda, as much background information on the subject as is available and feasible to reproduce. Each board member shall receive a copy of the proposed agenda and the agenda package at least seventy-two (72) hours prior to the time for which the meeting is scheduled. The same procedure shall be followed with respect to special meetings, unless the call of the meeting is upon such short notice as to render compliance impracticable. The proposed agenda shall be available for public inspection and distribution or copying by the time of the meeting.

(b) Adoption of Agenda. As one of its first orders of business at each meeting, the board shall discuss and revise, as needed, the proposed agenda and adopt an agenda for the meeting. The board may by majority vote add or subtract items from the proposed agenda, except that (a) the board may not add to or subtract from the proposed agenda stated in the notice of a special meeting called by the mayor, mayor pro tempore, or two board members, unless all members are present, or those who are absent sign a written waiver of notice, and (b) only business connected with the emergency may be considered at an emergency meeting.

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. The board may, however, 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.

(c) Consent Agenda. The Board may designate a part of the agenda as the "consent agenda" for items that have either been recommended or require a call for public hearing or are routine, non-controversial items. Consent agenda item(s) will be enacted by one motion and one vote. There will be no separate discussion of item(s). If discussion is desired, the item(s) will be removed from the consent agenda and will be considered separately.

6. Public Address to the Board

Any person desiring to address the Board of Commissioners at an official meeting regarding an item on the adopted agenda shall first secure the permission of the Mayor to speak and then stating his or her name and address for the record. The Board of Commissioners may limit time for speakers as may be necessary for Board to expeditiously accomplish the meeting's purpose and the business of the Town.

Any person desiring to address the Board of Commissioners at a regular meeting regarding an issue not on the meeting's printed agenda will be offered the opportunity to speak prior to the adoption of the agenda. Any person desiring to address the Board of Commissioners shall first secure the permission of the Mayor to speak, state his or her name & address for the record and observe the three minute time limit.

7. 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:

- Call to Order
- Pledge of Allegiance
- Approval of Minutes
- Public Comment
- Adopt Agenda
- Proclamations/Recognitions/Presentations
- Public Hearings
- Old Business (if necessary)
- Regular Business
- Consent Agenda
- Town Attorney Update
- Department Updates
- Town Manager's Report
- Announcements
- Closed Session *(as permitted by N.C. General Statutes 143-318.11 et seq.)*
- Adjournment or Recess to Reconvene

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

8. Office of Mayor

The mayor shall preside at all meetings of the Board but shall have the right to vote only when there is a tie. In order to address the Board, a member must be recognized by the mayor.

The mayor shall have the following powers:

- (a) To rule motions in or out of order, including any motion patently offered for obstructive or dilatory purposes;
- (b) 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;
- (c) To entertain and answer questions of parliamentary law or procedure;
- (d) To call a brief recess at any time;
- (e) To adjourn in an emergency.

9. Office of the Mayor Pro Tempore

At the organizational meeting, the board shall elect from among its members a mayor pro tempore to serve at the board's pleasure. A board member who serves as mayor pro tempore shall be entitled to vote on all matters and shall be considered a board member for all purposes, including the determination of whether a quorum is present. In

the mayor's absence, the board may confer on the mayor pro tempore any of the mayor's powers and duties. If the mayor should become physically or mentally unable to perform the duties of his or her office, the board may by unanimous vote declare that the mayor is incapacitated and confer any of the mayor's powers and duties on the mayor pro tempore. When a mayor declares that he or she is no longer incapacitated, and a majority of the board concurs, the mayor shall resume the exercise of his or her powers and duties. If both the mayor and the mayor pro tempore are absent from a meeting, the board may elect from among its members a temporary chairman to preside at the meeting.

10. Presiding Officer When the Mayor is in Active Debate

The mayor shall preside at meetings of the board unless he or she becomes actively engaged in debate on a particular proposal, in which case he or she may designate another board member to preside over the debate. The mayor shall resume presiding as soon as action on the matter is concluded.

11. Action by the Board

The Board shall proceed by motion. Any member may make a motion.

12. Second Required

A motion shall require a second.

13. One Motion at a Time

A member may make only one motion at a time.

14. Substantive Motions

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

15. Adoption by Majority Vote

A motion shall be adopted by a majority of the votes cast, a quorum being present, unless otherwise required by these rules, the Town's Code of Ordinances or the laws of North Carolina.

16. 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.

17. Debate

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

(a) The introducer (the member who makes the motion) is entitled to speak first;

- (b) A member who has not spoken on the issue shall be recognized before someone who has already spoken;
- (c) To the extent possible, the debate shall alternate between opponents and proponents of the measure.

18. 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.

19. Procedural Motions

In addition to substantive proposals, the following procedural motions, and no others, shall be 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.

In order of priority (if applicable), the procedural motions are:

- (1) **To Adjourn.** The motion may be made only at the conclusion of action on a pending substantive matter; it cannot interrupt deliberation of a pending matter. A motion to adjourn or recess to a time and place certain shall also comply with the requirements of Rule 3(c).
- (2) **To Take a Brief Recess.**
- (3) **Call to Follow the Agenda.** The motion must be made at the first reasonable opportunity, or the right to make it is waived for the out-of-order item in question.
- (4) **To Suspend the Rules.** The motion requires for adoption a vote equal to two-thirds of the actual membership of the Board, excluding the mayor and vacant seats. The Board may not suspend provisions of the rules that state requirements imposed by law on the Board.
- (5) **To Divide a Complex Motion and Consider It by Paragraph.**
- (6) **To Postpone Indefinitely.** A substantive motion the consideration of which has been postponed indefinitely expires after one hundred (100) days have elapsed following the day of postponement unless motion to revive consideration is adopted.
- (7) **Call of the Previous Question.** The motion is not in order until every member who desires to speak has had an opportunity to speak at least once.
- (8) **To Postpone to a Certain Time or Day.**
- (9) **To Refer to a Committee.** Sixty (60) days or more after a motion has been referred to a committee, the introducer may compel consideration of the measure by the entire Board, whether or not the committee has reported the matter to the Board.
- (10) **To Amend.** An amendment to a motion must be pertinent to the subject matter of the motion. An amendment is improper if adoption of the amended motion has the same effect as rejection of the original motion.

A motion may be amended but no further amendments may be made until the amendment is disposed of by a vote.

(11) To Revive Consideration. The motion is in order at any time within the 100 days after the day of a vote to postpone indefinitely. A substantive motion on which consideration has been postponed indefinitely expires after 100 days have elapsed following the postponement unless a motion to revive consideration is adopted.

(12) To Reconsider. The motion must be made by a member who voted with the prevailing side, and only at the meeting during which the original vote was taken, including any continuation of that meeting through adjournment or 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.

(13) To Rescind or Repeal. The motion is not in order if rescission or repeal of an action is forbidden by law.

(14) To Prevent Reconsideration for Six Months. The motion is in order immediately following the defeat of a substantive motion and at no other time. The motion requires for adoption a vote equal to two-thirds of the actual membership of the Board, excluding the mayor and vacant seats. 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.

20. Renewal of Motion

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

21. Withdrawal of Motion

A motion may be withdrawn by the introducer at any time prior to a vote being taken without agreement of the member who may have seconded the motion.

22. Duty to Vote

No member shall be excused from voting except upon matters involving the consideration of the member's own financial interest or official conduct or on matters on which the member is prohibited from voting under G.S. 14-234, 160A-381(d), or 160A-388(e1). In all other cases, a failure to vote by a member who is physically present in the Board chamber, or who has withdrawn without being excused by a majority vote of the remaining members present, shall be recorded as an affirmative vote.

23. Introduction of Ordinances

A proposed ordinance shall be deemed to be introduced on the date the subject matter is first voted on by the Board.

24. Adoption of Ordinances and Approval of Contracts

An affirmative vote equal to a majority of all members of the board not excused from voting on the question in issue (including the mayor's vote in case of an equal division) shall be required to adopt an ordinance, to take any action that has the effect of an ordinance, or to make, ratify, or authorize any contract on behalf of the town. In addition, no ordinance or action that has the effect of an ordinance may be finally adopted on the date on which it is introduced except by an affirmative vote equal to or greater than two-thirds of all the actual membership of the board, excluding vacant seats

and the mayor. Other than amendments to the written ordinance, no ordinance shall be adopted unless it has been reduced to writing before a vote on adoption is taken.

25. Adoption of the Budget Ordinances

Notwithstanding the provisions of any town charter, general law, or local act:

- (a) Any action with respect to the adoption or amendment of the budget ordinance may be taken at any regular, emergency or special meeting of the Board by a simple majority of those present and voting, a quorum being present;
- (b) No action taken with respect to the adoption or amendment of the budget ordinance need be published or is subject to any other procedural requirement governing the adoption of ordinances or resolutions by the Board; and
- (c) The adoption and amendment of the budget ordinance and the levy of taxes in the budget ordinance are not subject to the provisions of any town charter or local act concerning initiative or referendum.

During the period beginning with the submission of the budget to the Board and ending with the adoption of the budget ordinance, the Board may hold any special meetings that may be necessary to complete its work on the budget ordinance. Except for the notice requirements of the Open Meetings Law, which continue to apply, no provision of law concerning the call of special meetings applies during that period so long as (a) each member of the Board has actual notice of each special meeting called for the purpose of considering the budget, and (b) no business other than consideration of the budget is taken up. This rule does not allow, and may not be construed to allow, the holding of closed meetings by the Board if it is otherwise prohibited by law from holding such a meeting.

26. Closed Session

The Board may hold closed sessions as provided by law. The Board shall only commence a closed session 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, 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.

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

Refer to **Section II. N.C. Open Meetings Law** as set forth under N.C. General Statute 143-318.11, for detailed reference.

27. Quorum

A majority of the actual membership of the board plus the mayor, excluding vacant seats, shall constitute a quorum. A member who has withdrawn from a meeting without

being excused by a majority vote of the remaining members present shall be counted as present for purposes of determining whether or not a quorum is present.

28. Public Hearings

Public hearings required by law or deemed advisable by the Board shall be organized by a special order, adopted by a majority vote, that sets forth the subject, date, place, and time of the hearings as well as any rules regarding the length of time for each speaker, and other pertinent matters. The rules may include, but are not limited to, rules (a) fixing the maximum time allotted to each speaker; (b) providing for the designation of spokespersons for groups of persons supporting or opposing the same positions; (c) 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 for those excluded from the hall to listen to the hearing); and (d) 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 board meetings shall also apply to public hearings at which a majority of the Board is present. A public hearing for which any notices required by the Open Meetings Law or other provisions of law have been given may be continued to a time and place certain without further advertisement. The requirements of Rule 3(c) shall be followed in continuing a hearing at which a majority of the board is present.

At the time appointed for the hearing, the mayor or his or her designee shall call the hearing to order and then preside over it. When the allotted time expires or when no one wishes to speak who has not done so, the presiding officer shall declare the hearing ended.

29. Quorum at Public Hearings

A quorum of the board shall be required at all public hearings required by state law. If a quorum is not present at such a hearing, the hearing shall be continued until the next regular Board meeting without further advertisement.

30. Minutes

Full and accurate minutes of the board proceedings shall be kept of all actions taken at each meeting. 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 results of each vote shall be recorded in the minutes, and on the request of any member of Board, the "aye"s and "no"s upon any question shall be taken. Members' and other persons' comments may be included in the minutes if the board approves.

Minutes and general accounts of closed sessions may be sealed by action of the Board. 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.

31. Appointments

All appointments made by the Board shall be made in open session. The Board or a committee of the Board may consider (but not make) an appointment to another body in closed session, if it follows the requirements set out in the following paragraph. The

Board may not consider or fill a vacancy among its own membership except in an open meeting.

If the Board or a committee of the Board considers an appointment to another body in closed session as permitted by N.C. General Statute 143-318.11(a)(8), the Board shall, prior to making the appointment, present at an open meeting a written list of the persons then being considered for the appointment, and on the same day shall make the list available for public inspection in the office of the town clerk. The Board shall not make the appointment in such a case before the seventh day after the day on which the list was presented.

The Board shall use the following procedure to make appointments to various subordinate boards and offices: The mayor shall open the floor for nominations, whereupon the names of possible appointees may be put forward by the Board members. The names submitted shall be debated. When the debate ends, the mayor shall call the roll of the members, and each member shall cast his or her vote.

The voting shall continue until one nominee receives a majority of the votes cast, whereupon he or she shall be appointed. If more than one appointee is to be selected, then each member shall have as many votes in each balloting as there are slots to be filled, and votes from a majority of the members voting shall be required for appointment. During each balloting, a member shall cast all of his or her votes, but he or she shall not cast more than one vote for a single candidate.

32. Committees and Boards

(a) Establishment and Appointment. The Board or the mayor, as appropriate, may establish and appoint members for such temporary and standing town committees and boards (i.e., parks & recreation and planning boards) as are needed to help carry on the work of town government. 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, boards, or other bodies of the town 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 requirement shall not apply to a meeting solely among the town's professional staff.

33. Reference to Suggested Rules of Procedure for a Board of Commissioners

To the extent not provided for in these rules, and to the extent it does not conflict with North Carolina law or with the spirit of these rules or the Town's Code of Ordinances, the Board shall refer to Suggested Rules of Procedure for a Board of Commissioners, Third Edition, © 2000, by A. Fleming Bell, II, to answer unresolved procedural questions.

34. Amendment of the Rules

These rules may be amended at any meeting or at any properly called special meeting that includes amendment of the rules as one of the stated purposes of the meeting, so long as the amendment is consistent with the town charter, general law, and generally accepted principles of parliamentary procedure. Adoption of an amendment shall require an affirmative vote equal to or greater than two-thirds of all the actual membership of the board, excluding vacant seats, and not including the mayor.

II. CLOSED SESSION

N.C. Open Meetings Law - N.C. General Statute 143-318.11

(appears as italicized text)

1. Permitted Purposes

It is the policy of this State that closed sessions shall be held only when required to permit a public body to act in the public interest as permitted in this section. A public body may hold a closed session and exclude the public only when a closed session is required:

- (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.*
- (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.*

2. Calling a Closed Session

A public body may hold a closed session only upon a motion duly made and adopted at an open meeting. Every motion to close a meeting shall cite one or more of the permissible purposes listed in subsection (a) of this section. A motion based on subdivision (a)(1) of this section shall also state the name or citation of the law that renders the information to be discussed privileged or confidential. A motion based on subdivision (a)(3) of this section shall identify the parties in each existing lawsuit concerning which the public body expects to receive advice during the closed session.

3. Attendance

The Mayor, all Board of Commissioners members, Town Attorney(s), Town Manager, Assistant Town Manager and Town Clerk attend Closed Sessions. The Mayor shall preside over the session. In addition, department heads and/or others may be invited into the Closed Session on particular items of discussion as requested by the Town Manager.

4. Confidentiality

Anyone attending the Closed Session is expected to maintain confidentiality, which includes not discussing matters or issues discussed in closed session with anyone outside the closed session.

5. Minutes

As required by N.C. General Statute 143-318.10(e) every public body shall keep full and accurate minutes of all official meetings, including any closed sessions held pursuant to N.C. 143-318.11.

Such minutes may be in written form or, at the option of the public body, may be in the form of sound or video and sound recordings. When a public body meets in closed session, it shall keep a general account of the closed session so that a person not in attendance would have a reasonable understanding of what transpired. Such accounts may be a written narrative, or video or audio recordings. Such minutes and accounts shall be public records within the meaning of the Public Records Law, G.S. 132-1 et seq.; provided, however, that minutes or an account of a closed session conducted in compliance with G.S. 143-318.11 may be withheld from public inspection so long as public inspection would frustrate the purpose of a closed session.

Written minutes of issues and discussions in closed session are taken by a staff member designated by the Town Manager and are filed in the Town Clerk's office. Minutes and accounts of a closed session conducted in compliance with N.C. General Statute 143-318.11 may be withheld from public inspection so long as public inspection would frustrate the purpose of the closed session.


6. Sealed and Unsealing Minutes

Board may on its own motion or upon request from the Clerk, staff, citizen or others vote to seal or unseal the minutes of certain closed sessions when it is no longer necessary to protect the Town's interest and at such time those minutes will become a public record.

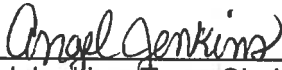
* * *

The rules contained herein shall become effective on the date of adoption.

Adopted by Board of Commissioners of the Town of Denton, NC, this the 1st day of May 2017.



Larry Ward, Mayor



Angel Jenkins, Town Clerk

III. APPENDIX

Permitted Procedural Motions in Order of Precedence

<u>Motion</u>	<u>Vote Required</u>	<u>Special Requirements</u>
1. To Adjourn	Majority	May not interrupt deliberation of pending substantive matter. Motion to adjourn (or recess) to a time and place certain must also comply with Rule 3(c).
2. To Take a Brief Recess	Majority	None
3. Call to Follow the Agenda	Majority	Must be made at the first reasonable opportunity, or the right to make it is waived for the out-of-order item in question.
4. To Suspend the Rules	Two-Thirds	The board may not suspend provisions of the rules that state requirements imposed by law on the board.
5. To Divide a Complex Motion and Consider It by Paragraph	Majority	None
6. To Postpone Indefinitely	Majority	A substantive motion the consideration of which has been postponed indefinitely expires after 100 days have elapsed following the day of postponement unless a motion revive consideration (Motion 11) is adopted. If a motion to postpone indefinitely expires, its subject matter may be brought forward again by a new motion. CAUTION: Do not confuse with Motion 8.
7. Call of the Previous Question	Majority	Not in order until every member has had an opportunity to speak once.
8. To Postpone to a	Majority	None. CAUTION: Do not

Certain Time or Day

confuse with Motion 6.

<u>Motion</u>	<u>Vote Required</u>	<u>Special Requirements</u>
9. To Refer to a Committee	Majority	Sixty days or more after a motion is referred to a committee, the introducer may compel consideration of the measure by the board, regardless of whether the committee has reported to the board.
10. To Amend	Majority	Amendments must be pertinent to the subject matter of the motion being amended. An amendment is improper if adoption of the amendment has the same effect as rejection of the original motion. A motion may be amended but no further amendments may be made until the amendment is disposed of by a vote.
11. To Revive Consideration	Majority	In order at any time within the 100 days after the day of a vote to postpone indefinitely (Motion 6). Failure to adopt Motion 11 within the 100 day period results in expiration of the postponed substantive motion. If a postponed motion expires, its subject matter may be brought forward again by a new motion.
12. To Reconsider	Majority	Must be made by a member who voted with the prevailing side. May only be made at the meeting at which the original vote was taken, including any continuation of that meeting through adjournment (or recess) to a time and place certain.

Motion	Vote Required	Special Requirements
13. To Rescind or Repeal	Majority	Cannot interrupt deliberation on a pending matter, but is in order at any time before final adjournment of the meeting. Not in order if recession or repeal of an action is forbidden by law.
14. To Prevent Reconsideration for Six Months	Two-Thirds	In order immediately following defeat of a substantive motion and at no other time. 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.

Further Notes/Rules:

1. Under these rules all procedural motions are debatable, and requires a second. All may be amended, subject to the stated limitations on motions to amend (Motion 10). Except where indicated otherwise, procedural motions may interrupt deliberations on a pending substantive matter.
2. The required vote for adoption of a procedural motion is generally a majority of the votes cast, a quorum being present. In a few cases, the required vote is a vote equal to two-thirds of the actual membership of the board, excluding the mayor.

NOTES