

Resolution: AMEND COUNCIL RULES OF PROCEDURE

BE IT RESOLVED by the Town Council of the Town of Middleburg in accordance with Chapter 3.6 of the Town Charter that the following Council Rules of Procedure be amended with an effective date of August 13, 2020, as set forth hereafter:

RULES OF PROCEDURE

Introduction

These rules of procedure were designed and adopted for the benefit and convenience of the Middleburg Town Council. Their purpose is to help the Town Council conduct its affairs in a timely and efficient manner. They incorporate the general principles of parliamentary procedure found in *Robert's Rules of Order Newly Revised* and applicable Virginia laws. The rules of procedure do not supersede the provisions of the Town Charter. The rules of procedure do not create substantive rights for third parties or participants in proceedings before Town Council. Further, the Town Council reserves the right to suspend or amend the rules of procedure whenever a majority of Council decides to do so. The failure of the Town Council to strictly comply with the rules of procedure shall not invalidate any action of Town Council.

SECTION 1 - PURPOSE AND BASIC PRINCIPLES

Section 1-1. Purpose of Rules of Procedure

- A. To enable the Middleburg Town Council to transact business fully, expeditiously and efficiently while affording every opportunity to citizens to witness the operations of government;
- B. To protect the rights of each individual Council member;
- C. To preserve a spirit of cooperation among Council members; and
- D. To determine the will of Town Council on any matter.

Section 1-2. Basic Principles Underlying Rules of Procedure

- A. The business of the Town Council should proceed in the most efficient manner possible;
- B. Town Council's rules of procedure must be followed consistently;
- C. Town Council's actions should be the result of a decision on the merits and not a manipulation of the procedural rules;
- D. Only one subject may claim the attention of Town Council at one time;
- E. Each item presented for consideration is entitled to full and free discussion;
- F. Every member has equal rights to participate and vote on all issues;
- G. Every member must have equal opportunity to participate in decision making;
- H. The will of the majority must be carried out, and the rights of the minority must be preserved; and
- I. The Council must act as a body.

SECTION 2 -- MEETINGS

Section 2-1. When and Where Regular Meetings are Held

The time and place of regular meetings of the Middleburg Town Council (hereinafter referred to as the Council) shall be established as follows:

Second and Fourth Thursdays of the month, 6:00 p.m. – Regular Meeting

Meetings shall be held in the Town Hall Council Chambers.

The Council may hold meetings or work sessions at other locations and times, or may change the locations and times of regularly scheduled meetings as it deems appropriate to do so. Notice of such additional meetings or changes to the location or time of regularly scheduled meetings shall be provided to the public and the press as required by State Code.

Section 2-1.1. Continued Meetings

A regular meeting shall be continued to the following Thursday or to the next regularly scheduled meeting, at the same time and place as the regular meeting if the Mayor, or Vice Mayor if the Mayor is unable to act, finds and declares that weather or other conditions are such that it is hazardous for members to attend the regular meeting. Such finding shall be communicated to the Council members and the press as promptly as possible. All hearings and other matters previously advertised shall be conducted at the continued meeting and no further advertisement is required.

Section 2-1-2. Participation in Meetings Electronically in the Event of Emergency or Personal Matter; Certain Disabilities

As permitted pursuant to Virginia Code Section 2.2-3708.2.A.1, as amended, a member of the Council may participate in a Town Council meeting through electronic communication means from a remote location that is not open to the public ONLY as follows and subject to the following requirements:

- A. If, on or before the day of a meeting, the Councilmember notifies the Mayor that he/she is unable to attend the meeting due to an emergency or personal matter and identifies with specificity the nature of the emergency or personal matter, and it is recorded in the Council meeting minutes the specific nature of the emergency or personal matter and the remote location from which the member participated. If a Councilmember's participation from a remote location is disapproved by the Mayor because such participation would violate this policy, such disapproval shall be recorded in the meeting minutes with specificity. Participation by a Councilmember pursuant to this clause is limited each calendar year to two meetings.
- B. If a Councilmember notifies the Mayor that he/she is unable to attend a meeting due to a temporary or permanent disability or other medical condition that prevents the member's physical attendance and the meeting minutes record this fact and the remote location from which the member participated.
- C. A quorum of the Council is physically assembled at the meeting location.
- D. The Town Council arranges for the voice of the remote Councilmember to be heard by all persons at the meeting location.
- E. Such electronic participation shall not include participation in closed sessions unless the member certifies that he/she is the only person participating in the closed session at their remote location or the Council permits the participation of all other persons participating from their remote location.

- F. Council may also meet electronically as permitted by Virginia Code Section 2.2-3708.2 A.3 when the Governor has declared a state of emergency in accordance with Section 44-146.17, provided that (i) the catastrophic nature of the declared emergency makes it impractical or unsafe to assemble a quorum in a single location and (ii) the purpose of the meeting is to address the emergency.
- G. In accordance with Item 4-0.01g of 2020 HB 29 and HB 30 as adopted by the Virginia General Assembly, the Council may meet by electronic communications without a quorum assembled at one location during an emergency declared by the Governor under Virginia Code Section 44-146.17 if the emergency makes it impracticable or unsafe for the Council to assemble in a single location and when the purpose of the meeting is to discuss or transact the business statutorily required or necessary to continue operations of the Town and the discharge of Town Council's lawful purposes, duties, and responsibilities subject to the following requirements:
 1. Notice of the meeting has been given to the news media and any other requesting individual contemporaneously with the notice provided to members of Council.
 2. A recording or transcript of the meeting is made publicly available on the Town's website.
 3. Public access to the meeting is available through electronic means.
 4. The meeting minutes shall state that the meeting was held electronically.
 5. Council shall otherwise comply with Virginia Code Section 2.2-3708.2

Section 2-2. Special Meetings

- A. The Council may hold such special meetings, as it deems necessary, at such times and places as it may find convenient; and it may adjourn from time to time. A special meeting of the Council shall be called pursuant to Section 3.6 of the Town Charter.
- B. Special meetings may be called by the Mayor, or any four (4) members of the Council in writing to the Clerk of Council for the purpose stated in the notice of the special meeting. The Clerk of Council shall forthwith notify the members of the Council of the time and place designated and the purpose of the meeting. Written notice of the special meeting shall be delivered to each member of the Council by giving reasonable notice at his or her place of abode or place of business or via e-mail. Only matters specified in the notice of the special meeting shall be considered unless (1) all of the members of the Council are present and (2) the Council determines in good faith at the meeting that it is essential to discuss or act on such additional item(s) immediately.
- C. Notice to the public of any special meeting shall be given contemporaneously with the notice provided the members of the Council, the Town Attorney, and the Town Manager.

Section 2-3. Legal Holiday

When a regularly scheduled Thursday meeting falls on a legal holiday, the meeting shall be held on the following Thursday unless the meeting is canceled or otherwise rescheduled by a majority vote of the Council.

Section 2-4. Adjourned or Recessed Meetings

- A. A meeting of the Council is adjourned when the Council has finished its business and is bringing the meeting to a close, with the intention of holding another meeting at a later date. Generally, when a meeting of the Council is adjourned, the next meeting of the Council is preceded by opening ceremonies. A meeting of the Council is recessed when the Council takes a break between sittings and after the recess business is resumed where it left off.

- B. A properly called regular, additional scheduled, or special meeting may be recessed or adjourned to a time and place certain by a motion made and adopted by a majority of the Council in open session during the regular, additional scheduled, or special meeting. The motion shall state the time and place when the meeting will reconvene. No further notice need be given of such a recessed or adjourned session of a properly called regular, additional scheduled or special meeting.

Section 2-5. Cancellation or Rescheduling of Meetings

- A. A regularly scheduled meeting may be cancelled or rescheduled, in special circumstances and for the convenience of Council, if the change would not impact an advertised public hearing or a scheduled public presentation. The Mayor and majority of Council shall agree to any such change and the remaining members of the Council shall be immediately notified of the change and the reason therefore. The public and the media shall be notified promptly of the change.

Section 2-6. Organizational Meeting

- A. The first meeting in July of each year in which a Council election is held shall be known as the organizational meeting.
- B. The Vice Mayor shall be elected at the organizational meeting for a term of two years in accordance with the procedures set out in Section 2-7.
- C. Following the election of the Vice Mayor, the Mayor shall make committee assignments as appropriate.

Section 2-7. Procedure for Election of Vice Mayor

- A. Election of the Vice Mayor at the organizational meeting shall be accomplished in accordance with the following procedures:
 - 1. The Mayor shall call for nominations from the membership.
 - 2. Any Council member, after being recognized by the Mayor, may place one or more names in nomination and discuss his or her opinions on the qualifications of the nominees.
 - 3. After all nominations have been made the Mayor shall close the nominating process and open the floor for discussion.
 - 4. After discussion the Mayor shall call for the vote on each nominee in the order his or her name was placed into nomination.
 - 5. A majority of those voting shall be required to elect the Vice Mayor.
- B. The Vice Mayor shall serve until a successor is elected by the Town Council.

Section 2-8. Seating Arrangement

The Mayor shall occupy the center seat on the dais. Newly elected members of the Council shall select among seats vacated by the former members of Council, unless determined otherwise by Council.

SECTION 3 -- OFFICERS

Section 3-1. Mayor and Vice Mayor

The Mayor shall preside over all meetings of the Council; and, shall only vote in the case of a tie, as provided by the Town Charter. The Vice Mayor serves in the absence of the Mayor. In the absence from any meeting of both the Mayor and Vice Mayor, the Council members present shall choose one of their members as temporary presiding officer.

Section 3-2. Clerk

The Town Clerk shall be hired by the Town Manager. He or she shall prepare the agenda for Council meetings, shall attend all Council meetings, and shall keep an accurate record of the proceedings.

Section 3-3. Parliamentarian

The Town Attorney shall serve as the Parliamentarian for the purpose of interpreting these Rules of Procedure and the Code of Virginia (1950), as amended, as may be directed by the presiding officer, or as required as a result of a point of order raised by one or more Council members. If the Town Attorney is unavailable, the Town Manager shall serve as the Parliamentarian.

Section 3-4. Preservation of Order

- A. At meetings of the Council, the presiding officer shall preserve order and decorum. The presiding officer shall have the following powers:
1. To rule motions in or out of order, including any motion not germane to the subject under discussion or patently offered for obstructive or dilatory purposes;
 2. To determine whether a speaker has gone beyond reasonable standards of courtesy in his or her remarks and to entertain and rule on objections from other members on this ground;
 3. To entertain and answer questions of parliamentary law or procedure;
 4. To call a brief recess at any time;
 5. To adjourn in an emergency.
- B. A decision by the presiding officer under any of the first three powers listed above may be appealed to the Council upon motion of any member. Such a motion is in order immediately after a decision under those powers is announced and at no other time. The member making the motion need not be recognized by the presiding officer, the motion does not require a second, and the motion, if timely made, may not be ruled out of order. There are two exceptions to this right of appeal. The presiding officer may adjourn without the Council's vote or appeal in an emergency, and he or she may also call a brief recess without a vote at any time for the purpose of restoring calm.

SECTION 4 – AGENDA

Section 4-1. Preparation

- A. The Town Clerk shall prepare an agenda for the regularly scheduled meetings conforming to the order of business specified in Section 5-1 entitled "Order of Business".

- B. Any Council member may request that items be placed on a meeting agenda by contacting the Clerk at least seven (7) days prior to the Council meeting for which they wish the item scheduled. The Clerk shall place requested items on the agenda for the next regular meeting following the request.
- C. The Clerk will place public hearings required by statute on the agenda without action by Council or a request by the Mayor or Councilmember.
- D. Any member of the public may request that items, excluding proclamations and resolutions, be placed on a meeting agenda by contacting the Clerk at least seven (7) days prior to the Council meeting for which they wish the item scheduled. The Clerk will forward the request to the Mayor and Council and, if the Mayor or a Councilmember wishes to sponsor the request, will place the item on the agenda.
- E. Any member of the public may request a resolution be placed on the agenda to recognize an individual or group for something they did related to the Middleburg community, including a particular service or achievement, or to recognize their life by completing the Request for a Resolution or Proclamation Form and submitting it to the Town Clerk. The Clerk will forward the request to the Mayor and Council and, if the Mayor or a Councilmember wishes to sponsor the request, will draft a resolution and place it on the agenda. Requests for resolutions for any items other than those identified in this Section shall not be accepted or processed. Requests from the public for proclamations shall be handled as identified in Section 5.9.
- F. All items which are requested to be placed on the agenda and which have not been submitted within the prescribed deadline shall be placed on the following regular agenda for consideration.
- G. Nothing herein prohibits the Council from adding items to an agenda, provided that such a request is in the form of a motion, voted upon by a majority of the Council. Adding items to a special or emergency meeting agenda requires the presence of all members of Council. Members must use discretion in requesting the addition of items on the agenda. It is considered desirable to have items listed on the published agenda.
- H. Unless required by law, no item will be scheduled for a public hearing unless by the vote of a majority of the Council to hold a public hearing on the item.

Section 4-2. Delivery of Agenda

The Council meeting package, including the agenda and related materials, shall be published electronically and written notice of the publication, which may be in the form of an electronic written notice, shall be delivered to each member of the Council and the Town Attorney the Friday prior to the meeting.

Section 4-3. Copies

The Town Clerk shall prepare or cause to be prepared a paper copy of the meeting package and shall make the same available to the public and the press in the Town Hall for public inspection.

Section 4-4. Internet

The Town Clerk shall post the agenda for all Council meetings on the Internet for public information as promptly as possible.

SECTION 5 -- ORDER OF BUSINESS FOR COUNCIL MEETINGS

Section 5-1. Order of Business

- A. At regular meetings of the Council, the order of business shall generally be as follows:
1. Call to Order
 2. Pledge of Allegiance
 3. Roll call
 4. Public Comments (maximum of 30 minutes, in the order of sign-up)
 5. Public Hearings, including action, (if any)
 6. Special Recognitions by the Mayor or Council (if any)
 7. Public Presentations (if any)
 8. Staff Reports (formal reports during first meeting of month; informal ones the second meeting if needed)
 9. Reports of Town Committees/Town Council liaisons (if any)
 10. Consent Agenda
 11. Action Items (non-public hearing)
 12. Discussion Items
 13. Information Items
 14. Closed Session (if necessary)
 15. Adjournment
- B. The above order of business may be modified by the Town Clerk, as directed by the Mayor, to facilitate the business of the Council.
- C. Council work sessions are less formal meetings and the agenda may be as prepared by the Town Manager and Town Clerk to best facilitate the business of the Council.

Section 5-3. Citizen Participation

- A. Every petition, communication or address to the Council shall be in respectful language and is encouraged to be in writing.
- B. Public Comment
1. Individuals or groups wishing to speak at a regular Council meeting shall be recognized by the presiding officer during the Public Comment section of the meeting. Groups wishing to make a presentation are encouraged to submit a written request to the Clerk of Council by noon on the Thursday prior to the regular meeting date.
 2. Public comments shall be for the purpose of allowing members of the public to present any Town business related matter, which, in their opinion, deserves the attention of the Council. They shall not serve as a forum for debate with the Council.
 3. Candidates running for any public office who wish to appear before the Council on issues related to their candidacy shall do so under Public Comments; and, shall adhere to the three minute time limit.
 4. Remarks shall be addressed directly to the Council and not to staff, the audience, or the media.
 5. The presiding officer shall open the Public Comments.
 6. Each speaker shall clearly state his or her name and address. If the speaker is uncomfortable stating his or her address in public, he or she may provide that information privately to the Clerk of Council after speaking.

7. There shall be a time limit for each individual speaker of 3 minutes.
 8. A representative of a group may have up to five (5) minutes to make a presentation. The representative shall identify the group at the beginning of his or her presentation. A group may have no more than one spokesperson.
 9. There shall be no comment by speakers during Public Comment on a matter for which a public hearing is scheduled during the same meeting.
 10. Any issue raised by the public which the Council wishes to consider may be put on the agenda for a future Council meeting or work session by consent of the Town Council.
 11. Council members shall not discuss issues raised by the public except by consent of the presiding officer at the conclusion of the Public Comment section.
 12. Once the Council has heard a presentation from an individual or organization on a particular subject that has been previously denied by the Town Council or for which the Town Council declined to advance consideration thereof, the individual or organization may not make another presentation on the same subject within three (3) months of the first presentation, except by a majority vote of the members of the Council present and voting.
 13. The above rules notwithstanding, members of the public may present written comments to the Council or to individual Council members at any time during the meeting. Such written comments shall be submitted through the Town Clerk.
- C. Other than as stipulated above or during public hearings, no person shall be permitted to address the Council orally, except by permission of the Council, and such permission shall not be granted unless with the consent of a majority of the members of the Council present at such meeting.
- D. No speaker's time shall be extended except by a two-thirds (2/3) vote of the Council members present.
- E. Any person who desires to submit written statements for forwarding to the Council prior to a Council meeting must submit a copy to the Clerk of Council by 12:00 noon on the Tuesday preceding the Council meeting.

Section 5-4. Prohibited Conduct

- A. Persons appearing before the Council will not be allowed to:
1. Market or solicit business from the Town;
 2. Use profanity or vulgar language or gestures;
 3. Use language which insults or demeans any person or which, when directed at a public official or employee is not related to his or her official duties, however, citizens have the right to comment on the performance, conduct, and qualifications of public figures;
 4. Make non-germane or frivolous statements;
 5. Interrupt other speakers or engage in behavior that disrupts the meeting including but not limited to applause, cheers, jeers, etc.;
 6. Engage in behavior that intimidates others;

7. Address the Council on issues that do not concern the services, policies or affairs of the Town.

- B. The presiding officer shall preserve order and decorum at Council meetings. He or she may order the expulsion of any person, other than members of the Town Council, for violation of these rules, disruptive behavior, or any words or action which incites violence or disorder, subject to appeal to the Council. Any person so expelled shall not be readmitted for the remainder of the meeting from which expelled. Any person who has been so expelled and who at a later meeting again engages in behavior justifying expulsion may also be barred from attendance at future Council meetings for a specified and reasonable period of time not to exceed six months, or upon a still subsequent expulsion a period not to exceed one year either by the presiding officer, subject to appeal to the Council, or by motion passed by the Council.

Section 5-5. Public Hearings

- A. This section of the agenda shall be for public hearings as required by Town, State, or Federal law, or as the Council may direct.
- B. The presiding officer shall conduct all public hearings.
- C. The order of public hearings shall be as follows:
1. The presiding officer shall open the public hearing.
 2. Hearings shall begin with a brief presentation from a staff member and/or representative from the cognizant board, authority, commission or committee upon recognition of the presiding officer. The presentation shall summarize the facts about the issue and the staff recommendation. Council members may seek clarification during the presentation.
 3. In land use cases (rezoning or conditional use permit) the applicant or his or her representative shall be the first speaker(s). There shall be a time limit of ten (10) minutes for the applicant's or his or her representative's presentation.
 4. The presiding officer shall then solicit comments from the public. Each speaker must clearly state his or her name and address. If the speaker is uncomfortable stating his or her address in public, he or she may provide that information privately to the Clerk of Council after speaking. There shall be a time limit of three (3) minutes for each individual speaker. If the speaker represents a group, there shall be a time limit of five (5) minutes. A speaker representing a group shall identify the group at the beginning of his or her remarks. A group may have no more than one spokesperson. The Council, by unanimous consent or by a two-thirds (2/3) vote of the members present, may allow any speaker to proceed past the time limit.
 5. After public comments have been received, in a land use case, the applicant or the representative of the applicant, at his or her discretion, may respond with a rebuttal. There shall be a five (5) minute time limit for rebuttal.
 6. Upon the conclusion of public comments, or the applicant's rebuttal in a land use case, the presiding officer shall close the public hearing.
- D. When a public hearing has been closed by the presiding officer, no further public comment shall be permitted. Council members, however, may direct questions to the applicant, the representative of the cognizant board, authority, commission, committee, to a speaker, or to a staff member for clarification prior to taking any vote, if a vote is in order.
- E. Following the close of the public hearing, the presiding officer may entertain a motion to dispose of the issue and the Council may debate the merits of the issue.

Section 5-5.1 Consent Agenda

- A. This section of the agenda shall be used for items of a routine, housekeeping nature, such as the approval of the meeting minutes or resolutions, to be considered by the Council.
- B. Upon reaching this agenda item during the meeting, the presiding officer shall announce the items on the consent agenda for consideration.
- C. In the event a member wishes to discuss an individual item, he/she shall request that it be removed from the consent agenda. When this occurs, the item shall be removed and placed at the end of the Action Items for Council's consideration.
- D. The presiding officer shall call for a motion to approve the consent agenda as submitted or revised, which is appropriate. Following the motion and a second, the motion shall be voted upon with no discussion by the Council.

Section 5-5.2 Public Presentations

- A. This section of the agenda shall be used when groups or individuals make presentations to the Council regarding items such as special projects, special events, updates regarding programs/contracts, as requested by the Mayor, members of the Council or Town staff.
- B. Presenters are requested to keep their presentation to a maximum of fifteen (15) minutes, unless a longer period is approved by the Mayor in advance of the meeting.
- C. Unless otherwise approved by the Mayor, presentation materials must be submitted to the Town Clerk by 10:00 a.m. the Friday prior to the Council meeting on which the presentation is scheduled so they can be included in the agenda packet. The distribution of paper materials during the meeting is strongly discouraged as this does not allow the public to have access to them during the meeting.
- D. Following the presentation, the Mayor and/or Members of the Council may ask questions of the presenter. They may also discuss the presentation, if necessary, defer discussion until later in the meeting or direct the matter to another meeting for discussion as desired.

Section 5-6. Action Items

This section of the agenda shall include items of a general nature to be considered by the Council. After the presiding officer has stated the item for consideration, staff may be asked to provide a brief summary.

Section 5-7. Items Not on the Agenda

With the Council's consent, items may be added to the agenda to respond to situations and/or questions of a critical nature which have arisen after the deadline has passed for items to be placed on the agenda.

Section 5-8. Closed Meetings

- A. Closed Meetings should only be used when the matter to be discussed is too sensitive for discussion in public and only as allowed by law.

- B. No meeting shall become a Closed Meeting until the Council takes an affirmative record vote during the open meeting.
1. The motion shall state specifically the purpose or purposes which are the subject of the closed meeting and reasonably identify the substance of the matters to be discussed. The motion shall make specific reference to the applicable exemption(s) under the Freedom of Information Act, which authorizes the Closed Meeting.
 2. Members shall request the assistance of the Town Attorney when making additions to the published Closed Meeting agenda.
- C. No resolution, ordinance, rule, contract, regulation or motion considered in a Closed Meeting shall become effective until the Council reconvenes in an open meeting and takes a vote of the membership on such resolution, ordinance, rule, contract, regulation or motion which shall have its substance reasonably identified in the open meeting.
- D. At the conclusion of a Closed Meeting, the Council shall reconvene in open meeting immediately thereafter and shall cast a vote certifying that to the best of each member's knowledge:
1. Only public business matters lawfully exempted from open meeting requirements were discussed; and;
 2. Only public business matters identified in the motion convening the Closed Meeting were heard, discussed or considered.
 3. Any member who believes that there was a departure from the above requirements shall so state prior to the presiding officer's call for the vote, indicating the substance of the departure that, in his or her judgment, has taken place.
- E. The failure of the certification to receive the affirmative vote of the majority of the members present during the Closed Meeting shall not affect the validity or confidentiality of the Closed Meeting with respect to matters considered therein in compliance with the Freedom of Information Act.
- F. The Council may permit non-members to attend a Closed Meeting if their presence would reasonably aid the Council in its consideration of an issue.
- G. Individuals attending a Closed Meeting should respect the Council's decision that the subject matter is too sensitive for public discussion and should treat the Closed Meeting discussion as confidential. The Council shall remind those attending the Closed Meeting of their duty in this regard as a part of their certification motion.

Section 5-9. Requests for Proclamations

- A. A member of the public may request a proclamation (defined as an official formal announcement of an event or activity, or a formal recognition of a particular issue, cause or time period of awareness, e.g. "Cancer Awareness Month") by completing the Request for a Resolution or Proclamation Form and submitting it to the Town Clerk. The Clerk will forward the request to the Mayor for his/her consideration. Prior to approval, the Mayor shall forward the draft proclamation to the individual members of the Council for their comments. The Mayor shall have the sole authority to decide whether to approve/issue a proclamation.

SECTION 6 – RULES OF PROCEDURE FOR COUNCIL MEETINGS

Section 6-1. Quorum

- A. As provided by Section 15.2-1415 of the Code of Virginia, a majority of the members of the Council must be present to conduct business. A quorum is four members of Council in the absence of the Mayor or four members of Council in addition to the Mayor.
- B. Quorum refers to the number of members present at a meeting, not the number of members voting on an issue. In the event that no quorum is present or if a quorum is lost but three members of the Council, which may include the Mayor, are present, this shall be considered to be a meeting of the Council under Section 2.2-3701 of the Code of Virginia. In the event that a meeting is held without a quorum of the Council, the Council may not take any action, whether formally or by consensus, including conducting public hearings. The Council may, however, conduct business that does not require a vote by the Council such as, but not limited to, hearing reports from the staff, Town committees or Town liaisons and accepting public comments.
- C. If a quorum fails to attend any meeting that contains agenda items requiring action on the part of the Council, those attending may adjourn the action items to such other time prior to the next regular meeting as they may determine and the Town Clerk shall enter such adjournment in the minute book of the Council and shall notify absent members thereof in the same manner as required for special meetings.
- D. If the Virginia Conflict of Interests Act prevents some of the members of the Council from participating in an item of business, Sections 2.2-3112 and 15.2-1415 of the Code of Virginia provide that a majority of the remaining members of the Council shall constitute a quorum.

Section 6-2. Members Speaking During the Meeting; Priority in Speaking on the Council

- A. When a member wishes to speak during the meeting, the member shall first be recognized by the presiding officer and shall then turn his/her microphone on so the individual's comments can be captured on the videotape of the Council meeting.
- B. When two or more members of the Council wish to speak at the same time, the presiding officer shall name the one to speak.

Section 6-3. Comments, Queries of Council Members

Council members are to observe the following rules during the discussion of agenda items:

- A. The presiding officer shall keep discussion germane to the subject. Points of clarification shall be limited to questions only. The presiding officer shall rule other comments out of order.
- B. With the permission of the presiding officer, Council members may address questions to the Town Manager, staff or other appropriate individuals present at the meeting. These individuals should be at a microphone when answering Council members' questions. All legal questions should be addressed to the Town Attorney.

Section 6-4. Action by the Council

- A. Items of business will be considered and dealt with one at a time, and a new proposal may not be put forth until action on the preceding one has been concluded.

- B. When a proposal is perfectly clear to all present, and the proposal will not obligate the Council in any manner nor finally decide an issue before the Council, action can be taken upon the unanimous consent of the Council members present, without a motion having been introduced. However, unless agreed to by unanimous consent, all proposed actions of the Council must be approved by vote under these rules. Silence, or the lack of spoken dissent, is taken as consent.

Section 6-5. Motions

- A. Informal discussion of a subject is permitted while no motion is pending.
- B. Any voting member may make a motion.
- C. Voting members are required to obtain the floor before making motions or speaking, which they can do while seated.
- D. A voting member may make only one motion at a time.
- E. Except for matters recommended by a Council committee, or as otherwise stipulated in these rules of procedure, all motions require a second and a motion dies for lack of a second.

Section 6-6. Substantive Motions

- A. A substantive motion is any motion that deals with the merits of an item of business and is within the Council's legal powers, duties and responsibilities.
- B. A substantive motion is out of order while another substantive motion is pending.

Section 6-7. Procedural Motions

- A. Procedural motions are those motions that the Council may use to "act upon" a substantive motion by amending it, delaying consideration of it, and so forth. Procedural motions are in order while a substantive motion is pending and at other times, except as otherwise noted.
- B. In addition to substantive proposals, only the following procedural motions, and no others, are in order. Unless otherwise noted, each motion requires the floor and a second, is debatable, may be amended, and requires a majority of the votes cast, a quorum being present, for adoption. Procedural motions are listed below in their order of priority. If a procedural option is not listed below, then it is not available.
 1. To Appeal a Procedural Ruling of the Presiding Officer. A decision of the presiding officer ruling a motion in or out of order, determining whether a speaker has gone beyond reasonable standards of courtesy in his remarks, or entertaining and answering a question of parliamentary law or procedure may be appealed to the Council which shall decide the matter by majority decision. Such an appeal is in order immediately after such a decision is announced and at no other time. The member making the motion need not be recognized by the presiding officer, the motion does not require a second, and the motion, if timely made, may not be ruled out of order.
 2. Motion To Adjourn. At a meeting of the Council, a motion to adjourn shall always be in order. The motion may be made only at the conclusion of action on a pending substantive matter; it may not interrupt deliberation of a pending matter. The motion is not debatable and cannot be amended.
 3. To Take a Brief Recess. This motion allows the Council to pause briefly in its proceedings. A motion to take a brief recess is in order at any time except when a motion to appeal a procedural ruling of the presiding officer or a motion to adjourn is pending

4. To Suspend the Rules. The Council may suspend provisions of its rules of procedure. The Council may not, however, suspend any provisions of the rules that state requirements imposed by law on the Council. For adoption, a motion to suspend the rules requires unanimous consent or an affirmative vote of two-thirds (2/3) of members present.
5. To Defer Consideration. The Council may defer action on a substantive motion to a more convenient time. The Council may use the following motions to defer consideration of a substantive motion:
 - (a) The motion to “lay on the table” is used to temporarily set aside an item of business to deal with a more urgent item. Once an item of business has been laid on the table, a motion to “take from the table” is needed to bring the item back before the public body for discussion.
 - (b) The motion to “postpone” delays debate on an item of business so that it may be considered at a later date. An item of business may be “postponed definitely,” when it is continued to a definite time or date or “postponed indefinitely” if no future time or date is specified in the motion. A matter that has been postponed to a certain time or day shall be brought up again automatically when that time arrives. When a matter has been postponed indefinitely it takes an affirmative vote of a majority of the Council to bring the matter back for further discussion.
6. Call the Question. The motion to call the question is not in order until every member of the Council has had an opportunity to speak once and the deliberation by the Council on an item of business has exceeded thirty (30) minutes. The motion is not amendable or debatable.
7. To Amend. Any substantive motion properly on the floor may be amended. An amendment to a motion must be pertinent to the subject matter of the motion. An amendment is improper if adoption of the motion with that amendment added would have the same effect as rejection of the original motion. A proposal to substitute completely different wording for a motion or an amendment shall be treated as a substitute motion. A motion may be amended no more than twice. Once a motion has been offered to the Council, it is up to the Council to decide whether or not it should be changed by amendment. It is not necessary for the person making the original motion to approve of any proposed amendment to the motion.
8. Substitute Motion. A substitute motion shall be allowed to replace any motion properly on the floor. It shall have precedence over an existing motion and may be discussed prior to being voted on. If the substitute motion fails, the former motion can then be voted on. If the substitute motion passes, the substitute motion replaces the main motion and the matter is decided. No more than one (1) substitute motion may be made.
9. Withdrawal of Motion. A motion may be withdrawn by the introducer at any time before it is amended or before the presiding officer puts the motion to a vote, whichever occurs first.
10. Motion to Reconsider. The Council may vote to reconsider its action on a matter. The motion to reconsider must be made no later than the next succeeding regular meeting of the Council and can only be made by a member who voted with the prevailing side. In the event of a tie vote on the original motion any Council member may introduce a motion to reconsider. The motion cannot interrupt deliberation on a pending matter but is in order when action on a pending matter concludes. A motion to reconsider may not be used in a land use decision involving a rezoning or a conditional use permit.

Section 6-8. Debate

- A. The presiding officer shall state the motion and then open the floor to debate. The presiding officer shall preside over the debate according to the following general principles:
1. The maker of the motion is entitled to speak first;
 2. A member who has not spoken on the issue shall be recognized before someone who has already spoken;
 3. To the extent possible, the debate shall alternate between proponents and opponents of the measure.
 4. A member of the Council may vote against his or her motion, but may not speak against his or her motion.
 5. The presiding officer may participate in the debate prior to declaring the matter ready for a vote.

Section 6-9. Duty to Vote

- A. Each voting member of the Council who is present at a meeting is expected to vote upon all issues presented for decision unless prohibited from doing so by the Virginia Conflict of Interests act.
- B. If there is an abstention, it shall be the responsibility of the Town Clerk to note the abstention and the reason for abstaining, if stated, for the record.

Section 6-10. Method of Voting

- A. After debate, the presiding officer shall ensure that the motion is clear and call for the vote.
- B. All questions submitted to the Council shall be determined by a majority vote of the members voting on any such question, unless otherwise required by special or general law. A majority is more than half.
- C. An "affirmative vote" by a majority of the Council present being necessary to adopt a motion, a tie vote means that the motion has been rejected. When a motion fails on a tie vote, the "noes" prevail.

Section 6-11. Decisions on Points of Order

Any Council member may raise a point of order without being recognized by the presiding officer. The presiding officer shall refer any point of order to the Parliamentarian. The Parliamentarian shall advise the presiding officer who shall then make a ruling on the point of order. A Council member may appeal the ruling of the presiding officer to the full Council which shall decide the matter by majority decision.

SECTION 7 -- BOARDS, AUTHORITIES, COMMISSIONS AND COMMITTEES

Section 7-1. Appointments to Boards, Authorities, Commissions, and Committees

- A. Members of boards, commissions and committees requiring a Council vote shall be appointed by an affirmative vote of a majority to serve specified terms as may be deemed to be appropriate by the Council or as specified by statute.

- B. The Mayor shall select the liaisons for the Council's following standing committees: Personnel; and, Police & Public Safety. The standing committees' bodies shall consist of the entire Council. The liaisons shall be responsible for leading the discussion of the standing committees during Council meetings and for keeping the Council informed on issues related to their respective committees. Committee liaisons will serve two-year terms.
- C. In addition to appointing the standing committee's liaison, the Mayor shall make appointments to other appropriate committees, including the appointment of a Council representative to each of the Town's advisory committees. Council representatives will serve two-year terms.
- D. Ad hoc committees, such as special task forces, may be created from time to time, for specific purposes, as determined by the Council.
- E. In the event a board/commission/committee member who has been appointed by the Mayor and/or Town Council has two consecutive unexcused absences, as determined by the chair of said committee, the chair shall send him/her written notice, with a copy to the Mayor and Town Council, that if he/she has one additional consecutive unexcused absence that his/her appointment shall be considered to be automatically rescinded under the Council's Rules of Procedure. In the event said board/commission/committee member has three consecutive unexcused absences, as determined by the chair of said committee, or misses more than one-half of the board/commission/committee's meetings during any twelve month period, his/her appointment on said board/commission/committee shall then be automatically rescinded. In the case of boards/commissions/committees for which the Town Clerk does not keep the attendance record of the members, the chair of said board/commission/committee shall forward a report on every member's attendance to the Town Clerk on a semiannual basis on or before July 1 and January 1 of each year. In cases in which a member's appointment is automatically rescinded, written notice of this action shall be sent to the affected individual by the Town Clerk, with a copy to the Mayor and Town Council. Should the affected member wish to appeal a chair's decision as to whether an absence is "excused" or "unexcused", he/she shall submit a written appeal to the appointing authority within seven (7) business days of the written notification that his/her appointment has been rescinded. In the case of an appointment by the Mayor, the Mayor shall consider the appeal and issue a decision within fourteen (14) business days of receipt of the appeal. In the case of an appointment by the Town Council, the appeal shall be placed as a closed session item on the next regular Council meeting agenda for consideration of the appeal.
- F. Prior to an appointment to a board/commission/committee, the individual shall sign a copy of the Town's Code of Ethics/Standards of Conduct certifying that they have read, understand and agree to abide by its terms. In addition, appointed members shall reaffirm their commitment to following the Code of Ethics/Standards of Conduct by recertifying their agreement to abide by its terms in writing at the beginning of the calendar year.

Section 7-2. Standing Committees Roles and Guidelines

- A. The roles of and the operating guidelines for the standing committees shall be as adopted by a majority of the Council.

SECTION 8 -- GENERAL OPERATING POLICY

Section 8-1. Broadcasting Council Meetings

Meetings of the Council and other regulatory committees shall be broadcast live on the Town Website. The video will also be available on the website for future public access.

Section 8-2. Numbering and Indexing of Resolutions and Ordinances

It shall be the responsibility of the Clerk to number and index all resolutions and ordinances adopted by the Council. The resolutions shall be numbered consecutively, and use the last two digits of the calendar year. Example: for the first resolution in January, 2008, the resolution number would be shown as: #R-08-01. Ordinances shall also be numbered consecutively.

Section 8-3. Minutes of the Council Meetings

The minutes of the Council meetings shall reflect the official acts of the Council. They shall provide a summary of discussion and record Council votes. Minutes shall be considered for approval within a reasonable time after the meeting they record.

Section 8-4. Amending the Rules of Procedure

These rules may be amended at any regular meeting, or at any properly called special meeting that includes amendment of the rules as one of the stated purposes of the meeting. Adoption of an amendment shall require an affirmative vote of four (4) members of the Council.

Section 8-5. Special Rules of Procedure

The Council may adopt its own special rules of procedure to cover any situations that are not adequately addressed in these Rules of Procedure. Adoption of a special rule of procedure shall require an affirmative vote of a majority of a quorum of the Council.