

# ANDROSCOGGIN COUNTY BOARD OF COUNTY COMMISSIONERS

## *Bylaws, Rules for Governance and Order Of Business*

### **Adopted By the Board of Commissioners under Authority of Section 3.9.1 of the Charter**

**Effective: June 25, 2015**

#### **Section 1. Preface**

The Board of Commissioners must not make decisions outside public proceedings or in an ad hoc fashion but by the Board as a whole at lawful public meetings and workshops.

#### **Section 2. Regular Meeting**

For the purposes of this document, a regular meeting of the Board of Commissioners shall be defined as any meeting, whether a workshop or a business meeting, open to the general public. Regular meetings of the Board of Commissioners shall be conducted at least twice monthly on a day and time set by the Board.

Regular Board of Commissioners Meetings will adjourn at no later than 10:00 o'clock p.m., Eastern Time- unless extended by majority vote of the Board of Commissioners.

#### **Section 3. Special Meetings**

Special Meetings may be called by the Chair, and, in case of the Chair's absence, disability or refusal, may be called by written signature, fax, or e-mail or voice confirmation of four (4) members of the Board of Commissioners. Notice of such meeting shall be served in person or delivered to the residence of each member of the Board of Commissioners at least twenty-four (24) hours before the time for holding said special meeting, unless all members sign a waiver of said notice. Such a notice mailed to each Board member and postmarked in Auburn at least three (3) mail delivery days preceding the date of such special meeting shall meet the requirements for delivery to the Commissioners' residences. The call for said special meeting shall set forth the matters to be acted upon at said meeting, the time and place of such meeting, along with the names of the Commissioners

calling for the meeting. No business shall be transacted at this meeting except as stated in the notice, and nothing else shall be voted upon at such special meeting.

The Chair may also call an emergency meeting of the Board of Commissioners when in the judgment of the Chair facts and circumstances exist requiring the Board of Commissioners to meet faster than the above procedures for calling a Regular or Special meeting would permit, and may in so doing give notice of the meeting to each Commissioner by the fastest means available endeavoring by all possible reasonable means to assure each member is notified.

Notice of all regular, special or emergency meetings shall be given in compliance with the Freedom of Access Law, 1 MRS § 406, which provides in general that notice shall be given in ample time to allow public attendance and shall be disseminated in a manner reasonably calculated to notify the general public in the County. In the event of an emergency meeting, local representatives of the media shall be notified of the meeting, whenever practical, the notification to include time and location, by the same or faster means used to notify the members of the Board of Commissioners.

#### **Section 4. Workshop**

The Chair may call a workshop session of the Board of Commissioners to discuss any matter. No binding vote shall be taken on any matter under discussion, but a non-binding vote on any matter under discussion may be taken. Public comment at a workshop shall be at the discretion of the Chair.

#### **Section 5. Executive Sessions**

Executive Sessions may be scheduled by the Chair or called by a vote of 3/5 of the Board of Commissioners at any meeting. All Executive Sessions shall be held in accordance with 1 M.S.R.S. § 405(6) for purposes described under 1 M.S.R.S. § 405(6).

#### **Section 6. Quorum**

As per Article 3.10.11 of the Charter, a majority of the Board of Commissioners shall constitute a quorum for the transaction of business, but a smaller number may adjourn from time to time. At least twenty-four (24) hours notice of the time and place of holding a meeting that has been adjourned due to the lack of a quorum shall be given to all members. Every order, resolve, or other action of the Board of

Commissioners shall require the affirmative vote of four (4) members of the Board of Commissioners.

## **Section 7. Agendas**

The Board of Commissioners shall take up items which appear on its agenda in order, unless a majority of those Commissioners present and voting vote to take an item out of order. The Board may employ the following protocol for its Agendas:

- (1) Call to order by the Chair
- (2) Pledge of Allegiance
- (3) Moment of Silence
- (4) Roll Call
- (5) Acceptance of the Minutes
- (6) Chair's Report/ Board of Commissioners Sub-committee Reports
- (7) County Administrators Report
- (8) Acknowledgements (E.g., military, citizens, students, visitors)
- (9) Public Hearings (when required)
- (10) Consent Agenda Approval
- (11) Public Comment on non agenda items
- (12) Communications
- (13) Old Business: Actions, orders or resolves not concluded at the previous meeting, including items tabled.
- (14) New Business: Actions and Orders
- (15) Board Member Comments
- (16) Future Agenda Items
- (17) Adjournment.

When appropriate and in compliance with the Freedom of Access Law, 1 M.R.S.A. § 405, the Board may conduct any agenda item in executive session.

Public comment at meetings shall be subject to Rule 34 of these rules and shall be limited to matters that are lawful and appropriate for public discussion. Any person wishing to speak during the public participation segment of the agenda must first notify the County Administrator of the person's wish to speak and the matter or matters upon which the person wishes to speak. No action will be taken on items presented during "Public Comment." A person is not required to speak during the public comment segment of the agenda if the person wishes to speak to a particular agenda item, but may wait to be recognized to speak at the appropriate time.

## **Section 8. Enactment Form**

The Board of Commissioners shall act only by order or resolve. Final passage of any item shall require four (4) affirmative votes except where a greater number is required by Charter or law. All orders and resolves shall be confined to one subject, which shall be expressed clearly in the title.

## **Section 9. Order and Resolve Reading**

Every order or resolve shall be read by title only unless the Board votes to have it read in full.

## **Section 10. Yeas and Nays Taken**

The yeas and nays shall be taken on the passage of any order or resolve when called for by any member of the Board of Commissioners.

## **Section 11. Tie Votes**

Tie Votes on any motion means that there has been no action taken on the motion.

## **Section 12. Tabled Agenda Items.**

Tabled items will be taken up under Old Business at the next regular meeting of the Board unless the Board has voted to postpone the matter to a later date certain.

## **Section 13. When Action, Order, Resolve Takes Effect**

All actions, orders or resolves shall take effect upon passage unless otherwise stated in the action, order or resolve.

## **Section 14. Item for Meetings**

1. Except in the case of emergency meetings, no action, order, or resolve shall be in order for action at any meeting of the Board of Commissioners unless such action, order, or resolve shall be filed in the office of the County Administrator on or before noon seven days before the day of any meeting.

2. All agenda items must be approved by the Chair for inclusion on the agenda. The Chair may, in consultation with the County Administrator, use his/her discretion in placing and scheduling items for the agenda, provided the Chair may not unreasonably delay placing items on the agenda requested by other Commissioners. All Commissioners may suggest items for future agendas during regular meetings at the time designated for that purpose and at other times.

3. Agenda items shall not be removed from the agenda after the agenda has been published, but the Board may vote to postpone indefinitely or omit any consideration of an item that is on the agenda.

4. New items may be placed on the agenda at a Regular Board of Commissioners meeting if all of the Board members present vote unanimously to take action on the item, and subject to any specific notice requirements provided by law or the Charter for the taking of the proposed action.

5. Items placed on the agenda without necessary written background information may be tabled by a majority vote of the Board.

### **Section 15. Chair to be Presiding Officer**

The Chair shall take the chair at the time appointed for the meeting, call the members to order, cause the roll to be called, and, a quorum being present, proceed to business.

### **Section 16. Role of Vice Chair**

The Vice Chair will serve in the absence or disability of the Chair and will perform any other duties as designated by the Chair.

### **Section 17. Preserve Order**

The Chair shall preserve decorum and order, may speak to points of order in preference to other members. The Chair shall decide all questions of order subject to an appeal to the Board by motion. When such a motion for appeal has been duly made, no other business shall be in order until the question on appeal is decided.

### **Section 18. Taking Up Items on the Agenda**

With regard to actions, orders and resolves appearing on the Board of Commissioners Agenda that are in order for Board action, the Board shall proceed as follows:

- (a) The item shall be announced by the Chair as it appears on the agenda;
- (b) The action, order or resolve shall be read by title by the Chair according to Section 9;
- (c) The issue may be explained by the County Administrator, or his/her designee;
- (d) An affirmative motion shall be made and seconded before any Board discussion or debate. If there is no affirmative motion duly made and seconded, the Chair shall declare the matter closed and move to the next agenda item;
- (e) The issue shall be discussed by the Board; and
- (f) The item shall be opened for germane public input at the discretion of the Chair.
- (g) After all debate is concluded the Board shall vote on the matter.

A motion to withdraw from the agenda, to postpone indefinitely, to postpone to a day certain, or to postpone until after a certain event may be made at any time before final action on the matter by the Board.

### **Section 19. Debate**

When a question is under debate, the Chair shall receive no motion but to:

- (1) Recess the meeting,
- (2) Lay on the table,
- (3) To call the question (that is, to end debate),
- (4) Postpone to a day certain,
- (5) Refer to a committee or some administrative official,

(6) Amend, or

(7) Postpone indefinitely,

which several motions shall have precedence in the order in which they stand arranged.

### **Section 20. Motion to Adjourn, Recess**

The Chair shall not entertain a motion to adjourn the meeting if there remains unfinished business, but may at any time entertain a motion to recess the meeting to a date, time, and place certain. A motion to recess the meeting is subject to debate. A motion to adjourn and the motion to lay on the table, or to take from the table, shall be decided without debate.

### **Section 21. Reconsideration**

When a vote is passed, it shall be in order for any member who voted in the majority, to move reconsideration thereof at the same, or the next regular meeting, but not afterwards; and, when a motion of reconsideration is decided, that vote shall not be reconsidered. No motion to reconsider a vote passed at a previous meeting shall be in order for consideration at the next regular meeting unless an item to that effect is contained on the agenda for such next regular meeting or unless five (5) of the members present consent to such reconsideration.

### **Section 22 Motion to Call the Question (End Debate)**

Upon the motion to call the question being made and seconded, the Chair shall put the question in the following form: "Voting is now on whether there shall be further debate on (state the motion)." All debate shall then be suspended. If the motion to call the question is adopted by at least five (5) of the Commissioners present, the motion to which it applied shall be voted on at once without further debate.

### **Section 23. Manner of Speaking**

When a Board member is about to speak, said member should respectfully address the Chair, confine comments to the question under debate, and avoid personal

statements about other Commissioners, County officials or employees, or others. All questions and answers will be directed through the Chair.

#### **Section 24. Not to Interrupt**

No member speaking shall be interrupted by another, but by a call to order or to correct a mistake.

#### **Section 25. Breach of Rules**

When any Board member shall be determined by vote of at least five (5) Commissioners guilty of a breach of any of these Rules, said member may, on motion, be admonished or censured or may be required to make satisfaction therefore by taking such action or refraining from such conduct as may be stated in the motion, and shall not be allowed to vote or speak except by way of apology or excuse, until such satisfaction has been made.

#### **Section 26. No member to speak on behalf of Board unless designated**

No member of the Board of Commissioners, other than the Chair, shall represent to anyone or knowingly allow anyone to infer that he/she speaks on behalf of the Board of Commissioners unless that Commissioner has been officially designated by act of the Board or appointed by the Chair.

#### **Section 27. Disclosure of Interest**

Disclosure of Interest and action thereon is determined as follows:

**A. Financial Interest:** A Commissioner, County Official, Budget Committee Member, or employee who has a financial interest in a contract with the County or in the sale, purchase or lease of any land, material, supplies or services to or from the County, shall disclose the interest and abstain from negotiating, voting upon or otherwise participating in decisions involving such contract, sale, purchase or lease, unless the contract, lease or sale is awarded through a competitive bidding process. Similarly, a Commissioner, County Official or Budget Committee Member who has a financial interest in any matter before the Board of Commissioners, committee, or subcommittee of which such person is a member, shall disclose the interest and abstain from voting on any matter involving the interest. A copy of the disclosure and the abstention shall be recorded with the County Clerk. For purposes of applying (but not limiting) this rule, a

Commissioner, County Official, Budget Committee Member, or employee has a "financial interest" within the meaning of this section if the Official, Member or employee or a member of his or her family owns at least a ten percent interest in the business or economic entity or ten percent or more of the stock of the corporation involved in the pending transaction or matter.

**B. Relationship:** A Commissioner or other County Official is disqualified in any quasi-judicial matter before the Board if the Commissioner or Official is related to any of the parties to within the sixth degree of kinship (second cousin). The Commissioner or County Official shall disclose the interest and abstain from participating or voting unless all parties waive the disqualification in writing.

**C. Appearance of Conflict:** A Commissioner, County Official or Budget Committee Member shall avoid the appearance of a conflict of interest, whether there is a legal conflict or not, by disclosure of the facts underlying the potential conflict and, where appropriate, by abstaining from participating or voting on the matter. If, after disclosure, the Commissioner, County Official or Budget Committee Member believes the interest will affect the Commissioner's, Official's or Budget Committee Member's ability to make a fair and impartial decision faithful to the public interest, the individual shall abstain from participating or voting.

**D. Participation:** An abstaining Commissioner, County Official or Budget Committee Member may, but need not, remain in the meeting room during debate or votes on that issue. An abstaining Commissioner, County Official or Budget Committee Member who wishes to be heard on a matter may join other members of the public and speak as a member of the public during that portion of the meeting when the public is being heard. In no case shall an abstaining Commissioner, County Official or Budget Committee Member participate in discussions or deliberations or otherwise act in an official capacity in the matter on which the Commissioner, County Official or Budget Committee Member has abstained.

**E. Judgment of Qualifications:** If there is any doubt as to whether a Commissioner, County Official or Budget Committee Member has a conflict of interest in any matter, the Chair of the Board or Committee, as the case may be, shall determine the qualification of the challenged member, subject to the right of appeal stated in these Rules. A decision made according to this paragraph shall be final.

## **Section 28. E-Mails & Other electronic communication**

E-mails, text messages and other electronic communication exchanged between Commissioners or between Commissioners and County Officials or personnel shall be restricted to notifications or to general information. At no time should Board of Commissioners participate in e-mail, chat, text messages and other electronic communication for substantive discussion, consideration or debate on policy issues. Any such substantive discussion, consideration, or debate should only occur at properly convened meetings posted in accordance with Maine State Law and the Freedom of Access Law.

## **Section 29. Member Excused from Voting**

Every member of the Board present when a question is put shall vote unless the member is precluded from participation therein because of interest or the appearance of interest or unless he or she is otherwise prohibited by law from participation or unless the member has been absent or has otherwise not had the opportunity to obtain and review sufficient information on the matter to enable the member to cast a properly informed vote.

a. Any member abstaining on grounds of interest or the appearance of interest must do so at the commencement of deliberations on the item under discussion and shall not participate in said deliberations or vote on such item.

b. Any member abstaining as permitted hereunder shall clearly state such intent, the reason for such abstention and the legal or factual basis therefore prior to the commencement of deliberations on such item.

## **Section 30. Motion to be Reduced to Writing**

Every motion shall be reduced to writing, if the Chair shall so direct.

## **Section 31. Division of Question**

Any member may require the division of a question when the sense will admit it.

## **Section 32. Motion for Referral**

A motion for referral to a committee or administrative official, until it is decided, shall preclude all amendments to the main question.

### **Section 33. Priority of Business**

All questions relating to priority of business to be acted upon shall be decided without debate.

### **Section 34. Procedure for Addressing Board**

Any person wishing to address the Board of Commissioners will be given an opportunity to do so in accordance with Section 7 and the following procedures:

**Procedure.** No person shall be permitted to address the Board of Commissioners on an agenda item during the Board of Commissioners' deliberations. Persons wishing to address the Board of Commissioners on an agenda item shall signify their desire to speak by raising their hands when the Chair announces consideration of such item by members of the public. After being recognized to speak by the Chair, such persons will preface their comments by giving their names and City or town of residence. All questions and answers will be directed through the Chair.

**Time Limit.** Persons addressing the Board of Commissioners on an agenda item shall be permitted to speak only once per item and shall limit their remarks to a maximum of three (3) minutes. Persons addressing the Board of Commissioners during the public comment period shall limit their remarks to non agenda items and shall limit their remarks to a maximum of five (5) minutes. Persons addressing the Board of Commissioners during a public hearing shall limit their remarks to a maximum of five (5) minutes and may be allowed to speak more than once only at the discretion of the Chair. It shall always be at the discretion of the Chair to extend or limit the time a person may speak when addressing the Board of Commissioners.

**Decorum.** Persons present at Board meetings are responsible for maintaining proper decorum and are requested not to applaud or otherwise express approval or disapproval of any statements made or action taken at such meeting. Citizens will strive to be accurate in their statements, avoid personal attacks, and conduct themselves in the courteous manner expected of all meeting participants. The Chair may limit or cut off any commentary that is not germane or that violates lawful principles of confidentiality and privacy, is scurrilous, abusive or not in accordance with good order and decorum.

Violation. Any person who shall continue to violate these rules, after warning by the Chair, shall be ejected for the remainder of the meeting then in progress.

### **Section 35. “Robert’s Rules of Order”**

In all cases where the parliamentary proceedings are not determined by the foregoing Rules of Order and Procedure, the Chair may refer to “Robert’s Rules of Order” for guidance to decide the course of proceedings but the Chair and Board of Commissioners will not be bound by said rules.

### **Section 36. Board Standing Committees and Ad Hoc or Temporary Committees**

The creation, modification, and abolition of committees shall be as follows:

**Committees:** The Board may create and abolish such committees as it deems necessary to assist in the performance of its duties, and may appoint the membership necessary. A committee shall be a Standing Committee or an Ad Hoc Committee. All committees shall have a clearly written charge and have their budgets (if any) approved by the Board. At the first meeting each calendar year, the Board shall review and vote to authorize each Ad Hoc committee or by default it shall be abolished.

**Standing Committees:** Standing committees are County committees identified by a descriptive name that may have an ongoing function, with operating and capital budgets.

**Ad Hoc Committees:** Ad Hoc Committees are temporary committees developed for the County by its Board or County Administrator that perform limited singular assignments of limited duration, generally less than 18 months. They have neither an ongoing function, operating, nor a capital budget.

At the commencement of the calendar year, or at any time thereafter, the Board of Commissioners may establish one or more committees, each committee to consist of such members of the Board as the Chair may designate after full discussion by the Board of Commissioners. Each Committee shall advise the full Board on such matters as are referred to it for review by the Board of Commissioners, Chair, or County Administrator after consultation with the Chair. Committees shall exist and serve at the pleasure of the Board of Commissioners. No committee shall

consist of more than three members of the Board of Commissioners. Each committee shall elect a Chair and shall conduct its meetings and proceedings generally according to these Bylaws.

### **Section 37. Meeting Minutes**

1. Minutes of any Board meeting will not be official until they are accepted and approved by the Board of Commissioners.
2. All minutes of the Board of Commissioners will contain the wording of the motion and any amendments as well as the names of the Commissioners casting positive and negative votes. A Commissioner may request that the Commissioner's name be included with a minority vote along with a statement giving the reasons for the Commissioner's vote.

### **Section 38. Procedure for Filling a Board of Commissioners Vacancy**

Any vacancy in the office of the Board of Commissioners shall be filled as provided in section 3.4 VACANCIES of the Charter.

### **Section 39. Suspension of Rules**

Any provision of these rules not governed by the Charter or law may be suspended at any meeting of the Board of Commissioners by a vote of five or more Commissioners. The vote on the suspension shall be taken by yeas and nays and entered upon the records. The suspension of the rules shall be only for the meeting at which said vote is taken and only for the purpose(s) and time stated in the motion.

### **Section 40. To Amend By laws and Rules**

These Bylaws and Rules of Order and Procedure may be amended, repealed, or replaced or new rules adopted by the affirmative vote of five (5) members of the Board of Commissioners. An amendment must be submitted in writing at a preceding meeting and shall be placed on the Agenda under the order of new business. As required by the Charter, the adoption, amendment, or repeal of a bylaw shall require a reading at two (2) formal Board meetings and the concurrence of the majority plus one vote of the full Board.

As required by the Charter, at least decennially, these bylaws shall be formally reviewed by an independent group of the electorate selected by the Commissioners, one per district.

#### Section 41. Financial Report

The annual financial audit required by the Charter, Sections 3.8.3 and 3.8.5, shall contain all the usual and customary reports, opinions, and schedules required for audits of governmental operations by sound accounting standards and by law.