Board and Commission Training

November 6, 2026

Alex Smith, Deputy City Clerk

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Presentation Outline

Overview of roles and responsibilities

- City Clerk's Office
- Board Member
- Chair and Vice Chair

Guiding laws and policies

- Open Meeting Laws
- Board Rules of Procedure
- Ethics Policy
- Rules on Boards and Commissions

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Roles and Responsibilities



Define roles

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Role of the Board Member

Member Requirements:

- Prepare for meetings, review materials ahead of time
- Attend meetings (75% attendance requirement)
- **Duty to vote** on all actions (unless there is a conflict of interest)
- Presence is required to vote, **you cannot vote by proxy**
- See New Member Handbook for more information

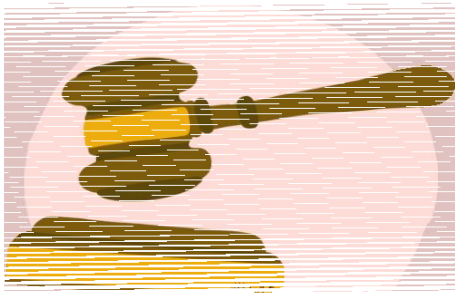
How to be an Effective Member:

- Remember that serving the Asheville community is your top priority
- Advocate and inform your networks of the board's work
- Compromise and work as a board

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Role of Board Chair

- Preside over meetings and ensure the work of the Board is accomplished
- Maintain order at the meeting and ensure that all viewpoints are heard and considered in a fair and impartial manner
- Work with the staff liaison to draft agendas, approve discussion items and welcome and orient new members
- Sign documents adopted or approved by the board
- Represent the board before City Council (with approval from the board)



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Role of Board Chair (Continued)

- Call special or emergency meetings - can be called by the chair or a majority of the board
- Review board applications and provide recommendations to City Council
- Prepare the annual report and annual work plan in collaboration with staff liaison
    - These items are optional until June 2027
- See Chair Handbook- for more detailed information

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Role of the Staff Liaison

Management Level Support

- Designated by the City Manager or Department Director
- **Staff does not work "for" or "at the direction of" the Board**
- Develop meeting agenda and packet with the Chair
- Resource on City policies, procedures and information
- Help the Board to stay within their scope
- Assist with technical guidance

Administrative Support

- Designated by Department Director
- Assist in preparing the agenda
- Take Action Minutes
- Post agenda, minutes and meeting materials to the website
- Keep attendance records
- Assist with board correspondence

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Role of the City Clerk's Office

- Administration of Boards and Commissions
  - Track board membership and oversee board appointments
  - Resource for City policy and procedures
  - Noticing public meetings
  - Train staff liaisons, board chairs, and new members
- Email: boards@ashevillenc.gov



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Governing Laws, Policies, & Rules of Procedure



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Glossary of Terms

1. **Statute:** A law passed by a legislative body
2. **Session Law:** A body of statutes enacted by a legislature during a particular annual session
3. **Ordinance:** A law set by a local City or County government. These only apply within the local area where they were set.
4. **Resolution:** This is an official action taken by the City Council or other local government body. It may state an opinion such as support for an issue, or be used to direct City staff to take action such as to enter into a contract or form a new board.
5. **Policy**: Rules or guidelines for how to act that only apply to a specific group.

North Carolina Open Meetings Law

- All **official meetings** of **public bodies** in North Carolina are governed by the Open Meetings Law (N.C.G.S. Chapter 143 - Article 33C) and must adhere to the following requirements:
  1. Meeting must be **properly noticed**
  2. Meeting must be **open and accessible** to the public
  3. **Meeting minutes** must be taken
- Note: Closed sessions are only permitted in limited, legally defined circumstances and require legal assistance.

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“Public Bodies” & “Official Meetings”

Public body:

- Any elected or appointed body, composed of at least 2 members, created by a governmental person/body to carry out legislative, policy-making, quasi-judicial, or advisory functions

Official Meeting:

- Gathering together at any time or place or the simultaneous communication by conference telephone or other electronic means of a **majority of the members** of a public body for the purpose of conducting board/committee business
    - **Majority**: Even numbered boards = half of the total number of board members + 1
    - **Majority:** Odd numbered boards = half of the total number of board members and round up to the nearest whole number

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Subcommittees

- **Any subcommittee**, taskforce, or similar subset group of the full board or commission, **if officially created by the parent board, is itself a public body** subject to Open Meetings Laws.
- “Officially created subcommittees” are bodies that the parent Board or Commission (**1**) **votes to form** and (**2**) **charges with a specific purpose**.

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Social Gatherings

- A purely social event is not an official meeting, even if a majority of the board is present.
  - However, if a majority of members gather and discuss board or commission business, it constitutes an “official meeting.”
- Meetings of **less than a majority** of board members are not public meetings, regardless of the topic.



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Electronic Communications

- All public meetings must be **open and accessible**
- Anytime a **majority of members** of a public body **gather simultaneously, in person or electronically** (email) to **conduct board business** this could be considered an "official meeting"
  - Issues arise when there is an electronic simultaneous exchange of information- analogous to a conversation - **Avoid the "reply-all" function**
  - Electronic (email or google document) deliberations with a majority of the board are **prohibited**
- Members should not "deliberate" via email
  - **Deliberate**: to examine, weigh, and reflect upon the reasons for or against
- **Don't forget…they're all public records!**



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Publicly Noticed Board Meetings

Regular meetings:

- Only need to notice regular meetings once (date/time/location)
- Schedule can change - discretion of the Committee members and staff to find a time that works

Special meeting:

- Anything outside of the regular meeting schedule
- Must be Noticed **at least 48 hours in advance** by Clerk's Office
- Notice must include time, date, location, and **purpose**
- Only items included in the Notice can be discussed

Emergency meetings:

- May be called by the Chair or a majority of the membership
- Must be Noticed by Clerk's Office and include: time, purpose, and location
- Only items included in the Notice can be discussed

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Rules of Procedure

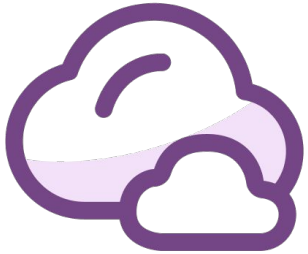
- A governing document that helps maintain consistency in board work and resolve internal conflict and confusion by establishing a standard and efficient process for conducting public business.
- Each board is required to adopt Rules of Procedure, to be reviewed by the City Attorney's Office
- Provides procedural guidance for board operations
- Voted on and approved by the board and signed by the Board Chair

Quorum

Quorum: Unless otherwise provided for by board Rules of Procedure, a quorum shall consist of a **majority of the voting membership** of the board, excluding vacant seats.

- If a quorum is **not** present, the Chair shall cancel the meeting, and no deliberations shall take place.
- If a member is **formally excused** by their board and leaves a meeting early, their departure **impacts quorum**.
- If a member withdraws from a meeting **without being excused**, that member continues to **count toward quorum**.
- Recused members do **NOT** destroy a quorum.

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The Helene Recovery Boards are composed of 11 board members. Currently, there are no vacancies on the Economy Recovery Board. What constitutes a quorum for this board?

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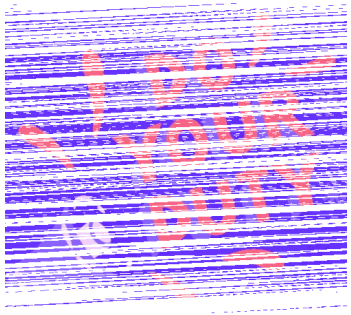
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Motions

- **Motions:** The board shall proceed by motion. Any member may make a motion. The chair must ensure that:
  - all motions are clearly stated
  - each motion has a second prior to a vote being taken
  - members only make one motion at a time
  - only one motion can be considered by the board at a time
- Example language:
  - I make a motion to…
  - I move to…

Voting

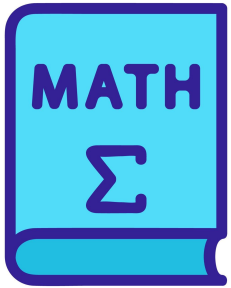
- Once a motion and second have been made, the board chair will call for a vote, and state whether the motion passes or fails.
- **Duty to Vote**: All voting members are entitled to one vote per action item; members MUST vote, unless they have been recused due to a **conflict of interest. Failure to vote is counted as a "yes"**
- **Roll Call Votes:** For **virtual** or **hybrid** meetings votes shall be conducted via roll call. The board chair shall call each board member's name and they will vote "Yes" or "No" as their name is called.
- **Proxies**: No board or commission member who is not present at a meeting shall be allowed to vote by proxy.



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Calculating Votes vs Quorum

- The **number of members required to constitute a quorum** and the **number of votes required to pass a motion** are NOT always the same.
  - Factors that can impact voting:
    - recused members
    - absent members
  - Factors that can impact quorum:
    - vacant seats
    - excused and unexcused absences



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The Economy Board is meeting. All 11 members are in attendance, but 2 members are recused from voting.

What constitutes a quorum?

How many "yes" votes are required to pass a motion?

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Conflicts of Interest

- No board member shall take part in the consideration, deliberation, or vote in any case in which the member is personally or financially interested. **Note**: City Attorney's Office is available for guidance.
    - Board members must bring real or potential conflict of interests to the attention of the board for consideration.
    - If a conflict exists, the board must vote to recuse a member from participating in discussions and voting on a particular item. **Note:** A member does not vote on the motion to recuse themselves.
    - **Note**: A personal perspective or advocacy for an issue, or even a predetermined inclination towards a certain outcome, shall not constitute a legal conflict of interest.
        - Video Explanation and Real Life Example - Economy Recovery Board

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The Economy Recovery Board is voting on whether to support funding recommendations for some small businesses in Asheville. Five businesses have been selected for consideration. One of the Recovery board members sits on the board of one the local businesses being considered. Is this a conflict of interest?

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Rules on Boards and Commissions (updated 2025)

- 75% Attendance Policy
  - Any City Council appointee who fails to attend at least 75% of the regularly scheduled meetings of a board or commission within a twelve (12) month period may be removed at the discretion of City Council.
- Inclement Weather Policy
- Remote Meeting Policy
- Ethics Policy
  - Rules of Decorum
  - Code of Conduct
  - Social Media
- Compliance
  - The Chair of each public body, Council Liaison, and/or City Staff liaison(s) have the authority to further investigate and enforce compliance with this Ethics Policy for Advisory Boards.

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Board and Commission Ethics Policy

Topics Covered:

- Rules of Decorum for meetings
- Member Code of Conduct
- Harassment
- Social Media Policy
- Compliance Process
  - The Chair of each public body, Council Liaison, and/or City Staff liaison(s) have the authority to further investigate and enforce compliance with this Ethics Policy for Advisory Boards. Failure to comply with the guidelines set out in this policy may result in immediate removal of a member from a meeting and/or removal from the board.

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Social Media Policy

Public Statements

- Includes statements to media or at public forums & events
- Make sure it is clear that you aren't posting on behalf of the City. If you choose to identify yourself as someone who is a board or committee member, and you post a personal opinion on social media pertaining to a matter related to City business, use a disclaimer like "These are my own personal opinions and do not represent those of the City of Asheville."
- Your statements could impact the board's ability to be effective in its role



Resources

- Boards & Commissions Webpage
- Board and Commission Public Input Resource Page
- Handouts
- Rules on Boards & Commissions
- New Member Handbook
- Chair Handbook
- 2026 Regular Meeting Schedule & Contact Information
- New Member Orientation Video
- City of Asheville Youtube Channel
- Public Input Portal
- Questions? Email us at: Boards@ashevillenc.gov

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Questions?

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Feedback Survey

