

Selectboard Rules of Procedures for Meetings

Town of Canaan, VT

- I. PURPOSE.** The Selectboard of Canaan, VT is required by law to conduct its meetings following the Vermont Open Meeting Law. 1 V.S.A. §§ 310-314. A "meeting" is defined as a gathering of a quorum of the members of a public body for the purpose of discussing the business of the public body or for the purpose of taking action. 1 V.S.A. § 310(3)(A). Meetings of the Selectboard of Canaan, VT must always be open to the public, except as provided in 1 V.S.A. § 313 for an executive session. The purpose of these meetings is to conduct the business of the public body efficiently and effectively, while still allowing a reasonable opportunity for public comment.
- II. APPLICATION.** This policy setting forth rules of procedure applies to the Selectboard of the Canaan, VT, referred to below as "the body." These rules apply to all regular, special, and emergency meetings of the body. These rules do not apply to municipal quasi-judicial proceedings. The Selectboard of Canaan, VT adopts these rules to further its significant interest in conducting its meetings in an efficient and orderly fashion. To this end, the following rules are established for the conduct of all persons, including board members, staff members, and members of the public attending the body's meeting.
- III. ORGANIZATION.**
1. The body must annually elect a chair and a clerk, who will serve until the body's next annual meeting, unless otherwise removed. Vacancies in the offices of chair or clerk will be filled by majority vote of the body.
 2. The body may vote to remove the chair or clerk at any time and elect a new chair or clerk by majority vote.
 3. The chair of the body will preside over all meetings (i.e., presiding officer). If the chair is absent, a member selected by the body will act as presiding officer for that meeting.
 4. A majority of the total membership of the body constitutes a quorum. If a quorum of the members of the body is not present at a meeting, no meeting will take place. This quorum is two members.
 5. No single member of the body has the authority to represent or act on behalf of the body unless either by statute or by majority vote, the body has delegated such authority as recorded in its meeting minutes.
 6. All members, including the chair of the body, are entitled to full participation in its proceedings, including the right to attend, speak, make motions, and vote.
 7. Meetings of the body may be recessed (i.e., a brief break), or adjourned (i.e., postponed) and continued at a later date, time, and place certain. A motion stating the time and place that a meeting is either recessed or adjourned to must be made in public before the meeting is recessed or adjourned and such motion recorded in the meeting minutes.
 8. These rules may be amended by majority vote of the body and must be readopted annually.

IV. AGENDAS.

1. Each regular and special meetings of the body must have an agenda. The town clerk or other person appointed by the board, in conjunction with the chair, will create and manage the body's agenda. Notwithstanding the town clerk's or other person appointed by the board and the chair's authority over the agenda, the body, in its discretion, may amend the final content of the agenda before or, to some extent, during the body's next meeting. Those who wish to add an item(s) to the meeting agenda, members of the board or otherwise, need to contact the town clerk or other person appointed by the board to request its inclusion on the agenda. All requests for additional agenda items must be provided at least 60 hours in advance of a regular and 36 hours in advance of a special meeting to be considered.
2. At least 48 hours prior to a regular meeting, and at least 24 hours prior to a special meeting, a meeting agenda must be posted in or near the municipal office and at the following designated public places in the municipality: Canaan and Beecher Falls Post Offices. At least 48 hours prior to a regular meeting, and at least 24 hours prior to a special meeting, a meeting agenda must be posted on <https://canaan-vt.org/agendasmeetingminutes/selectboard.html>. The agenda must also be made available to any person who requests it prior to the meeting.
3. All business will be conducted in the same order as it appears on the noticed agenda, unless voted otherwise, except that any addition to or deletion from the noticed agenda may be made as the first act of business at the meeting. No additions to or deletions from the agenda will be considered once the first act of business at the meeting has commenced. Any other adjustment to the noticed agenda, for example, changing the order of business, or postponing or tabling actions, may be made by majority vote of the body.
4. No binding action can be taken on matters not appearing on the agenda, unless when necessary to respond to an unforeseen occurrence or condition requiring immediate attention from the body. Nor can the agenda item entitled "other business" be used for taking binding action.

V. MEETINGS/OFFICIAL BUSINESS.

1. Regular meetings will take place on every other Monday, starting on January 6, 2025. These meeting will take place at 18:00 and will be located at the Canaan Community Office Building (318 Christian Hill Canaan, VT) unless otherwise warned.
2. Special meetings must be publicly announced at least 24 hours in advance by giving notice to: all members of the body, either orally or in writing, unless previously waived; an editor, publisher or news director, or radio station serving the area; and any person who has requested notice of such meetings. In addition, notices must be posted in the municipal clerk's office and at the following designated places in the municipality: Canaan and Beecher Falls Post Offices.
3. Emergency meetings may be held without public announcement, without posting notice, and without 24-hour notice to members, provided some public notice thereof is given as soon as possible before any such meeting. Emergency meetings may be held only when necessary to respond to an unforeseen occurrence or a condition requiring immediate attention from the body.

4. A member of the body may attend a regular, special, or emergency meeting by electronic or other means without being physically present at a designated meeting location, so long as the member identifies themselves when the meeting is convened and is able to hear and be heard throughout the meeting. Whenever one or more members attend a meeting electronically, voting by the body that is not unanimous must be done by roll call. If a quorum or more of the body attend a meeting without being physically present at a designated meeting location, the agenda for the meeting must designate at least one physical location where a member of the public can attend and participate in the meeting. At least one member of the body, or at least one staff member or designee of the body, must be physically present at each designated meeting location.
5. There is no allowance for voting by proxy. A member must be either physically present or, if applicable, present using electronic or other means in order to vote.
6. If members of the body stray into discussing the business of the body at any gathering, including outside of an official town setting, where a quorum is present, a meeting will have taken place.
7. "Business" is "the public body's governmental functions, including any matter over which the public body has supervision, control, jurisdiction, or advisory power." 1 V.S.A. § 310(1)."
 - a. Participation in a Facebook group, Front Porch Forum, or other online group by a quorum of members of a public body raises open meeting law concerns any time the body's business is discussed. This could be the case even if most - or even all - of the members of the public body remain passive and do not post about or respond to posts about the body's business.
 - b. If a quorum of board members are part of the group email, and any dialogue occurs addressing business matters, this discussion is a "meeting" under 1 V.S.A. § 310(3)(A).
 - c. Serial Communications - Because the law seems to allow for "gathering" over time , these successive, interrelated private conversations, often in email board's business that, taken together, involve a quorum.
 - d. Collective editing, even if performed by members individually and over time, may be a "meeting" under 1 V.S.A. § 310(3)(A) if a quorum ends up discussing business outside of the public view.
8. Non-Business/Non-Meeting
 - a. Administrative Functions such as scheduling a meeting, organizing an agenda, or distributing materials to discuss at a meeting, clerical work, or work assignments of staff or other personnel. Routine, day-to-day administrative matters that do not require action by the public body so long as no money is appropriated, spent, or encumbered. 1 V.S.A. § 312(g); 1 V.S.A. § 310(3)(B).

- b. Other functions. Occasions when a quorum of a public body attends social gatherings, conventions, training programs, press conferences, media events, etc. 1 V.S.A. § 310(3)(C).
- c. Meeting of a Different Public Body. A gathering of a quorum of a public body at a duly warned meeting of another public body. 1 V.S.A. § 310(3)(D).
- d. Site inspections for tax assessments or abatements. 1 V.S.A. § 312(g).
- e. Bilateral collective bargaining negotiations as decided by the Vermont Supreme Court, between a school board negotiating committee and a labor union. Negotiations Committee of Caledonia Central Supervisory Union v. Caledonia Central Education Association, 2018 VT
- f. Remember if members of the body stray into discussing the business of the body at any of these gatherings where a quorum is present, a meeting will have taken place.

VI. MOTIONS AND VOTING.

- 1. Any member of the body may make a motion.
- 2. A member of the body may speak or make a motion only after being recognized by the presiding officer.
- 3. Members of the body are not limited by the type of motions they may make (e.g., motion to amend, table, reconsider, object to consideration of the question, etc.), though all members should be aware of the consequences of the motion they make and/or approve.
- 4. Motions made by members of the body do require a second to proceed with discussion and/or action, if any.
- 5. The maker of a motion has the right to speak first in debate once the motion has been seconded, restated by the presiding officer, and the member is recognized by the presiding officer.
- 6. Members must limit their comments and motions to the meeting agenda item under consideration.
- 7. All motions must be phrased in the affirmative.
- 8. All motions must be restated by the presiding officer prior to a vote.
- 9. Responses to voice votes, when provided, must be expressed as either "Aye" or "Nay." Members may also abstain or recuse themselves from voting.
- 10. All motions require the approval of the majority of the total membership of the body to pass, unless the threshold has been increased by the body, or as otherwise modified by state law.
- 11. A member may change their vote, up until such time as the vote is announced by the presiding officer.

12. Any member of the body may request a roll call vote. Whenever one or more members attend a meeting electronically, a roll call vote is required for votes that are not unanimous.
13. The presiding officer must announce the result of all votes and what action, if any, the body has taken.
14. Motions to end or limit debate will be entertained. A motion to end or limit debate may be made at any time after a member has been recognized by the presiding officer. Motions to end or limit debate require a majority vote of the total membership of the body.
15. A member of the body may call a point of order at any time, without being recognized, to bring attention to a potential rule violation. A point of order does not require a second or a vote.
16. The presiding officer will rule on all points of order and state their justification.
17. Any member may appeal the presiding officer's ruling on a point of order, without being recognized. An appeal does require a second. If appealed, the ruling of the presiding officer may be overruled by a majority of the total membership of the body.
18. The failure of the body to strictly adhere to any provision of this section will not invalidate any action taken, unless such action was taken by less than a majority of the total membership of the body or some other standard as specified by state law.

VII. EXECUTIVE SESSIONS.

1. An executive session is considered a closed portion of an open meeting during which the law allows public bodies to discuss certain sensitive matters privately. There can be no executive session without first warning and opening a public meeting.
2. A motion to enter an executive session must be made during an open meeting of a public body and must indicate the nature of the business to be discussed.
3. Motions to enter an executive session or exit an executive session are governed by section VI "MOTIONS AND VOTING."
4. After a motion to enter an executive session is introduced, a public body may move into an executive session upon majority approval of its members present.
5. An executive Session is permissible to discuss the following topics but only after a finding that "premature general public knowledge would clearly place the public body, or a person involved, at a substantial disadvantage."
 - a. Contracts. 1 V.S.A. § 313(a)(1)(A).
 - b. Labor relations agreements with employees. 1 V.S.A. § 313(a)(1)(B).

- c. Arbitration or mediation. 1 V.S.A. § 313(a)(1)(C).
 - d. Grievances, other than tax grievances. 1 V.S.A. § 313(a)(1)(D).
 - e. Pending or probable civil litigation or prosecution, to which the public body is or may be a party. 1 V.S.A. § 313(a)(1)(E).
 - f. Confidential attorney-client communications made for the purpose of providing professional legal services. 1 V.S.A. § 313(a)(1)(F).
6. Executive session is permitted to discuss the following topics without the finding of substantial disadvantage:
- a. The negotiating or securing of real estate purchase or lease options. 1 V.S.A. § 313(a)(2).
 - b. The appointment, employment, or evaluation of a public officer or employee, provided that a public body must make the final hiring or appointment decision, and explain its reasons for the decision, in open meeting. 1 V.S.A. § 313(a)(3).
 - c. A disciplinary or dismissal action against a public officer or employee, although this does not impair the right of the officer or employee to a public hearing if formal charges are brought. 1 V.S.A. § 313(a)(4).
 - d. A clear and imminent peril to the public safety. 1 V.S.A. § 313(a)(5).
 - e. Exempt records under Vermont's public records act, provided that this exemption does not by itself permit discussion in an executive session of the general subject to which the exempt record pertains. 1 V.S.A. § 313(a)(6).
 - f. Security or emergency response measures, if disclosure could jeopardize public safety. 1 V.S.A. § 313(a)(10).
7. A public body may choose to invite into an executive session any of the following: legal counsel; staff; clerical assistants; and persons who are subjects of the discussion or whose information is needed. 1 V.S.A. § 313(b).
8. Once in an executive session, no formal action may be taken except for actions related to securing a real estate purchase option 1 V.S.A. § 313(a).
9. In all other instances, appropriate topics may be discussed in an executive session, but ultimate action must be taken by motion and vote in an open session.

VIII. DELIBERATIVE SESSIONS.

1. Deliberative Sessions are when the public body deliberates on its written decision as part of a quasi-judicial proceeding. A quasi-judicial proceeding is a case in which the legal rights of a party are adjudicated, conducted so that all parties may present evidence and cross-examine witnesses and resulting in an appealable written decision. 1 V.S.A. § 310(6).
2. In this instance, although the hearing itself is open to the public, the deliberations that follow may be held in private, and the written decision that is issued need not be adopted at an open meeting if it is to be a public record. 1 V.S.A. § 312(e), (f).
3. A deliberative session is not an open meeting and need not be warned.
4. During Abatement or Grievance hearings deliberative sessions are typically treated as an executive session and are included on the agenda.

IX. PUBLIC PARTICIPATION.

1. All meetings of the body are conducted in the public; they are not meetings of the public.
2. All meetings of the body are open to the public.
3. Meetings of the body are a limited public forum.
4. Members of the public will be afforded a reasonable opportunity to express their opinions about matters considered by the body, so long as order is maintained according to these rules.
5. Public comment is open to all members of the general public, however, preference will be given to residents and or taxpayers of Canaan, VT.
6. At the end of discussion of each agenda item, but before any action is taken by the public body at each meeting, there may be two minutes afforded for open public comment. By unanimous vote, the body may increase the time for open public comment and its place on the agenda.
7. No member of the public may speak for longer than five minutes without the consent of the presiding officer.
8. Speakers will be taken on a first-come, first-served basis, though the presiding officer may suspend this rule to protect against repetitive or irrelevant comments and to ensure that varied, especially opposing viewpoints are heard.
9. Speakers may be asked, but not compelled, to state their name and/or address.
10. Members of the public must be acknowledged by the presiding officer before speaking.
11. Members of the public must wait their turn to speak and may not interrupt others.

12. Public comment must be germane to an item on the agenda.
13. A member of the public can only speak more than once on the same agenda item, time permitting, with the consent of the presiding officer and only after every other member of the public has been given an opportunity to speak.
14. The balance of time not used by a speaker will expire and cannot be reserved or yielded to another.
15. Members of the public do not have the right to vote on meeting agenda items.
16. Public comment under "General Public Comment" is limited to the business of the body (i.e., the public body's governmental functions, including any matter over which the body has supervision, control, jurisdiction, or advisory power).
17. Meetings may be recorded by any member of the public unless doing so constitutes an actual disruption to the proceedings of the meeting.

X. ORDER.

1. Order must be observed by all persons attending the meeting, whether in-person or electronically.
2. The presiding officer will preserve order in the meeting and regulate its proceedings by applying these rules and by making determinations about all questions of order or procedure.
3. No signs or posters are permitted inside the meeting room.
4. All electronic devices used by members of the body, the public, and others present must be silenced (i.e., turned off or put on "vibrate") during meetings.
5. All comments must be addressed to the presiding officer.
6. No person may disrupt, disturb, or otherwise impede (except for a point of order) the orderly conduct of the meeting or interrupt any person while they're speaking.
7. The only people who may interrupt another from speaking are 1) a member of the body for a point of order directed towards the presiding officer, or 2) the presiding officer themselves, to enforce a rule.
8. Speakers must refrain from repetitious speech or speech that is irrelevant to the business of the body.
9. Members of the body should be addressed by their official title (e.g., selectperson, commissioner, committee member, etc.) followed by their last name. Members of the public should likewise be addressed as either "the Speaker" or by some similar title of respect (e.g. Mr., Ms., Sir, Madam, Mx., etc.).
10. Members of both the body and the public must obey all orders and rulings of the presiding officer. The presiding officer should adhere to the following process to address any disruption to a meeting and as needed to restore order, but may bypass any or all steps when they determine, in their sole discretion, that deviation from the process is warranted:
 - a. Call the meeting to order and remind the member of the body or the public of the applicable rules of procedure.

- b. Declare a recess or table the issue under consideration.
- c. Adjourn (i.e., postpone) and continue the meeting until a place and time certain or close (end) the meeting.
- d. Ask disorderly person(s) to leave the meeting room for the remainder of that meeting.
- e. Request law enforcement assistance in removing a disorderly person(s) from the meeting, when their conduct substantially impairs the effective conduct of the meeting, for the remainder of that meeting.

XI. MEETING MINUTES.

- 1. Minutes must be taken of every meeting of the body.
- 2. Minutes must give a "true indication of the business of the meeting," which may require supplementing the following statutorily required elements: members present; active participants at the meeting; motions, proposals, and resolutions made, offered, and considered and what disposition is made of the same; the result of any votes taken; and a record of individual votes if a roll call is taken.
- 3. Minutes must be available for inspection five calendar days after the meeting.
- 4. Minutes must be posted no later than five calendar days after the meeting to an official website, if one exists, that is maintained or has been designated as the official website of the body.
- 5. Minutes must be approved by a majority of the total membership of the body.
- 6. Minutes can be amended by concurrence of a majority of the total membership of the body.

XII. PLEDGE FOR ALL PARTICIPATING IN MEETINGS.

- 1. All members of the Selectboard and all those who participate in the meetings pledge to:
 - a. Act fairly, objectively and in the public interest in all matters that come before the Selectboard.
 - b. Treat Selectboard members and all who come before the meeting with kindness, respect, and dignity; even when disagreement arises.
 - c. Manage their conflicts of interest according to the Canaan governing policy, to preserve public confidence in the Selectboard's decisions and actions.
 - d. Remember that the authority of the Selectboard is vested in the public body and not in any individual member.
 - e. Respect the independence of other elected town officers and work cooperatively with them in the best interests of the town.
 - f. Encourage transparency in our town government operations, to the practical extent possible.

- g. Set a tone and culture for civic engagement in local government.
 - h. Remember that their behavior as an individual member impacts the reputation of the entire Selectboard as well as that of the community we serve.
2. All board members must uphold their oath to faithfully execute the duties of their office to the best of their judgment and abilities, according to the law,

XIII. EFFECTIVE DATE. This policy will become effective immediately upon its adoption by the Canaan Selectboard.

Adopted (Date): 04/25/25

Signatures:



Michael Daley, Chairman



Dillon Begin



Alfred Buckley