

**BY-LAWS**  
**Economic Development Committee**  
**SALEM, NEW HAMPSHIRE**

**A. PURPOSE:**

**Authority:** These Bylaws describe the duties and methods of operation of the Salem Economic Development Committee, hereafter referred to as EDC. The eight-member EDC is hereby established to work with the Town Council as an appointed Committee with the intent to provide recommendations to the Town Council regarding economic development issues. The EDC may also provide recommendations to the Town Council regarding items in the mission statement, goals, and objectives of the EDC charge. These bylaws do not limit the actions of the Town Council in exercising their authority over the EDC. The Town Council shall have two representatives on the EDC. The Town Council shall endeavor to include the remaining six (6) positions on the EDC with, but are not limited to, persons with the following professions:

- Real estate or business property management experience
- Business finance, ownership, and/or management experience
- Marketing experience, preferably within the context of the professional, retail, or service sectors
- Engineering or other construction project development experience
- Another similar profession related to economic development

Members must be residents of the Town of Salem or represent a business or organization located in the Town. Members shall serve staggered, three-year terms. At the end of a term, a reappointment or replacement term shall be for three years.

Following the resignation of any member from the EDC prior to the expiration of their term, the new EDC member, upon approval from the Town Council, 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 EDC have authority only when acting as the EDC legally in session. The EDC shall not be bound by any action or statement of any individual EDC member except when such statement or action is pursuant to instructions from the EDC.

**2. Officers:**

- (a) Election – Each year, typically in the spring after Town Meeting, a Chair, Vice-Chair, and Secretary shall be elected. Alternatively, two Co-Chairs and a Secretary may be elected. The election shall be by a majority vote of those present.

Vacancies in membership created during the year shall be filled by the Town Council pursuant to municipal ordinances and policies.

- (b) Duties - The Chair (or Co-Chairs) shall preside at all meetings of the EDC and perform all duties required as cited herein. In the absence of the Chair, the Vice-Chair shall preside and assume all duties and responsibilities of the Chair. If there are two Co-Chairs, they shall share the duties of Chair and Vice-Chair. The Secretary shall preside in the absence of the Chair and Vice-Chair (or Co-Chairs). The Secretary is the custodian of the official minutes and shall forward a draft copy of the meeting minutes to the staff liaison(s) within five (5) business days per RSA 91-A:4.

**3. Staff Support:**

A representative from the Community Development Department or Town Manager's Office or another designee will serve as staff liaison to the Economic Development Committee, coordinate with other Town employees, and perform other duties as necessary.

**C. OPERATION:**

The EDC process is intended to be focused and within the parameters of the proposed agenda for each meeting. Every effort by the EDC members and staff shall be made to adequately prepare for meetings and maintain the agenda to produce high-quality recommendations for the benefit of the Town of Salem.

**1. Meetings:**

- (a) All meetings are subject to the requirements of RSA 91-A.
- (b) Organizational Meetings - An organizational meeting to elect officers shall be held annually, typically in the spring after the Town Meeting and member appointments. The EDC may adopt the previous policies and procedures, subject to amendment as provided in these by-laws. The EDC shall establish a schedule for meetings.
- (c) Regular Meetings – The EDC shall hold regular Committee meetings each month with a typical agenda structure such as the sample agenda provided in Section D.2.
- (d) Workshop Meetings – This is a meeting that is less formalized and generally conducted for the purpose of providing EDC 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 and will be posted in compliance with applicable State laws and municipal ordinances.
- (e) Non-Public Meetings – The Committee may only enter a non-public session under a specific provision specified in RSA 91-A:3.
- (f) Special Meetings – This type of meeting can be called by the Chair (or Co-Chairs)

in accordance with RSA 91-A:2, II upon request of three (3) members of the Committee; or at the request of the Town Manager through the Chair. Each member shall be notified in accordance with RSA 91-A:2, II.

**2. Meetings Schedule:**

A tentative 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 a schedule shall not limit the ability of the EDC to post and hold additional meetings, amend meeting dates or times, or cancel meetings.

**3. Committee Reports:**

From time to time, the EDC shall provide reports to the Town Council on its activities, progress toward achieving its objectives, and recommendations for changes to the mission, goals, or objectives. The Committee shall also provide an annual report to the Town Council summarizing its accomplishments during the prior year and outlining its goals and objectives for the upcoming year. These reports may include recommendations for changes to the Town's policies, procedures, or ordinances that would support economic development. The Committee shall provide such reports in a timely manner, as requested by the Town Council. The EDC will work with Town staff and other committees during the Master Plan process to offer input.

**4. Review of Reports, Projects, Submittals:**

The EDC shall review reports, projects, submittals, and other relevant materials while developing recommendations for the Town Council. Such review shall be in accordance with applicable criteria and policies as contained in these bylaws.

**D. RULES OF ORDER:**

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

**2. Agenda** - The sample agenda outlined below represents a recommended agenda order for fulfilling the business of EDC. Such agendas may be amended from time to time to address the unique aspects of any given EDC meeting.

Persons, including EDC members, wishing to place an item on the agenda must notify the staff liaison at least one week prior to the meeting date. If the person is going to make a presentation, they should make every effort to provide a copy of all presentation materials to be included in the EDC agenda packet that is distributed to the members.

**Sample Order of Agenda for Regular Meeting**

1. Review of Minutes
2. Presentation(s) (if any)
3. New Business
4. Old Business
5. Committee and/or Member Report Updates
6. Other Items
7. Next Meeting

**3. Role of the Chair or Co-Chairs**

The Chair's (or Co-Chairs') duties are as follows:

- To open the session at the appropriate time and to call the meeting to order,
- To announce the business before the EDC 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 such vote(s),
- To manage the members when engaged in debate within the rules or order,
- To enforce the observance of order and decorum among the members, deciding all questions of order (subject to an appeal by any two (2) members) unless they prefer to submit the question for the decision of the Committee,
- To inform the EDC on a point of order or practice pertinent to pending business; and,
- To authenticate by their signature, when necessary, all acts, orders and proceedings as directed by vote of the EDC.

**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, Robert's Rules of Order shall serve as a guideline with a vote of the EDC 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 Chair or an individual EDC member, in the interim between meetings, that additional information relative to a specific item may be needed, a request for this information shall be submitted to the staff liaison before the next agenda is set. Any information provided to any individual EDC member shall be provided to all other members of the EDC.

**E. OFFICIAL MINUTES:****1. Secretary:**

The Secretary shall be the Recording Officer of the EDC and draft and official minutes are to be filed with the staff liaison and/or in the Town Council's Office and within five (5) business days per RSA 91-A:4. In addition to keeping the minutes of the meetings, it is the duty of the Secretary to keep a roll of members and to call the roll when required. The Secretary shall record the essentials of the proceedings in the minutes, such as the following:

- a) Time and place of meeting.
- b) The presence/absence of EDC members.
- c) Whether the minutes of the previous meeting were approved or amended.

- d) All main motions and points of order and appeals, whether sustained or lost, and all other motions that were not lost or withdrawn.
- e) A summary of key points of discussion amongst the EDC members.
- f) The time of adjournment.

The Secretary 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 of votes for those in favor of, against, and abstaining. In the case of a roll call vote, the name of each member and their applicable vote shall be recorded. In addition to the record of what is done, the public minutes should contain a summary of key points of each discussion held amongst the EDC members.

**F. AMENDMENT PROCEDURE:**

An amendment to these bylaws may be moved and voted upon at a regularly scheduled EDC meeting and the bylaws shall be considered amended, but not fully adopted, upon a majority vote of the members present. A copy of any amendment(s) shall then be submitted to the Town Council for review by the Town Council at one of their regularly scheduled meetings. Once an amendment to the bylaws has been approved by the EDC and Town Council, the bylaws shall be considered fully adopted and will be included in the Town Records.

Bylaws Established by EDC November 21, 2023; Town Council approved December 18, 2023

*Revised by EDC April 15, 2025; Town Council approved May 19, 2025*