

# YORK SEWER DISTRICT

## BYLAWS

### ARTICLE I – Purpose and Authority

**Section 1. Purpose.** The purpose of these “York Sewer District Bylaws” (“Bylaws”) is to establish the rules of procedure for the conduct of meetings and the transaction of business by the York Sewer District (“District”) Board of Trustees (“Board” or “Trustees”). These Bylaws are intended to assure that the Board can accomplish its work efficiently, transparently and with reasonable opportunity for the public to attend and participate in its actions and decisions.

**Section 2. Authority.** These Bylaws are promulgated pursuant to and supplement the Charter of the York Sewer District (the “District Charter,” P&SL 2005, c. 22, Section 3, as amended), and Maine statutes.

### ARTICLE II – Meetings

**Section 1. Regular Meetings.** Regular meetings of the Board of Trustees shall be held at the York Sewer District office at 21 Bay Haven Road, York, Maine (“Office”) on the second Wednesday of each month at 3:00 p.m. When a meeting date falls on a holiday, the meeting shall be held on the following Wednesday at the same time and place unless rescheduled by a majority of the Trustees.

**Section 2. Special and Emergency Meetings.** Special and emergency meetings of the Board may be called by the Chair or by a majority of the Trustees at a date and time of the Chair’s or the majority’s preference, respectively.

**Section 3. Notice.** The Board shall give timely notice of any public hearing or meeting, as prescribed by law. Notice of regular and special meetings of the Board will be provided by publication in a newspaper of general circulation in the Town of York at least seven days in advance of the meeting, and by posting a copy of the notice in the Office and on the District’s website. Notice of emergency meetings will be provided in accordance with Maine’s Freedom of Access Act.

**Section 4. Quorum, Action by Majority.** Three Trustees shall constitute a quorum at all meetings of the Board for the transaction of business, and all matters requiring the action of the Board shall be decided by an affirmative vote of at least three Trustees.

**Section 5. Agenda, Preparation.** Proposed orders, ordinances, resolutions, reports, recommendations, contracts and all other matters requiring consideration, discussion or action by the Board shall be submitted to the Board Chair or to the Board Clerk by 10 :00am on the workday on the Wednesday immediately preceding the next regularly scheduled meeting of the Board. The Chair or his/her designee shall arrange the matters requiring consideration, discussion or action into an agenda according to the order of business specified herein. Copies

of the agenda shall be mailed to each Trustee on the Wednesday immediately preceding the Board's next regularly scheduled meeting. Copies of the agenda shall be readily available to the press and to the public at large at the Office and one copy shall be posted on the District website and in the lobby of the Office not later than 48 hours prior to the scheduled regular or special meeting.

**Section 6. Order of Business.** The order of business at a Board meeting shall be as follows:

- Call to Order
- Minutes of Prior Meeting
- Staff Reports
- Communications
- Treasurer's Business and Financial Report
- Superintendents Report
- Old Business
- New Business
- Executive Session (if needed)
- Adjourn

### **ARTICLE III – Trustees**

**Section 1. Election.** Trustees shall be elected, and any vacancy on the board shall be filled, as provided by the District Charter and State law.

**Section 2. Duties.** Trustees shall have all of the duties and responsibilities set forth in the District Charter and Maine law.

**Section 3. Annual Report.** As required by the District Charter and Maine law, the Board shall, at the close of each fiscal year, make a detailed report of their doings, of the receipts and expenditures of the District, of its financial and physical condition and of other matters and things pertaining to the District and show the inhabitants how the Trustees are fulfilling the duties and obligations of their trust. This report must include annual audited financial statements and must be filed with the Municipal Officers of the Town of York, who shall include the report in the annual Town report.

### **Article IV - Election of Officers**

**Section 1. Officers of the Board of Trustees.** Officers of the Board – Chair, Vice-Chairman, Treasurer and Clerk – shall be elected to office at the first regular meeting of the Board following each annual spring municipal election of the Town of York.

**Section 2. Term of Office.** Officers' terms of office shall be for one year, or until their successors are elected and qualified; except that an officer may be removed from office at any time by a majority vote of the remaining Trustees.

**Section 3. Vacancy.** Vacancies in any office elected by the Board shall be filled from among the Trustees by majority vote of the Board at any regular or special meeting.

#### **ARTICLE V – Chair**

**Section 1. Duties.** The Chair shall preside at all meetings of the Board at which he or she is present. The Chair shall perform all duties incidental to the office, and such other duties as the Board shall designate.

#### **ARTICLE VI – Vice-Chair**

**Section 1. Duties.** The Vice-Chair shall perform the duties of the Chair in the Chair’s absence.

#### **ARTICLE VII – Treasurer**

**Section 1. Duties.** The Treasurer shall keep or cause to be kept accurate books of financial account, which shall be open at all times to any Trustee and to the public. The Treasurer shall have full and complete authority and power to collect the rates, tolls, assessments and other charges established by the Board under the District Charter and Title 38 MRSA § 1048 and the same shall be committed to the Treasurer.

**Section 2. Expenditures.** By District Charter, the authority to commit the District to the expenditure of funds for goods and services rests with the Board. The Board may delegate this authority as it relates to the signing of disbursement checks for goods and services, by so providing in these Bylaws or in a separate procurement policy.

**Section 3. Records, Reports.** The Treasurer shall keep accurate records of all funds received and paid out. All funds shall be paid out as directed by the Board and the Treasurer shall make, or cause to have made, a report, when required, of the financial condition of the District.

**Section 4. Bonds.** The Treasurer shall furnish bond in such form and with such surety as the Board shall determine and approve, the cost thereof to be paid by the District.

**Section 5. Disbursements.** The Board shall cause to have prepared and shall approve specific procedures for the disbursement of funds and the signing of checks. Any withdrawal of funds from District accounts shall bear the signature of two members of the Board of Trustees. These procedures shall address periodic situations in which one or more of the designated persons are absent. The Board shall review these procedures annually.

#### **ARTICLE VIII – Clerk**

**Section 1. Duties.** The Trustee Clerk shall keep or designate the keeping of and shall sign records of all meetings of the Board. The Clerk shall perform such other duties as may be required by the Board and the laws of the State of Maine.

**Section 2. Absence.** In the Clerk's absence, the Chair may assign the Clerk's duties to another person, not necessarily a Trustee, to temporarily act in the Clerk's place.

## **ARTICLE IX – Salaries and Compensation**

**Section 1.** Compensation of Trustees of the York Sewer District shall be as recommended by the Board and approved by majority vote of the Municipal Officers (Board of Selectmen) of the Town of York, including compensation for any duties they perform as officers as well as for their duties as Trustees. Currently, that compensation is as follows:

A. For each regular, special or emergency Board meeting attended, each Trustee shall be compensated in the amount of one hundred and fifty dollars (\$150) but not to exceed \$1,500 in any fiscal year, and

B. Officers shall be compensated in the additional amount of two hundred and fifty dollars (\$250) per fiscal year for such duties as officers.

**Section 2.** Payment of all Trustee compensation shall be made monthly.

**Section 3.** Trustees shall be reimbursed for Board-approved travel and related expenses.

## **ARTICLE X – Superintendent, Assistant Superintendent**

**Section 1. Superintendent.** The Trustees shall employ a Superintendent who shall be the chief administrative officer of the District, and shall be responsible for the proper administration of all the affairs of the District and shall report to the Trustees. The Superintendent shall have the power and shall be required to:

A. Appoint, prescribe the duties of, investigate, discipline and, when necessary, remove any employees of the District appointed by the Superintendent, all subject to the Personnel Policy (Employee Handbook) adopted by the Board of Trustees;

B. Prepare the budget of the District annually, submit it to the Trustees and be responsible for its administration after adoption;

C. Prepare and submit to the Trustees at the close of each fiscal year a report of the doings, receipts and expenditures of the District for the preceding year, and of its financial and physical condition, including annual audited financial statements;

D. Attend all meetings of the Trustees, and keep the Trustees advised of the financial condition and future needs of the District, and make such recommendations as may seem appropriate to the Superintendent;

E. See that all rules and regulations governing the District are faithfully administered;

F. Act as purchasing agent for the District and pay all bills and other obligations of the District upon approval of the Board and Treasurer;

G. Issue all permits, collect all inspection and user fees and be responsible for the inspection of all facilities of the District;

H. Perform such other duties as may be prescribed by the Trustees from time to time.

**Section 2. Assistant Superintendent.** The Superintendent may employ an Assistant Superintendent who will assume the duties and powers of the Superintendent in the absence of the Superintendent.

## **ARTICLE XI – Conflicts of Interest**

Any Trustee who has a direct or indirect pecuniary interest, as defined by law or as so advised by the District’s attorney, in any matter pending before the District shall disclose that interest and the remaining Trustees shall vote whether that Trustee may act upon the matter as provided in 30-A M.R.S. §2605. If a Trustee is recused for a conflict of interest in a matter, that Trustee shall not be counted in the determination of a quorum for that matter. All Trustees shall seek to avoid the appearance of impropriety in their actions.

## **ARTICLE XII – Public Attendance and Participation**

**Section 1. Open Meetings.** All Board meetings shall be open to the public unless the Board adopts a motion to meet in Executive Session.

**Section 2. Guidelines for Public Participation.** The following guidelines shall serve to assure reasonable and fair public participation in the decisions of the District.

A. The public may be invited to speak on any item under consideration by the Board at the Chair’s sole discretion, except that in the event of a public hearing the public shall be entitled to speak during the public session.

B. Each speaker shall, for the record, give his or her name and address and, if applicable, the person or organization he or she represents. The public members who reside within the District’s geographical jurisdiction may be asked to participate first.

C. Communications related to specific matters before the Board should be given to the Clerk and noted in the minutes of the meeting. These shall become a part of the record of the proceeding.

D. While the Board meets, members of the public must preserve order and decorum. No person shall delay or interrupt the proceedings nor disturb any member of the public or Trustee while speaking or refuse to obey the orders of the Chair of the Board or the Chair’s designee.

E. To ensure that all interested members of the public have the opportunity to speak, the Chair of the Board or the Chair's designee may impose time limits upon the length of time that a member of the public speaks and may ask speakers to avoid repetition of their own or others' comments and to provide remarks relevant to the issue that is the subject of public discussion.

### **ARTICLE XIII - Claims and Liabilities**

The District shall indemnify the District and its Trustees, officers and employees from claims and liabilities arising out of or related to their duties on behalf of the District and obtain and maintain adequate insurance coverage to execute the same.

### **ARTICLE XIV - Policies**

The Board may prepare, approve, amend and repeal specific policies regarding business and matters before the District, including, but not limited to, such matters as donations, investments, bidding and contracts, tax-exempt financing and employee policies.

### **ARTICLE XV – Committees**

The Board of Trustees may appoint such committees as it deems appropriate for conducting the business of the District.

### **ARTICLE XVI - Fiscal Year**

The District's Fiscal Year shall begin on the first day of July and end on the last day of June of the following year.

### **ARTICLE XVII – Amendment**

These Bylaws may be amended, repealed or replaced at any regular or special meeting by vote of a majority of the Board.

**ADOPTED: January 9, 2020**