



TOWN OF VASSALBORO, MAINE

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### **Section 1. Purpose and Scope:**

The purpose of these bylaws is to establish reasonable rules of procedure for Select Board (Board) meetings and to promote the fair, orderly, and efficient conduct of the Board's proceedings and affairs. These bylaws shall govern the Board's practices and procedures in concurrence with the Town of Vassalboro Personnel Handbook and shall not conflict with Town ordinances or state or Federal statutes. These rules by necessity shall be reviewed and amended from time to time as the need arises and to meet the needs of future Boards.

### **Section 2. Parliamentary Authority**

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Board in all cases to which they are applicable and in which they are not inconsistent with these bylaws.

### **Section 3. Select Board Responsibilities**

In accordance with M.R.S.A., Title 30-A § 2635, "the Select Board as a body shall exercise all administrative and executive powers of the Town except as provided in this sub- chapter." The Select Board shall deal with administrative services solely through the Town Manager. Further in M.R.S.A., Title 30-A § 2635, it states, "This section does not prevent the Select Board from appointing committees or commissions of its own members or of citizens to conduct investigations into the conduct of any official or department, or any matter relating to the welfare of the Town." The Town of Vassalboro has a Town Meeting - Select Board - Town Manager form of government which works to set policy and strategic direction in the best interests of the municipality as a whole. The five-member Board is elected on staggered terms by the voters of Vassalboro through the annual Town Mmeeting. The Board holds the powers and duties afforded to them under Maine law, as well as Town ordinances. The powers and duties of the Select Board shall include, but not be limited to:

- Act as overseers of the poor.
- The appointment of members of the Planning Board, the Appeals Board, and other boards, agencies, and positions as provided by statute, ordinance, or other ad-hoc needs as determined by the Select Board.
- Propose to the Town Meeting the enactment or repeal of ordinances which require approval by a Town Meeting.
- Adopt, amend, set fees, or repeal ordinances and regulations which do not require approval by a Town Meeting.

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• Provide for the granting of licenses, establish license and pertinent late fees and permits for the conduct of any business in accordance with statute for such periods of time and in accordance with such rules and regulations not inconsistent with statute and upon payment by the licensees of such fees as the Select Board may establish.

• Recommend a budget to the Annual Town Meeting; and

• In conjunction with the Town Manager, the Select Board will oversee all activities within the Town government. In the event the Town Manager is removed/suspended (~~Title~~ 30-A M.R.S. §- 2633) or incapacitated (~~Title~~ 30-A M.R.S. § 2634) the Select Board Chair will act as the Town's point person until the Select Board holds a vote. Only through actions taken during a meeting, as outlined below, shall the Board operate. No individual member shall direct any employee or contractor, nor does any member possess the ability to negotiate on behalf of the Town. Any action which takes place outside of a meeting must be delegated by the Board through an official motion and majority vote of Select Board members present, such as contract negotiation, information gathering, etc. Results of such action will be reported back to the full Board for final approval.

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All newly elected Select Board members must:

- Must Complete the following Maine Municipal Association (MMA) training:
  - o Elected Officials training within the first year of service.
  - o Understanding the Freedom of Access Act Webinar.
- Receive a copy of the MMA "*10 Best Practices for Newly Elected Officials*" brochure.
- BWill be expected to review Robert's Rules of Order online training

#### **Section 4. Town Manager**

The Town Manager is the only employee who directly reports to the Select Board. All other employees of the Town of Vassalboro report to the Town Manager, who is responsible for the day-to-day operations of Town government. The Town Manager attends meetings of the Select Board and advises the Board on the policy and strategic direction in Vassalboro's best interest. The Town Manager serves at the pleasure of the entire Select Board and advances the goals the Board sets forth. The duties of the Town Manager are consistent with Maine's Town Manager Plan statute (M.R.S.A., Title 30-A § 2636). It is the preference of the Select Board that the Town Manager will act as and be named the primary Public Information Officer.

The Town Manager shall be responsible to the Select Board acting as a body and shall not act upon instructions or requests from individual Select Board members unless those requests reflect

formal action taken by the Board or direction issued by the Chair pursuant to Board authorization.

**Section 5. Officers and their Duties**

The Officers of the Board shall consist of a Chair and a Vice Chair to be chosen annually at the first Board meeting after the annual town meeting by and from among Board members. The election of Chair and Vice Chair shall be by nomination and vote of the current Board and requires no qualification other than being a duly elected and sworn Select Board member. All members of the Select Board are required to vote.

**A) Role of the Chair:**

It shall be the responsibility of the Chair, who is elected to service by a majority of the Select Board members, to conduct all meetings of the standing Board according, so much as is reasonable and prudent, to *Robert's Rules of Order*. The Chair is charged with running the Select Board meetings in an orderly and effective manner, during which the business of the Board may be conducted as freely and openly as possible.

The Chair shall serve as liaison and principal contact person between the Select Board and Town Manager. The Chair shall inform the Town Manager and all members of the Board of substantive matters and ensure that the chain of communication between elected and appointed officials is encouraged. The Town Manager will serve at the liaison between the Select Board and Town employees in similar respect.

In the absence of the Town Manager or other authorized staff member, the Chair shall assume the responsibility for media relations on behalf of the Town. In all ways, the Chair shall comply with Title 30-A M.R.S.A. §2525 *et seq.* to ensure that municipal meetings are conducted properly according to law and as described in the Maine Municipal Association's *Municipal Officers Manual*. The Chair is also charged with ensuring that the Town's responsibilities under the "Town Manager Plan" form of government as defined in Title 30-A ~~M.R.S.~~SR.A. § 2631 *et seq.*, and the specifics of the Town Manager's contract, are fulfilled

Should the Chair miss three regular Select Board meetings in a row, ~~s/he~~they shall automatically forfeit the chair to the Vice Chair, and another Vice Chair shall be elected by the Board. The exception to this would be extenuating circumstances, as approved by a majority vote of the Board.

**B) Role of the Vice Chair**

The Vice Chair performs all the duties described under the Chair role in the Chair's absence. In addition, it shall be the responsibility of the Vice Chair to ensure that those individuals who wish to comment on specific items shall be recognized to speak at the appointed time in the Select Board meetings. Individuals wishing to comment will be required to identify themselves prior to addressing the Board.

**C) Chair Pro-Tempore**

In the absence of the Chair and Vice Chair, the most senior Select Board member, based on uninterrupted years of service, shall preside as Chair pro-tempore. If there is more than one senior member, the Chair shall be selected by a vote of the Select Board.

The majority of the Board shall have final say over matters before the Select Board. Except for duties and powers listed in this policy or personnel handbook, no single Select Board member shall have more authority than another.

**Section 6. Chair Term Limits**

~~A member of the Select Board can serve as Chair for a maximum of two consecutive years. After this period, they must step down from the Chair position, although they may, by nomination and vote of the Select Board, return to Chair after at least a one-year hiatus~~

**Commented [PL1]:** Why the limit? Assuming the chair is voted on each year, the Board could always vote not to re-appoint. This is a policy decision for the Board to make, but my two cents is that if you have a good chair and folks want them to continue serving, let them.

**Section 67. Chair Privileges during meetings**

The Chair may move, second, or declare by unanimous consent, subject to the following limitation: If any objection by another Select Board member is heard, the Chair shall hear any question in regular order subject to motion, a second by a different Select Board member, discussion, and vote. In the absence of the Chair or Vice Chair the chair tempore will assume chair privileges during the meeting.

**Section 78. Extended Privileges of Chair and Vice Chair**

The Chair will have the right and privileges to directly contact Towns Attorney, Maine Municipal Association (MMA), including MMA's legal department, and the Towns Auditor by either phone or email. The Vice Chair privileges will be restricted to access to the MMA and MMA legal, unless the Chair is unable to fulfill their duties.

**Section 89. Seating Arrangement**

Members shall occupy the respective seats in the Board meeting room in the following order. The Town manager will be seated to the left of the chair and to the chair's immediate right in subsequent order shall be the Vice Chair, followed by the remaining board members by seniority of consecutive years served.

**Section 910. Evaluation of Accommodation Requests**

In evaluating a request for reasonable accommodation under the Americans with Disabilities Act, the Town may request reasonable documentation, clarification, or other corroboration sufficient to understand the nature of the requested accommodation and to determine whether the accommodation is necessary and reasonable, consistent with applicable law. Any such request shall be limited to information necessary to evaluate the accommodation request and shall respect the individual's privacy.

**Section 101. Attendance**

No Select Board member shall be excused from attending a Board meeting without notification to the Chair, or chair designee, prior to the meeting. Attendance is expected except when a Board member notifies the Chair prior to the meeting. When a member is not available for more than four unexcused regularly scheduled Board meetings, the Select Board Chair shall consult with legal counsel and follow up with all board members in executive session.

**Section 11. Annual Organizational Meeting and Orientation for New Members**

The first selectboard meeting after an annual Town Meeting election shall focus primarily on organizational continuity. The Board will conduct essential business, limited to electing the Board Chair and Vice Chair, and signing warrants. Following the conclusion of this regular business, the meeting will transition into an educational workshop. This workshop serves to introduce new members to their official roles and responsibilities, provide an overview of municipal operations, and review key state and local governance policies.

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**Section 122. Meetings**

Regular meetings of the Board shall be held on the **Second and Fourth ~~Wednesday~~Thursday** of each month, at 6:30 PM, at the Town of Vassalboro Conference Room. The first meeting after the Annual Town Meeting will be focused towards establishing the roles of the board, basic housekeeping measures, otherwise the remaining time will be dedicated to any necessary annual training the board considers pertinent (i.e. Roberts Rules of Order online training, FOIA, etc.) If a regular meeting falls on a ~~WEDNESDAY~~~~THURSDAY~~ of a recognized holiday, the regular meeting shall be held on the TUESDAY of that week. Notice of all Board meetings shall be given as required by law by the Town Manager or Town Clerk, and all such meetings shall be open to the public except as otherwise provided by law. This notice requirement does not preclude the Board from making a trip, i.e. site walk during the meeting if circumstance requires. Whenever possible, this intention should be reflected in the agenda. No business may be conducted by the Board except at a duly called and noticed meeting or without a quorum consisting of a majority of the Board being in attendance.

**Section 133. Special & Emergency Meetings**

All meetings other than regularly scheduled meetings shall be considered a Special Meeting. Every reasonable effort must be made to notify all Select Board members in advance of a Special

Meeting. Local representatives of the media shall be notified of the meeting, whenever practical, the notification to include time and location, by the same or faster means used to notify the members of the agency conducting the public proceeding.

Special Meeting may be called by three methods:

1. The Chair may call a Special Meeting at any time.
2. The Chair shall call a Special Meeting if requested by a quorum of Select Board members.
3. A Special Meeting may be called by the Vice Chair if the Chair may not be reached by normal methods.

**Section 144. Meetings to Execute Documents**

If logistics require Select Board members to execute a document, approve a warrant, or sign a resolution, order, or any other approved motion outside of the time of a regularly scheduled or Special Meeting, another meeting does not have to be called, providing an approved motion of the Select Board exists from a properly noticed public proceeding, and record of that proceeding reflects the actual execution will occur outside of the meeting.

**Section 155. Meeting Length**

All Board meetings, workshops, or executive sessions should, except in extraordinary circumstances, adjourn at or before 9:00 p.m.

1. In the event the meeting may extend past 9:00 PM, the Chair, or in the Chairs absence, Vice Chair, or Chair tempore may extend the meeting time by 30 minutes.
2. If the meeting requires additional time beyond 9:30 the Chair, Vice Chair, or Chair Tempore will call for a vote of the board members present seeking a motion to extend or suspend the meeting.

**Section 166. Continued Sessions**

Any session of the Board may be continued or adjourned from day to day or for more than one day, but no adjournment shall extend up to or beyond the next regular meeting.

**Section 177. Executive Session**

Board members are allowed to go into an executive session to deliberate on the matters authorized by 1 MRSA §405 and no others.

- The executive session can only be entered after a motion has been made in public session to go into executive session. The motion must be carried out by at least 3 of the members in attendance.

- The nature of the business to be discussed must be a part of that motion, although the wording of the motion, obviously, may not substantially reveal the sensitive information which the law intends to protect by the executive session process.
- No topic other than that referred to in the motion shall be discussed during executive session. The Executive session shall be held in such place as to ensure the privacy of the meeting and the Chair shall determine whether the public and staff are allowed to attend the executive session.
- All matters discussed during executive session shall be held in strict confidence by the Board and shall not be discussed with or divulged to any person other than a fellow Board member or persons in attendance at the executive session.
- No official action shall be taken during an executive session. Upon exiting executive session, the Select Board may take final action should it be deemed necessary.
- Since Minutes of an executive session will become public record, minutes shall only be taken when the contents of the meeting are desired to become public.

**Section 188. Workshop Sessions**

Workshop sessions may be scheduled by the Chair for the purpose of disseminating information for Board enlightenment and evaluation or for the discussion or refinement of future agenda items. Workshop sessions are considered meetings of the Board. Members of the public are invited to attend any workshop session but **will not** be allowed to participate in the workshop. Prior to adjourning any workshop session, the Board will provide time for members of the public to address the session to provide information relevant to the subject being explored or to ask questions, through the Chair, relating to the subject of the workshop session. No formal vote shall be taken on any matter under discussion, nor shall any Board member enter into a commitment with another respecting a vote to be taken subsequently in a public meeting of the Board, however an informal vote on any matter under discussion may be taken.

**Section 199. Hearings**

Public hearings of the Board shall be called as required by law or on such other occasions as a majority of the Board may deem appropriate. Notice of all such hearings shall be given as required by law and shall include the date, time, and place of the hearing and a general description of the subject matter. The Chair shall convene all hearings by describing the purpose of the hearing and the general procedures to be followed. The Town Manager will make their best effort to provide all relevant information to the Board at least 5 business days prior to the meeting date. The Board may receive any oral or documentary evidence but shall exclude unduly repetitious evidence, provided, however, that formal rules of evidence shall not apply. The Town

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Attorney may note that evidence does not appear to meet the Maine Rule of Evidence, but the Board can still consider the evidence.

Every party shall have the right to present its case in the order determined by the Chair, or by the advice of the Town Attorney, and without interruption, provided, however, that the Chair may impose such reasonable time limits as may be necessary to ensure that all parties have an adequate opportunity to be heard. In any adjudicatory proceeding, including proceedings on licenses, permits, or other approvals, every party shall also have the right to submit rebuttal evidence and to conduct cross-examination of any other party through the Chair, provided, however, that the Chair may impose such other reasonable limitations as may be necessary to prevent an abuse of process. The Selectboard reserves the right to request the presence and participation of the Town Attorney when allowed by law.

### Section 2020. Agenda Items

All material and agenda items shall be, under normal circumstances, ~~must be~~ prepared and submitted to the Board members by the Town Manager or Town Manager designee, no later than ~~the~~ Friday preceding any regular or special meetings. Any deviation from this requirement will be caused to strike the subject matter from the upcoming agenda unless otherwise approved by the Chair or the ~~C~~hair designee. The Town Manager will draft the agenda based on identified needs from staff or previously requested items from the Select Board.

The Chair or any combination of two Select Board members may add an item to the agenda. Any individual member may either ~~contact~~ the Selectboard Chair or Town Manager, by phone or email, no later than 5PM on the day of the meeting or the individual may petition the board to consider during the open public comment period an item for the Select Board ~~discussion at the meeting~~. The agenda will be made available through public posting on Monday prior to the Select Board meeting.

~~If items contain content,~~ ~~T~~he order of business at regular meetings should include the following:

1. Call to Order
2. Pledge of Allegiance to the Flag
3. Amendments to the Agenda
4. Minutes of the Previous Meeting
5. Public Comment on Items not on the agenda
6. Presentations and Special Guests
7. Unfinished Business
8. New Business

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Commented [PL2]: I would advise against allowing for an agenda to be amended in such a manner this close to the meeting/after the agenda is posted. Such a practice could open the Town up to due process claims and threaten the validity of an action taken on any last-minute agenda items. It also could be viewed by the public as not being transparent and erode public trust.

Commented [PL3]: See comment above.

9. Fiscal Warrants

10. Town Manager Report and Communications

11. Future Agenda Items

12. Executive Session(s)

13. Adjournment

**Commented [PL4]:** In my experience, the Manager Report is best to have earlier in the meeting.

**Definitions:**

*Unfinished Business:* Agenda items that have been brought before the Select Board previously in the current fiscal year. Ideally these are items that have been reviewed and are ready for vote, but the Select Board reserves the right for greater discussion, modification, or further postponement.

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*New Business:* Agenda items that have not previously been put before the Select Board. Ideally, they are placed here as an introduction and for in-depth discussion before a final draft is later presented as an Unfinished Business item at a future meeting. However, if the new item is time sensitive or the Select Board has no issue with the item as presented, the Board may choose to vote on the item.

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**Section 211. Board Process**

As each item on the agenda for any meeting is brought to the floor for discussion, the sponsor of each item or, if there is no Board sponsor, the Town Manager shall first be allowed to present their initial comments for consideration by the public and other Board members. Following this introduction of the issue, there will be time devoted to any questions of the sponsor or the Town Manager regarding the agenda item which any Board member may have which would help to clarify the question presented by the agenda item. The Chair shall allow questions during this time, and no debate or discussion of collateral issues shall be permitted. Once the agenda item has been explained by its sponsor or the Town Manager and clarified by any questioning as provided above, by a vote of the Board, the Chair shall open public comment.

There will be time devoted for any resident, taxpayer, or authorized representative of an organization resident or taxpayer of the Town of Vassalboro to address the Board regarding this particular agenda item provided that the public follows the rules of public comment described below.

**Section 222. Public Comment**

Pursuant to 30-A M.R.S.A. §2608, the Select Board shall provide a reasonable opportunity for public comment at its meetings and may adopt and enforce reasonable standards governing public participation, including time limits and rules of conduct, to ensure the orderly and efficient conduct of municipal business.

Rules of Public Comment:

**1. Recognition to Speak**

Any individual wishing to provide public comment shall approach the podium only after being recognized by the Chair, or in the Chair’s absence, the Vice Chair or Chair pro tempore.

**2. Time Limit per Speaker**

Each speaker shall be limited to a maximum of **three (3) minutes** per public comment period. The Chair may extend or reduce individual speaking time when necessary to ensure fairness, accommodate the number of speakers, or maintain the orderly conduct of the meeting.

**3. Total Public Comment Duration**

The total time allotted for public comment during any meeting may be limited to **sixty (60) minutes**, unless extended by majority vote of the Select Board.

**4. Identification of Speakers**

For the first time a speaker addresses the Select Board during a meeting, the speaker shall state their first and last name and municipality of residence prior to making comments.

**5. One Opportunity to Speak**

Each individual shall be permitted to speak **once per public comment period**, unless recognized again by the Chair for clarification or additional information.

**6. Content of Comments**

Public comments shall be limited to matters relevant to the agenda item under consideration or, when allowed, to matters within the jurisdiction of the Select Board.

**7. No Repetition**

Speakers are requested to avoid repetition of comments already made in order to allow all interested parties a reasonable opportunity to be heard.

**8. Direction of Comments**

All public comments shall be directed to the Chair and the Select Board as a body. Dialogue between speakers and individual Board members, staff, or members of the audience is not permitted.

**9. Standards of Decorum**

Public comment shall not include personal attacks, abusive language, threats, or comments intended to embarrass or demean any individual, including Town employees, officials, volunteers, contractors, vendors, or Select Board members.

**10. Grievances Against Staff**

Public comment shall not be used to lodge complaints or grievances against Town staff. Such matters shall be handled in accordance with these bylaws.

**11. Chair’s Authority**

The Chair shall have the authority to manage the order, duration, and conduct of public comment to ensure equitable treatment of speakers and the efficient completion of the meeting agenda.

**12. Warnings and Enforcement**

If a speaker violates these rules, the Chair shall issue a warning. If the speaker continues to violate the rules after being warned, the Chair or a majority of the Select Board may take appropriate action, including recessing the meeting or directing the individual to leave.

**13. Removal for Disruption**

If an individual refuses to comply with lawful direction to maintain order, the Chair or a majority of the Select Board may request assistance from law enforcement to remove the individual from the meeting.

**14. Board Members and Public Comment**

A Select Board member shall not participate in public comment except on a matter in which the member has formally recused themselves to protect a personal or property interest. A recused member shall abstain from deliberation and voting on that matter.

**15. Closing Public Comment**

Upon completion of public comment, the Chair shall close the public comment period and return the meeting to Select Board deliberation, discussion, and action.

**Section 233. Remote Participation Policy**

*Pursuant to 1 M.R.S. § 403-B, and after public notice and hearing, the Town of Vassalboro, hereby adopts the following policy governing the participation, via remote methods, of members of the Vassalboro Select Bboard and all Vassalboro boards and committees and the public in the public proceedings or meetings of the Vassalboro Select Bboard and all Vassalboro boards and committees. As used herein, "remote methods" means telephonic or video technology (i.e., audio and/or visual systems) that allow simultaneous reception of information and may also include other means necessary to accommodate disabled persons. Public proceedings may not be conducted by text-only means such as e-mail, text messages, or chat functions.*

**Commented [PL5]:** This should only be for the Select Board. Each board/committee should adopt their own remote participation policy (even if its just a copy/paste of how the Select Board does it).

In accordance with the public policies underlying Maine’s Freedom of Access Act, it is the intention of this body to conduct its business open to public observation.

I. Remote Participation by Members. Members of the body must be physically present for public proceedings at the public meeting location, except when authorized to participate by remote methods under this policy.

a. When remote participation is authorized. Members of the body may participate via remote methods in the following circumstances:

1. when a medical condition of the member or family makes attendance impracticable;
2. when traveling out of state or on a scheduled vacation; or
3. when unexpectedly outside the municipality.

b. Notice to Chair or presiding officer. A member must notify the Chair or presiding officer of the body as far in advance as possible if the member will be unable to physically attend a meeting of the body. The Chair or presiding officer will make a determination that remote participation by the individual member meets the criteria for remote participation stated above.

c. Public access. The public will be provided a meaningful opportunity to attend the meeting via remote methods when any member of the body participates via remote methods. Reasonable accommodations will be provided to any individual with a disability upon request. Members of the public will also be provided an opportunity to attend the meeting in-person.

II. Remote Only Participation. The public body named above may meet solely by remote means if an emergency or urgent situation requires that all members of the body meet only by remote methods. In that circumstance, public attendance may be restricted to remote access only at the public proceeding.

b. The Chair or presiding officer, in consultation with other members if appropriate and possible, is authorized to make a determination that an emergency or urgent situation requires the body to meet only by remote methods and to limit public attendance at the proceeding to remote means only. The Chair or presiding officer's determination will be put in writing and attached to the record of the meeting. Public notice of the determination will be provided as soon as practicable consistent with subsection III.

c. Reasonable accommodations will be provided to any individual with a disability upon request.

III. Public Notice. Notice of all body meetings will be provided in accordance with 1 M.R.S. § 406 and any applicable charter, ordinance, policy, or bylaw. When the public may attend via remote methods, notice will include the means by which members of the public may access the meeting by remote methods and will provide a method for disabled persons to request necessary accommodation to access the meeting. The notice will identify the time of the meeting as well as a location where the public may attend the meeting in person, unless in-person participation is limited in a case of emergency under Section II.

IV. Documents and Materials Made Available. The body will make all documents and materials to be considered by the body available, electronically or otherwise, to the public who attend remotely to the same extent customarily available to the public who attend in person, provided no additional costs are incurred by the body.

V. Roll Call Vote. All votes taken during a meeting using remote methods will be by roll call vote that can be seen and heard if using video technology, or heard if using audio technology only, by other members of the body and the public.

VI. Public Input. If the body allows or is required to provide an opportunity for public input during the public proceeding, an effective means of communication between the members

of the body, participating by remote methods and in-person, and the public, participating by remote methods and in-person, must be provided.

a. The body will accept written comments from the public prior to the meeting, which will be read at a subsequent meeting.

b. The body will make microphones available at the in-person location which will ensure those meeting by remote methods can hear the public comment and speakers to allow those meeting in-person to hear public comments from those meeting remotely.

This policy will remain in force indefinitely unless amended or rescinded.

#### **Section 244. Municipal Official Grievances**

1. No complaints or allegations will be allowed in public concerning any staff member or any person connected to the Town of Vassalboro.

2. Complaints initiated by the public involving Town employees, contractors, or volunteers will be referred to the Town Manager for investigation who will refer to the personnel handbook. The Town Manager will inform the Chair via email with a general explanation of the public complaint.

3. Complaints regarding the Town Manager must be brought to the Chair of the Select Board, either verbally or in writing, for investigation and resolution. If the Chair is unable to resolve the complaint, or if through the Chair's discretion, or through consultation with the Town's attorney, believes it is more likely than not that the Town Manager violated the standards of the personnel handbook, the Chair will call for an executive session to include the full Select Board if unresolved by the Chair.

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#### **Section 255. Participation/Quorum and Voting:**

A quorum for the transaction of any business shall consist of at least three (3) members of the Select Board. Any action or motion by the Board shall require the affirmative vote of a majority of the members present and voting, unless a higher threshold is otherwise required by law. In the event of a minimum quorum of three (3) members, an affirmative vote of at least two (2) members shall be required for a motion to pass.

If a quorum cannot be obtained, the meeting shall be adjourned until a time and place certain. No member may participate or vote in any matter in which the member has a conflict of interest or other disqualification as defined by law. Members have the responsibility to declare conflicts they may have as quickly prior to the consideration of a given agenda item. Any question of whether a member has such a conflict of interest or other disqualification shall be decided by majority vote of the remaining members. Conflict issues shall follow established State Law.

For purposes of transparency and preservation the record for the Town, all motions will be voted on utilizing the following procedure. After a motion has been carried and thoroughly vetted, the Chair will call the vote. In the absence of the Chair, the Vice Chair will call the vote. The Select Board member will call upon each individual Select Board member present by name starting with the Select Board member seated furthest from the Town Manager. Each Select Board member will clearly and concisely verbalize their vote stating either yes, no, or abstain.

A reason for an abstention shall be stated prior to the taking of the vote and shall be limited to:

1. Conflict of Interest - A member might abstain if they have a personal or financial interest in the outcome of the vote, to avoid any appearance of bias or impropriety.
2. Lack of Information - A member might feel they do not have enough information or understanding of the issue to make an informed decision.
3. Absence During Discussions - A member might abstain if they were absent during key discussions or hearings on the matter, feeling that they missed important information and context.
4. Procedural Issues - There might be procedural issues, such as the belief that the process leading to the vote was flawed, making the vote itself invalid or inappropriate.
5. Ethical or Moral Concerns - A member might have ethical or moral reservations about all the options being voted on and prefer not to endorse any of them.

Any order may be reconsidered by motion of those voting in the affirmative, with Board approval. All other orders shall require a motion, second, and recorded vote.

No member may participate or vote in any adjudicatory proceeding, including proceedings on licenses, permits or other approvals, unless the member was in attendance during all hearings thereon or the Board votes in the affirmative the member has adequately informed themselves on the action in the prior proceedings.

#### **Section 266. Minutes**

The Town Manager shall keep an official record of all meetings, which are public proceedings, and the Town Manager may designate staff to take the minutes. The written minutes shall serve as a brief reference, but the verbatim and official record is digitally recorded. The minutes shall at the minimum reflect the following:

1. Date of meeting
2. Place of meeting
3. Select Board members in attendance
4. Town staff in attendance

5. Members of the public addressing the Select Board

6. All executive orders and business considered including what motions were voted on and the voting record per Section 245.

7. Business to be tabled for future action

8. Announcement of future meetings (special)

9. Time of adjournment

10. Person taking ~~m~~Minutes

Recorded and approved minutes will be available to the public at the Town Office, via the ~~T~~own website, YouTube, and other designated places.

**Section 277. Conflict with Laws**

Any conflict or inconsistency between these bylaws and any applicable law shall be resolved in favor of the law.

**Section 288. Amendments**

These bylaws may be amended at any time in writing by majority vote of the Board.

This policy was approved and adopted by the Town of Vassalboro Select ~~B~~oard on ~~May 28~~ ~~Ma~~ ~~reh~~ 5, 2026.

Given unto our hands this 28th day of May, 2026.

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Rick Denico Jr., Chair of the Selectboard

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Christopher French, Selectperson

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Daniel Bradstreet, Selectperson