



# *Tilton-Northfield Fire & EMS*

Stephen M. Carrier, Chief  
Michael Robinson, Deputy Chief

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## By-Laws Committee Meeting November 17, 2009

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

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

### Minutes

Pat Clark recommended that the minutes of October 13<sup>th</sup> be reviewed on November 24<sup>th</sup>.

October 20<sup>th</sup>: Motion was made by Leif Martinson and seconded by Kevin Waldron to accept the minutes of October 20<sup>th</sup> as written with a minor correction.

All were in favor of accepting the minutes as corrected.

November 3<sup>rd</sup>: Motion was made by Scott Davis to accept the minutes of November 3<sup>rd</sup> as written. Leif Martinson seconded the motion. There being no discussion, vote was taken.

All were in favor of accepting the minutes as printed.

November 10<sup>th</sup>: Motion was made by Scott Davis to accept the minutes of November 10<sup>th</sup>. Leif Martinson seconded the motion.

Discussion: Kevin Waldron pointed out that on page 2 the fourth line down where it says *change required to shall* it should say *required to make every effort*. There being no further discussion, vote was taken.

All were in favor of accepting the minutes as corrected.

### Article VI:

Scott handed out his revision. Leif Martinson made a motion to accept as written. Phil Cain seconded the motion.

Discussion: Kevin Waldron brought up a grammatical issue in Section 3 says *make a written reports*. It was decided to take out the *a* so it says *make written reports*. In Section 4 for clarification it states *no committee shall have other than advisory powers unless the Commissioners grant it*. Scott Davis replied it is to grant the powers. He felt that this made it very clear what the Commissioner's powers are.

Leif Martinson made a motion to accept the amended article as written. Phil Cain seconded the motion. There being no further discussion, vote was taken.

All were in favor of accepting Article VI as amended.

### Article III:

Leif Martinson requested they skip his article as he did not get to Sections 1 and 2.

### Article II:

Phil Cain handed out copies of his article. Discussion ensued about elections. Sections 1, 2 and 3 were discussed. Scott Davis suggested that Article II should read officers not membership. The first section should read *The officers of the District shall be one*

*Moderator, one Clerk, one Treasurer and three Commissioners.* Article III will speak to their duties and responsibilities. Within the officers you can have Section 2 which will say what the term of the officer is. Further discussion ensued where Phil Cain was brought up to date on what had transpired in previous meetings regarding the election of Commissioners and balanced representation. The discussion then moved on as to how a vacancy of office would be filled.

Pat Clark stated the first thing they have to do is decide where the Commissioners come from. Scott Davis stated it can't be just the Commissioners. It has to be the officers of the District. Leif Martinson stated that officers have to be residents of either Tilton or Northfield so the Commissioners have to be residents of either Tilton or Northfield. The make up of the commission must have a resident from each town. Kevin Waldron stated that what they want to say is all three Commissioners shall not reside in the same town. Phil Cain said that will not work either. Further discussion ensued regarding balanced representation.

Pat Clark pointed out that they have two things to vote on. They are a vote must be taken for balanced representation vs. at large as well as the Commissioners vs. the Moderator make appointments to fill vacancies.

Leif Martinson made a motion that the Commissioners be elected at large. Kevin Waldron seconded the motion. There being no further discussion, the vote was taken. Four were in favor of at large, one against. It will be written at large.

Leif Martinson made a motion that the language read *Any mid-term vacancies are filled by the Moderator until the next election when the vacancy shall be filled to term.* Scott Davis seconded the motion.

Discussion: Scott Davis agrees with this as there could be a stalemate with the two Commissioners. Kevin Waldron asked what they do in the case of needing a Moderator. Leif Martinson pointed out that the Moderator can only be elected by the legislative body. If the Moderator resigns they have to hold a special election to elect the Moderator. Scott Davis also pointed out that they have an assistant Moderator who steps in. If the Moderator was going to step down he might appoint an assistant to fill the position until the next election. Phil Cain is to research what happens when the Moderator steps down. Scott Davis made a motion that the language be amended to read *Mid-term vacancies shall be filled by the Moderator for the offices of Clerk, Treasurer and Commissioner shall be until the next election.* Leif Martinson seconded the motion. There being no further discussion, the vote was taken.

All were in favor of Section 4 as modified.

Kevin Waldron asked what Section 2 was going to be. Scott Davis replied Section 2 officers will be elected at the annual District election. Pat Clark stated the Commissioners will be elected for three years. He asked if they wanted to change the terms on the Clerk, Treasurer and Moderator. Scott Davis explained that the reason they do that is so every office of the District is up for election every year. He recommended they leave it the way it is. Discussion ensued regarding the terms of office.

Job descriptions were discussed. Kevin Waldron stated that anyone who went in to sign up for a position the first year was given an outline of what the job entailed. Pat Clark requested Kevin Waldron bring in copies of the Clerk and Treasurer. Scott Davis read into the record what he felt the Clerk's duties should be.

*Clerk*

- *Principal duties include recording the proceedings of all annual and special meetings of the District, assisting the Commissioners in the preparation of warrants for the*

*annual and special meetings and the posting in two public places within the District at least 15 days before these meetings are to occur.*

- *Keeping official minutes of the monthly meetings of the District Commissioners.*
- *Assisting the Commissioners with District correspondence and keeping files thereof. Officially recording the proceedings and minutes of the District and Commissioners meetings within five days of such meetings.*
- *Responsible for all records of the District and their proper safe keeping in fire proof files provided for this purpose.*
- *Making reports to NH Department of Revenue Administration after the annual meeting of the names and addresses of all District Officers.*

Pat Clark asked where he got this information from. Scott Davis replied that he read that from the Water District Clerk. Pat Clark requested Kevin Waldron bring in what he has next week. Scott Davis felt that is a pretty good outline of what is expected from the Clerk. Pat Clark pointed out that this is going to be part of Article III and it's going to read Officers and Their Duties. Pat Clark requested Scott Davis and Kevin Waldron email the job descriptions to Leif Martinson to give him a heads up so he can give some thought to it.

Pat Clark asked Phil Cain if he was comfortable with what he has so far for feedback on Article II. Phil replied he was.

Scott Davis is to type up what he feels the Commissioners, the Treasurer and the Clerk duties should be and email them to Leif Martinson.

Article II will be put off to be rewritten and brought in by Phil Cain next week for review.

#### Article I:

Pat Clark handed out copies of Article I. He stated that they have a copy of a letter from Charlie Chandler in their packet that responded to RSA 52:24 requirements that they inform the Secretary of State of certain things having to do with the Fire District. He then read the RSA 52:24. For purposes of Selectmen, the Commissioners fill the duties. In Article I he used that and the letter from Charlie Chandler and blended it with what Leif had given. *The organization shall be called the Tilton-Northfield Fire District existing pursuant to RSA 52 and RSA 154 among others.* Those are the two principal RSAs that kind of dictate village districts and our powers and so forth. *The main office is located at 12 Center Street, Tilton NH 03276 with facilities in Tilton and Northfield. The Tilton-Northfield Fire District includes the entire boundaries of the towns of Tilton and Northfield. Changes to these By-Laws will be reported to the Secretary of State pursuant RSA 52:24 following a two-thirds vote at Fire District Meeting.* Scott Davis made a motion to open Article I for discussion. Kevin Waldron seconded the motion.

Discussion: Scott Davis stated the only thing he would change or add at the end of that would be *following a two-thirds vote at any annual or special Fire District Meeting called for this purpose* because it could be a special meeting called for an amendment or change to the By-Laws. Pat Clark asked if a special meeting was a Fire District meeting. Scott Davis stated it was but you have to petition the court for a special meeting. Kevin Waldron stated he thought it should say annual or special meeting called for this purpose. Scott Davis asked if there was a vote that was taken several years ago regarding the name. Kevin Waldron replied that it was restating a purpose. At the District Meeting in either 2005 or 2006 we restated the purpose. Scott Davis stated that Tilton-Northfield Fire District is what is filed with the Secretary of State. Pat Clark believes that what was not filed with the Secretary of State was the amendment made at a later Fire District Annual Meeting where

it expanded the purpose of the Fire District to include EMS. Kevin Waldron thought that was a result of the 52:24 requirement. You have to list what you are and what you do. The filing requirements were discussed. Pat Clark stated the role of the District was expanded in 2006 and he doesn't believe it was ever sent to the Secretary of State. It was felt that this should be included in Article I as well.

#### Article VII:

Scott Davis handed out Article VII dealing with the amending of the By-Laws. Discussion ensued regarding the article. Kevin Waldron made a motion to accept the article as written. Scott Davis seconded the motion. There being no further discussion, the vote was taken. All were in favor of Article VII as written.

#### Agenda Item #9: Discussion of any additional articles or changes to by-laws

Kevin Waldron thought they were going to put in there somewhere that the Commissioners shall not or should not be a selectman in either town due to a conflict of interest. Phil Cain stated that it should say not be a conflict of interest. Kevin felt that was too broad. Pat Clark asked Kevin if what he was saying is there is some verbiage that he was told in the RSAs that he was told that stated Selectmen could be a Fire Commissioner. Kevin Waldron stated he did not look into it. He has been told. Phil Cain stated there was nothing in the RSAs that said you could not be a Selectman and a Fire Commissioner. Scott Davis stated that if it was in there it would have to be under town, village and village districts. He believes it would be underneath the selectmen. Kevin asked if there was a section of the RSAs on interoffice conflicts. Scott Davis stated it would have to be under section 3 which would be cities, towns and village districts. That's the only section of the RSAs that deals with cities, towns and village districts. Kevin Waldron thought there would be an RSA that specifically said you cannot. Further discussion ensued. It was decided that it can be addressed in the By-Laws but more research should be done on it. Pat Clark will call the Secretary of State regarding this. At the same time he will ask them how much time they need to review the By-Laws. Kevin Waldron felt that they should find out for all the officers of the District regarding the conflict of interest.

Next week they will be looking at any other issues. They need to get Article III completed. Scott Davis will assist Leif Martinson with that. Article I and II will also be brought back. Then they will put it all together.

Scott Davis made a motion to adjourn at 8:34. Kevin Waldron seconded the motion. Meeting adjourned at 8:34 P.M.

Minutes transcribed by: Kathy Tobine

**Next Meeting Date, Time, Place:** November 24, 2009 at 18:30. Meeting to be held at Tilton School, new Academic Building, School Street, Second Floor, Room 213, Tilton.

Approved November 24, 2009