



**TOWN OF MADISON**  
CONNECTICUT  
06443-2563

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**MEETING DATE:**

Wednesday, January 21, 2015

**MEETING PLACE:**

Town Campus - Room B

**SUBJECT TO APPROVAL**

**Charter Review Committee  
Special Meeting  
Minutes**

Members Present: Joan Walker (Chair), Bill Gladstone, Diane Stadterman, Dotty Bavin (Vice Chair), Scott Scherban, Jim Deephouse and Deb Heinrich.

Others Present: Alma Carroll, Director of Town Services; Dave Anderson, Town Planner;

The subcommittee convened at approximately 7:34 p.m.

**1. Public Comment.**

None.

Chairwoman Joan walker opened the agenda to review the meeting calendar. The committee agreed to move the scheduled regular meeting on Friday, February 6<sup>th</sup> at 7:30 a.m. to Thursday, February 5<sup>th</sup> at 7:30 a.m.

The committee also discussed their plan to have a final draft to the Board of Selectmen on February 13, 2015 and the need for a review by the town attorney. Ms. Stadterman cautioned that the attorney should not review until after the Board of Selectmen reviews the changes. Ms. Carroll then read the state statute guideline / timeline and noted that the attorney would not be involved at this point. The committee agreed to move forward as previously planned.

**2. Review and take action on prior meeting minutes.**

**MOVED:** by Diane Stadterman and seconded by Bill Gladstone to accept the regular meeting minutes of January 14, 2015.

**VOTE:** This motion was approved with five votes in favor and two abstentions.

**3.** Discuss and take action on approval of Extended Town Meeting language.

The drafted language was read aloud for the committee and change of “electors” to “voters” in Sec. 2.2.4 was noted by Mr. Deephouse. The committee discussed the difference in these two terms and agreed that Mr. Deephouse’s suggestion to change the terms was correct.

Mr. Scherban asked the committee to discuss the concerns brought up by the Town Clerk’s Office and a member of the public at the 1/14 Public Hearing. He summarized that there were budgetary concerns for the extended voting hours and salary needs for the Town Clerk’s Office to be open early / late one day during the extended voting period.

Mr. Gladstone stated that this is the cost of democracy and that there will have to be a budgeting provision for these changes.

Mr. Scherban stated that some people have commented to him that there should be a threshold of public needed at the initial town meeting before the meeting is extended.

Ms. Bavin stated that Town Meetings will be called less frequently based on the new thresholds. The need for Extended Town Meeting will happen only once every so many years, not several times per year.

Ms. Stadterman stated that there will only be an extra 6 hours of salary time needed for the Town Clerk’s office during the extended voting period.

Ms. Walker stated that there was a lot of support for the Extended Town Meeting in the public based on the comments received and the discussion at the Public Hearing on January 14<sup>th</sup>.

Ms. Bavin stated that again Town Meetings will be seldom and if there is an extra expense it will very rarely happen.

Mr. Gladstone stated that there will be Town Meetings less frequently but that they will probably happen a couple of times per year.

Ms. Walker stated that the point was to get as much participation and votes as possible.

Mr. Gladstone stated that the committee is making Town Meetings more substantive and allowing people to vote for more time to increase participation.

Mr. Deephouse suggested that there could be language added that would encourage or permit electronic voting. He noted that the Charter is a 10-year document and language should be included so that within the next 10 years if State Statute changes, then the Charter regulations on voting could change along with the state.

Ms. Heinrich agreed and suggested that the language be added to reference state statute voting regulations.

Mr. Scherban then suggested that language be added to state that if the Town Meeting reaches X members of the public, then it will be extended. If the threshold is not reached, then the meeting would not be extended.

Mr. Gladstone stated that this could be accomplished through ordinance and that the Charter revisions should be done as simply and clearly as possible. He noted the previous discussions of the committee regarding the procedures which would also not be included in the Charter.

Ms. Walker stated that she felt the language needed to allow the Extended Town Meeting regardless of threshold at the Town Meeting. She stated that she preferred to allow the four days extended voting time automatically so that the public is always aware of the voting period.

Ms. Bavin stated again that it will be unusual to reach the new threshold for calling a Town Meeting (roughly \$230k).

Ms. Stadterman recapped why the committee had brought the Extended Town Meeting to discussion and stated that the comment from the public was that items are passed at Town Meeting because no one shows up and that there is a lack of participation. The committee then went ahead with the Extended Town Meeting proposal instead of changing the form of town government. She stated that the committee was aiming to get residents involved and make the process as easy as possible and that the Extended Town Meeting seems to solve these issues.

Ms. Heinrich asked if there was any reason why the BoS could not call a Charter review prior to the 10-year expiration to discuss a certain section. It was agreed that it had to be at least 5 years after the approval of the Charter before the BoS could call for the review of a particular section. Ms. Heinrich then stated that the town should pay close attention to the review of the Extended Town Meeting going forward and make note of how many people attend Town Meetings, how many people vote during the extension and whether this data warrants another review of this section in 5 years.

Mr. Gladstone stated that a member of the public also suggested this idea at the Public Hearing last week.

Ms. Stadterman stated that the committee could recommend this review but that it couldn't be in the Charter. She also suggested that the language in the Charter could be made even more vague and then it can be strengthened in Ordinance so that if needed, the rule could be changed in the future without waiting the 5-year period.

Mr. Gladstone stated that it was important to keep this language intact because the public was very concerned about being able to vote during the extension. He suggested adding language along the lines of "this rule will stand as-is unless amended by Ordinance".

Ms. Stadterman cautioned that the town attorney may state that this suggested language contradicts state statute.

Ms. Carroll stated that there were budgetary needs for the staffing on the day of extended voting hours. She stated there was a combination of different job functions being needed for the Extended Town Meeting (i.e. Registrar, Town Clerk, etc.). She also cautioned that people attend the Town Meeting and don't recognize it as being different from a Public Hearing. The extension isn't a huge deal, although it is a concern, but the bigger concern that the Town Clerk's office has is how to get the information to the public prior to the Town Meeting so that they are informed beforehand and come prepared to vote.

Ms. Walker asked the committee to consider and draft Mr. Deephouse's language change. She asked the committee to discuss the initial count at the Town Meeting, versus carrying the ballots from Town Meeting and not counting them until the end of the four day voting period.

Ms. Heinrich stated that the options should not be written into the Charter, but should be part of the ordinance.

Mr. Gladstone stated that this should be written in detail in ordinance so that it can be refined in the future because the procedures are likely to need refinement.

Ms. Bavin agreed that the procedure should be in ordinance. She also stated that Town Meetings will be less likely and when they are held, she would hope that there would be a quorum because the call of the meeting would be for a greater expenditure. She stated that, for reference, the Public Hearing last week had only roughly 30 residents in attendance. She also suggested that there needs to be more information provided to the public in advance of the Town Meeting. Again, the Charter should be as simple as possible and the regulations should be in ordinance to allow flexibility.

Mr. Scherban stated that he agreed with the concerns and that if the procedures could be in ordinance, they should be put there. However, the votes should not be publicized during the extended voting time.

The committee agreed that the outcome of the initial vote at Town Meeting would not be publicized before or during the extended voting period. The outcome of all votes would be made public after the meeting was adjourned.

Mr. Gladstone asked if these guidelines apply to a Petitioned Town Meeting as well.

Ms. Stadterman reminded the committee of the changes that they had made to the threshold and quorum requirements for the Petitioned Town Meeting and the work that they put into these changes.

Ms. Heinrich stated that these two types of town meetings are entirely different. She then suggested that the Petitioned Town Meeting requirements should be left as-is and the Extended Town Meeting guidelines would not apply to the Petitioned Town Meeting.

Mr. Gladstone stated that his initial thought is that his is a good idea. A Petitioned Town Meeting is rare however, if there is a Petitioned Town Meeting, the public may be upset that there isn't extended voting times.

Ms. Stadterman stated that a Petitioned Town Meeting is an entirely different form of Town Meeting and the rules are completely different. She read aloud Sec. 2.1.4.4 for the committee.

Mr. Deephouse stated that the Extended Town Meeting procedures could be applied to a Petitioned Town Meeting as, if there aren't 500 votes cast, then the meeting doesn't meet quorum. He noted that all the committee is doing is giving extra time to vote, but if there are different quorum requirements, then that is where the outcome will change.

Ms. Carroll agreed and stated that the language for Petitioned Town Meeting references voting will follow as normal with all Town Meetings and if all Town Meetings are becoming Extended Town Meetings, then a Petitioned Town Meeting would follow the extended voting criteria.

Ms. Walker then reviewed the changes suggested regarding online voting and voting changes. Ms. Stadterman stated that state statute supersedes all voting rules in the Charter and that if the statutes change, then the rule for the town would change and would not need to be referenced in the Charter. The committee agreed.

Mr. Gladstone stated that this can also be clarified with the town attorney.

Ms. Heinrich stated that the language to allow electronic voting could be specified in the beginning of the Charter, not just for Town Meeting voting, but for all voting (i.e. referendum, etc.). She reviewed the language in the Charter which references state statute and reviewed with Mr. Deephouse if he still felt it necessary to reference online voting specifically. She also mentioned that at the recording of the Public Hearing, the representative from Madison Cable TV stated that the recording would be broadcast the following day. With this information in mind, this is a good sign that the recording of a Town Meeting would be available the day after a town Meeting.

Ms. Walker then confirmed with the committee that everyone was in agreement with the proposed language and that the discussion had concluded.

**Ms. Walker called for a vote on the approval of the suggested Extended Town Meeting language and the motion passed unanimously.**

Sec. 2.1.2 to read:

At least 10 days prior to the call to order of the meeting, there shall be notice of any Town Meeting published in a newspaper having general circulation in the Town. The Board of Selectmen shall make up the call of the meeting and publish notice thereof, listing the items of business to be considered and the times, dates and location for the extended town meeting. Where other legal notice or publication is required by this Charter or the General Statutes, it shall be published in a newspaper having general circulation in the Town.

Sec. 2.1.3 to read:

There shall be a Town Meeting moderator who shall be elected at each Town Meeting by the majority of the members present at the call to order of the Town Meeting. Duties of the moderator shall be defined by ordinance.

Sec. 2.2.4 to read:

Voting shall be allowed by all ~~electors~~ voters present at the meeting and at the Office of the Town Clerk during normal business hours provided that voting hours at the Office of the Town Clerk shall be from 6am-8pm on at least one of the four voting days as determined by the Board of Selectmen for four business days starting the first business day following the call of the meeting, as set forth in the call of the meeting. The extended town meeting shall automatically adjourn at the conclusion of that period. A recording of the initial meeting will be made available to voters. Any vote cast by a qualified ~~electors~~ voter during the period of the extended town meeting shall count toward the quorum requirements of this Charter and whether the question(s) presented is/are carried.

4. Discuss and take action on approval of Town Manager Position.

Ms. Walker asked the Committee to discuss this item and to determine if more research was needed.

Mr. Anderson stated “additional layer of bureaucracy he stated that the committee should redefine the First Selectman position. The committee should also add language to trigger the Town Manager. He suggested language that gave a time threshold, for instance, if a Town Manager was not implemented by 2018 then the position would be automatically implemented.

Ms. Bavin stated that the voters of Madison should make the determination to implement the position and not the BoS. She felt that the empowerment in the Charter is one step, but that the implementation of the Town Manager was a different vote. She stated that the town has changed and accomplished many things over the last couple of decades and that the town has come a long way and has an outstanding bond rating, capital projects, self-funded insurance, clean audits, wonderful schools, citizen participation on B&Cs, etc. and the Town is not broken? She commented that if the committee feels that moving in the Town Manager direction is what the voters want, then they need to make this determination. She cautioned about putting something in a Charter for enactment of the Town Manager position. She also stated that the salary of the First Selectman is not commensurate with Public Works Director, Beach & Rec Director, etc. and therefore would not be commensurate with the Town Manager position. She referenced the town of Cromwell and stated that they went to a Town Manager a few years ago and that after 13 months the employee resigned and that there are other towns that have experienced this same thing.

Ms. Walker responded that there are at least 36 other towns that have a Town Manager and/or Town Council set-up and that although Madison is not “broken” there is a high degree of frustration to address, as well as the need for professional management. There are certain things like long-term planning that should be happening on a regular basis. The BoS doesn’t seem to get to long-term planning because they are working on other items. There are also structures that should be followed in regard to employee review.

Mr. Gladstone stated that the Town has many great staff members but we have also had a few terrible staff who can wait-out the First Selectman; if the employee transgressed badly enough the new First Selectman would start over to try to terminate them. With a Town Manager there wouldn’t be this wait-out period for a new First Selectman. The staff oversight would be better with a Town Manager.

Mr. Scherban stated that this is a good point, so long as there was a good Town Manager in place, who stayed in the position.

Ms. Walker stated that the committee needed to take into consideration that every senior staff member that has come to the committee meetings has endorsed for a Town Manager. She also stated that she has encouraged for those residents in favor of the Town Manager to submit a comment to the committee for the record. She is concerned that there are things that could be done better, as she sees firsthand from her position on the BoS. The system isn't completely broken, but the Town Manager brings the town to the next level where it needs to be. There is a privilege in having someone on staff that is responsible for knowing the correct way of proceeding with town projects, with staff relations, etc.

Mr. Scherban stated that he agreed with Ms. Bavin's comments. He stated that the residents he has spoken to during this process have expressed that they do not think that anything is broken and that a major structural change is needed. He does not think the Town Manager is wanted based on his discussion with other residents. He stated that he has children in three different town schools and speaks with a large variety of residents of the town.

Ms. Heinrich stated that she agreed that the voters should make this decision. She stated however, that Town Managers in other towns tend to provide a great amount of communication to the town. The relationship between the town and the residents is enhanced through the Town Manager. She noted that the Town Manager would focus more on long-term planning.

Mr. Gladstone stated that it isn't for the committee to decide and that it is for the residents to decide. He stated that the residents should have the vote to implement the Town Manager, or not. He suggested bringing forward 2 Charters for the public to vote on. He also stated that the consensus from the January 14<sup>th</sup> Public Hearing was that there were people who didn't like the Town Manager, but perhaps because they weren't sure of what the Town Manager position entailed. He also suggested that the committee needs to be upfront about the cost for the Town Manager and that the structure would be comparable to the Superintendent and the BoE relationship. He stated that the committee has not presented enough information for the public to make an informed decision. For the sake of the town, the committee should put together a proposal and job description that provides enough detail. There should also be example of other towns that have successful Town Managers and the information should be upfront about the salary cost. The information should be presented prior to and discussed at the next Public Hearing.

Ms. Heinrich asked the committee if the item to vote on was whether to go ahead with a presentation to the public.

Mr. Gladstone responded that the committee should be prepared that the vote for a Town Manager would be separate from the vote on the rest of the Charter. He also stated that the committee needs to present the information clearly enough to portray what was involved, what the position will cost, etc.

As an example, he noted that the town implemented a Finance Director because it was needed, although there was a time when the position wasn't necessary. He stated that like the transition to a Finance Director, the time for a transition to a Town Manager may be now, but it may be at a later date. Ultimately, the committee doesn't get to decide this.

Mr. Anderson commented that right now, the town doesn't have the option for a Town Manager.

Mr. Gladstone agreed but stated that the residents should vote either yes or no for a Town Manager; there should be no "maybe" option.

Ms. Stadterman stated that this is a direction the town needs to go in for the continuity factor as it does take a First Selectman a few months to get up to speed after election. There is more that the committee and the town can do to fix this continuity issue and the Town Manager allows the committee to enable the concept in the future. If the town says "no" to the Town Manager at the November vote then all of the work that the committee has done to implement the Town Manager in the Charter goes out the window. She noted that she did not think it was a good idea to take two versions of the Charter to the public for a vote. The BoS can write the referendum the way they want and there can have separate votes on separate sections of one Charter. She also cautioned the committee that at some point in time, the changes have to be reconciled and this will be logistically very hard to do; and that the committee needs to have a clear presentation to the BOS on 2/23 as well.

Ms. Heinrich stated that one potential option is to present the Charter to the BoS with all of the changes and corrections. Then, there could be a vote on Extended Town Meeting with changes noted with directions to the public that if they vote yes for the Town Manager, further changes in the Charter will occur.

Ms. Stadterman stated that she was having a hard time seeing how the committee could accomplish this.

Ms. Walker responded that logistically this could work by going through and changing references to the First Selectman to the "Chief Executive Officer". Then the vote would be "the First Selectman is the CEO" or "The Town Manager is the CEO". The problem will be in the policy of the BoS.

Ms. Heinrich responded that there would be more changes to address in the Charter for the Town Manager / First Selectman.

Mr. Scherban stated that the committee should present to the public a separate vote on Town Manager, Extended Town Meeting and the other changes made (grammar, clarity and thresholds, etc.).

Ms. Stadterman stated her concern that there are no provisions in the Charter for a position similar to, but not, a Town Manager. She stated that if the town votes down the Town Manager, then the committee has lost all opportunity to have any kind of Town Administrator position as part of the Charter. There should be something in the Charter indicated that the town can have one of these positions.

Ms. Walker stated that there would still be an issue about who the town staff reports to with a Town Administrator versus the Town Manager.

Mr. Gladstone stated that the committee should “put all eggs in one basket” and provide the most complete Charter, as one document and one vote.

Ms. Walker commented that in order to do so, the committee needs to designate the duties of the Town Manager versus the duties of the First Selectman in the Charter.

Ms. Heinrich stated that this wasn't as easy as changing language to CEO instead of First Selectman or Town Manager.

Ms. Walker responded that there are the general powers of the First Selectman and the duties of the First Selectman which covers three paragraphs in the Charter. She stated that the committee should focus on the language changes to the Charter, specifically and not changes to regulations.

Ms. Stadterman stated that there are more changes than just those to the First Selectman position and Mr. Scherban stated that the First Selectman will retain some of their functions as well.

Mr. Scherban also suggested that the committee look at Charters from towns that had a Town Manager to use as a reference for the language changes.

Ms. Walker then volunteered to contact the Town Manager association that she had consulted with earlier and to review with them the Town Manager set-up for a Town Meeting / BoS form of government.

Ms. Heinrich stated that the committee should ask this association to review the Charter and make suggested changes. The Extended Town Meeting changes were simple compared to the Town Manager changes and the Extended Town Meeting changes were still very complicated.

Mr. Gladstone suggested the committee review Avon's Charter and read aloud parts of the Town Manager section of their Charter. Mr. Gladstone suggested that Madison considers an upper majority vote for hiring / firing this position. He also read aloud the duties of the Town Manager. He also suggested the committee review the Wethersfield Charter.

The committee discussed the make-up of these other towns and the difference(s) of Town Councils versus BoS governments. Mr. Gladstone also read aloud the Town Council information for Avon and noted that it was very similar to the Madison BoS except that the Town Council votes in the head (i.e. First Selectman) and all of the Town Council members are not compensated.

Mr. Deephouse stated that he had been thinking about the duties of the First Selectman and he remarked that he was concerned that a number of proposed changes will result in a faction of the public ensuring that the Charter gets voted down. He commented that the committee should not submit the Charter for an overall vote, but that the Town Manager should be a separate vote.

Ms. Walker questioned if the committee could suggest that the vote be structured for separate items.

Mr. Deephouse agreed that the recommendations for change could be voted on separately.

Ms. Heinrich then suggested that there be two votes, one for the Charter changes including the Extended Town Meeting format, and one for the Town Manager position.

Mr. Scherban stated that he felt there little support for a Town Manager based on the comments in opposition to this idea at the Public Hearing on January 14<sup>th</sup>, whereas the Extended Town Meeting concept had more members of the public in favor of it.

Mr. Gladstone stated that the Extended Town Meeting was fundamentally liked by the public because of the opportunity it provides for greater participation.

Ms. Walker then suggested again that the vote be separate for these two new concepts and that the vote for the Town Manager position should state that the language empowering a Town Manager will be added to the Charter and that Charter 4.2 would be changed.

Ms. Carroll responded that she thought the BoS needed to present one Charter to the public, but that the vote can be on different sections.

Ms. Walker then volunteered to call the town's legal counsel to ask about the proper way of going forward so that the vote can be done separately. She will give her information to the committee after this discussion.

Mr. Gladstone also volunteered to draft the Town Manager Charter language regarding duties, and to circulate a draft. Ms. Walker volunteered to suggest

changes to the current Charter to incorporate the Town Manager language that Mr. Gladstone will draft.

This information will be presented to the committee and then discussed at the next meeting on 1/30.

Ms. Carroll then reviewed the suggested timeline for voting on these Charter changes at the November 2015 election. She noted that there was roughly a one-month window of February – March for the committee to submit the Charter to the BoS for review.

The committee agreed to still present their progress to the BoS on 2/23, if the draft isn't submitted on this date, then the committee should schedule another Public Hearing before the submittal of the draft.

**5. Continue discussion on the Board of Finance role in the Charter.**

Ms. Walker read aloud her suggested change to Section 10.7. The committee agreed to discuss and approve this language at their next meeting.

The committee discussed the need for this language. The committee also discussed the “unanticipated” requirement for the Special Appropriation language. Ms. Walker brought up an example of where there could be a loophole for the “unanticipated” expenditure versus something that was anticipated but was removed from the Budget but then is necessary at a later point in time.

**6. Update / Discussion on Short-Term Items List.**

- a. Preamble – Budget definition and terms
- b. 2.1.1 – Revise for Extended Town Meeting guidelines
- c. 3.3g – Re-word
- d. 4.1.4 A - Hiring / Terminating employees
- e. 4.1.4 B – Acceptance of Roads.
- f. 7.2.4 – move to hiring / firing responsibilities under the Chief Executive
- g. Charter items that can be moved to Ordinance.
  - i. Preamble / Voter Definition
  - ii. Sec. 2.1.1 - Publication of Notice of Town Meetings
  - iii. Sec. 2.1.4.1 – Annual Town Meeting scope
  - iv. Sec. 2.1.4.2 – Annual Budget Reconciliation Meeting
  - v. Sec. 4.1.1 A – BOS Meetings
  - vi. Article VIII, 8.1 – Boards and Commissions rules
    - a. Candidate appointments / party rules
  - vii. Article VIII, Section 8.1 – Executive authority of the three benefit/pension committees
  - viii. Article XI – Miscellaneous Provisions Sec. 11.5 to 11.5.3.

This item was tabled until the next meeting.

**7. Public Comment.**

None.

**8. Adjourn**

There being no objections, Chairwoman Joan Walker adjourned the meeting at 9:35 p.m.

Respectfully submitted,

Lauren Rhines  
Recording Secretary