



# *Tilton-Northfield Fire & EMS*

Stephen M. Carrier, Chief  
Michael Robinson, Deputy Chief

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## By-Laws Committee Meeting November 10, 2009

The meeting was called to order at 6:35 PM.

Members Present: Pat Clark, Scott Davis, Leif Martinson, Kevin Waldron, Phil Cain

Pat Clark passed out an agenda for the meeting. It continues with what was worked on last week. The Articles for Kevin and Pat should be relatively quick. Leif's and Scott's will take more time.

### By-Laws

Pat Clark reviewed what Phil Cain should have in the packet he received from Scott McGuffin. If something is missing, Pat will get a copy to him. He then explained that Leif took the Library By-Laws and morphed them into using them for the Fire District. Then each one of them picked up an article to rewrite. Scott McGuffin took Article II which is now Phil Cain's. Leif Martinson has Article III, Kevin Waldron has Article IV, Pat Clark has Article V and Scott Davis has Article VI. They need someone to take Articles I and VII. They will do that later on in the meeting. Tonight they are going to do a quick review of Kevin's and Pat's, put them to bed and move on to Leif's and Scott's.

### Minutes

The minutes of November 3<sup>rd</sup> were reviewed. They were put off until the meeting of November 17<sup>th</sup> when all the minutes will be reviewed.

### Article IV: Meetings

Kevin handed out a copy of Article IV that he had rewritten. Everyone was happy with the changes that were made and decided that it was worthy of submission to the commissioners.

### Article V: District Fire Chief

Pat handed out a copy of Article V that he rewrote with the changes based on his interpretation of what everybody advised him on last week. He feels this represents the majority of the feeling of giving the Commissioners a little bit of authority in there. He changed materials to supplies in #2. Number 3 was removed as they agreed to put that over on the Commissioner's part. He moved 4 and 5 up to make them 3 and 4. He put down that the Fire Chief has the responsibility for managing the expenditures but it has to be in keeping with the Commissioners purchasing policy so there is a balance there. The Commissioners have ultimate say but the Chief is going to do his best.

Scott Davis made a motion to accept Article V as written. Kevin Waldron seconded the motion. There was no further discussion and the vote was taken.

All were in favor of Article V as written.

## Article VI:

Scott passed out copies of Article VI. Leif asked on Section 5 what the purpose is of requiring the meeting in the same location as the Commissioners. Scott replied he feels it will cut down on public confusion if they want to attend the meetings. Further discussion ensued and it was decided to change required to make every effort.

All meetings shall be properly posted.

A committee should always have an odd number in case a vote is taken so there won't be a tie. The odd person will be a Commissioner. The Commissioner will have a vote. The Commissioner will not serve as the chair on the committee. Discussion ensued. The Chairman of the committee will make regular written reports to the Commissioners.

Section 1: Leif had a question on equal representation. It should read Shall appoint committee members consisting of balanced representation.

Leif felt that a Commissioner should not be required to be on a committee. Scott felt that if they are the ones forming a committee then one of them should be on there. Kevin agreed with Scott. Phil feels it should be up to the Commissioners themselves as to whether or not they should be on the committee. Pat agrees with Leif and Phil. Leif pointed out that the last sentence should say *Each committee will be discharged upon completion of the purpose for which it was established after a final report has been presented and accepted by Commissioners.*

Section 3 has been completed. Either and verbal were eliminated.

Section 4: Everyone was comfortable with that.

Section 5: Replace the word shall to should make every effort to meet in the same location that the commissioners are meeting.

Scott will redo and bring back next week for a quick review.

It was decided that they would look up and include RSAs that pertain to whatever they are talking about in their article.

## Article III: Commissioners and Their Duties

Leif stated it still needs some work. He is pretty comfortable with sections 3 through 8 but sections 1 and 2 he's still struggling with. This article speaks to the Commissioners which are some of the officers of the District. When he got into the RSAs it started speaking to the other elected officials in the District. He's not sure if any of their duties need to be listed in the By-Laws at all. What he did pull from Section 52 is the first sentence under Article III. Discussion ensued.

Who is eligible to be a Commissioner should be in the by-laws under Article II. Where he is hung up is figuring out the language for sections 1 and 2. Leif will send rough draft to everyone prior to the meeting. Much of what this is based on he pulled either from the Library, what has been discussed so far or what is in the Middletown, CT, by-laws.

Discussion ensued.

Section 3 was read by all. Discussion ensued regarding the formation and appointment of committees. All agreed that the Chair should be able to move a motion. Discussion ensued regarding the Chair as an authorized signature on all District accounts. All agreed that the Chair shall be an authorized signature on all District accounts.

It was discussed that if you are listing the Commissioners duties you have to list the officer's duties. The name of Article III was changed to *Commissioners, Officers and Their Duties.*

Section 4 was read by all. The Treasurer's position was discussed. Conflicts and restrictions were discussed. It was felt that whatever was determined would apply to all positions. It was decided that this would be researched further and discussed again at the next meeting. Section 4 says *The Treasurer shall sign all checks.*

Section 5: Secretary was changed to clerk. It was decided to include annual and special meetings. The Clerk is a voted position. It was discussed why the clerk does not do the monthly commissioners meetings. It was felt that the Clerk should do this. Kevin stated the reason the secretary does this is because she has general information of the day to day operations. Discussion ensued regarding the duties of the Clerk. It was felt that the Clerk should be taking the minutes for all the meetings and they will try to base it on RSA. On file at the District office was discussed as there is no District office. It was decided that this was an internal issue for the Commissioners to handle. They need a file that only they can access.

Section 6: Action by the Commission was discussed. It was recommended that a written corrective action be on file that the Commissioners use.

Section 7E: It is the responsibility of the Commissioners to keep an eye on what the department is doing. If you don't like it, make changes. Discussion ensued.

Section 7D: The budget process was discussed. Everyone agreed.

Section 7C: The Commissioners have a liaison on the budget committee.

Section 8 had no changes.

Leif will try to get something done by the end of the week and email it to everyone to review.

Pat is to email Article II to Phil.

Leif told everyone that Article I normally says this is the name of the District and this is the reason it exists. Pat volunteered to clean up Article I and bring it to the next meeting.

It was thought that Article VII should be fairly easy as well. Article VII speaks to how the by-laws are changed. Once they are voted on and adopted by the District how do you actually make any amendments to them? It was felt the legislative body should retain the right to decide how the by-laws should change. If the Commissioners find something in the by-laws that are a concern to them they can bring it to the attention of the legislative body. It was felt that a two-thirds vote would be required to change. Scott Davis offered to clean up Article VII.

Next week the first thing they will do is clean up Article III with Leif Martinson, then Article II with Phil Cain, Article I with Pat Clark and Article VII with Scott Davis. Discussion occurred as to when the articles will be voted upon. It was decided that when they are completed they will review each article and then vote upon them.

Pat Clark brought up the time line as to when the By-Laws would be presented to the Commissioners. Discussion occurred as to when the committee would present. It was agreed that a polished report would be presented.

Pat Clark passed out some RSAs that he thought they should all look at and think about. Discussion ensued regarding Chapter 52. Pat Clark suggested they should give some thought to dissolution as that is a big issue right now. Leif Martinson pulled out the Merrimack Village District By-Laws. They have an Article X which simply says *The provisions of Chapter 52 and any amendments thereto with exceptions as outlined within our by-laws shall govern the district.* Pat Clark told the committee that what they will find when they start going down all the different variations of Chapter 52 is that they have

options in there. What their document is doing is accepting these as the guiding light but they are also clarifying certain things so that specifically they are going to operate this way, this way and this way. They are going to try to communicate that in their presentation to the public to see if they will accept it. You can do just like Charlie said or we can define it in our by-laws and still be in line with the RSAs. Chapter 670 is what Scott McGuffin was referring to. He just pulled these out quickly as these are just a few of the things they may want to look at. Further discussion ensued regarding Chapter 52.

Leif Martinson made a motion to adjourn. Scott Davis seconded the motion. Meeting adjourned at 8:47 P.M.

Minutes transcribed by: Kathy Tobine

**Next Meeting Date, Time, Place:** November 17, 2009 at 18:30. Meeting to be held at Tilton School, new Academic Building, School Street, Second Floor, Room 213, Tilton.

Approved November 17, 2009