

H.892

An act relating to approval of the adoption and the codification of the charter of the Central Vermont Public Safety Authority

It is hereby enacted by the General Assembly of the State of Vermont:

Sec. 1. CHARTER ADOPTION APPROVAL

The General Assembly approves the adoption of and codifies the charter of the Central Vermont Public Safety Authority as set forth in this act. Proposals of charter adoption were approved by the voters of the City of Barre and the City of Montpelier on March 4, 2014.

Sec. 2. 24 App. V.S.A. Part IX is added to read:

PART IX. PUBLIC SAFETY AUTHORITIES

CHAPTER 901. CENTRAL VERMONT PUBLIC SAFETY AUTHORITY

§ 1. PURPOSE AND COMPOSITION

The purpose of the Authority is to provide the member towns in the Authority with an affordable, integrated, efficient system of public safety services (fire, police, ambulance, dispatch) that protects public welfare and provides rapid responses with highly qualified personnel when emergency situations arise.

§ 2. TERM

The Authority shall continue perpetually.

§ 3. POWERS

The Authority shall have all of the power and authority listed in 24 V.S.A. § 4866 (union municipal authorities) as the same presently exist, together with any additional powers which may be added thereto by amendment in the future, all of which powers are incorporated herein by reference. The Authority shall also have the power:

(1) to operate, cause to be operated, contract, or any of those, for the operation of any and all facilities for police, dispatch, fire, and ambulance services, as voted by the Board;

(2) to purchase, sell, own, lease, convey, mortgage, improve, and use real and personal property;

(3) to sue;

(4) to enter into contracts for any term or duration;

(5) to adopt a capital budget and program;

(6) to adopt rules implementing the purposes of the Authority, subject to the requirements of 24 V.S.A. chapter 59 (adoption and enforcement of ordinances and rules), relating to the functions of the Authority;

(7) to provide public safety services for the members and others;

(8) to exercise the authority of eminent domain, using the procedures and definition of “necessity” set forth in 19 V.S.A. chapter 5 (condemnation), to the extent they are applicable. The exercise of eminent domain shall be

approved in advance by the legislative body of the member towns affected by the proceeding;

(9) to borrow money and issue evidence of indebtedness as provided by 24 V.S.A. chapter 53 (indebtedness) or other provisions of law authorizing general obligations or revenue debt, including 10 V.S.A. chapter 12 (Vermont Economic Development Authority) and 24 V.S.A. chapter 119 (Municipal Bond Bank);

(10) to establish a budget and assess members in accordance with this chapter and provisions of State law;

(11) to appropriate and expend monies;

(12) to establish sinking funds for the retirement of bonded or other indebtedness;

(13) to charge members for the cost of providing public safety services;

(14) to exercise any other powers which are necessary or desirable for dealing with public safety measures, as any member may exercise by general State law or charter;

(15) to establish capital reserve funds;

(16) to accept and administer gifts, grants, and bequests in trust;

(17) to exercise all powers incident to public corporations;

(18) to make payments in lieu of taxes to members hosting Authority facilities;

(19) to appoint a Public Safety Director;

(20) to enter into contracts with banks, insurance companies, or other financial institutions so as to obtain a letter of credit, bond insurance, or other forms of financial guarantees or credit enhancement in connection with Authority bonds, notes, or other evidence of indebtedness;

(21) to provide host communities of Authority facilities with incentive payments, services, and benefits;

(22) to contract with private businesses, nonprofit corporations, and other governments for the provision of services associated with the Authority's functions; and

(23) to do all things set forth in or necessary to this chapter.

#### § 4. SOVEREIGN IMMUNITY

The Authority shall have the benefit of sovereign immunity to the same extent that a municipality of the State does. The Authority shall provide liability and other insurance for itself and the members of the Board. The Authority shall hold harmless and indemnify all members of the Board from all claims of every kind and nature arising out of or connected with duties as directors, excepting only willful negligence and criminal conduct.

#### § 5. DEFINITIONS

As used in this chapter:

(1) "Board" means the Board of Directors of the Central Vermont Public Safety Authority.

(2) "Authority" means the Central Vermont Public Safety Authority.

(3) "Members" means those municipalities that comprise the Authority, acting through their respective legislative bodies that are committed to full participation in the shared net expenses of all services provided by the Authority, and include the Cities of Barre and Montpelier. Other municipalities may, at the Authority's discretion, contract with the Authority for provision of one or more services from time to time.

(4) "Person" means any individual, partnership, company, corporation, association, unincorporated association, joint venture, trust, municipality, the State of Vermont or any agency, department, or subdivision of the State, federal agency, or any other legal or commercial entity.

#### § 6. AUTHORITY

All power and authority of the Authority shall be exercised by the Board.

#### § 7. COMPOSITION

Each member of the Authority shall have two directors on the Board, and three other directors shall be elected at-large by the electorate of the member municipalities. Each director shall be a resident of his or her municipality and registered to vote in municipal elections at the time of the director's appointment or election.

§ 8. SELECTION OF DIRECTORS

(a) Directors. The three at-large directors shall serve staggered terms of three years. The directors appointed by the respective members shall serve staggered terms of two years. A director shall not serve more than three full consecutive terms.

(b) Subsequent boards. Any voter in any of the members may be nominated to be elected an at-large director by filing a petition signed by 25 voters of the municipalities and filing it with the Secretary of the Authority before 5:00 p.m. on the sixth Monday prior to the day of election, which shall be the filing deadline. Votes for at-large directors shall be tallied by the clerks of the respective members and certified to the Secretary of the Authority within a week of the day of election. The directors receiving a plurality of the votes shall be deemed elected after the vote is confirmed by the Board of Directors.

(c) Appointments. The legislative body shall make its appointment by the end of March in the year in which the term of the preceding director for that member expires. The clerk of each member shall certify its appointment to the Secretary of the Authority.

(d) Oath of office. All directors shall take an oath of office similar to that taken by members of legislative bodies of municipalities, as in

24 V.S.A. § 831. The oath shall be administered by the clerk of the director's municipality.

(e) The Authority shall pay directors such reimbursement of expenses or stipend as the Board shall determine.

#### § 9. ORGANIZATIONAL MEETING

(a) Annually, on the first Wednesday in April, the Board shall hold its organizational meeting at a time and place designated by the Board Chair.

(b) At the organization meeting, the Board shall elect from among its membership a Chair and a Vice Chair, each of whom shall hold office for one year and until a successor is duly elected and qualified. For this election, each director present shall cast one vote, except that no director shall be elected Chair for more than three consecutive terms unless directors representing at least two-thirds of all votes entitled to be cast on behalf of all members and comprising at least two-thirds of all possible directors (including vacancies) shall so vote.

#### § 10. REGULAR MEETINGS

A schedule of regular meetings of the board shall be established at its annual organizational meeting. The schedule shall be sent to the clerk of each member for posting.

§ 11. SPECIAL MEETINGS

(a) Special meetings of the Board may be called at any time by the Chair and shall be called by the Secretary upon written request of a majority of the members of the Board.

(b) Each director shall be given at least 24-hours' notice of any special meeting by telephone, written notice delivered personally, e-mail, fax, or regular mail. Directors waive the notice requirements if they attend the special meeting, unless attendance is for the sole purpose of protesting the holding of the meeting.

(c) No action may be taken at a special meeting which is not warned specifically in the notice.

§ 12. QUORUM AND RULES

(a) To transact business, a majority of all directors who are not all from the same member shall be present and shall vote in favor of a motion for it to be effective. No proxies shall be allowed. A smaller number may adjourn to a later date provided notice is given to all members as if such adjourned meeting were a special meeting.

(b) All meetings of the Board and its committees shall be governed by the small boards sections of the most recent edition of Robert's Rules.

§ 13. VACANCY

(a) A director may resign at any time by notice to the Chair of the Authority. In cases of municipal directors, notice shall also be given to the legislative body of the municipality represented.

(b) The Board may declare, by written certification to the legislative body of a member, a vacancy for the position of the director from that member after the director has failed to attend three unexcused, consecutive meetings of the Board within one year beginning in March and ending in February of the subsequent year.

(c) Upon resignation, death, certification of vacancy by the Board, or removal from the municipality by a director, the legislative body of that member shall appoint within 45 days a director for the remainder of the term of such director. The appointment shall be certified by the clerk of the member to the Secretary of the Authority.

(d) Each vacancy or withdrawal of a member shall reduce the number of directors needed to constitute a quorum or binding vote of the Authority.

§ 14. OFFICERS

The officers of the Authority shall be the Chair and the Vice Chair of the Board of Directors, the Secretary of the Authority, and the Treasurer of the Authority. There may also be an assistant secretary and an assistant treasurer.

§ 15. BOND

Within 30 days of their election or appointment, all officers shall post bond in such amounts as shall be determined by the Board. The cost of such bond shall be borne by the Authority.

§ 16. PUBLIC SAFETY DIRECTOR

The Board shall appoint a Public Safety Director, based on experience and demonstrated competence, and shall set the salary and benefits for this office. The Public Safety Director shall oversee the operations and hire and supervise the personnel of the Authority.

§ 17. CHAIR

The Chair shall preside at all meetings of the Board and shall make and sign all contracts on behalf of the Authority upon approval by the Board. The Chair shall perform all the duties incident to the position and office.

§ 18. VICE CHAIR

The Vice Chair shall preside during the absence of the Chair or in the event the Chair elects not to preside. In either case, the Vice Chair shall have the same duties and authority as the Chair.

§ 19. ACTING CHAIR

When both the Chair and Vice Chair are either absent or elect not to preside, the Board shall designate a member of the Board to serve as acting chair. In any such case, the acting chair shall have the same duties and

authority of the Chair and shall serve until either the Chair or Vice Chair resume his or her duties.

§ 20. SECRETARY

(a) The Secretary of the Authority shall be appointed by the Board. The Secretary, with the approval of the Board, may appoint an assistant secretary, who shall not be a director of the board.

(b) The Secretary shall have charge and custody of the public records of the Authority and the seal of the Authority.

(c) The Secretary shall record all votes and proceedings of the Authority, including meetings of the Authority and meetings of the Board and shall cause to be posted and published all warnings of meetings of the Authority. The Secretary shall prepare all warnings of meetings of the Authority as required.

(d) Following approval by the Board, the Secretary shall cause the annual report to be distributed to the legislative bodies of the members. The Secretary shall prepare and distribute any other reports required by laws of the State of Vermont and resolutions or rules of the Board.

(e) The Secretary shall perform all the duties and functions incident to the office of secretary or secretary of a body politic and corporate.

§ 21. TREASURER

(a) The Treasurer of the Authority shall be appointed by the Board. The Treasurer, with the approval of the Board, may appoint an assistant treasurer,

who shall not be a director of the Board. Neither the Treasurer nor the assistant treasurer may be a director.

(b) The Treasurer shall have the custody of the funds of the Authority and shall be the disbursing officer of the Authority. When authorized by the Board of Directors, the Treasurer shall sign, make, or endorse in the name of the Authority all checks and orders for the payment of monies and pay out and disburse the same.

§ 22. GRAND JUROR

(a) The Board may appoint a Grand Juror who shall inquire into any person's offenses under the Authority's rules or applicable law and present them to the proper authority. If the Attorney General or the State's Attorney is unwilling to prosecute such offenses, the Grand Juror may do so. For these purposes, the Grand Juror shall have the same authority within the Authority as a State's Attorney.

(b) The Grand Juror shall not be a director.

§ 23. OPEN MEETINGS AND PUBLIC RECORDS

The conduct of all meetings and the maintenance of all records of the Authority and the Board shall be governed by the laws of this State relating to open meetings and accessibility of public records.

§ 24. AUDIT

The Board shall cause an audit of its financial records to be performed annually by an independent professional accounting firm or a certified public accountant.

§ 25. COMMITTEES

The Board shall have the authority to establish any and all committees as it may deem necessary.

§ 26. REMOVAL OF OFFICERS

An officer may be removed by a vote of a majority of the Board whenever, in its judgment, the best interest of the Authority will be served.

§ 27. FISCAL YEAR

The fiscal year of the Authority shall commence on July 1 and end on June 30 of each year.

§ 28. BUDGET APPROPRIATION AND ASSESSMENT

(a) Proposed budget.

(1) Annually on or before January 1, the Board shall approve and cause to be distributed to the legislative body of each member for review and comment an annual report of its activities, including a financial statement, the budget history of the preceding two years, a proposed budget of the Authority for the next fiscal year, and a budget projection for the two successive years. The Board may appoint a budget committee to develop the proposed budget.

(2) The Board shall hold a public hearing on or before February 1 of each year to receive comments from the legislative bodies of the members and hear all other interested persons regarding the proposed budget. Additional public hearings may be held if the Board deems it appropriate to do so. Notice of such hearing(s) shall be as provided in sections 39–41 of this chapter, except that for additional public hearings, the time requirements of section 39 shall be reduced by 15 days, and notice(s) need only be published once.

(3) The Board shall give consideration to all comments received and make such changes to the proposed budget as it deems advisable.

(b) Budget adoption, appropriations, and assessment. Annually on or before January 1, the Board shall approve the budget.

(1) At the Town Meeting Day elections, the voters of each member shall vote on appropriating the total sums necessary to operate and carry out the Authority's functions for the next ensuing fiscal year. Ballot totals from the members shall be totaled together, and the cumulative total will be used to determine passage of the budget.

(2) Once a budget is approved, the Board shall assess each member for its proportionate share of the sums so appropriated, less revenues anticipated from the members, and adopt a schedule designating when such assessments are due and payable by the members.

(3) The members shall include the Authority's assessment as a separate line item on the annual property tax bills so as to appropriate such sums as the member is apportioned, once voted as described in section 29 of this chapter.

§ 29. COST-SHARING FORMULA

(a) Following its initial meeting, the Authority shall be charged with the creation and acceptance of a memorandum of understanding (MOU) that outlines a cost-sharing formula between member municipalities.

(b) The MOU shall then be proposed to the legislative bodies of the member municipalities for adoption.

(c) It is anticipated that the framework of the MOU will include prior historical costs as well as additional items.

§ 30. INVOICE

After adoption of the budget for the ensuing fiscal year, the Authority shall deliver an invoice to each member for its share of the net cost of operating the Authority, accompanied by its budget estimates for the next two years.

§ 31. COLLECTION

(a) Annually, on or before July 1, the Treasurer shall issue and present a warrant to the legislative body of each member requiring that the amount of such assessment be paid beginning in accordance with the schedule of payments adopted by the Board.

(b) The legislative body of each member shall draw an order on the municipal treasurer for the amount of such assessment, and the municipal treasurer shall pay to the Authority Treasurer the amount of such order.

(c) If any member shall fail to pay when due any assessment against it by the Authority, it shall incur an additional charge that the Board determines will be reasonable. However, the charge shall not exceed eight percent plus interest. Interest shall be charged at a rate the Board determines to be reasonable, not exceeding what may be permitted by general law.

#### § 32. LIMITATIONS OF APPROPRIATIONS

(a) Appropriations made by the Board for the various estimates of the budget as defined in section 30 of this chapter shall be expended only for such estimates; however, by majority vote of the Board, the budget may be amended from time to time to transfer funds between or among such estimates.

(b) The amount of any deficit at the end of the fiscal year shall be included in the next proposed operating budget and paid out of the appropriations for that budget year. At the discretion of the Board, any unencumbered balance may be placed in a reserve fund or returned to the members.

#### § 33. INDEBTEDNESS

(a) Short-term borrowing.

(1) The Board may borrow money through the issuance of notes of the Authority for the purpose of paying current expenses of the Authority. Such notes must mature within one year.

(2) The Board may also borrow money in anticipation of assessment to each member in an amount not to exceed 90 percent of the amount assessed for each year, and may issue notes of the Authority which must mature within one year.

(3) The Board may also borrow money in anticipation of grants-in-aid from any source and any revenues other than assessments through the issuance of notes of the Authority. Such notes must mature within one year but may be renewed as provided by general law.

(4) The Board may also borrow money in anticipation of bond proceeds which have been authorized as provided in this chapter. These notes shall be issued as provided in 24 V.S.A. chapter 53.

(b) Long-term indebtedness.

(1) Submission to voters.

(A)(i) On a petition signed by at least ten percent of the voters of the Authority, the proposition of incurring a bonded debt or other indebtedness to pay for public improvements or of authorizing a long-term contract shall be submitted by the Board to the voters thereof at a special meeting to be held for that purpose.

(ii) In the alternative, when the Board shall determine by resolution passed by the majority of members present and voting at a duly warned and called meeting that the public interest or necessity demands improvements or a long-term contract, and that the cost of the same will be too great to be paid out of the ordinary annual income and revenue, it shall order the proposition of incurring indebtedness or of authorizing a long-term contract to be submitted to the voters of the Authority at a meeting to be held for that purpose.

(iii) As used in this subdivision (1)(A):

(I)(aa) “Long-term contract” means a contract in which the Authority incurs obligations for which the costs are too great to be paid out of the ordinary annual income and revenues of the Authority in the judgment of the Board.

(bb) “Long-term contract” shall not include any contract that is subject to annual renewal or extension at the election of the Authority, or any contract pursuant to which payment by the Authority shall be subject to annual appropriations in accordance with the annual budget, or any contract for services or the purchase or lease of equipment, materials, or supplies needed in the ordinary course of business of the Authority.

(II) “Public improvements” shall include improvements which may be used for the benefit of the public, whether or not publicly owned or operated.

(iv) Bonded debt or other indebtedness may be authorized for any purpose permitted by 24 V.S.A. chapter 53 or 119 and 10 V.S.A. chapter 12, or any other applicable statutes for any purpose for which the Authority is organized.

(v) The Board may not submit to the voters more than twice in the same calendar year the proposition of incurring bonded or other indebtedness to pay for the same or similar public improvement or of entering the same or similar long-term contract.

(B) Any bonds, notes, or other evidence of indebtedness of the Authority may be sold at par, premium, or discount, at public or private sale or to the Vermont Municipal Bond Bank, as the Authority acting through the Board of Directors shall determine.

(2) Warnings of meeting.

(A) The warning of a special meeting of the Authority to incur bonded debt or other indebtedness or to authorize a long-term contract shall state:

(i) the object and purpose for which the indebtedness or long-term contract is proposed to be incurred or authorized;

(ii) the estimated cost of the improvements or service;

(iii) the amount of bonds or other evidence of indebtedness

proposed to be authorized;

(iv) a summary of the terms of any contract proposed to be authorized;

(v) means of raising or apportioning costs entailed thereby for debt service or payments under a long-term contract; and

(vi) the places where and the date and time when the meeting shall be held and the hours of opening and closing the polls.

(B) The Board, in cooperation with the board of civil authority of each member, shall determine the number and location of polling places.

There shall be at least one polling place in each member.

(3) Notice of meeting.

(A) The Secretary of the Authority shall cause notice of such special meeting to be published in one or more newspapers of known circulation in the Authority once a week for three consecutive weeks on the same day of the week, the last publication to be not less than five nor more than ten days before such meeting.

(B) Notice of such meeting shall also be posted in at least three public places within each member at least 30 and not more than 40 days before

the meeting and be filed with the clerk of each member and the Secretary of the Authority prior to posting.

(4) Authorization.

(A)(i) The voters of the members shall vote for or against the issuance of bonds or other indebtedness or to authorize a long-term contract based upon the majority of votes cast by the voters.

(ii) When the majority of votes so cast favor the issuance of bonds or other indebtedness or to authorize a long-term contract, the Authority shall be so authorized as provided in 24 V.S.A. chapter 53 (indebtedness) or other applicable statutes, or to enter into the long-term contract.

(iii) The ballots cast in each member shall be counted by the election officials of each member, preserved and secured with the checklist, and thereafter the results shall be certified to the Authority Secretary within 48 hours.

(B)(i) The Authority may issue such authorized bonds, notes, or other evidence of indebtedness from time to time in one or more series or separate series, as determined by the Board of Directors, provided that the aggregate principal amount does not exceed the principal amount for which voter approval was obtained.

(ii) Such bonds, notes, or other evidence of indebtedness may bear such date or dates; mature at such time or times not exceeding 40 years from

their respective dates; bear interest at such rate or rates (including variable rates) payable semiannually, monthly, or at such other time as determined by the Board of Directors; be in such denominations; be in such form, either coupon or registered; carry such conversion or registration privileges; have such rank or priority; be executed in such manner; be payable in such medium of payment; at such place or places; be subject to such terms of redemption, with or without premium; and be declared or become due before the maturity date thereof, as such resolutions authorizing their issuance may provide.

(5) Assessment.

(A) The cost of debt service or of payments under a long-term contract shall be included in the annual budget of the Authority, and shall be allocated among the members as provided in section 28 of this chapter for the calculation of the annual budget assessment.

(B) The applicable provisions of 24 V.S.A. chapter 53 (indebtedness) or other enabling law under which debt is incurred or long-term contracts authorized shall apply to the issuance of bonds or other evidence of indebtedness by the Authority and for that purpose the Authority shall be deemed a “municipal corporation,” the Board shall be deemed a “legislative branch,” and the Authority Treasurer shall be deemed a “municipal treasurer” within the purview of that chapter.

(C) Bonds or other evidence of indebtedness and long-term contracts shall be signed by the Treasurer and Chair of the Board.

(6) Bonds eligible for investment.

(A) Bonds and notes issued by the Authority shall be legal investments for all persons without limit as to the amount held, regardless of whether they are acting for their own account or in a fiduciary capacity.

(B) Such bonds and notes shall likewise be legal investments for all public officials authorized to invest public funds.

(7) Tax exemption.

(A) All bonds, notes, or other evidence of indebtedness issued by the Authority are issued by a body corporate and public of the State and for an essential public and governmental purpose.

(B) Such bonds, notes, and other evidence of indebtedness and the interest thereon and the income therefrom, and all fees, charges, funds, revenues, income, and other monies pledged or available to pay or secure the payment of those bonds, notes, and other evidence of indebtedness or interest thereon, are exempt from taxation except for transfer, inheritance, and estate taxes.

(8) Purchases and disposition of own obligations.

(A) The Authority may purchase bonds, notes, and other evidence of indebtedness of the Authority out of any of its funds or money available therefor.

(B) The Authority may hold, cancel, or resell the bonds, notes, and other evidence of indebtedness subject to and in accordance with agreements with holders of its bonds, notes, and other evidence of indebtedness.

(9) Presumption of validity. After issuance, all bonds, notes, and other evidence of indebtedness of the Authority shall be conclusively presumed to be fully authorized and issued by all the laws of this State, and any person or governmental unit shall be stopped from questioning their authorization, sale, issuance, execution, or delivery by the Authority.

(10) Specific provisions. In connection with the issuance of any bonds, notes, or other evidence of indebtedness, in addition to the powers it may now have or hereafter have, the Authority may make such covenants and agreements and exercise such powers as contained in 24 V.S.A. chapter 53.

§ 34. SINKING FUND

(a) The Board may establish and provide for a sinking fund for the retirement of bond issue or other debt, or to provide security for the payment thereof.

(b) When so established, the sinking fund shall be kept intact and separate from other monies at the disposal of the Authority, and shall be accounted for as a pledged asset for the purpose of retiring or securing such obligations.

(c) The cost of payments to any sinking fund shall be included in the annual budget of the Authority.

#### § 35. CAPITAL RESERVE FUND

(a) The Board may establish and provide for a capital reserve fund to pay for public improvements, replacement of worn-out buildings and equipment, and major repairs of Authority facilities.

(b) Any such capital reserve fund shall be kept in a separate account and invested as are other public funds and shall be expended for such purposes for which established.

(c) The cost of payments to any capital reserve fund shall be included in the annual budget of the Authority.

#### § 36. SPECIAL AUTHORITY MEETINGS

(a) The Board may on its own motion call special meetings of the Authority and shall call a special meeting of the Authority when action by the voters of the Authority is required.

(b) The Board shall call a special meeting of the Authority if petitioned to do so by not less than five percent of the voters of the Authority.

(c) The Board may rescind the call of the special meeting called on its own motion.

(d) The Board shall endeavor to schedule the time of special meetings to coincide with the time of annual municipal meetings, primary elections, general elections, or similar meetings when the electorate within the members will be voting on other matters.

§ 37. PLACES OF MEETINGS

At any annual and special meeting of the Authority, voters of each member shall cast their ballots at such polling places within the municipality of their residence as shall be determined by the Board in consultation with the board of civil authority of each municipality.

§ 38. PUBLIC HEARINGS

(a) No fewer than 30 nor more than 40 days prior to any annual or special meeting of the Authority, the Board shall hold at least one public hearing at which the issues to be voted upon at the annual or special meeting shall be presented for public comment.

(b) Notice of such public hearings shall include a warning published in one or more newspapers of general circulation in the Authority at least once a week, on the same day of the week for three consecutive weeks, the last publication to be no fewer than five nor more than ten days before the public hearing.

§ 39. WARNINGS REQUIRED

(a) The Board shall warn an annual or special meeting of the Authority by filing a notice with the clerk of each member and by posting or causing to be posted a notice in at least three public places in each municipality in the Authority no fewer than 30 nor more than 40 days before the meeting.

(b) The warning shall be published in one or more newspapers of general circulation in the Authority once a week on the same day of the week for three consecutive weeks before the meeting, the last publication to be no fewer than five nor more than ten days before the meeting.

§ 40. SIGNING OF WARNING

The original warning of any annual or special meeting of the Authority shall be signed by the Secretary and Chair of the Board.

§ 41. WARNING CONTENTS

The posted notification shall include the date, time, place, and nature of the meeting. It shall, by separate articles, specifically indicate the questions to be voted upon.

§ 42. AUSTRALIAN BALLOT

The Australian ballot system shall be used at all annual and special meetings of the Authority.

§ 43. QUALIFICATIONS AND REGISTRATION OF VOTERS

All legal voters of the members shall be legal voters of the Authority. The municipality shall post and revise checklists in the same manner as for municipal meetings prior to any Authority meeting.

§ 44. CONDUCT OF MEETINGS

(a) At all special meetings of the Authority, the provisions of Title 17 shall apply except where clearly inapplicable.

(b) The Authority Secretary shall perform the functions assigned to the Secretary of State under that title. The Washington unit of the Vermont Superior Court shall have jurisdiction over petitions for recounts. Election expenses shall be borne by the Authority.

§ 45. RECONSIDERATION OR RESCISSION OF VOTE

(a) A question voted on at any special meeting of the Authority shall not be submitted for reconsideration or rescission except at a subsequent special meeting duly warned for that purpose and called by the Board on its own motion or pursuant to a petition requesting such reconsideration or rescission signed and submitted in accordance with subsection (b) of this section.

(b) Where a petition signed by not less than five percent of the qualified voters of the Authority requesting reconsideration or rescission of a question considered or voted on at a previous special meeting is submitted to the Board within 30 days following the date of that meeting, the Board shall provide for a

vote by the Authority in accordance with the petition within 60 days of the submission at a special meeting duly warned for that purpose.

(c) A vote taken by a special meeting shall remain in effect unless rescinded at a special meeting called and warned in accordance with this section.

(d) A question voted on shall not be presented for reconsideration or rescission at more than one subsequent meeting without the approval of the Board.

#### § 46. VALIDATION OF AUTHORITY MEETINGS

(a) When any of the requirements as to notice or warning of a special Authority meeting have been omitted or not complied with, if the meeting and the business transacted is otherwise legal, the omission or noncompliance may be corrected and legalized by vote at a special meeting of the Authority called and duly warned for that purpose.

(b) The question to be voted upon shall substantially be: "Shall the action taken at the meeting of the Authority held on (state date), in spite of the fact that (state the error or omission), and any act or action of the Authority officers or agents pursuant thereto be readopted, ratified, or confirmed?"

(c)(1) Errors or omissions in the conduct of any prior special meeting which are not the result of an unlawful notice or warning or noncompliance within the scope of the warning may be cured by a resolution of the Board by a

vote of at least two-thirds of all the votes entitled to be cast at a regular meeting or a special meeting called for that purpose, stating that a defect was the result of an oversight, inadvertence, or mistake.

(2) When an error or omission has been corrected by resolution, all business within the terms of the action of the qualified voters shall be as valid as if the requirements had been in compliance initially on the condition that the original action by the Board was otherwise in compliance with the legal exercise of its corporate powers.

§ 47. PRIORITY

When a special meeting of the Authority is called to act to incur bonded or other indebtedness or to enter into a long-term contract and the meeting procedures in this chapter conflict with the procedures in 24 V.S.A. chapter 53, subchapter 1, the procedures in 24 V.S.A. chapter 53, subchapter 1 shall prevail.

§ 48. WITHDRAWAL OF A MUNICIPALITY

(a)(1) Subject to the provisions of subsection (b) of this section, a member may vote to withdraw from this chapter in the same manner as it votes to adopt the chapter if three years have elapsed since the Authority has become a body politic and corporate and if the Authority has not voted to bond for construction and improvements, all in accordance with 24 V.S.A. § 4863(g).

(2) The provisions of 24 V.S.A. § 4863(i) and (j) shall apply so that any vote of withdrawal taken less than one year from the time the Authority has become a body politic and corporate or any vote of withdrawal taken after the Authority has voted to bond for construction and improvements shall be null and void.

(3) The membership of a withdrawing member shall terminate as of one year following a valid vote to withdraw or as soon after such one-year period as the financial obligations of the withdrawing member have been paid to the Authority.

(4) Notwithstanding the provisions of this subsection (a), in the event that the General Assembly of the State of Vermont shall specifically approve, a member may vote to withdraw from the Authority at any time.

(b) The financial obligations of a withdrawing member shall include all ongoing costs and assessments of the Authority until the withdrawing member has entered into a written agreement satisfactory to counsel for the Authority obliging the withdrawing municipality as follows:

(1) to continue to pay its share of all debts incurred by the Authority for the remaining terms of all bonds and contracts in existence at the time when the vote to withdraw was taken;

(2) to pay its share, based upon its assessment for the year in which it withdraws, of the defense costs and judgment rendered in any legal action

brought against the Authority arising or accruing in any year during which it was a member of the Authority;

(3) to pay its share, based upon its assessment for the year in which it withdraws, of all unbudgeted costs and expenses of the Authority arising out of the activities of the Authority during the withdrawing member's term of membership, regardless of when such costs and expenses may be discovered; and

(4) to pay all of these additional costs either in a lump sum or in installments at such times and in such amounts as required by the Board.

(c)(1) After a member has voted to withdraw, the Board shall give notice to the remaining members of the vote to withdraw and shall hold a meeting to determine if it is in the best interest of the Authority to continue to exist. All interested parties shall be given an opportunity to be heard.

(2) If the Board determines that it would be in the best interests of the Authority to cease operations, the Board may prepare and implement a plan for dissolution of the Authority.

#### § 49. ADMISSION OF ADDITIONAL MUNICIPALITIES

(a) The Board, by the affirmative vote of directors representing at least two-thirds of all votes entitled to be cast on behalf of all members and comprising at least two-thirds of all possible directors (including vacancies), may authorize the inclusion of additional municipalities in the Authority upon

such terms and conditions as it shall deem to be fair, reasonable, and in the best interests of the Authority.

(b) The petitioning municipality shall comply thereafter with the approval procedures specified in 24 V.S.A. chapter 121 (intermunicipal cooperation and services). If a majority of the voters of the petitioning municipality present and voting at a meeting of such municipality duly warned for such purpose shall vote to approve the agreement and the terms and conditions for admission, the vote shall be certified by the clerk of that municipality to the Secretary of the Authority, and the municipality shall be a member.

#### § 50. DISSOLUTION OF THE AUTHORITY

(a)(1) Upon the affirmative vote of directors representing at least two-thirds of all votes entitled to be cast on behalf of all members and comprising at least two-thirds of the directors present, the Board may prepare a plan of dissolution for submission to the voters of the Authority at a special meeting of the Authority duly warned for such purposes.

(2) If the voters of the Authority present and voting at such special meeting of the Authority vote to dissolve the Authority, the Authority shall cease to conduct its affairs except insofar as may be necessary to complete the plan of dissolution and conclude its affairs.

(3) The Board of Directors shall cause a notice of the plan of dissolution to be mailed to each known creditor of the Authority and to the Secretary of State.

(b) The plan of dissolution shall, at a minimum:

(1) identify and value all assets of the Authority;

(2) identify all liabilities of the Authority, including contract obligation;

(3) determine how the assets of the Authority shall be liquidated and how the liabilities and obligations of the Authority shall be paid, to include assessments against municipalities of the Authority; and

(4) specify that any assets remaining after payment of all liabilities shall be apportioned and distributed among the municipalities according to the same basic formula used in apportioning the costs of the Authority to the municipalities.

(c) When the plan of dissolution has been fully implemented, the Board shall certify that fact to the members whereupon this chapter and the Authority shall be terminated.

#### § 51. AMENDMENT OF THE AUTHORITY AGREEMENT

(a)(1) Amendments to this chapter may be proposed by a petition signed by five percent of the voters of the members, or by the Board, by a resolution expressing the intention to amend the chapter.

(2) A copy of such resolution shall be mailed to the legislative bodies of the members and to each director at least ten days prior to the meeting scheduled to act on the proposal of amendment.

(b) Unless a majority of the members request, in writing, on or before the date of the meeting scheduled to act on the amendment, that the Board hold a special meeting of the Authority to vote on the amendment, the Board may adopt the amendment.

(c)(1) Within ten days of the adoption of the amendment by the Board or by the voters of the Authority, the Secretary of the Authority shall certify to the Secretary of State each proposal of amendment.

(2) The Secretary of State and the General Assembly shall then proceed as with municipal charter amendments under 17 V.S.A. § 2645.

(d) No amendment shall substantially impair the rights of the holders of any bonds or other notes or other evidence of indebtedness or substantially affect any obligations under long-term contracts of the Authority then outstanding or in effect, or the rights of the Authority to procure the means for payment, continuation, or termination thereof.

§ 52. SEAL

The Authority shall have a seal designed as the Board requires.

§ 53. SEVERABILITY

Should any court of competent jurisdiction judge any term, phrase, clause, sentence, or provision of this chapter to be invalid, illegal, or unenforceable in any respect, such judgment shall not affect the validity, legality, or enforceability of the chapter as a whole or any other part of this chapter.

§ 54. RATIFICATION

(a) This chapter shall take effect upon the approval by the voters of each member, at its annual meeting; enactment of the chapter by the General Assembly; and subsequent to the enactment, ratification of the chapter by each of the legislative bodies of the members.

(b) The legislative bodies of the members shall have authority to ratify ceding of authority over different services, as the Authority evolves. The Authority shall make formal separate requests of the legislative bodies for dispatch, police, fire, and emergency services, as the Authority is ready to begin administering those services, and the legislative bodies of each member shall then vote on ceding such authority to the Authority.

Sec. 3. TRANSITIONAL PROVISIONS; INITIAL ORGANIZATION OF  
AUTHORITY; POTENTIAL ADMISSION OF THE TOWNS OF  
BARRE AND BERLIN

(a) Initial organization of Authority.

(1) Initial Board.

(A) The initial two directors representing each member shall be appointed to the Board by the legislative body of each member. These initial appointed directors shall have terms of one or two years, to be chosen by lot by the Secretary, to ensure staggered terms of those directors as set forth in Sec. 2 of this act, 24 App. V.S.A. Part IX, chapter 901, § 8(a) (selection of directors).

(B) The initial three at-large directors shall be appointed to the Board by the initial directors described in subdivision (A) of this subdivision (1) to serve until the next annual town meetings of the members, after which they shall be elected at-large by the voters of the members. These initial appointed at-large directors shall have terms of one, two, and three years, to be chosen by lot by the Secretary, to ensure staggered terms for the at-large directors as set forth in Sec. 2 of this act, 24 App. V.S.A. Part IX, chapter 901, § 8(a) (selection of directors).

(2) Initial organizational meeting.

(A) Within 60 days of the effective date of Sec. 2 of this act, 24 V.S.A. Part IX, chapter 901, the Chair of the Central Vermont Chamber of Commerce shall designate a time and place for the organizational meeting of the initial Board of Directors of the Central Vermont Public Safety Authority.

(B) The initial Board shall elect a Chair and Vice Chair as provided in Sec. 2 of this act, 24 V.S.A. Part IX, chapter 901 § 9(b) (organizational meeting; election of Chair and Vice Chair). The Chair and Vice Chair who are

elected at this organizational meeting of the initial Board shall hold office until the next Board elects their successors.

(b) Potential admission of the Towns of Barre and Berlin.

(1) The Authority welcomes the consideration of the Towns of Barre and Berlin, and extends to them a special invitation to join the Authority by vote of their residents, and the provisions of Sec. 2 of this act, 24 App. V.S.A. Part IX, chapter 901, § 51 (amendment of the Authority agreement), shall not apply to them if they warn a vote for May or November of 2014 to become members of the Authority.

(2) Upon an affirmative vote of residents, the town shall be deemed a member of the Authority under the terms of this charter, on the same terms and conditions as the Cities of Barre and Montpelier, except that the cost-sharing allocation formula shall be modified based on the historical percentage of net public safety costs of the member towns.

(3) By voting to accept the provisions of Sec. 2 of this act, 24 App. V.S.A. Part IX, chapter 901 (Central Vermont Public Safety Authority), the voters of the members which are now included in that chapter agree that the draft may be so amended to reflect the involvement of the Town of Berlin or Barre or both, without a new vote by the Cities of Montpelier and Barre.

(c) As used in this section, the terms “Authority,” “Board,” “directors,” and “Secretary” shall be as defined in Sec. 2 of this act, 24 App. V.S.A. Part IX, chapter 901, § 5 (definitions).

Sec. 4. EFFECTIVE DATE

This act shall take effect on passage.