

Appendix A – Board Procedures

A.1. Purpose. This appendix establishes procedures for the organization and operation of the town boards that are involved in the administration of this bylaw, including the Conservation Commission, the Development Review Board, the Historic and Architectural Advisory Committee, and the Planning Commission. These procedures relate primarily to the organization of the boards. The procedures for development review are established in Chapters 1-11.

A.2 Membership. The Conservation Commission, DRB, and Planning Commission are established by the Town Charter. The HAAC is established by this bylaw. Each board consists of seven members appointed by the Selectboard in accord with the following rules.

A.2.1 Residence. A majority of the members of each board must be residents of Williston.

A.2.2 Terms. Terms expire on May 1, or upon the removal (see A.2.6, below) or resignation of a member, and are for three consecutive years, except when a new member is appointed to fill an unexpired term. There are no term limits.

A.2.3. Reappointment. The Town Manager will contact members whose terms will expire before May. Members who wish to be re-appointed by the Selectboard must notify the Manager in writing before the Selectboard's first meeting in May. There is no right to another term. The decision to re-appoint will be made by the Selectboard based on its perception of the Town's needs.

A.2.4. New Applicants. Any prospective board member must apply to the Selectboard using the form provided by the Town. If an opening is available, the prospective member will be invited to interview with the Selectboard.

A.2.5 Alternates. The Selectboard may appoint one alternate member to each board. The alternate will sit as a voting member when necessary to ensure that a quorum is present.

A.2.6 Removal. Any member may be removed by majority vote of the Selectboard. Removal must be preceded by written charges and a public hearing.

A.2.7 Attendance. Members are expected to attend all meetings, but it is understood that occasional conflicts are inevitable. Members should notify the Administrator if they will be unable to attend a meeting.

A.3 Ethical Conduct. As provided by Chapter 3 of this bylaw, members must conduct themselves in accord with the town's *Conflict of Interest Ordinance*, which addresses both conflicts of interest and ex parte contacts. That ordinance appears as Appendix B.

A.4 Officers. Each board shall annually elect a Chair, Vice-Chair, and Secretary. Elections shall be held at the board's first May meeting (or as soon as possible after that). Vacancies due to removal or resignation may be filled at any time by a simple majority vote of the board. The Chair presides. The Vice-Chair presides in his or her absence. The Secretary is responsible for keeping minutes in the absence of staff support.

A.5 Regular Meetings. Regular meetings shall be as set by the board. Any change in the regular meeting schedule shall be preceded by at least 15 days notice published in a newspaper of general circulation in Williston, and by notices posted in the offices of the Town Clerk.

A.6 Special Meetings. This bylaw requires that most business be transacted at regular meetings. The board may meet at the call of the Chair, however, provided that notice of such a special meeting is posted at the offices of the Town Clerk at least 24 hours in advance. A special meeting may also be held at the request of any two members. Notice to members may be provided by telephone and or e-mail, again at least 24 hours before the meeting. Special meetings must be confined to the advertised topic.

A.7 Quorum. A quorum is necessary for any hearing or action set up by this bylaw. A quorum consists of a majority of the members, i.e. four, including, if necessary, the appointed alternate. Members who abstain do not count as part of a quorum for that vote. Only members who have attended all hearings or listened to the recordings of those hearings) regarding a particular appeal or application may vote on that appeal or application.

A.8 Minutes. Minutes shall be kept of all meetings. Minutes shall include the minimum contents required by state law. Recordings shall be made of all DRB meetings and of any meeting of the other boards at which a quasi-judicial or other potentially litigable action will be taken. Minutes will be available for public review in the office of the Administrator, and after approval by the board, the office of the Town Clerk.

Requirements for Minutes. From 1 V.S.A. § 312(b): (1) Minutes shall be taken of all meetings of public bodies. The minutes shall cover all topics and motions that arise at the meeting and give a true indication of the business of the meeting. Minutes shall include at least the following minimal information: (A) All members of the public body present; (B) All other active participants in the meeting; (C) All motions, proposals and resolutions made, offered and considered, and what disposition is made of same; and (D) The results of any votes, with a record of the individual vote of each member if a roll call is taken.