

BY-LAWS

Economic Development Action Committee
SALEM, NEW HAMPSHIRE

A. PURPOSE:

Authority: These By-Laws describe the duties and methods of operation of the Salem Economic Development Action Committee, hereafter referred to as EDAC. The nine member EDAC is hereby established to work with the Board of Selectmen with as an appointed committee with the intent to provide recommendations to the Board as an implementation centric committee that will focus issues on Economic Development and create implementation strategy recommendations for the Board of Selectmen within the context of the EDAC Mission as cited herein and as amended by the Board and EDAC. These bylaws do not limit the actions of the Board of Selectmen in exercising their authority over the EDAC. The Board of Selectmen shall endeavor to include persons with the following professions, but in all cases the best candidate for the appointment shall be the qualifying reason for selection. :

- One from the Board of Selectmen
- One from the Planning Board (not the same person as above)
- One person with real estate or business property management experience
- Two persons with business finance, ownership and/or management experience
- One person with marketing experience, preferably within the context of the professional, retail or service sectors.
- One person with engineering or other construction project development experience.
- Two persons without regard to a profession.

Five of the members must be Town of Salem residents, of the remaining four members, two must own or represent a business or organization that is located in the Town of Salem.

Members shall serve staggered terms, and those terms shall be for three years each. At the end of these terms reappointment or replacement shall be for three years.

Any member resigning from EDAC prior to the expiration of their term, the new EDAC member, upon approval from the Board of Selectmen, shall complete the unexpired term of the resigning member.

B. ORGANIZATION:

1. Responsibilities of Members:

All members shall make every effort to attend each scheduled meeting.

Members of the EDAC have authority only when acting as a EDAC legally in session. The EDAC shall not be bound by any action or statement of any individual EDAC member except when such statement or action is pursuant to instructions from the EDAC.

2. Officers:

(a) Election - A Chairman, Vice-Chairman and Secretary shall be elected at the first regularly scheduled meeting of each year. Election shall be by a majority vote of those present.

Vacancies in membership created during the year shall be filled by the Board of Selectmen pursuant to municipal ordinances and policies. (b) Duties - The Chairman shall preside at all meetings of the EDAC and perform all duties required as cited herein. In the absence of the Chairman, the Vice-Chairman shall preside and assume all duties and responsibilities of the Chair. The Secretary shall preside in the absence of the Chairman and Vice-Chairman. The Secretary is the custodian of the official minutes and shall sign them as revised and approved and shall forward them to the Board of Selectmen or their designee.

3. Committees:

The Chairman may delegate members of the EDAC to investigate matters pertinent to the mission of EDAC, to serve on committees, and to perform other duties. Delegation shall occur at a regular meeting.

C. OPERATION:

The EDAC process is intended to be focused and within the constraints of the proposed scheduling and direction. Every effort by the EDAC members and staff shall be made to prepare for meetings to maintain the schedule and program for the production of a high quality recommendations to the benefit of the Town of Salem.

1. Meetings:

(a) Organizational Meetings - An organizational meeting to elect officers shall be held in April of each year. The EDAC may adopt the previous policies and procedures, subject to amendment as provided in these by-laws. The EDAC shall establish a schedule for meetings.

(b) Regular Meetings – The EDAC shall develop formalized sequential meeting agendas for the entire year which shall be held on the last Tuesday of each month. Business shall generally be conducted in accordance with the order of the approved agenda's.

(c) Workshop Meetings – This is a meeting that is less formalized and generally conducted for the purpose of providing EDAC members with a more detailed understanding of a limited number of issues or to permit discussion of issues in greater depth. These meetings may be conducted offsite as site visits.

(d) Non-Public Meetings – A non-public meeting would be held for the purpose of town legal issues in accordance with RSA 91-A:3.

(e) Special Meetings – This type of meeting can be called by the Chairman in accordance with RSA 91-A:2,II; upon demand of three (3) members of the Board; or at the request of the Town Manager through the Chair. The Chairman shall notify each member in accordance with RSA 91-A:2,II.

(f) Sub-Committee Meetings - Meetings shall be set by the Chairman of the EDAC committee or their designee under the rules governing special meetings.

2. Schedule of Meetings:

The schedule shall be published after the first organizational meeting for the entire year. Each meeting shall be posted in accordance with RSA 91-A. The posting of such schedule shall not limit the ability of the EDAC to post and hold additional meetings, amend and post meeting dates, or cancel meetings.

3. Reports of Committees:

Written/Oral reports from committees received by the EDAC shall be filed with and distributed with the minutes of the EDAC, and shall be part of the applicable agenda for review by EDAC.

4. Review of Reports, Projects, Submittals:

The EDAC shall review reports, projects, submittals and other relevant materials in the course of developing recommendations for the Board of Selectmen. Such review shall be in accordance with applicable criteria and policies as contained herein and as may be amended.

D. RULES OF ORDER:

1. Quorum - A quorum for any meeting shall consist of five(5) members of the EDAC .

2. Agenda - The sample agendas, attached hereto, represent recommended agendas for fulfilling the business of EDAC each year. Such agendas may be amended from time to time to address the unique aspects of any given EDAC annual meeting cycle.

(a) Persons, including EDAC members, wishing to place an item on the agenda must notify the Community Development Director one week prior to the meeting date. If the person is going to make a presentation s/he must provide a copy of all presentation material and documentation to be included in each EDAC "packet" to be delivered prior to the scheduled meeting.

(b) The agendas will occur with specific tasks and anticipated outcomes within the parameters of the attached examples.

(b) Adjournment - A motion for adjournment will usually not be in order until after the completion of the order of business, unless a motion has been made at the start of the meeting to adjourn at a specified time.

3. Role of the Chairman:

The Chairman's duties are as follows:

- To open the session at the time at which the EDAC is to meet by calling the members to order; to announce the business before the EDAC in the order in which it is to be acted upon;
- to recognize members entitled to the floor;
- to state and put to vote all the questions which are regularly called or necessarily arise in the course of the proceedings and to announce the result of the vote;
- to assist in expediting all business in every way compatible with the rights of the members, as by allowing brief remarks when un-debatable motions are pending or by calling a brief recess to permit restoration of order or clarification of an obscure point if he thinks it advisable;
- to manage the members when engaged in debate within the rules or order;

- to enforce on all occasions the observance of order and decorum among the members, deciding all questions of order (subject to an appeal by any two (2) members) unless he prefers to submit the question for the decision of the Board;
- to inform the EDAC on a point of order or practice pertinent to pending business;
- to authenticate by his signature, when necessary, all acts, orders and proceedings as directed by vote of the EDAC.

The Chairman shall vote as a member of the EDAC. Discussions which are not addressing the business before the EDAC, or which are conducted in a disorderly or disrespectful manner, shall be ruled out of order. The chairman shall take whatever action is necessary to achieve and maintain order, including ordering the removal of any person who continues disorderly conduct.

4. Conduct of Meetings:

Meetings shall be conducted in accordance with generally accepted practices of order and decorum. In the event of dispute regarding procedural matters Roberts Rules of Order shall serve as a guideline with a vote of the EDAC being the final deciding authority.

5. Recording of Votes:

Votes shall be by a show of hands or by a roll call. The vote of each member present shall be recorded. No action shall be considered at a subsequent meeting in the same calendar year except by majority vote of the members present and voting.

6. Requests for Information:

Should it become apparent to the Chairman or an individual EDAC member, in the interim between meetings, that additional information relative to a specific item may be needed for EDAC use at the next regularly scheduled meeting, a request for this information shall be submitted to the Community Development Director before the agenda is set. Any information provided to any individual EDAC member shall be provided to all other members of the EDAC.

E. Official Minutes:

1. Recording Clerk:

The Recording Clerk shall be the Recording Officer of the EDAC and an official copy of the records are to be filed in the Selectmen's Office and open to inspection by any person at reasonable times. In addition to keeping the minutes of the meetings, it is the duty of the Recording Clerk to keep a roll of members and to call the roll when required. The Recording Clerk shall record the essentials called "the minutes" of the proceedings as follows:

- a) The kind of meeting - regular, special, work session, or recessed.
- b) Time of meeting and place of meeting
- c) The presence/absence of EDAC members
- d) Whether the minutes of the previous meeting were approved or amended.
- e) All main motions and points of order and appeals, whether sustained or lost, and all other motions that were not lost or withdrawn.
- f) The hour of adjournment.

The Recording Clerk shall record the essentials of the proceedings, the name of the member who introduced a main motion or amendment and the name of the second, and should enter the number and names of votes on each side. In addition to the strict record of what is done, the public minutes should contain the list of speakers on each side of every question with an abstract of all relevant points. Reports of committees should be printed exactly as submitted. The minutes should show what action was taken by the EDAC in regard to them.

F. AMENDMENT PROCEDURE

An amendment to these By-Laws may be moved at one EDAC meeting but shall not be voted upon until the next regularly scheduled meeting, not less than seven (7) days later. A copy of any amendment shall then be submitted to the Selectmen's Office for review by the Board of Selectmen at a regular meeting action by the Board and inclusion in the Town Records.

EDAC MISSION

Economic Development Committee

Mission

It is the mission of the Town of Salem Economic Development Action Committee (EDAC) to be the leader in developing and fostering economic partnerships among private, community, State, Regional, and other and public entities to: collectively build employment opportunities; diversify the economy; promote workforce training/education and the creation of jobs with wages and benefits higher than the regional average, compatible with community values.

Goal

The principal Goal of EDAC shall be to enhance business retention and development by promoting economic growth and the Town of Salem’s positive business environment that enables economic success and to further take a leadership role in economic development, with a primary focus on creating a sustainable economy that provides high-wage jobs for residents.

To accomplish this Goal EDAC shall serve as the point of contact for companies considering locating or expanding in the Town of Salem, act as the clearinghouse for prospect inquiries, partner with the State of New Hampshire, and facilitate prospect informational needs. In addition, EDAC works in tandem with other economic development groups, governmental entities, and private concerns to provide companies interested in Salem, New Hampshire with the information and assistance they need. Further EDAC shall take part in recommendations regarding the aspects of community building that impact economic development and the Mission of EDAC.

Objectives

To achieve a sustainable economic base in the Town of Salem – our objectives are:

To promote a positive business climate that positions the Town as a business friendly community with a superior quality of life.

To create employment opportunities geared toward the local labor force.

To expand and diversify the tax base.

To work proactively to support existing businesses, and to encourage the development and expansion of efforts that further enhance the business community.

To attract new commerce that meets social, environmental and economic objectives consistent with the Town’s Master Plan and Zoning Requirements.

To establish and maintain partnerships with business, State Government, Regional and local economic development agencies and organizations, toward the furtherance of the EDAC Mission and Goals.

AGENDA SAMPLES

These agendas and meetings may change from time to time and therefore are only provided as general examples to establish that agendas should be sufficiently descriptive to ensure outcomes within a schedule.

- Organizational Meeting
- Upstairs Conference Room
- Last Tuesday in April
- 7:30 am
- 5 minutes Introductions
- 5 minutes Election of Officers Review Bylaws
- 10 minutes Review of Process and EDAC Role
- 20 minutes Review of Mission and Projects Ideas
- 20 minutes Confirmation of Meeting Schedule and Action Items Establish Action Subcommittees

- Regular Meeting
- Upstairs Conference Room
- Last Tuesday of Each Month
- 7:30 am
- 5 minutes Minutes
- 30 minutes Current Business (not more than five discussion items)
- 10 minutes Committee Reports Updates (Not including discussion items for item 3)
- 10 minutes Action Items Delegation Product release approval
- 5 minutes Next Meeting, New Business