DRAFT CHARTER
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Chapter 902: Mad River Valley Planning District

Subchapter 1: The Mad River Valley Planning District

§ 902-1. Purpose and composition

The Mad River Valley Planning District (MRVPD is a municipal corporation created to provide the towns of Fayston, Waitsfield, and Warren with planning for the future of the Mad River Valley to improve the physical, social, economic, fiscal, environmental, cultural, and aesthetic well being of the member towns and its inhabitants.

This Charter replaces The Articles of Agreement creating the Mad River Valley Planning District, first approved in 1983. Other than the addition of the details of the MRVFLO, the powers and details of the MRVPD are consistent with the original Articles of Agreement.

§ 902-2. Definitions

As used in this chapter:

(1) "Steering Committee" means the Steering Committee of the District.

(2) "District" means the Mad River Valley Planning District.

(3) “MRVFLO” means Mad River Valley FLO (For Local Opportunities).

(4) "Members" means those municipalities that comprise the District, acting through their respective legislative bodies that are committed to full participation in the shared net expenses of all services provided by the District, including the towns of Fayston, Waitsfield, and Warren. Other municipalities may, at the District's discretion, contract with the District for provision of one or more services from time to time.

(5) "Person" means any individual, partnership, company, corporation, association, unincorporated association, joint venture, trust, municipality, the State of Vermont or any agency, department, or subdivision of the State, federal agency, or any other legal or commercial entity.

§ 902-3. Term

The District shall continue perpetually.

§ 902-4. Powers

The District shall have all of the powers listed in 24 V.S.A. § 4866 (union municipal authorities) as the same presently exist, together with any additional powers which may be added thereto by amendment in the future, all of which powers are incorporated herein by reference.[1]

The District shall also have the power:

(1) To provide planning services for the members and others.

(2) To appropriate and expend monies.

(3) Once approved by the towns of Fayston, Waitsfield, and Warren to collect and administer a Local Options Tax comprised of a one percent sales tax, a one percent meals and alcoholic beverages tax, and a one percent rooms tax upon sales within the District which are subject to the State of Vermont tax on sales, meals, alcoholic beverages, and rooms, pursuant to 24 V.S.A. § 138 and as referred to as the MRVFLO. Details are in § 902-35.

(4) To exercise any powers which are necessary or desirable for dealing with public safety measures as related to the three towns, which are common to the three towns, as any member may exercise by general State law or charter.

(5) To make payments in lieu of taxes to members hosting District facilities.

(6) To appoint an Executive Director.

(7) To contract with private businesses, nonprofit corporations, and other governments for the provision of services associated with the District's functions.

(8) To operate, cause to be operated, contract, or any of those, for the operation of any and all facilities as deemed appropriate by the three towns.

(9) To sue and be sued.

(10) To enter into contracts for any term or duration.

(11) To adopt rules implementing the purposes of the District, subject to the requirements of 24 V.S.A. chapter 59 (adoption and enforcement of ordinances and rules), relating to the functions of the District.

(12) To establish a budget and assess members in accordance with this chapter and provisions of State law.

(13) To accept and administer gifts, grants, and bequests in trust.

(14) To do all things set forth in or necessary to this chapter.

[1] The reference to "24 V.S.A. § 4866" is to Title 24, Section 4866 of the Vermont Statutes Annotated. The full code of Vermont law is found at https://legislature.vermont.gov/statutes/.

§ 902-5. Sovereign immunity

The District shall have the benefit of sovereign immunity to the same extent that a municipality of the State does. The District shall provide liability and other insurance for itself and the members of the Steering Committee. The District shall hold harmless and indemnify all members of the Steering Committee from all claims of every kind and nature arising out of or connected with duties as Steering Committee Members, excepting only willful negligence and criminal conduct.

§ 902-6. District

All powers of the District shall be exercised by the Steering Committee.

§ 902-7. Composition

Each member of the District shall have two members on the Steering Committee, one select person and one planning commissioner. Each municipal member shall be a resident of his or her municipality and registered to vote in municipal elections at the time of the member's appointment or election. The Steering Committee shall also include a representative from the Mad River Valley Chamber of Commerce, who shall have a vote; and nonvoting representatives from the Central Vermont Regional Planning Commission and Sugarbush Resort.

§ 902-8. Selection of Steering Committee Members

(a) Steering Committee Members. The municipal appointed members, select person and planning commissioner, shall serve annual terms of three years. The members from Sugarbush and the MRV Chamber of Commerce appointed by the respective entities shall serve one year terms and be approved by the municipal members of the Steering Committee.

(c) Appointments. The legislative body shall make its appointment by the third week of March in the year in which the term of the preceding Steering Committee Member for that member expires. The clerk of each member shall certify its appointment to the Secretary of the District.

(d) Oath of office. All Steering Committee Members shall take an oath of office by members of legislative bodies of municipalities, as in 24 V.S.A. § 831. The oath shall be administered by the clerk of the Steering Committee Member's municipality.

(e) The District shall pay Steering Committee Members such reimbursement of expenses or stipend as the Steering Committee shall determine.

§ 902-9. Organizational meeting

(a) Annually, on the third Thursday in March, the Steering Committee shall hold its organizational meeting at a time and place designated by the Steering Committee Chair.

(b) At the organization meeting, the Steering Committee shall elect from among its membership a Chair and a Vice Chair, each of whom shall hold office for one year and until a successor is duly elected and qualified. For this election, each Steering Committee Member present shall cast one vote except that no Steering Committee Member shall be elected Chair for more than three consecutive terms unless Steering Committee Members representing at least two-thirds of all votes entitled to be cast on behalf of all members and comprising at least two-thirds of all possible Steering Committee Members (including vacancies) shall so vote.

§ 902-10. Regular meetings

A schedule of regular meetings of the Steering Committee shall be established at its annual organizational meeting. The schedule shall be sent to the clerk of each member for posting.

§ 902-11. Special meetings

(a) Special meetings of the Steering Committee may be called at any time by the Chair and shall be called by the Secretary upon written request of a majority of the members of the Steering Committee.

(b) Each Steering Committee Member shall be given at least 24-hours' notice of any special meeting by telephone, written notice delivered personally, e-mail, fax, or regular mail. Steering Committee Members waive the notice requirements if they attend the special meeting, unless attendance is for the sole purpose of protesting the holding of the meeting.

(c) No action may be taken at a special meeting which is not warned specifically in the notice.

§ 902-12. Quorum and rules

(a) To transact business, a majority of all Steering Committee Members who are not all from the same member shall be present and shall vote in favor of a motion for it to be effective. A Steering Committee Member from each municipal member of the District must be present to establish a quorum. No proxies shall be allowed. A smaller number may adjourn to a later date provided notice is given to all members as if such adjourned meeting were a special meeting.

(b) All meetings of the Steering Committee and its committees shall be governed by the small Steering Committees sections of the most recent edition of Robert's Rules.

§ 902-13. Vacancy

(a) A Steering Committee member may resign at any time by notice to the Chair of the District. In cases of municipal Steering Committee Members, notice shall also be given to the legislative body of the municipality represented.

(b) The Steering Committee may declare, by written certification to the legislative body of a member, a vacancy for the position of the Steering Committee Member from that member after the Steering Committee Member has failed to attend three unexcused, consecutive meetings

of the Steering Committee within one year beginning in March and ending in February of the subsequent year.

(c) Upon resignation, death, certification of vacancy by the Steering Committee, or removal from the municipality by a Steering Committee Member, the legislative body of that member shall appoint within 45 days a Steering Committee Member for the remainder of the term of such Steering Committee Member. The appointment shall be certified by the clerk of the member to the Secretary of the District.

(d) Each vacancy or withdrawal of a member shall reduce the number of Steering Committee Members needed to constitute a quorum or binding vote of the District.

§ 902-14. Officers

The officers of the District shall be the Chair and the Vice Chair of the Steering Committee of Steering Committee Members, the Secretary of the District, and the Treasurer of the District. There may also be an assistant secretary and an assistant treasurer.

§ 902-15. Executive Director

The Steering Committee shall appoint an Executive Director, based on experience and demonstrated competence, and shall set the salary and benefits for this office. The Executive Director shall oversee the operations and hire and supervise the personnel of the District.

§ 902-16. Chair

The Chair shall preside at all meetings of the Steering Committee and shall make and sign all contracts on behalf of the District upon approval by the Steering Committee. The Chair shall perform all the duties incident to the position and office.

§ 902-17. Vice Chair

The Vice Chair shall preside during the absence of the Chair or in the event the Chair elects not to preside. In either case, the Vice Chair shall have the same duties and District as the Chair.

§ 902-18. Acting chair

When both the Chair and Vice Chair are either absent or elect not to preside, the Steering Committee shall designate a member of the Steering Committee to serve as acting chair. In any such case, the acting chair shall have the same duties and District of the Chair and shall serve until either the Chair or Vice Chair resume his or her duties.

§ 902-19. Secretary

(a) The Secretary of the District shall be appointed by the Steering Committee. The Secretary, with the approval of the Steering Committee, may appoint an assistant secretary, who shall not be a Steering Committee Member of the Steering Committee.

(b) The Secretary shall have charge and custody of the public records of the District and the seal of the District.

(c) The Secretary shall record all votes and proceedings of the District, including meetings of the District and meetings of the Steering Committee and shall cause to be posted and published all warnings of meetings of the District. The Secretary shall prepare all warnings of meetings of the District as required.

(d) Following approval by the Steering Committee, the Secretary shall cause the annual report to be distributed to the legislative bodies of the members. The Secretary shall prepare and distribute any other reports required by laws of the State of Vermont and resolutions or rules of the Steering Committee.

(e) The Secretary shall perform all the duties and functions incident to the office of secretary or secretary of a body politic and corporate.

§ 902-20. Treasurer

(a) The Treasurer of the District shall be appointed by the Steering Committee. The Treasurer, with the approval of the Steering Committee, may appoint an assistant treasurer, who shall not be a Steering Committee Member of the Steering Committee.

(b) The Treasurer shall have the custody of the funds of the District and shall be the disbursing officer of the District. When authorized by the Steering Committee of the District, the Treasurer shall sign, make, or endorse in the name of the District all checks and orders for the payment of monies and pay out and disburse the same.

§ 902-21. Open meetings and public records

The conduct of all meetings and the maintenance of all records of the District and the Steering Committee shall be governed by the laws of this State relating to open meetings and accessibility of public records.

§ 902-22. Audit

The Steering Committee shall cause an audit of its financial records to be performed annually by an independent professional accounting firm or a certified public accountant.

§ 902-23. Committees

The Steering Committee shall have the District to establish any and all committees as it may deem necessary.

§ 902-24. Removal of officers

An officer may be removed by a vote of a majority of the Steering Committee whenever, in its judgment, the best interest of the District will be served.

§ 902-25. Fiscal year

The fiscal year of the District shall commence on March1 and end on February 28 or 29 of each year.

§ 902-26. Budget appropriation and assessment

(a) Proposed budget.

(1) Annually on or before December 1, the Steering Committee shall approve and cause to be distributed to the legislative body of each member for review and comment an annual report of its activities, including a financial statement, the budget history of the preceding two years, a proposed budget of the District for the next fiscal year, and a budget projection for the two successive years. The Steering Committee may appoint a budget committee to develop the proposed budget.

(2) The Steering Committee shall hold a public hearing on or before November 15 of each year to receive comments from the legislative bodies of the members and hear all other interested persons regarding the proposed budget. Additional public hearings may be held if the Steering Committee deems it appropriate to do so. Notice of such hearing(s) shall be as provided in sections 39-41 of this chapter, except that for additional public hearings, the time requirements of section 39 shall be reduced by 15 days, and notice(s) need only be published once.

(3) The Steering Committee shall give consideration to all comments received and make such changes to the proposed budget as it deems advisable.

(b) Budget adoption, appropriations, and assessment. Annually on or before December 1, the Steering Committee shall approve the budget.

(1) Once a budget is approved, the Steering Committee shall assess each member for its proportionate share of the sums so appropriated and adopt a schedule designating when such assessments are due and payable by the members.

(2) The members shall include the District's assessment as a separate line item on the annual property tax bills so as to appropriate such sums as the member is apportioned.

§ 902-27. Funding formula

(a) The funding formula will be consistent with MOU of 1998 between the members, Towns of Fayston, Waitsfield and Warren, and Sugarbush Resort.

§ 902-28. Invoice

After adoption of the budget for the ensuing fiscal year, the District shall deliver an invoice to each member for its share of the net cost of operating the District, accompanied by its budget estimates for the next two years.

§ 902-29. Collection

(a) Annually, on or before beginning of each member's fiscal year the Treasurer shall issue and present a notice to the legislative body of each member requiring that the amount of such assessment be paid beginning in accordance with the schedule of payments adopted by the Steering Committee.

(b) The legislative body of each member shall draw an order on the municipal treasurer for the amount of such assessment, and the municipal treasurer shall pay to the District Treasurer the amount of such order.

(c) If any member shall fail to pay when due any assessment against it by the District, it shall incur an additional charge that the Steering Committee determines will be reasonable. However, the charge shall not exceed eight percent plus interest. Interest shall be charged at a rate the Steering Committee determines to be reasonable, not exceeding what may be permitted by general law.

§ 902-30. Limitations of appropriations

(a) Appropriations made by the Steering Committee for the various estimates of the budget as defined in section 30 of this chapter shall be expended only for such estimates; however, by majority vote of the Steering Committee, the budget may be amended from time to time to transfer funds between or among such estimates.

(b) The amount of any deficit at the end of the fiscal year shall be included in the next proposed operating budget and paid out of the appropriations for that budget year. At the discretion of the Steering Committee, any unencumbered balance may be placed in a reserve fund or returned to the members.

§ 902-31. Withdrawal of a municipality

(1) The membership of a withdrawing member shall terminate as of one year following a valid vote to withdraw or as soon after such one-year period as the financial obligations of the withdrawing member have been paid to the District.

(2) Notwithstanding the provisions of this subsection, in the event that the General Assembly of the State of Vermont shall specifically approve, a member may vote to withdraw from the District at any time.

(3) The financial obligations of a withdrawing member shall include all ongoing costs and assessments of the District until the withdrawing member has entered into a written agreement satisfactory to counsel for the District obliging the withdrawing municipality as follows:

(a) to pay its share, based upon its assessment for the year in which it withdraws, of the defense costs and judgment rendered in any legal action brought against the District arising or accruing in any year during which it was a member of the District;

(b) to pay its share, based upon its assessment for the year in which it withdraws, of all unbudgeted costs and expenses of the District arising out of the activities of the District during the withdrawing member's term of membership, regardless of when such costs and expenses may be discovered; and

(c) to pay all of these additional costs either in a lump sum or in installments at such times and in such amounts as required by the Steering Committee.

(4) After a member has voted to withdraw, the Steering Committee shall give notice to the remaining members of the vote to withdraw and shall hold a meeting to determine if it is in the best interest of the District to continue to exist. All interested parties shall be given an opportunity to be heard.

(5) If the Steering Committee determines that it would be in the best interests of the District to cease operations, the Steering Committee may prepare and implement a plan for dissolution of the District.

§ 902-36. Admission of additional municipalities

(a) The Steering Committee, by the affirmative vote of Steering Committee Members representing at least two-thirds of all votes entitled to be cast on behalf of all members and comprising at least two-thirds of all possible Steering Committee Members (including vacancies), may authorize the inclusion of additional municipalities in the District upon such terms and conditions as it shall deem to be fair, reasonable, and in the best interests of the District.

(b) The petitioning municipality shall comply thereafter with the approval procedures specified in 24 V.S.A. chapter 121 (intermunicipal cooperation and services). If a majority of the voters of the petitioning municipality present and voting at a meeting of such municipality duly warned for such purpose shall vote to approve the agreement and the terms and conditions for admission, the vote shall be certified by the clerk of that municipality to the Secretary of the District, and the municipality shall be a member.

§ 902-32. Dissolution of the District

(a)(1) Upon the affirmative vote of Steering Committee Members representing at least two-thirds of all votes entitled to be cast on behalf of all members and comprising at least two-thirds of the Steering Committee Members present, the Steering Committee may prepare a plan of dissolution for submission to the voters of the District at a special meeting of the District duly warned for such purposes.

(2) If the voters of the District present and voting at such special meeting of the District vote to dissolve the District, the District shall cease to conduct its affairs except insofar as may be necessary to complete the plan of dissolution and conclude its affairs.

(3) The Steering Committee of Steering Committee Members shall cause a notice of the plan of dissolution to be mailed to each known creditor of the District and to the Secretary of State.

(b) The plan of dissolution shall, at a minimum:

(1) identify and value all assets of the District;

(2) identify all liabilities of the District, including contract obligation;

(3) determine how the assets of the District shall be liquidated and how the liabilities and obligations of the District shall be paid, to include assessments against municipalities of the District; and

(4) specify that any assets remaining after payment of all liabilities shall be apportioned and distributed among the municipalities according to the same basic formula used in apportioning the costs of the District to the municipalities.

(c) When the plan of dissolution has been fully implemented, the Steering Committee shall certify that fact to the members whereupon this chapter and the District shall be terminated.

§ 902-38. Amendment of the District agreement

(a)(1) Amendments to this chapter may be proposed by a petition signed by five percent of the voters of the members, or by the Steering Committee, by a resolution expressing the intention to amend the chapter.

(2) A copy of such resolution shall be mailed to the legislative bodies of the members and to each Steering Committee Member at least ten days prior to the meeting scheduled to act on the proposal of amendment.

(b) Unless a majority of the members request, in writing, on or before the date of the meeting scheduled to act on the amendment, that the Steering Committee hold a special meeting of the District to vote on the amendment, the Steering Committee may adopt the amendment.

(c) (1) Within ten days of the adoption of the amendment by the Steering Committee or by the voters of the District, the Secretary of the District shall certify to the Secretary of State each proposal of amendment.

(2) The Secretary of State and the General Assembly shall then proceed as with municipal charter amendments under 17 V.S.A. § 2645.

§ 902-33. Seal

The District shall have a seal designed as the Steering Committee requires.

§ 902-34. Severability

Should any court of competent jurisdiction judge any term, phrase, clause, sentence, or provision of this chapter to be invalid, illegal, or unenforceable in any respect, such judgment

shall not affect the validity, legality, or enforceability of the chapter as a whole or any other part of this chapter.

Subchapter 2: Mad River Valley FLO (For Local Opportunities).

§ 902-35. Mad River Valley FLO (For Local Opportunities).

(1) A tax imposed under the authority of this section shall be collected and administered by the Vermont Department of Taxes in accordance with State law governing the State tax on sales, meals, alcoholic beverages, and rooms. The amount of 70 percent of the taxes collected shall be paid to the District, and the remaining amount of the taxes collected shall be remitted to the State Treasurer for deposit in the Pilot Special Fund first established in Sec. 89 of No. 60 of the Acts of 1997. The cost of administration and collection of this tax shall be paid from the 30% of taxes collected by the State.

(2) The 70% allocated to the District shall be paid to the District on a quarterly basis, transferred to the MRVFLO and may be expended by the MRVFLO for community development, municipal and non-profit services only and not for education expenditures. The District may repeal the local option taxes by Australian ballot vote in each of the member towns.

(3) The MRVFLO shall be a subcommittee of the District with its sole purpose to manage the funds collected through the Local Options Tax collected by the District in the manner set out herein.

(4) The MRVFLO shall be made up of seven Commissioners. Any voter in any of the members may be nominated to be elected as an at-large Commissioner by filing a petition signed by 25 voters of the municipalities and filing it with the Secretary of the District before 5:00 p.m. on the sixth Monday prior to the day of election, the filing deadline. There will be three (3) at large Economic, each appointed by the Selectboard of the respective towns. Votes for the elective Commissioners shall be tallied by the clerks of the respective members and certified to the Secretary of the District within a week of the day of election. The candidates receiving a plurality of the votes shall be deemed elected after the vote is confirmed by the Steering Committee. Elective and appointive Commissions shall serve terms of three years. Initially terms will be one (1), two (2), and three (3) terms so that terms are staggered.

(5) The MRVPD Steering Committee shall appoint the Chair of the MRVFLO from of the Mad River Valley community. The Chair must be a full time resident of one of the member towns.

(6) The MRVFLO will distribute the funds collected in accordance to the MRV FLO Bylaws as contained herein as Addendum A.

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