

ECONOMIC DEVELOPMENT ADVISORY COMMITTEE (EDAC)

BY-LAWS

TOWN OF MATTHEWS, NC

I. PURPOSE

Section 1 - Mission

The mission of the Economic Development Program is to advance the economic development of the Matthews community to benefit all citizens and businesses in the Town of Matthews.

Section 2 – Role of the Economic Development Advisory Committee

The role of the Economic Development Advisory Committee, hereafter referred to as the EDAC, is to act in an advisory capacity to the Town's Economic Development staff on the direction of the Economic Development Program. The EDAC may make recommendations to the Town Board regarding the Economic Development Program. The EDAC may, at the request of staff, participate in the recruitment and retention of companies or work with the development community to identify and formulate product (i.e. land, buildings) in Matthews. The EDAC may become involved in other tasks as requested by Town staff. Additional subcommittees or task forces may be created as needed.

II. APPOINTMENT AND TERMS

The EDAC shall consist of eleven (11) members who have been duly appointed by the Town Board for designated terms. The terms, described as follows, shall begin with the calendar year 2009. Members may serve an unlimited number of terms. Ten members shall serve staggered, two-year terms. Seats one through five shall be appointed to serve an initial one-year term and thereafter those seats shall be for two-year terms. Seats six through ten shall be appointed to serve an initial two-year term and thereafter those seats shall be for two-year terms. The appointed Town Board member shall be assigned to seat one and be a full voting member of the EDAC. The eleventh member shall be the current Matthews Chamber of Commerce President or, in the event that the current President is a member of EDAC, a member of the Chamber of Commerce Board of Directors as designated by the current President. It is the intent of EDAC to include as a representative at least one downtown Matthews business owner.

If a vacancy on the EDAC occurs by reason of death, resignation, or any other cause, the seat shall be filled, upon recommendation of the staff liaison and EDAC Chairman, by the Town Board in an expeditious manner for the duration of the unexpired term.

III. OFFICERS AND DUTIES

Section 1 - Officers

The officers of the EDAC shall consist of a Chairperson and a Vice-Chairperson.

Section 2 - Chairperson

The Chairperson shall be elected by a majority vote of the membership of the EDAC from among its members. The term of the Chairperson shall be for one year and until a successor is elected, beginning with the first regular January meeting of each calendar year. The Chairperson shall be eligible for reelection.

The Chairperson (unless absent or excused), shall chair each meeting of the EDAC and shall be a full voting member. The Chairperson shall decide upon all points of order and procedure unless otherwise directed by a majority of the EDAC in session at the time. The Chairperson shall represent the EDAC in execution of the Economic Development Program when called upon by staff or directed by the EDAC.

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.

IV. EX-OFFICIO MEMBERS

The Matthews Chamber of Commerce Executive Director shall be an Ex-Officio member of the EDAC. A Matthews-appointed representative to the Towns Alliance shall be an Ex-Officio member of EDAC unless a Matthews-appointed representative to the Towns Alliance is already a member of EDAC.

Ex-Officio members will not be counted for quorum purposes and will not vote. Ex-Officio members are encouraged to participate in discussion at meetings and assist with other aspects of the Economic Development Program.

V. STAFF

A Town staff member will act as liaison to the EDAC. The staff liaison is considered a non-voting position and serves as staff to the EDAC.

VI. MEETINGS

Section 1 – Open Meetings Law

The EDAC of the Town of Matthews, NC, shall be considered a "public body" and is subject to all rules and regulations for public bodies contained in North Carolina's Open Meetings Law. The EDAC may need to discuss specific economic development projects and therefore shall meet in closed session under an exception to the Open Meetings Law. The staff liaison, in consultation with the Town's legal counsel, shall recommend when the EDAC meets in closed session and shall be responsible for adherence to all laws regarding closed sessions.

Section 2 - Regular Meetings

Regular meetings of the EDAC shall be held bi-monthly, beginning in March 2009, on the third Thursday at 7:00 AM. Notice of a meeting, with information on agenda items shall be supplied before each meeting to all members and to the media.

Section 3 - Special or Called Meetings

Special meetings of the EDAC may be called at any time by the Chairperson or Acting Chairperson in the Chair's absence. Notice of the time and place of a called meeting shall be given to all members and the media at least forty-eight hours prior to the meeting by the Chairperson or staff liaison. The Chairperson or staff liaison will attempt to contact each member of the EDAC as soon as possible after a special or called meeting is set.

Section 4 - Quorum

A quorum of the EDAC shall be required to open any meeting and to conduct business. A quorum shall be a minimum of five (5) members. If the capability is available, members may participate by phone with voting privileges and be counted present for quorum purposes.

Section 5 - Participation

Members of the EDAC are strongly encouraged to participate and attend EDAC meetings. Participation is essential for a successful Economic Development Program. Any member, who shall fail to attend at least 75% of the regular and special meetings of the EDAC during any one-year period, shall be subject to removal. The Chairperson shall notify the Town Board of Commissioners of any member who shall so fail to attend. The vacancy can be filled, upon recommendation of the Committee liaison and Chairperson, by the Town Board of Commissioners.

VII. VOTING; CONDUCT OF MEETINGS

Section 1 - Voting

Voting, at the discretion of the Chairperson, shall be by voice or show of hands. All matters to be voted on by the EDAC shall be by a duly made motion and second. It is the duty of all EDAC members present at a meeting to vote on all issues coming before the EDAC unless such member has been specifically excused from voting on an issue. Any non-excused member who abstains from voting shall be counted as having cast a "yes" vote.

Section 2 - Conduct of Meetings

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

- (a) Open Meeting & Declare a Quorum
- (b) Approval of Minutes
- (c) Old Business
- (d) New Business
- (e) Adjournment

The Chairperson shall have the authority to amend the order of business at any meeting. Items of business for discussion at the meeting shall appear on the agenda.

VIII. RULES OF CONDUCT FOR MEMBERS

No member of the EDAC shall seek to influence a decision, participate in any action or cast a vote involving any matter that is before the EDAC which may result in a private benefit to themselves, their immediate relatives or their business interest. A member may be excused from voting 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 EDAC member determines that he/she may have a conflict of interest on a particular issue, he/she shall declare the nature of such conflict and ask to be excused from deliberating and voting on the issue related to the conflict. The remaining EDAC members, by majority vote, shall determine whether such conflict exists and whether the member may be excused from further deliberations on the matter. 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.

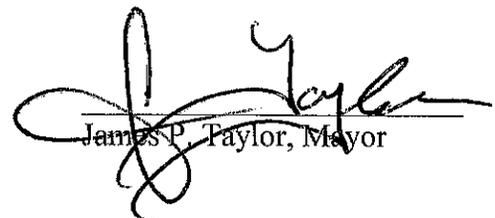
A challenge to the existence of a conflict of interest or a challenge of an undisclosed conflict of interest may be filed by any member of the EDAC. Any challenge made to the EDAC shall be supported by competent evidence and shall be submitted at a properly convened meeting of the EDAC. The EDAC shall 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.

IX. ADOPTION AND AMENDMENTS

These rules shall at all times be consistent with all other ordinances of the Town of Matthews and the State of North Carolina. These By-Laws, within the limits allowed by law, may be amended by the Town Board upon recommendation by the EDAC.

Amended this 26th day of January, 2015.


Lori Canapinno, Town Clerk


James P. Taylor, Mayor