



**TOWN OF MADISON**  
CONNECTICUT  
06443-2563

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**MEETING DATE:**

Friday, January 30, 2015

**MEETING PLACE:**

Town Campus - Room A

**SUBJECT TO APPROVAL**

**Charter Review Committee  
Special Meeting  
Minutes**

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

Not Present: Scott Scherban

Others Present: Stacy Nobitz, Finance Director; Mike Ott, Director of Public Works; Deb Milardo, Manager of Human Resources; Jennifer Tung, Board of Finance.

The subcommittee convened at approximately 7:31 a.m.

1. Public Comment.
2. Review and take action on prior meeting minutes.

**MOVED:** by Diane Stadterman and seconded by Dotty Bavin to accept the regular meeting minutes of January 21, 2015.

**VOTE:** This motion was approved unanimously

3. Discuss and review possible language for the responsibilities of Town Manager position.

Ms. Walker suggested to the committee that the responsibilities of the First Selectman be reviewed first and the committee agreed.

After review of the proposed changes as noted in Agenda Item 4, the committee began review of the Town Manager responsibilities. Ms. Walker

gave the committee an overview of her proposed changes to Sec. 7.3. Mr. Gladstone and Ms. Heinrich gave small changes to tighten the language. The committee discussed in particular the language that stated the "Town Manager shall devote his full time to the duties of this office". Ms. Milardo stated that this language was found in many Charters and gave an example of a Town Manager who then runs for town office in their home municipality and then cannot devote full time to this position. This language ensures that this employee will not serve another employer.

Mr. Gladstone stated that this language then would help to provide grounds for a reason for removal as well.

Ms. Stadterman commented that while she would want the employee to be an at-will employee, she believed the committee had been given information to indicated that it would be hard to find a truly at-will employee. She also questioned if the town would be prohibiting themselves from filling this position because the caliber of applicants would be diminished.

Ms. Milardo stated that a lot of municipalities have moved to a "just cause" standard because the politics can be difficult and at-will gives a lot of power to politicians. Conversely in Hartford, each Department Head has to tender their resignation at the voting in of a new mayor. She stated that she thought that a contract would need to be in place even for an at-will employee, in order for an applicant to accept the position.

Ms. Stadterman then asked Ms. Milardo for her suggestions on how to re-word the section so that the town would find qualified applicants while also ensuring that the town could remove an employee if they weren't working out.

Mr. Gladstone then questioned if this language precludes the town from having an employment contract for this position.

Ms. Milardo responded that the town could still have a contract. When the right applicant was found, then the language would be added to the Conditional Offer Letter. The town could also then work with its legal counsel to input the language which would allow for the removal of the employee. She also noted that the School Superintendent and the Chief of Police are under employment contract. The procedures for a Town Manager contract would be similar to these two positions.

Mr. Gladstone added that the language in Sec. 7.3.1.C would also appease the applicant because it would take a super majority of the BoS to remove them from their position.

Ms. Heinrich asked for clarification on proposed Sec. 7.3.3 regarding the appointment of a temporary COO.

Mr. Gladstone stated that the intent is to not let the BoS leave the position unfilled and revert back to the structure without a Town Manager.

Ms. Stadterman responded that the language should be changed to say the BoS “shall” appoint the temporary COO, not “may” appoint them.

Mr. Ott then questioned what would happen after the 360-day period if a replacement was not appointed.

Ms. Stadterman also questioned what would happen if the town decides the Town Manager isn't working out and they don't want a Town Manager anymore. The committee agreed that then the townspeople could vote again at referendum.

Ms. Heinrich stated her concern that the committee should avoid an instance where a future BoS could wait-out the 360 time frame and then the position of the Town Manager is removed from town government.

Mr. Gladstone cautioned that then the townspeople could sue the Board for not following the rules of the Charter.

The committee discussed as to whether the vote needed to be taken again because the Board could not find a qualified applicant to fill the position. Ms. Walker therefore suggested adding 7.3.1D which would state “If a Town Manager position has been approved, the only way to remove that position is by referendum”.

Ms. Nobitz suggested that language could be added to Sec. 7.3.1.A to indicate that the BoS shall appoint or remove the Town Manager through referendum. The Committee agreed to the revise the language to state “Upon approval of referendum, the Board of Selectmen shall appoint or remove the position of Town Manager as Chief Operating Officer of the Town”.

Ms. Walker then stated that the committee still needed to address what would happen if the Town Manager position was vacant.

Mr. Gladstone stated that he felt the town should have faith that the BoS would fill the position within a one-year period.

Ms. Nobitz questioned if the Charter needed to say something specifically about this possibility.

The committee discussed the rules for the time frame for hiring a new COO. Ms. Milardo suggested removing the second sentence and adding language to say, “the BoS shall make a formal appointment to the position of Town Manager within 365 days”. At that point in time, there is language that appoints a temporary COO, but within one year, the position needs to be filled.

Mr. Ott commented that this type of situation happened with the building official. The state statute is open-ended and only states that the temporary position can be filled for up to 180-days.

Mr. Gladstone then suggested changing the first sentence to read that the BoS “may appoint a Temporary Town Manager to serve at the pleasure of the BoS. The BoS shall make a formal appointment to the position of Town Manager within 365 days from the date of vacancy”.

The committee then discussed proposed Sec. 7.3.4 and Mr. Gladstone clarified that this language reflects that in the absence of the Town Manager, the acting COO would be an existing town employee. The committee also discussed whether this position was needed in the Charter. Ms. Walker noted that this language would apply if the COO needed to be out of work for a medical reason, etc. Ms. Stadterman stated that the language for the First Selectman noted that if a COO wasn't designated already, then the First Selectman was the COO. Ms. Walker responded that the language pertaining to the First Selectman COO duties would apply if a Town Manager position wasn't implemented. If a Town Manager position is implemented, then the First Selectman is only the CEO, not the COO.

Mr. Ott then questioned what currently happens if the Chief of Police goes out for a medical reason, etc. and if this likelihood was addressed in the Charter? The committee then agreed to remove proposed Sec. 7.3.4 as language such as this is not noted for any other hired position in the Charter.

Ms. Walker asked the committee if they had enough to then review and approve the language for this and item 4 at the next meeting and the committee agreed.

**4. Discuss and review possible language for the responsibilities of First Selectman position.**

Ms. Walker began the discussion with an overview of her conversation with the town's legal counsel pertaining to these changes. She was informed that the town cannot submit two charters for a vote. She then reviewed her language changes to Sec. 7.3 and noted that these changes allow the committee to put the Charter forth with a separate referendum question that would ask “do you want the BoS to implement a Town Manager” or something to that effect. There can be a specific question on the referendum and the language which allows the Town Manager will be in the Charter regardless. She stated that she felt this allowed each voter to have a say in the future of this position.

She then reviewed the breakdown of the First Selectman role into two categories, the Chief Elected Official and the Chief Operating Officer, and

noted that if the Town Manager vote does pass, then the Town Manager would assume the responsibilities of the Chief Operating Officer.

Mr. Gladstone asked for clarification in the CEO duties and noted that the First Selectman may designate lobbying duties to someone else.

Ms. Walker responded that the First Selectman could delegate a responsibility to someone who works for them at any time. She also stated that she included 5 basic CEO duties, but that not having been a First Selectman with firsthand knowledge of any other duties, she left the items fairly broad. She also condensed the current General Powers and General Duties into one section, titled General Powers and Duties.

Mr. Ott stated that the proposed 4.2.1.A.3 should reference a longer planning horizon, but suggested that a year not be input at all, instead the language should just be "Long-term Strategic Town Plan".

Mr. Gladstone agreed and stated that the time frame could be governed in ordinance.

Mr. Ott also noted that language should be changed to reference the Plan of Conservation and Development and the Capital Improvement Program. He also suggested removing the "5-year" designation before the Capital Improvement Program. Mr. Ott stated that the committee should also review the order of the language in this item as the Capital Improvement Program is one of the avenues to achieve the Long-term Strategic Plan.

Ms. Bavin responded that the order of the references in this item seemed backward and that the Long-term Strategic Plan should govern what happens with the other two plans. The Long-term Strategic Plan is a 10-year goal and includes the BoE facility projects to show what would happen in the future.

Mr. Ott commented that the Long-term Strategic Plan is nowhere other than if the Charter drives it, there is no state statute to have the long-term plan. The Capital Improvement Program has the goals of the Plan of Conservation and Development and the goals of the Long-term Strategic Plan in mind. So the Capital Improvement Program takes into consideration these two other plans to enact a strategy of how the town reaches these goals.

Ms. Stadterman then questioned if the BoE facility projects should also be specifically referenced in this item. These goals are not necessarily in the Plan of Conservation and Development.

Ms. Bavin responded that these goals are included in the Long-term Strategic Plan and Mr. Gladstone commented that the specifics would be defined in the plan details and not in this part of the Charter.

Ms. Heinrich then asked Mr. Ott if the language to the Charter item should be that the Long-term Strategic Plan is consistent with the Plan of Conservation and Development and implemented through the Capital Improvement Program.

Mr. Ott stated that this made sense.

The committee then discussed that perhaps the reference to the Capital Improvement Program be removed altogether because there may be other implementation plans in the future. The committee agreed to change the language instead to:

“ensure that a Long-term Strategic Town plan is updated on an annual basis, consistent with the Plan of Conservation and Development”.

Mr. Gladstone then asked the committee if language should be added to Sec. 4.2.1.A.4 and 4.2.1.A.5 to clarify that these are duties that could be done through designee.

Ms. Walker responded that each of these job duties could be delegated to someone else, for instance the Acting First Selectman could run ceremonial duties and the BoS meeting.

Ms. Heinrich then suggested changing the introductory sentence to 4.2.1.A. to state, “The Chief Elected official, or the CEO’s designee shall”

Mr. Gladstone then also questioned the language “not inconsistent” in the introductory paragraph to Sec. 4.2.1.

Ms. Heinrich responded that she thought this standard language from the state as she has seen it in many documents and statutes.

Ms. Walker then questioned if this language is interpreted to indicate that the Charter rules lose to Ordinance rules.

Ms. Heinrich responded that she thought this phrase was not referring to the general statutes, but rather a phrase like this is used to limit powers.

Ms. Walker then noted that she would be sending the proposed language for this section to the Town’s legal counsel to review now, and that she would also ask him for clarification on this phrase.

Ms. Heinrich then returned to Mr. Gladstone’s discussion on designees and asked if the introductory sentence to 4.2.1.B should be revised as suggested for 4.2.1.A. She noted that if the COO is the First Selectman, he/she may want to select someone else to do this work, but if the COO is the Town Manager, then the Town Manager should not delegate these duties to someone else.

Ms. Walker stated that the duties of the COO are pretty specific and they should not be designated to someone else.

Ms. Bavin agreed and stated that there were details for an Acting First Selectman and Acting Town Manager in the case that either position was vacant.

Ms. Stadterman noted that she wasn't sure if there needed to be language for a designee in either the CEO or COO duties. She stated that, for instance, the First Selectman needs to set the plan for lobbying but not necessarily do the lobbying himself.

Mr. Gladstone responded that this designee assignment would allow the First Selectman to give powers to someone else to take on the responsibility of a particular item.

Ms. Heinrich commented that the discussion was interesting and questioned if when job description is being created for an employee, do the duties listed on the job description mean that the employee must fulfill each task or that they are only responsible for making sure each task is fulfilled.

Ms. Walker then suggested changes such as to item 4.2.1.A.4, instead of "shall represent" to "shall ensure representation".

Mr. Ott noted that in reference to his job duties, he is responsible to ensure they are fulfilled, but can delegate certain things, for instance to the Asst. Town Engineer.

Ms. Stadterman then asked that Manager of Human Resources, Deb Milardo, join the meeting to clarify this idea. She asked Ms. Milardo that if the First Selectman chooses to designate a job duty to someone else; how it would be worded in the Charter.

Ms. Milardo responded that adding language to say, the CEO "or his or her designee" or the CEO "or others as assigned" would solve this.

Ms. Heinrich then stated that a more global question had to be answered as to whether in job description where responsibilities are listed, it is assumed that the employee is the one to do them, or that the employee is only responsible for making sure that the responsibilities are fulfilled.

Ms. Milardo responded that the responsibilities listed in a job description indicate that the employee is the one to perform the duties. Some language that allows the COO to pass those duties on to a Department Head for instance, is appropriate. She then stated that the designee language should be included in both introductory sentences to Sec. 4.2.1.A and 4.2.1.B.

Ms. Heinrich then suggested changing the introductory sentences to read:

“The Chief Elected Official, or other designee assigned shall” and  
“The Chief Operating Officer, or other designee assigned shall”

The committee and Ms. Milardo then agreed that this language change would allow for their idea to be implemented and would not be an issue.

Mr. Gladstone then informed the other committee members that if they felt necessary they should review the COO’s responsibilities with other towns’ Charters to suggest any changes at the next meeting. He noted that other towns’ approaches are either very specific or are very general but that the proposed changes try to balance between the two extremes.

Ms. Stadterman then stated that the idea of if the Town Manager fails at referendum then there is no language for the position of town administrator in the 2006 Charter.

Ms. Bavin stated that she felt the current Charter stated the First Selectman has the power to hire staff as required without specificity as to which job titles are allowed.

The committee then discussed the past events surrounding the Chief Administrative Officer in the town and the resignation of this employee. Ms. Stadterman again noted her concern that a position similar to this should be allowed if the town needs it. The committee also discussed that the issue was a problem with the reference to Sec. 7.3 in the past. Mr. Deephouse confirmed that the BoS could approve the hiring of a CAO if this position was needed.

Ms. Walker added that her only concern is that the committee is saying that this type of position must be voted on at referendum.

Ms. Stadterman questioned then if the CAO position would be consistent with hiring practices currently in place as it is not a COO position.

Ms. Walker responded that as long as the CAO duties are not defined exactly as the duties of the Town Manager then the CAO position would not be another layer of bureaucracy and therefore would not need a town vote. She also added that the CAO position could be hired now if it was needed.

Mr. Gladstone added that the committee should not reference the CAO position in the Charter because it might lead to the process of hiring changing from what the current Charter allows.

Mr. Ott also reminded the committee that Madison had never had an actual Town Planner in the past, but that when it was determined the position was needed, the town created a job description, it was approved through the BoS and then an employee was hired through the HR process.



Ms. Heinrich also clarified that the language changes would be in the Charter and then the vote would be if the Town Manager position was implemented. So the townspeople have to approve the position by referendum, but if the vote fails, the committee will not have lost all of the work done defining the Town Manager because it will be allowed in the Charter.

Ms. Stadterman then questioned if this vote should be broken into two items, one asking if the town needs a Town Manager and one asking when the Town Manager should be implemented now. She stated that she was thinking more of a big picture and that the goal of the committee was to revise the Charter, not to dictate whether or not the position is filled.

Mr. Gladstone responded that the committee should not allow for language that permits the BoS to hire a Town Manager at some future point in time. Instead, there should be a vote that asks yes or no the town needs a Town Manager now.

Ms. Stadterman then questioned what mechanism would bring the Town Manager position back to a vote at referendum if it fails now.

Mr. Gladstone responded that the mechanism would still be through the BoS or by petition for a referendum. He stated that the committee wants to leave the decision up to the public.

Ms. Stadterman then questioned if the committee has the right to request that this referendum vote answers two questions. We have a referendum on what the new Charter looks like, but the second question is whether the town is implementing the position immediately.

Ms. Walker noted that the comments heard at Public Hearing were either for the Town Manager, against the Town Manager or were requests for more information. She stated that she didn't feel it was necessary to note that the Town Manager position would be implemented immediately. She also commented that the committee has the right to recommend these changes and the vote to the BoS.

Ms. Bavin also added that the referendum will be set by the BoS and that it could be voted on at the same time as the Charter, or at a later point in time. It will be up to them to set the referendum based on our recommendation.

Ms. Stadterman then stated that the committee needs to make sure that the public understands that the ability to put in the Town Manager is in the Charter whether or not they want one now. The vote at referendum is to implement the position now. The committee needs to be very clear to avoid residents voting down the Charter because they don't want a Town Manager.

Ms. Walker stated that the Charter will allow for the position, but the position will not be filled unless a separate vote is taken and the item passes. She

agreed that the committee doesn't want the Charter to go down because someone isn't representing it correctly.

The committee agreed to review the clarified language to this item per their discussion and to take action at the February 5, 2015 meeting.

5. Discuss and take action on removing Sec. 4.4 in conjunction with adding this language as new Sec. 6.4E

Ms. Walker clarified that this is a fiscal responsibility and should be under the BoF.

Mr. Deephouse asked for the reasoning behind this change.

Ms. Walker stated that the BoS pension board liaison came to the committee with this concern and this suggestion.

Ms. Stadterman also noted that traditionally the acting First Selectman is the liaison to the pension boards, but that Selectman Al Goldberg was asked to be the liaison because he had the knowledge of these plans.

Mr. Deephouse stated that there was a question raised as to who has the authority to sign the documents for the pension boards. What decision was made to that question? He questioned if it would be more appropriate for the Chairman of the BoF to sign contracts that pertain to fiscal policies?

Ms. Walker responded that the signing of contracts would be the First Selectman's responsibility because it has to be the Town Official who signs the documents and contracts. The policy enactment is BoS, but the fiscal oversight is BoF. She also stated that if further change was to be discussed regarding the authority to sign contracts, then there would need to be a separate revision and action.

Ms. Bavin added that all contracts for bonding and state grants, although they could have the approval of the BoF at some point, are signed by the First Selectman. She further stated that the committee should not change that authority, but that the committee should ensure that the expertise of someone from the BoF would be the liaison and chair to the pension boards.

Ms. Stadterman added that the only change is that the chair will be the BoF liaison. The BoS can also appoint a liaison, and the contractual obligation still lies with the First Selectman.

Mr. Deephouse questioned if this would give veto power to the First Selectman over the actions of the pension boards.

Ms. Heinrich clarified that this veto power exists currently and it is not changing. She then read aloud state language for signing contracts and noted

that the state requires someone to be designated to sign contracts, but doesn't dictate who is designated.

Mr. Ott then asked for clarification on proposed section 4.2.1.B.6 and suggested that there are more than just these three types of documents referenced which the COO would be responsible for signing.

The committee reviewed the change to state, "Execute all legal documents approved by the Board of Selectmen" and Ms. Walker noted that she would review with the town's legal counsel.

Ms. Heinrich then summarized that currently the BoS and the elected First Selectman have the authority to sign contracts. Mr. Deephouse is questioning if the contracts which pertain only to the pensions be signed by the Chair, who is a BoF liaison.

Ms. Bavin added that the First Selectman wouldn't make the recommendation, the pension boards would make the recommendation and then the First Selectman would sign off on it.

Mr. Deephouse noted that he has heard concern that a particular First Selectman has the capability to control who is awarded a contract and that this was out of the power of the First Selectman.

Ms. Stadterman stated that the First Selectman signs the contract based on the recommendation of the pension board and that it would be just as controversial for the BoF liaison to sign the contract.

Mr. Deephouse then questioned if the Charter would allow what the BoF approves to be signed by the First Selectman, and Ms. Walker confirmed with Ms. Tung that the contract currently do not go to the BoF for approval. They go to the pension committee and then to the BoS.

Ms. Tung also stated that the authority would depend on the interpretation of whether the designation was policy or fiscal and she agreed with Ms. Walker that the overall rules allowing pension boards were policy, and the oversight was fiscal.

The committee then discussed whether the appointment of Chair was in state statute and whether the chair could be voted on by the board itself.

Mr. Gladstone then stated that he liked the proposed language and noted that there would be greater consistency with the BoF appointing a chair to the pension boards.

**Ms. Stadterman motioned for and Mr. Gladstone seconded the approval of removing Sec. 4.4 and adding Sec. 6.4E to read as follows:**

**The Board of Finance shall designate a Pension Liaison to serve as Chairman of the Town Employee Pension Board, the Fireman's Benefit Committee, and the Police Retirement Fund.**

**The motion was approved unanimously.**

**6. Review and take action to approve language changes to Sec. 10.7**

Ms. Walker reviewed the proposed language change and the prior conversations which led to this suggestion.

Mr. Deephouse stated that he was strongly opposed to the suggested change. He stated that the abilities of the BoS and the BoF to direct the town and solve issues as they arise between the boards works fine. The BoS members are elected for two-year terms and the BoF members are elected for 4-year terms. There are times when the additional experience of the BoF is significant to the overall performance of the town government. The purpose of taking away the ability of the BoF to vote down an item is not in the best interest of the town. The residents who made comment at the first Public Hearing noted their support of the current structure of the BoF. He stated that in his experience as a member of the BoF, all budgets were approved by the voters. It is important to submit a budget that will be approved by the voters and to take then into consideration when proposing anything for the town. The current structure allows the BoF some ability to take the load off of the BoS. He stated again that this language change is a red flag and shows that the BoS is trying to undermine the powers of the town government to operate as smoothly as it has. He also cautioned that there would be residents opposed to this language and it could lead to the voting down of all of the Charter changes.

Ms. Stadterman stated that she was strongly in favor of this change because it only deals with Special Appropriations and it says that the BoS sets the policy which they feel is right for the town and then the BoF cannot vote it down. This new language would give the town the right to weigh in if the two boards are on opposing sides. If a quorum isn't reached, then the Board of Finance ruling prevails. She stated that she felt it was a checks and balance by word of the people. Since the town governs by Town Meeting then this is the mechanism to work out disagreements between the two boards.

Ms. Walker added that this should fall to the people and procedurally nothing changes, if there isn't a quorum, the BoF rule is final. This is all an interpretation of who is talking to these boards. It allows for the residents to voice their opinion and it allows for the Town Meeting form of government to go forward.

Ms. Stadterman added again that this change only applies to a Special Appropriation, not to every move made by either Board. The budget goes forward as it always does. If the committee's proposed language on Special

Appropriations is as good as we think it is, this possibility will not come up anyway.

Mr. Gladstone stated that this language applies to an exceptional case only if a compromise fails, and only by unanimous vote by BoS. And even then when it goes to Town Meeting, the BoF can state their case to the public in attendance. By the time the process gets to Town Meeting, the public will have already heard about the problem. Again, this is an exceptional case and it would provide exceptional opportunity to revisit policy change that the BoF made against the BoS wishes, but it is a balanced change. It is good to include in the Charter, although it may never come to pass.

Ms. Bavin stated that since she was adamant about the Town Manager position being something that the residents have the capability to vote in, then once again, she would support an end result where the townspeople would make a determination. The town has been fortunate to have BoF members who are prudent and make decisions for the good of the town, but going forward we don't know who will be voted onto either board and if compromise would be reached as easily in the future. Because it requires a unanimous vote by all BoS members, and the language brings the issue to the public, she was in favor of it.

Ms. Heinrich stated that when she read through the language what comes to mind is that the two elected boards will both be working in good faith in the thought that they are representing the people who elected them. If those boards are not in agreement then there is confusion as to what the people of the town are asking of the boards. As a townspeople she appreciated the ability to weigh in when there is confusion as to what she, as a citizen, is looking for. She also stated that she liked letting the voters decide on a matter when there is confusion between the boards and the townspeople. She also appreciated that this is only for Special Appropriations and that it is necessary to have a unanimous vote of the BoS to call the townspeople for a vote. As rare as this instance will be, it is important, and the importance of this matter requires a high threshold for implementation.

Ms. Tung asked for clarification on thresholds for the proposed changes for all Special Appropriations. She stated her concern over the changes to the proposed threshold of 1% of the town budget and that she would therefore disagree with these suggested changes as well. Ms. Tung noted that she agreed with Mr. Deephouse's' concerns.

Ms. Walker responded that any Special Appropriation where there is discourse can go to Town Meeting.

Mr. Deephouse again voiced concern that this change could be used as point to defeat the Charter as a whole.

Ms. Nobitz asked for clarification as to whether this vote could be implemented for any Special Appropriation, not just those that would normally be sent to Town Meeting.

Ms. Walker clarified that any Special Appropriation which was approved by the BoS but defeated by the BoF could be reviewed for a second time by the BoS. The BoS would then need to vote unanimously to bring the item to Town Meeting for a town vote. Instances such as these would be for items transferred from an undesignated fund balance, but a minimum dollar amount of the request is not needed.

**Mr. Gladstone motioned for and Ms. Stadterman seconded the approval of the language as follows:**

**A. The Board of Finance, on request by the Board of Selectmen, may make special appropriations from an undesignated fund balance. However, no Town agency or department may receive over 1% of the Town Budget in aggregate from special appropriations in any fiscal year without the approval of a Town Meeting except as noted in Section 10.7D. If the Board of Finance does not approve the special appropriation, upon a unanimous vote of the Board of Selectmen, a Town Meeting may be held. The call of the Town Meeting must be such that a positive vote would allow the special appropriation. If a quorum is not met, then the vote of the Board of Finance is final and the special appropriation would not be made.**

**The motion was approved with 5 votes in favor and 1 opposed.**

7. Review and take action to approve language changes to Sec. 3.3g

The item was tabled to February 5, 2015.

8. Review in conjunction with items 8 and take action to approve language changes to Sec. 4.1.4D

Ms. Walker noted the history behind these suggestions and stated that the only additional change would be in the last sentence from CEO to COO as defined in the conservation of items 3 and 4 on this agenda.

Ms. Stadterman stated that this occurrence doesn't happen very often, it would just take away the lower level decisions to the Department Heads versus to the Board. She also noted that members of the BoS are not involved in the interview process for these positions either.

Ms. Bavin agreed that the current procedure is a formality that is not needed.

**Ms. Stadterman motioned for and Ms. Bavin seconded the approval of the language as follows:**

**D. Employment. The Board of Selectmen shall appoint, hire determine the conditions of employment and terminate all Town Officers as set forth in Section 7.1.1 and Section 7.1.3; and all department directors, deputy directors and assistant directors along with all division heads and assistant division heads. The COO shall be responsible for hiring and terminating all other positions as set forth in Section 7.2.1 and Section 7.2.5.**

**The motion was approved unanimously.**

- 9. Review and take action to approve language changes Sec. 7.1.3, 7.2.1 and 7.2.5**

Mr. Deephouse questioned why these changes were brought up and Ms. Walker noted the reasoning behind these changes and the prior discussions with Ms. Milardo regarding HR procedures. She also noted that the references approved in Sec. 4.1.4 must be followed through in these sections of the Charter.

Ms. Walker noted that 7.1.3 references appointed officials and should not include hired employees; also, under Sec. 7.2.5. employees are not considered under appointive offices.

Ms. Walker noted that the change to 7.2.1 references back to section 4.1.4.D. and she also noted a grammatical change to this line.

**Mr. Deephouse motioned for and Mr. Gladstone seconded the approval of the language as follows:**

**7.1.3 Except where the contract of employment with the Chief of Police expires by its terms, termination of the Chief of Police shall be done pursuant to State Statute. The Board of Selectmen may remove or discharge any other appointed official.**

**7.2.1 The Board of Selectmen shall employ those positions deemed necessary to ensure the efficient and proper function of Town government and the delivery of services to the residents as set forth in Section 4.1.4D. The duties of those employed by the Board of Selectmen shall be determined by and be responsible to the Board of Selectmen or their designee.**

**7.2.5 The Board of Selectmen may remove or discharge any employee of the Town except those employed by the Board of Education and non-management employees of the Police Department as set forth in Section 4.1.4D. The Police Commission may discharge non-management employees of the Police Department consistent with any collective bargaining agreement.**

**The motion was approved unanimously.**

**10. Review and take action to approve language changes to Sec. 4.1.4E**

Ms. Walker noted this change was brought forward by Mr. Ott and that the changes are in accordance with state statute.

MS. Stadterman stated that, to be consistent, the language should be “shall accept” not “may accept”.

Ms. Bavin asked for clarification that the bond portion is regulated by State Statute. Ms. Walker confirmed and stated that this proposed language was cleaner.

**Ms. Stadterman motioned for and Ms. Bavin seconded the approval of the language as follows:**

***E. Acceptance of Roads.* The Board of Selectmen, upon the affirmative vote of three members, may accept completed roads approved by the Planning and Zoning Commission. Roads not approved by the Planning and Zoning Commission shall not be accepted by the Board of Selectmen without Town Meeting approval.**

**The motion was approved unanimously.**

**11. Review and take action to approve language changes to Sec. 8.1**

Tabled to February 5, 2015.

**12. Review and take action to approve removal to Ordinance of Sec. 8.2 through Sec. 8.7**

Tabled to February 5, 2015.

**13. Review and take action to approve removal to Ordinance of Article IX**

Tabled to February 5, 2015.

**14. Public Comment.**

None.

**15. Adjourn**

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



Respectfully submitted,

Lauren Rhines  
Recording Secretary