

ELIOT, MAINE

ORDINANCE GOVERNING MUNICIPAL BOARDS, COMMISSIONS, AND COMMITTEES

1. Purpose:

It is essential for good government that the various boards, committees and commissions (referred to herein as "boards") of the Town of Eliot, Maine shall perform their board functions in accordance with this ordinance.

2. Repeal and Replacement:

Upon adoption, this ordinance repeals and replaces the ordinances entitled "Ordinance Governing Boards, Commissions, and Committees", dated March 26, 1977, as amended on March 26, 1983, March 24, 2001, March 23, 2002, and June 14, 2008, and "Standards of Conduct-Conflicts of Interest Policy for the Town of Eliot, Maine" dated March 1977 and amended March 1983, March 2001 and June 14, 2008 .

3. Definitions:

A. Kinds of Boards:

Boards specifically mentioned and listed are not to be considered a complete listing of all boards. Some boards are project specific and dissolve at the completion of such project.

Town Standing Boards – These are permanent Municipal boards authorized or required by State Statute, Eliot Ordinances, or by Town Meeting. This ordinance applies only to elected or appointed (by the Board of Selectmen) town boards. [Excluding the MSAD 35 School Board and the York County Budget Committee]

BOS Advisory Committees – These are committees formed by the Board of Selectmen (BOS) to advise the BOS in specific areas; they may be terminated by the BOS or may be transformed finally into permanent Town standing committees.

Ad Hoc Committees – Any of the boards may have any number of ad hoc committees, each made up of regular, alternate, associate, or volunteer members in a number sufficient to accomplish the limited ad hoc purpose. All actions and products of ad hoc committees are legally the actions and products of the parent board. These Ad Hoc Committee members need not be sworn in by the Town Clerk. They must have their meetings, actions, and reports included in the minutes (or other records) of their parent committee.

B. Kinds of Members:

- Regular Member: One of the full members, elected by voters or appointed by the BOS as specified by State Statute, by Town Ordinance, or by BOS designation. Only these members may be board officers. Only these members, or alternate members temporarily named as voting members, may make motions, second motions, or vote. Regular members are expected to attend all meetings.
- Alternate Member: A member appointed by the BOS, with the same right to enter discussion as a regular board member, but who does not vote and neither makes nor

seconds motions unless appointed by the board chairperson or acting chairperson, during a meeting, to replace an absent or recused regular member. An alternate member may not hold a board/committee office without BOS approval. Alternate members are expected to attend all meetings so as to be prepared to be appointed as a voting member should the need arise.

- Associate Member: An associate member is a member who is appointed by the BOS, who acts as an advisor, advocate, or participating party to the board's mission. These members are authorized to provide input in the same manner as regular members, but are not authorized to make or second motions, vote, hold office, or officially represent the board. There may be any reasonable number of associate members.
- Intern Member: Any minor resident (less than 18 years of age) of the Town of Eliot interested in learning about Town municipal activities and problems may apply to work as an Intern Member of a committee/board. The prospective intern must obtain written permission from their parents/guardians and from the Chairperson of the committee/board they choose to work with. To underline the seriousness and solemnity of the position, the prospective intern will be appointed by the BOS to a one-year term (eligible for annual renewal). Upon reaching 18 years of age, the Intern may apply for Regular or Alternate membership, if available.

C. Other Definitions:

- Quorum: For Eliot boards a quorum is a number equal to the simple majority of the number of regular members of a board. Note: The Chairperson may appoint alternates to serve as regular members to make up the quorum.
- Official: Officials of the Town of Eliot are defined as those elected by the voters, all employees of the Town of Eliot, and all persons serving on boards.
- Municipal Officers: The officials who are the five (5) members of the Board of Selectmen.

4. Membership:

A. Selection:

- (1) Any adult (18 years of age) resident interested in serving on aboard whose member are elected by voters at Town Meeting should inquire for details of the Town Clerk at Eliot Town Hall.
- (2) Any adult resident of the Town of Eliot is eligible to apply to serve on boards appointed by the Board of Selectmen by completing the regular application form obtainable from the Administrative Secretary at Town Hall. Such residents shall express their interest in serving (both as new members or by re-appointment) on an appointed board or boards. The BOS will maintain a list, by board, of interested applicants and will call upon this list to make all new appointments and re-appointments. On the application, each applicant should include brief reasons supporting his/her appointment. Applicants should consider their ability to provide unbiased participation on a regular and continuing basis when writing their desire to serve. Each applicant shall be provided a copy of this ordinance at time of application.

- (3) Any appointed board member whose term will end at Town Meeting should notify the BOS 30 days prior to Town Meeting of their intention to either seek reappointment or not.
- (4) Approximately one month before the Annual Town Meeting, or at any time if members are needed, the BOS shall remind the citizens of Eliot of the need for volunteers to the various boards. This reminder may be made in the Town Report, in newspaper advertisements, on the Town Website, and by posting within the Town.
- (5) Vacancies on some boards must be filled as prescribed by applicable state law. Other board vacancies will be filled by election or appointment as determined by the BOS or the legislative body (Town Meeting). Terms of elected officials expire on the specific anniversary year at midnight of the day the annual town meeting ends. Terms of appointed officials expire on the specified anniversary year when their replacement appointees have been appointed, notified, and sworn in by the Town Clerk (for those who must be sworn) or thirty days after the conclusion of the annual town meeting, whichever is earlier.

The BOS shall take up the business of appointments of new members and reappointments of members in good standing to annual vacancies on boards beginning no later than the second regularly scheduled BOS meeting after the close of the annual town meeting. The BOS shall complete appointment of members as soon as availability of suitable candidates allows.

In instances where authorized by state law or town ordinance the BOS shall appoint the prescribed number of alternates when suitable candidates are available. The BOS has the authority to appoint alternates to other appointed boards. When filling a vacancy of a regular member, the BOS will take into consideration the seniority of the alternate member(s) who have filed a letter of interest for the vacancy, but will also consider their attendance record and other board activities.

- (6) Vacancies on appointed boards other than anniversary term expirations, as caused by resignation, shall be filled by the BOS as soon as possible after posting (not in the newspapers) the vacancy for 12 days. Each such appointment will be for the remainder of the un-expired term. The BOS shall cause the filling of similar un-expired elected vacancies in accordance with the state law.
- (7) Following appointment to a board, each regular and alternate member (except of those described as Ad Hoc or BOS Advisory Committees) must be sworn into office by the Town Clerk prior to acting as a member of that board.
- (8) The advisory boards established by the BOS need not be sworn by the Town Clerk. These committees' continued existence shall be re-affirmed yearly by the seated BOS following the annual Town Meeting.

B. Removal of Members:

- (1) Members of appointed boards may be removed for just cause as prescribed by State Law.
- (2) In addition to the above, the BOS has the authority to remove appointed members for cause. Examples of "cause" include, but are not limited to, knowingly violating the conflict of interest standard and the standard of conduct as specified herein, and excessive absences as defined in 5 (4) below.

- (3) The advisory boards of the BOS may be dissolved by voted action of the BOS at any time when the BOS feels they have served their purpose and are no longer needed. When such a board's continued usefulness has become established, it may be elevated to a Standing Committee of the Town, by vote at Town Meeting.

5. Procedures:

- (1) Each board shall elect officers, as a minimum consisting of a chairperson, a vice-chairperson, and a secretary. The board may appoint a treasurer, if needed or desired. Election of officers shall take place annually at the first regular meeting of the board subsequent to the BOS action to fill vacancies as prescribed above or as soon as possible thereafter. Loss of an officer during the year shall be remedied by election of a replacement at a subsequent meeting.
- (2) Each board shall schedule regular meetings, usually at least once a month. Notice of the dates of these regular meetings shall be posted at the town offices (Town Hall). A regular meeting may be cancelled if there is no business that requires a meeting. The board chairperson (or acting chair) may call special meetings as and when the need arises and notice of these meetings shall be posted in the town offices and on the Eliot Web Site (www.eliotmaine.org) and as required by law. Each board shall determine a method suitable for member notification of cancelled and special meetings. This notification may be by telephone, text, or e-mail.
- (3) Each regular member and alternate member is expected to attend all meetings and participate fully in the general conduct of the board. Alternate members are expected to keep up-to-date on the business activities of the board. A member who expects to be absent from any regular or special meetings must notify the Chairperson of that absence in advance for it to be considered an excused absence. In view of the need to rely on volunteers for appointed boards, justifiable absences for personal, work, and family conflicts are acceptable. If a long-term absence is anticipated, the member should discuss with the chairperson the potential impact on the board's ability to perform its intended (and possibly legal) function.
- (4) Absences will be reviewed by each board and determined to be excusable or not. "Excessive absence" is the sum of unexcused absences amounting to more than 25% of all meetings held over any 12-month period. The chairperson of each board shall report any excessive absences to the BOS in a timely manner and shall be responsible for submitting a written request to the BOS to remove a member for the just cause of "Excessive Absence".
- (5) Any member of the Planning Board or the Board of Appeals (or any other "quasi-legal board") who was absent during any presentation or discussion of materials that the member is being asked to vote on must sign a statement or state publicly for the record that the member has read the minutes and reviewed any documents received and discussed at the missed meeting(s).
- (6) Each board shall adopt rules of order and/or conduct for the purpose of consistency in meetings. All meetings are public meetings, held in places where potential attendees are not, or will not feel, inhibited to attend. These rules shall be submitted to the Town Clerk where they are to be placed on file and be available to any interested party or entity to view. As a guide refer to the By-Laws and Rules of Order of the Eliot Board of Selectmen.
- (7) Public notification of the conduct of the board's business shall be in accordance with state law and any applicable town ordinances. In general, it is appropriate to keep the public informed, so the board should adopt procedures such as published or posted agenda, town

website notices, newspaper articles or paid newspaper notices. The Town Clerk should be notified of each board's normal process.

- (8) Boards shall record minutes of each meeting. Included in the minutes must be the names of the board members attending and those absent and absent as excused, a description of the business taken up (the level of detail is discretionary, but more detail is better than less), each motion for action by a member and the disposition of the motion (a record of the vote by name is not needed except where required to satisfy state law or requested by a member). The minutes shall be approved by a majority of the members. The original of these approved minutes shall be signed by the board chairperson or secretary in accordance with the board's rules of procedure and filed with the Town Clerk as soon as possible. Minutes will then be posted the Town website.
- (9) Meetings may be held and any official business or action may occur only with at least the required quorum of members who are eligible to vote being present. A simple majority (unless otherwise stated in law or ordinance) of the quorum or more members present and eligible to vote will carry the vote. A member who disqualifies himself or herself or is disqualified by action of the board will not be counted in determining a quorum. At a scheduled meeting, if fewer members than the legal quorum are present, then the secretary should record the attendees and the absentees and note that "NO business of the board was conducted due to lack of a quorum" and the members should then adjourn. If a meeting begins with a quorum in attendance, but loses its quorum through early departures (or technological disconnect), the chair should announce the loss of the quorum and the record of the meeting should note the time of the announcement. (It is good practice for the record of a meeting to note late arrivals and early departures regardless of whether the presence of a quorum is involved.) Once a quorum is lost, the body may adjourn or, as noted above, may discuss, but not act on, the topics that are remaining on the agenda, or may schedule an adjourned meeting.
- (10) Boards and committees may utilize video conferencing (VT) with approval of the Chairperson and a majority of the board/committee members as incorporated in the policies/procedures of the board/committee as long as they are held in Eliot, where citizens may attend. The VT participants must have all documents and materials available to those physically present at the meeting, and must attest to the Chairperson that they are prepared for the meeting. Video and audio reception must be clear enough for all board/committee members to participate, for the attending public to hear what is being said, as well as to establish the required record of the meeting. Once those requirements are met, persons utilizing VT may be counted towards a quorum for the board/committee's business, and be considered "present" for the meeting. The meeting may not be chaired by a person on VT, nor may that person function as secretary for the meeting. The VT participant must identify any other persons present (but not seen) in the location they are transmitting from. The number of board/committee members allowed in any single meeting to participate via VT must be less than 50% of the voting members of the board/committee. Alternate members may not count towards the limit, if they are not designated as voting members for that particular meeting.
- (11) A motion that has been seconded will carry on a vote of a simple majority of the eligible members present and voting unless otherwise stated in law or ordinance. Each eligible member is expected to vote on each action of the board as presented. For the greatest service to the purpose of the board, any member who anticipates he or she will not be able to vote should step aside at the beginning of the procedure and allow an alternate to be

seated if the board is so equipped. A member who abstains during a vote will have his or her presence counted in determining a simple majority. Where not prohibited by state law the chairman will vote only to break a tie vote. In Eliot, in order that the public may know where the Chairman stands on each voted issue, it has become the practice for the Chairman, following each non-tie vote, to state whether he/she concurs with or dissents from the majority vote. For a vote to be legal, the member must cast it during a legally constituted meeting of the board. A member cannot vote by proxy, telephone, post mail, or e-mail.

- (12) If not otherwise dictated by law or ordinance, a motion to reconsider a prior action of the board must be made by a member who had voted in the majority on that action. The second to that motion may be by any member who participated in the original voting. A vote to reconsider must be timely and thus must be taken up no later than the end of the next regularly scheduled meeting and completed, if reconsidered, by the end of the following regular meeting. If a vote to reconsider is passed the board may, at its pleasure, take additional testimony during their deliberation. Motions to reconsider and reconsideration may take place at special meetings if such occur within the above time interval.
- (13) Each board is expected to operate within its budget. The chairperson will be responsible to oversee the expenditures of the board, and will submit its costs to the town treasurer for payment only after receiving voted approval by the board. Unilateral expenditure of town funds, that is, spending decisions by a single committee member, is prohibited. All expenditures by boards are public information.
- (14) Communication between board members either by email, telephone, face-to-face, etc. is covered by Maine's "Freedom of Access Act" (1-MRSA Section 401 et seq.) which prohibits conduct of board business except at a public board meeting. Thus, board members will discuss board business only in a public meeting except as follows:
 - a. Non-advertised, non-public meetings; proceedings which must by law be conducted confidentially.
 - b. Business legally conducted in executive session. Of Eliot Municipal Boards, the Board of Appeals, Planning Board, and the BOS have legitimate need and authority to conduct executive session. Any other board's perceived legal or personnel problems must be handled and resolved by or through the BOS.
 - c. Communications between board members to call a meeting – without discussing the substance of the purpose of the meeting.
 - d. A report of one board member to other board members without generating discussion. Such report shall be shared with the public, either as correspondence or as an agenda item at the board's next regular meeting, unless the report is otherwise confidential or may be discussed in executive session.
 - e. If less than the majority of the board is requested by the board to draft a report, ordinance, etc. for the board, then that communication between those members need not be on the agenda or correspondence so long as the final product is presented to the board in public session – unless exempted from public session by Maine law. These board members may not share any such correspondence with the public or other board members other than those appointed by the board to draft such.
- (15) In order to encourage and regulate communication between boards, any communication or request from one board to any other should occur between their chairpersons. The purpose is to eliminate multiple requests for the same information and to allow all interested parties

to share the requested information. The chairperson must be informed of and will coordinate all requests for information from a board to any source inside or outside the Town of Eliot. This is not meant to preclude any individual member from gathering information as long as the chairperson is informed in advance and the information is shared with the entire requesting organization upon receipt. To insure all parties concerned have the same information, all requests will be written.

- (16) All Town departments are overseen by the Town Manager in regard to all aspects of hiring and firing of personnel or other personnel issues, and including work schedules, budgets, revenues, expenditures, and municipal infrastructure and all legal issues. Communication with department heads and department employees by boards, at levels other than, and for purposes other than those of usual citizen clients, should be attempted only after approval by the Town Manager, or in conjunction with the Town Manager, in order that work schedules may not be interrupted and that desired information may be timely, consistent, validated, and shared as needed. Department Heads and through them all town employees, take direction only from the Town Manager.

6. Posting:

The Town Manager shall determine public places within the Town of Eliot for public postings. All boards shall post, at a minimum, in those public places notices of board meetings and elections and public hearings. This posting shall not replace any other posting requirements in any other ordinance or state law. These postings may satisfy all or part of any other ordinance or state law-posting requirement. The Town website (www.eliotmaine.org) should be a posting site, but does not, by itself, satisfy the posting requirements.

7. Standard of Conduct:

All officials of the Town of Eliot shall practice standards of conduct, which prohibit engaging in any criminal or other conduct prejudicial to the government or affairs of the Town of Eliot or adverse to the health, benefit, and welfare of its residents. This includes any action which might result in or create the appearance of using an official position for private gain, giving preferential treatment to any person, impeding town government efficiency or economy, losing complete independence or impartiality, making decisions outside official channels, or adversely affecting the confidence of the public in the integrity of the town government.

8. Conflict of Interest:

Each board member should review the state law on conflict of interest. Maine law encompasses four conflict of interest situations that can occur:

- Financial conflict of interest – see 30-A MRSA sec. 2605 or succeeding law
- Incompatibility of office
- Prohibited appointments or employment – see 30-A MRSA sec.2606 or succeeding law
- Bias – see 1 MRSA sec. 71(6) or succeeding law.

9. Appearance of a conflict of Interest;

Even if no actual conflict of interest exists, a board member would be well advised to avoid even the appearance of a conflict in order to maintain the public's confidence in the board's work.

10. General Provisions:

- (1) The effective date of this ordinance is the date of adoption by town vote.

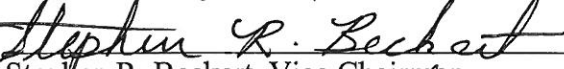
(2) This ordinance may be amended through action of any town meeting authorized by warrant to consider such amendment. Boards may adopt additional rules of procedure or organization providing they do not invalidate or circumvent any of the provisions of this ordinance. Each additional rule or procedure so adopted must be maintained on file in the Town Clerk's office of the Town of Eliot.

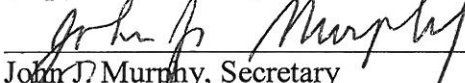
(3) Conflict with other ordinances: except for its preceding versions, this ordinance shall not repeal, annul, or in any way impair or remove the necessity of compliance with any other rule, regulation, by-law, permit, or provision of law. Where this ordinance imposes a greater restriction on boards than provided for by law, this ordinance shall prevail.

(4) Validity and severability: should any section or provision of this ordinance be declared by the courts to be invalid such decision shall not invalidate any other section or provision of this ordinance.

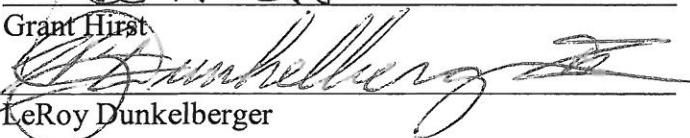
We, the undersigned, being the Municipal Officers of the Town of Eliot, Maine, hereby certify the foregoing Ordinance, "Ordinance Governing Municipal Boards, Commissions, And Committees", as being the Ordinance to be voted on at the June 10, 2014 Town Meeting.

Michael T. Moynahan, Chairman


Stephen R. Beckert, Vice Chairman


John J. Murphy, Secretary

Grant Hirst


LeRoy Dunkelberger

DATED: April 24, 2014

The following Ordinance Governing Municipal Boards, Commissions, and Committees for the Town of Eliot was adopted at the Annual Town Meeting Election held in Eliot on June 10, 2014 as Article #6 and replaces any prior version.


Wendy J. Rawski, Town Clerk