

**BYLAWS AND POLICIES
OF THE
Select Board
TOWN OF DURHAM, MAINE**

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 except as otherwise provided by law and shall be liberally construed to accomplish their purpose. 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. The Select Board are referred to *State of Maine Statutes* and *Maine Municipal Association Officers Handbook* for explanation of the many roles and responsibilities of the office.

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. A parliamentarian may be elected by the Board.

Section 3. Officers and their Duties

Officers of the Board shall consist of a Chairperson and a Vice Chairperson to be chosen annually at the first Board meeting after the annual town meeting by the current board members. The election of Chairperson and vice chairperson shall be by nomination and vote of the current Board and requires no qualification other than being a duly elected and sworn Selectperson. All members of the Board present at the first meeting are required to vote for the candidate of their choice. The Chairperson shall preside at all Board meetings and shall have authority to rule on questions of evidence and procedure, to maintain order and determine the course of proceedings, and to take such other action as may be necessary and not inconsistent with these bylaws or other law to enable the Board to perform its duties and conduct its affairs. In the absence of the Chairperson, the Vice Chairperson shall preside and shall have the same authority. If the Chairperson and the Vice Chairperson are absent the most senior Selectperson, based on uninterrupted years of service, shall preside as Chairperson pro-tem. If there is more than one senior member, the Chairperson pro-tem shall be chosen by the affirmative vote of a majority of attending membership. The temporary Chairperson is to have and exercise any and all authority conferred upon the permanent Chairperson.

The chairperson or vice chairperson may be removed by a majority vote of the board. Any board member may move to remove the chairperson or vice chairperson during the board member report and that motion shall be taken up at the next meeting during executive session.

The Town Manager and/or Town Clerk or duly authorized town employee shall maintain a permanent record of all Board meetings and all correspondence of the Board, which shall be a public record except as otherwise provided by law. The people's right to know law shall be upheld [M.R.S.A. Title 1, Chapter 13].

The board will act in accordance with M.R.S.A. Title 30-A § 2635,

Quorum: A majority of the Board constitutes a quorum. If a quorum cannot be obtained, the meeting shall be adjourned until a time and place certain.

Section 4. Chairperson Privileges

The Chairperson may move, second, declare by unanimous consent, subject to the following limitations. As it is the function of the Chairperson to preserve order and provide a fair hearing, the Chairperson shall reserve the right to speak first and last on any subject before the Board. If the Chairperson wants to actively participate in the debate in any other manner, they should stand down and call another member to take the chair with the majority consent of the other members of the Board in attendance. The Chairperson should not resume the chair until the pending question is disposed of.

Section 5. Seating Arrangement

Members shall occupy the respective seats in the Board chamber assigned to them by the Chairperson, but any two or more members may exchange seats by joining in a written notice to the Chairperson to that effect.

Section 6. Attendance

No Selectperson shall be excused from attendance at a Board meeting without notification to the Chairperson prior to the meeting. Attendance is expected except when a Board member notifies the Chairperson prior to the meeting.

Attendance shall be defined as present physically.

Section 7. Meetings

Regular meetings of the Board shall be held on the 2nd and 4th Tuesday of each month at 6:30pm eastern time at a location determined by the chairperson and town manager. Special meetings may be called at the discretion of the Chairperson or upon the request of 3/5 majority of the Board, provided, however, that notice thereof shall be given to each member at least twenty-four hours in advance, whenever possible, and that no business may be conducted other than as specified in said notice.

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. The order of business at regular meetings shall be as follows:

1. Call to Order, Pledge of Allegiance
2. Public Comment
3. Motion to the agenda
4. Old (unfinished) business
5. New business
6. Town Manager Report and Communications
7. Fiscal Warrants Minutes of the previous meeting
8. Board Member Reports
9. Executive Session(s)
10. Adjournment

No meetings shall be held via Telephony services, Zoom or like applications unless it is a result of national, state or local emergency, as requested by the Town Safety Officer, Town Manager or Selectboard Majority. In the event of an Administration emergency the Town Manager or Town Safety Officer shall contact the Selectboard chair to facilitate a meeting of the board in the fastest means available.

Section 8. Special Meetings

All meetings other than regularly scheduled meetings shall be considered a Special Meeting. Every reasonable effort must be made to notify all Board members in advance of a Special Meeting. Notice must be made at the town office and by electronic postings such as Town Web Site. A Special Meeting may be called by three methods:

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

Section 9. Meetings to Execute Documents

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

Section 10. Executive Session

Board members are allowed to go into an executive session to deliberate on the matters authorized by 1 M.R.S.A §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 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 the executive session.

The Executive session shall be held in such place as to ensure the privacy of the meeting and the Chairperson shall determine if the public and staff are allowed to attend in the executive session.

All matters discussed during the executive session shall be held in strictest 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. Any violation of this confidentiality requirement shall be deemed to be malfeasance of office and shall subject the offending Board member to sanction by the Board.

No official action shall be finally approved at an executive session.

Since Minutes of an executive session will become public record, they should only be taken when the contents of the meeting are desired to become public.

Section 11. Public to Address Board

Public input shall occur at the beginning of the Selectboard meetings and will be limited to 3 minutes per each individual speaking, not to exceed 30 minutes per public comment session. There will be no debate during this exchange. The Board Chair may on occasion ask for clarification, but this is not required, nor to be expected. If a more formal exchange is needed on a topic, then the individual shall be directed to schedule a future exchange with the Town Manager and Select Board chair for consideration of a future agenda item.

The board has the authority to add an additional public input period on any existing agenda item. The scope of the additional comments must be limited to additional information discussed by the board on the agenda item during the discussion period. The additional comment period will be limited to 3 minutes per individual and not to exceed 30 minutes per comment section.

Section 12. Workshop Sessions

Workshop sessions may be scheduled by the Chairperson for the purpose of disseminating information for Board enlightenment and evaluation or for the discussion or refinement of future agenda items. 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 Chairperson, 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, but an informal vote on any matter under discussion may be taken. Workshop external guests may be required to facilitate subjects and provide input at the discretion of the board members.

Section 13. Agenda Items

All agenda items shall be, under normal circumstances, submitted by the Board members to the Select board Chair eight (8) calendar days prior to any regular or special meetings by 12:00 noon. The Selectboard chair will provide the Town Manager the list of Selectboard agenda items to be added and the Town Manager will draft the agenda and obtain the Chairperson's approval before distribution. If a matter shall arise which was not submitted to the Town Manager within the proper time frame, then that item shall be presented to the Chairperson as soon as possible. The first draft agenda will normally be available through public posting five calendar days in advance of the Board meeting.

Any member of the public may submit a request in writing to have any item be added to the select board agenda. The items will be added at the discretion of the chair and town manager.

Section 14. 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 be for longer period than until the next regular meeting.

Section 15. 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 Chairperson shall convene all hearings by describing the purpose of the hearing and the general procedures to be followed. 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. Every party shall have the right to present its case in the order determined by the Chairperson and without interruption, provided, however, that the Chairperson 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 Chairperson, provided, however, that the Chairman may impose such other reasonable limitations as may be necessary to prevent an abuse of process.

Section 16. Participation and Voting

Any action of the Board shall require the affirmative vote of a majority of its attending membership of not less than three members unless otherwise provided by law. 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. 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. Abstentions shall be limited to conflicts of interest, which shall be stated prior to the taking of the vote. Conflict issues shall follow established State Law.

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.

All members who are in attendance and not disqualified as provided herein shall vote in every matter to be voted upon unless excused by the Chairperson for good cause shown. Those in attendance, in such circumstances, who refuse to vote are regarded as having voted affirmatively, i.e. for the proposition, or to have voted with the majority.

Section 17. Meeting Length

All Board meetings, workshops or executive sessions should, except in extraordinary circumstances, adjourn at or before 9:00 p.m. Meetings may be extended by a majority vote of the attending Board members.

Section 18. Conflict with Laws

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

Section 19. Amendments

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

Section 20. Right of Appeal

Any member may appeal to the Board from a ruling of the Chairperson. If the appeal is seconded, the member making the appeal may briefly state their reason for it, and the Chairperson may briefly explain his ruling. There shall be no debate on the appeal, and no other Selectperson shall participate in the discussion. The Chairperson shall then put the question, "Shall the decision of the Chair be sustained?" If a majority of the members in attendance vote in favor, the ruling of the Chairperson is sustained; otherwise, it is overruled.

Section 21. Minutes

The Town Clerk shall keep an official record of all meetings, which are public proceedings, and the Chairperson/Town Manager shall designate staff or a Board member to take the Minutes. The written minutes shall serve as the official record and any recording media is supplemental. The Minutes shall at the minimum reflect the following:

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

5. Members of the public addressing the Board
6. All executive orders and business considered
7. Business to be tabled for future action
8. Announcement of future meetings (special)
9. Time of adjournment

Recorded approved minutes will be available to the public at the Town Office or the Town of Durham Website. Supplemental recordings will be available via the Town of Durham Website.

Section 22. Standing Committees, Special Committees, Board Liaison

1. No select board member shall serve on the following committees or boards:
 - a. Planning Board
 - b. Budget committee
 - c. Appeals board
 - d. Conservation commission
 - e. Capital Improvement Process Committee
 - f. Historic District Commission
2. Standing Committees shall be established by the Board on the recommendation of the Chairperson at a regular or special Board meeting.
3. The Chairperson shall appoint selectpersons, as appropriate, to all standing committees, but two or more members may exchange assignments by joining in a written request to the Chairperson to that effect and acted upon at a regular or special Board meeting.
4. The Chairperson shall appoint members to special committees and boards except as otherwise established by Board action.
5. Committee meetings: All committee meetings will be called by the chairperson of the respective committee with the consent of the regular members. The Chairperson of the Board or their Selectperson designee is an ex-officio member of all standing committees.
6. Standing Committee action shall be referred to the next regular meeting of the Board, except that as an emergency measure the Selectperson may take action at any regular or special Board meeting.
7. Actions approved by Standing Committees shall be forwarded to the full Board as affirmative motion without need of a second.

Section 23. Administration Function

1. Functions of the Board
 - a) All letters of correspondence written by one member of the Board who is representing the Board shall be pre-approved by the Board at a regular meeting of the Board.
 - b) While in the office maintaining daily activities, one member of the Board may not take action or make any decision, but merely serve in an advisory capacity to bring information back to the other Board members during the regular meeting of the Board.
 - c) While in office, all Board members are to maintain dignity and respect for all other members of the Board.

d) Correspondence for the Board shall be reviewed by the Board at the regular or special meeting and said correspondence is not available to the public until it has been noted at a regular or special Board meeting.

e) If a Board Member asks for information and the Chairperson denies it, because of cost and the research is going to take up too much Town employee time, it can be brought forward as an agenda item and will be voted on by the Board.

Section 24. Public Comment Periods

A Board member shall not be permitted to speak as a member of the public during any public comment periods, except on a matter where the Board member has recused themselves in order to assert or protect their personal interests or property rights.

Section 25. Appointment Protocol

1. Re-appointments

a. All appointed terms of board and committee members shall be considered to begin on 1st day after the annual Town meeting. unless filling the incomplete term of another member Members appointed to complete a vacated term shall serve from the date appointed and sworn into the term expiration.

b. The Town Clerk shall submit to the Select Board at their first regular meeting of the new SB term, a list of all appointed board and committee members whose terms are due to expire. Prior to submittal the Clerk shall ask the board/committee chairs to ascertain to the best of their ability whether the member desires to serve another term and forward that information to the Select Board along with the list.

c. If unforeseen circumstances prohibit the Select Board from making appointments prior to the new term the existing members shall serve until re-appointed or the position refilled.

2. Filling Positions Vacated by Resignation Prior to the End of a Term

a. Upon receipt of written resignation public notification will be made by the board or committee from which the resignation is occurring announcing the resignation as a formally stated agenda item at the next regularly scheduled meeting.

b. After the announcement of the resignation at the board or committee meeting, the formal acceptance of the resignation will be an agenda item for the next available Select Board's Meeting.

c. After the Select Board accepts the resignation, an advertisement for interested candidates will be posted on the Town's website, Facebook page, Cable TV channel, electronic sign, and, if deemed necessary by the Town Manager, in the local newspapers. Applications will be accepted for a 30-day period from the date of publication. After applications close, all applications will be forwarded to the board or committee for consideration at their next regularly scheduled meeting. If no applicants are received within 30 days the position will remain vacant until a suitable candidate has been found.

d. Consideration of candidates will then appear as a formally stated board or committee agenda item at the next regular meeting wherein the board or committee will make a recommendation for the appointment to the Select Board.

e. The recommendation will then be submitted to the Select Board and considered as an agenda item at the next regular Select Board's Meeting.

f. The Select Board will make an appointment within 30 days based on the qualifications and background of the candidates seeking the position and the recommendation of the board or committee. i. In the case of the Planning Board and the Zoning Board of Appeals the Select Board requires that the candidates attend the meeting in which their membership is to be considered.

3. Removal of Members

a. Non-attendance – the Select Board shall, at the review and request of a board or committee, consider the removal of a member from such board or committee for repeated and continual absences without notification to the board or committee and good cause.

b. Conflict of Interest – the Select Board shall rely on *30-A MRSA § 2605 Conflicts of Interest* as the basis for consideration of removal of a member of an appointed board or committee.

4. Complaints Brought by the Public

a. Should any member of the public bring a complaint regarding the conduct of a board or committee member or their ability to serve in their capacity to the attention of a board, committee, the Select Board or the Town Manager, the complaint shall first be forwarded to the board or committee on which the member serves to be reviewed at their next regularly scheduled meeting. A review of the complaint shall be conducted, and a recommendation be forwarded to the Select Board. The Select Board shall then hear the complaint at their next regularly scheduled meeting independent of any action or the involved board as required by law.

b. The Select Board shall schedule a hearing in executive session at their next regularly scheduled meeting to determine if the complaint has merit and if so to consider the removal of the member. This hearing shall be open to the complainant and the member and shall be held in public at the request of the member. Should the members be unable to attend a scheduled hearing it shall be rescheduled to accommodate their attendance.