

TOWN OF SALEM, NEW HAMPSHIRE



CHARTER COMMISSION BYLAWS

**Charter Commission
Bylaws**
Adopted: July _____, 2009

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Section I Purpose:

- A. These bylaws describe the duties and methods of operation of the Salem Charter Commission (the "Commission"). NH RSA 49-B:4, III, provides: "The charter commission may adopt rules and regulations governing the conduct of its meetings and proceedings and may employ such legal, research, clerical or other employees and consultants as are deemed necessary within the limits of its budget."

Section II Organization:

- A. Membership - The Commission shall comprise such members duly elected by the voters of Salem pursuant to NH RSA 49-B: 4. The Commission shall continue in existence for 60 days after submission of its final report to the municipal officers for the purpose of winding up its affairs.

B. Officers:

Nominations of Commission officers shall be made by at least two members, and elections for officers shall be by a majority vote of those present.

1. A Chair, Vice Chair and Secretary shall be elected at the Commission's first meeting.
2. In the case of a vacancy in the position of Chair after such election, the Vice Chair shall immediately succeed to the position of Chair. The Secretary shall thereupon succeed to the position of Vice Chair. A new Secretary shall be elected at the first meeting after the Secretary's position becomes vacant.
3. In the case of a vacancy in the position of Vice Chair after such election, the Secretary shall immediately succeed to the position of Vice Chair. A new Secretary shall be elected at the first regularly scheduled meeting after the Secretary's position becomes vacant.

Section III Duties of Officers**A. Chair:**

1. The Chair shall preside at all meetings of the Commission and perform such other duties as described in these bylaws.
2. The Chair shall schedule all meetings, assemble the agenda and related materials for all regular and special meetings of the Commission, schedule meeting rooms and notify all members of the schedule.

3. The Chair shall execute all documents requiring signature on behalf of the Commission and authenticate by signature, when necessary, all acts, orders and proceedings as directed by vote of the Commission.
4. The Chair may appoint subcommittees. The subcommittees will have such duties as may be assigned to it by a majority vote of the Commission.

B. Vice Chair

1. In the absence of the Chair, the Vice Chair shall preside over and assume all duties and responsibilities of the Chair in addressing the business of any regularly scheduled or special meeting.
2. Assist the Chair in scheduling and coordinating materials for all meetings of the Commission.

C. Secretary

1. The Secretary is the custodian of the official minutes of meetings and shall sign the minutes as approved.
2. The Secretary is the custodian of all correspondence and other documents as may be forwarded to the Commission for review or action.
3. In the absence of the Chair and the Vice Chair, the Secretary shall preside over and assume all duties and responsibilities of the Chair in addressing the business of any meeting.

Section IV Responsibilities and Duties of the Commission

- A. The Commission shall undertake and complete the tasks and duties associated with recommending a revision of the existing municipal charter or the establishment of a new municipal charter. The Committee shall work within the time frame established in RSA 49-B.
- B. Members shall act collectively as a body unless authorization is given a member to act as representative and with specific instruction of that body to do so.

Section V Conduct of Meetings

- A. General Provisions:
 1. All meetings are open to the public unless a majority of Members present vote otherwise, pursuant to RSA 91-A.

2. A schedule of meetings through the date of the Commission's final report shall be approved at the first meeting by majority vote of the members present. The schedule may be amended by a majority vote of the members present.
- B. Quorum - A quorum shall consist of five members of the Commission.
- C. Role of the Chair – The Chair shall have the following duties, responsibilities and authority in the conduct of Commission meetings:
 - i. Open the meeting at the prescribed time.
 - ii. Announce the business before the Commission in the order in which it is to be acted upon.
 - iii. Recognize members or meeting attendees, entitling such persons to the floor.
 - iv. State and put to vote all questions which are called arise in the course of the proceedings and to announce the result of the vote.
 - v. Protect the Commission from annoyance.
 - vi. Assist in expediting all business in every way compatible with the rights of the members by allowing brief remarks when undebatable Motions are pending or by calling a brief recess to permit restoration of order or for clarification of an obscure point if the Chair deems it advisable.
 - vii. To restrain the members when engaged in public debate.
 - viii. To enforce, on all occasions, the observance of order and decorum among the members or the public, deciding all questions of order (subject to appeal by any two members) unless the Chair prefers to submit the question for decision of the Commission.
 - ix. To inform the Commission on a point of order or practice.
 - x. The Chair shall be the last member to vote on every matter brought to a vote of the Commission.
- D. Role of the Secretary - The Secretary shall:
 1. be the recording official of the Commission and shall attend all meetings as scheduled;

2. type minutes of the meetings and forward copies to each member pursuant to RSA 91-A;
3. forward audio tapes and written notes to the Selectmen's Office upon final approval of the minutes of a meeting; and
5. assemble a notebook of approved minutes and other related materials, along with a computer diskette, if available, for permanent record and forward same to the Town Clerk.

E. Rules of Order

1. Obtaining the Floor
 - a. A member must address the Chair by title and wait for recognition. When recognized, a member may speak and, generally, no member or meeting attendee may interrupt.
 - b. The Chair may limit debate as may be necessary to avoid repetitive or disruptive discussion or in the interest of keeping with the Commission's strict time schedule.
2. Motions - All proposals seeking action by the Commission shall be presented by a formal Motion.
 - a. Motions will be recognized by the Chair and called for a second and vote.
 - b. A second to a motion must be received before the Chair may entertain discussion and vote. If no Second is received, then the motion will be considered to have *died for lack of second* and so recorded.
 - c. Motions to table require a second, and will receive no discussion.
 - d. Amendments to a motion may be made by any member at any time after a second to a motion has been received. A second and a vote upon the amendment must be taken before proceeding with the original motion. No more than one amendment to a motion may be entertained by the Commission at any time.
3. Votes shall be taken after discussion has reached a conclusion and shall be by raised hand. Votes shall be recorded in the minutes of the meeting as number for, number against, number abstaining.

4. Point of information may be called if a member seeks clarification on any issue before the Commission.
5. Point of order may be called when a member deems a possible violation of procedure or decorum has occurred. The Chair shall rule immediately on any point of order called or request a vote of the Commission.
6. Order of the day may be called when a member determines that the discussion has strayed from the scheduled business of the Commission.
7. Appeal from the Chair may be called by any member who disagrees with a decision rendered by the Chair. If the appeal receives a second, the Chair shall restate the question or issue and request a vote of the Commission to overrule or sustain.
8. Out of order may be called only by the Chair when any member or other meeting attendee is deemed to be unruly and not conducting him or herself according to these bylaws or proper decorum. The Chair may request that the offending person be removed from the meeting.

SECTION VI **Adoption and Amendment**

- A. These bylaws shall be known as the *Charter Commission Bylaws* of the Town of Salem.
- B. These bylaws shall become effective after adoption by majority vote of the Commission.
- C. These bylaws may be amended from time to time by a majority vote of the Commission.

SECTION VII **Severability**

A. If any section, subsection, paragraph, sentence, clause or phrase of these bylaws shall be declared invalid for any reason whatsoever, such decision shall not affect the applicability or enforceability of the remaining provisions, which shall remain in full force and effect.

Adopted by Vote of the Charter Commission on this _____ day of _____, 2009.

Signed: _____

Chair, Charter Commission

Recorded for public record on this _____ day of _____, 2009.

Signed: _____
Susan Wall, Town Clerk

Date