

# **Town of Warner, NH**

## **Select Board Rules of Procedure**

### **Purpose**

Pursuant to NH RSA 41:8, RSA 91-A, and other applicable statutes, these Rules of Procedure describe the duties and methods of operation of the Warner Select Board.

### **Responsibilities and Authority of the Board**

The Select Board is the executive, managerial, and administrative body that carries out the votes of the Town Meeting. It has only the authority granted to it by state law or by Town Meeting. In addition to specifically assigned roles and powers, the Board has the broad duty to, “manage the prudential affairs of the Town” (RSA 41:8), and is guided by the town’s master plan.

### **Responsibilities of Members**

Members shall make every effort to attend each meeting, having prepared and read materials in advance. Members are expected to be fully aware of, and compliant with, NH RSA 91-A regarding the public conduct of Town business. Members shall not release or discuss information raised in non-public sessions. The Board may only take action by majority vote during a meeting legally in session. Individual members may take no action or decision, nor speak on behalf of the Board, without the specific authority of the full Board.

Members shall treat each other as professionals, with respect and courtesy. They shall respect the rights and opinions of others in the community. They should expect to be treated the same. Members shall treat employees as professionals, with respect and courtesy. Members shall recognize the administrative chain of command, by directing questions, complaints, discussions, and requests for staff support through the Town Administrator.

### **Election of Officers**

Procedures for electing officers are as follows:

(A) Annually, at the first meeting of the new Select Board, the members shall choose, a Chair and a Vice Chair.

(B) The above election shall be by a majority vote of the Select Board present at the first meeting after the close of the Annual Town Meeting.

### **Assignments of the Select Board members to Boards & Commissions**

The Board shall choose their assignments at the first meeting following the elections. The term of all appointments including the terms of any ex-officio members of the Select Board serving on local land use boards (i.e. Planning Board, Conservation Commission) shall be for one year or until the next Town Meeting, whichever is sooner.

## **Presiding Officer**

(A) The Chair of the Select Board shall preside at all meetings of the Select Board and be recognized as the head of the Town for all ceremonial purposes. The Chair has no regular administrative or executive duties. In case of the Chair's absence or temporary disability, the Vice Chair shall act as Chair during the continuance of the absence.

(B) The Presiding Officer shall preserve order and decorum, may participate in the discussion of any issue before the Select Board, may submit reports and legislation to the Select Board for its consideration, which shall require both motion and second by other members of the Select Board, may speak to points of order in preference to other members of the Select Board, and shall decide all questions of order or procedure, subject to appeal to the full Board.

## **Select Board Meeting – Location and Posting**

All meetings of the Town of Warner Select Board (the Board) shall be held at the Warner Town Hall, unless the Board adjourns to another location, or the meeting is scheduled for another location and is properly noticed **per RSA 91A:2, II**. In general, meetings of the Board must have at least 24-hour notice (not counting Saturdays, Sundays and Holidays) prior to the meeting (RSA 91-A). Notice must be posted in two prominent public places and on the Town's Website. Other statutes may require longer periods for and/or different types of notice, such as public hearings, depending on the action being considered.

TYPES OF MEETINGS – (Type of Meeting should be included in Agenda)

1. ORGANIZATIONAL MEETINGS - An organizational meeting to elect officers shall be held during the first Select Board meeting after Town Meeting. The Select Board shall establish a schedule for meetings for the upcoming year.
2. REGULAR MEETINGS - A more formalized meeting of the Select Board generally conducted in accordance with the order of the "Agenda" contained herein.
3. WORK SESSION - A less formalized meeting of the Select Board that follows RSA 91-A requirements, generally conducted for the purpose of providing Select Board members with a more detailed understanding of a limited number of issues or to permit discussion of issues in greater depth.
4. NON-PUBLIC MEETINGS - A meeting of the Select Board held for town legal and personnel issues in accordance with RSA 91-A:3.
5. SPECIAL MEETINGS - May be called by the Chairperson in accordance with RSA 91-A:2,II; upon demand of two (2) members of the Select Board; or at the request of the Town Administrator. The Town Administrator, or his/her designee, shall notify each member in accordance with RSA 91-A:2,ii.

## **Select Board Meetings - Open to the Public**

All meetings of the Town of Warner Select Board and Committees thereof shall be open to the public, except as provided for by RSA 91-A. Public wanting to present information or documentation to the Select Board:

(A). Shall submit a request to be on the agenda by Tuesday, noon the week prior before the meeting; inclusion of the request on the agenda shall be approved by the Select Board Chair before posting.

(B). Shall provide the information or documentation to be presented to Town Administration at least by noon five (5) business days ahead of the meeting.

(C). If information or documentation is not provided at least five (5) business days ahead of the meeting, the subject may be deferred to allow adequate time for the Select Board and/or Town Administration to review information to be discussed.

(D). Shall address the Select Board, not Town Administration, or others in attendance.

## **Conduct of Meetings**

The Chair shall preside over all meetings and may limit discussion to the motion or topic on the table; limit time for each visitor to speak; call for recess; and decide procedural matters.

Visitors may be permitted to address the Board on any topic properly on the agenda. No person shall address the meeting without acknowledgement of the Chair, and all visitors shall address the Board through the Chair. Visitors wishing to address the Board will be asked to rise, state their name, place of residence, and purpose for addressing the Board. Select Board meetings are business meetings, as such, it is expected that attendees of Select Board meetings be respectful of one another, Town Administration, and the Select Board.

Select Board members and all attendees of Select Board meetings, in person, electronically, or by video must follow the Warner Code of Conduct.

**Basic rules of respect are common knowledge.  
Please use common sense and best judgement.**

- Treat all participants with kindness and respect
- Value a diversity of views and opinions
- Critique ideas, rather than individuals
- Respect the process for meeting participation
- Remain respectful and courteous to all in attendance (whether attendance is in-person or virtual)
- Refrain from demeaning, discriminatory, or harassing behavior and speech directed toward others
- Refrain from disruptive or disrespectful conduct during others presentations
- Refrain from using language or gestures that are lewd or obscene

- Anger, rudeness, ridicule, impatience, and lack of respect for others and personal attacks are not acceptable behavior.
- The board chair is responsible for maintaining order.

Failure to abide by this code of conduct may result in the forfeiture of the speaker's right to speak in cases of disruptive behavior possible removal from the meeting.

Nothing herein shall be construed to restrict content-based speech. Limitations apply only to conduct or disruptive behavior.

## **Public Comment**

A regular part of each regular meeting of the Select Board shall be Public Comment as per RSA 91-A, II. During this time citizens may address the Select Board on any items of interest pertaining to municipal affairs, including those that are not on the agenda. The intent is to allow citizens to be heard early in the meeting.

Speakers may offer such objective criticisms or praise of town operations and programs as concern them.

Speakers shall not disrupt the meeting or prevent others from being heard. The Chair may pause or recess the meeting to restore order but may not remove speakers for the content of their remarks or non-disruptive criticism.

The Chair will recognize each attendee who wishes to speak. The speaker must identify themselves and their address.

Due to the large number of items usually on each Board agenda, individual presentations should last no longer than 2-3 minutes. Written remarks are encouraged.

Persons appearing before the Board are reminded as a point of information that the members of the Board are without authority to act independently as individuals in official matter. Questions may be directed to individual Board members but answers must be deferred pending consideration by the full Board.

The Board or the Town Administrator will respond to questions if the information is available at their prerogative. Otherwise, the matter will be referred to the Town Administrator who will contact the citizen with the information as soon as it is available.

In some cases, the request will require action as an agenda item at a later meeting. Generally, the Select Board shall not be expected to take action at the same meeting on any issue raised during the Public Comment.

## **Select Board Meeting Agenda**

The Town Administrator or any member of the Select Board may place a matter upon the agenda. The Select Board's administrative assistant shall arrange a list of such matters according to the order of business and prepare an agenda for review by the Chair of the Select Board. Upon approval, a copy of the agenda and supporting materials shall be prepared for all Select Board members. Attempts will be made to publish meeting agendas and be available at the Select

Board's office by the end of the business day on Friday for the next week's meeting. Publication can be found on the Town's website. The agenda may be revised up until noon of the day of the meeting for minor or time sensitive administrative items consistent with RSA 91-A notice requirements.

Matters submitted by members of the public must be received at the Select Board's office by noon, five (5) business days before the scheduled meeting in order to be considered for placement on the agenda. Due to scheduling and time constraints, an item submitted by the public is not guaranteed to be placed on the next meeting's agenda.

## **Consent Agenda**

- All routine business items deemed to be of essentially a non-controversial nature may be placed on the consent agenda. This may include, but not be limited to, approval of various permits, renomination of employees, committee appointments, document approval, etc.
- Any Select Board Member may request the Chair to omit a listed item from the consent agenda. The making of this request prior to the motion to approve the consent agenda will result in that item being reviewed separately.
- A simple motion to approve the consent agenda, when seconded and approved by a majority of those present and voting shall be sufficient to approve all items presented on the consent agenda.

## **Town Administrator**

The Town Administrator shall serve as the chief administrative officer for the Town under the direction and control of the Select Board. The Administrator shall assist the Board in carrying out its policies, manage daily operations as delegated, and ensure the efficient administration of town departments. The Town Administrator shall not exercise independent executive authority and shall act only within the limits of authority delegated by vote of the Select Board. All policy decisions, contract approvals, personnel actions, and legal communications remain under the supervision of the Select Board. Nothing in this section shall be construed as adopting the Town Manager form of government under RSA 37.

The Town Administrator shall attend all meetings of the Select Board, unless excused by the Presiding Officer of the Select Board. The Town Administrator may take part in all Select Board's discussions on all matters on the agenda and otherwise concerning the welfare of the Town. In the event the Town Administrator is unable to attend a Select Board meeting, the Town Administrator may appoint another qualified staff member to attend the meeting on behalf of the Town Administrator.

## **Rules of Order**

To the extent these rules and orders are not comprehensive, all questions of order shall be resolved by reference to Robert's Rules of Order, if need be. The Presiding Officer shall rule on all matters raised by this rule. At the annual organizational meeting, the Board shall adopt Robert's Rules of Order or such other written rules it deems appropriate.

## **Actions for a Public Hearing**

The procedures for a public hearing are as follows:

- (A) At the outset of each public hearing, the Presiding Officer will announce the purpose of the public hearing and ask the parties wanting to speak to limit their presentations to information within the scope of the matter before the Select Board.
- (B) The Presiding Officer may call upon the Town Administrator or other appropriate party to describe the matter under consideration and/or read the public notice for the hearing.
- (C) Each speaker, for and against the matter before the Select Board for public hearing, shall identify himself or herself by name and address. The Presiding Officer may limit the length of time allowed for speakers to address the Board.
- (D) During the hearing, any Select Board member shall be permitted to ask the speaker questions provided they are relevant to the matter before the Select Board for Public Hearing. The Presiding Officer shall retain the right to determine the relevancy of any question.
- (E) The Presiding Officer closes the public hearing.
- (F) The Presiding Officer shall then inquire if there is a motion by any Select Board member. If a motion is made, it shall be in the form of an affirmative motion. Following the motion and its second, discussion occurs among Select Board members. The Presiding Officer may call on individual Select Board members in the discussion.

## **Requests of Legal Inquiries or Opinions from Town Counsel**

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1. Initial Requests and Determination of Jurisdiction  
All requests for legal inquiries or opinions shall be initiated through the Town Administrator, acting on behalf of any committee, board, commission, or department. Upon receiving an initial inquiry, the Town Administrator shall determine the most appropriate resource for response, whether through the New Hampshire Municipal Association (NHMA) Legal Services, Primex for matters involving potential liability or insurance claims, or Town Counsel, consistent with RSA 37:6 and the Select Board's general administrative authority under RSA 31:39.
2. Ongoing Communication and Oversight  
Once a legal question or case has been introduced, the chair of the respective committee or board, with the approval of the Town Administrator, may continue direct communication with Town Counsel until the matter is resolved. Town Counsel shall copy the Town Administrator on all correspondence related to such matters. The Town Administrator shall keep the Select Board apprised of relevant developments and outcomes.
3. Department Heads and Select Board-created Committees  
Department Heads and Select Board-created Committees shall direct all legal questions or requests for interpretation to the Town Administrator, unless other arrangements have been explicitly approved in writing for a specific case.

#### 4. Select Board Requests and Authority

No individual member of the Select Board shall direct the Town Administrator to seek a legal opinion or consultation from Town Counsel without authorization from the majority of the Board, consistent with RSA 91-A:2 and RSA 41:8.

The Select Board collectively authorizes the Town Administrator to utilize the services of Town Counsel at any time, as deemed necessary and appropriate in the performance of official duties and in communicating legal questions or inquiries on behalf of the Town.

Nothing in this section shall preclude Town Counsel from providing urgent legal guidance to prevent immediate harm or liability, provided notice to the Town Administrator follows as soon as practicable.

This revision clarifies the distinction between the Town Administrator's administrative authority under RSA 37:6 and the Select Board's collective policy authority under RSA 41:8

### **Committees/Liaisons**

(A) Select Board Representatives: Select Board members may serve as representatives and/or liaisons to various town organizations and committees. These representatives shall be nominated and approved by the Select Board on an annual basis (usually at the first meeting following Town Meeting).

(B) Special Ad Hoc citizen advisory committees or task forces may be created by the Select Board for a particular purpose. The Select Board upon appointment of special ad hoc committees shall define in writing a specific charge and expiration date. All such committee members shall be nominated and approved by the Select Board. One Select Board member, appointed by the Select Board, may serve as a representative to a citizen advisory committee as a voting member.

(C) The Town Administrator may assign Town employees to support various committees, but no staff person shall serve as a voting member of a study committee. This rule shall not preclude the Select Board from directly appointing Town employees to serve on a committee in an "ex-officio" non-voting capacity.

(D) Minutes of committee meetings shall be recorded in accordance with RSA 91-A, the NH Right to Know Law.

### **Committee Organization**

Each committee created by the Select Board shall organize promptly after it is established, and annually, as required by the Select Board. Except as otherwise provided by RSA (e.g., RSA 673:8, 673:10), committees and boards shall elect their own chairs, vice-chairs, and, if desired, a secretary annually.

Select Board-created committees are advisory unless otherwise granted authority by a vote by the select board. When creating a new committee, the Select Board may appoint the chair of a committee when it feels that it is desirable.

A majority of the members of a committee shall constitute a quorum thereof.

All committees shall follow the Warner Code of Conduct.

This Section shall not apply to the Planning Board, Zoning Board of Adjustment, Conservation Commission, Agricultural Commission, Budget Committee, or any other commission adopted and governed by NH RSA.

## **Nominations, Appointments & Reappointments**

The procedure for nominating and appointing residents to town boards, commissions and committees shall be determined by the adopted policy by the Select Board. At a minimum, that policy should address:

(1) All committee and board appointments shall end, unless otherwise determined by the Select Board, at their term expiration date.

(2) 1. Opportunities to serve on newly formed committees and vacancies on existing boards, ~~and~~ commissions, and committees under the appointment authority of the Select Board shall be advertised by posting on the Town's website, for at least a two-week period prior to being filed.

(3) 2. The Town Administrator shall bring forth all applications received for each position to the Select Board Chair for inclusion on the Board's Agenda. Applicants for open positions, shall first be placed on a Select Board meeting agenda "for consideration" prior to being acted on at the next regular Select Board meeting. At the time a name appears for a second time on an agenda, it shall be referenced on the agenda as "to be voted" and likewise when the name is listed "for consideration".

(4) 3. Reappointments to boards, commissions, and committees shall be done following a submittal of an application for the new term. Existing members seeking reappointment shall submit a new application. Reappointment is at the discretion of the Select Board.

## **Resignations – Removal**

Any member of a board, commission, or committee shall submit his or her resignation to the Select Board for action.

Any member of a committee who fails to attend three consecutive committee meetings may be cause for review by the Select Board, which may request a written explanation and consider recommending removal under applicable RSA provisions.

The Select Board may, by majority vote and for just cause, remove any member of a committee ~~or board~~ whom it has appointed to the committee ~~or board~~.

The Select Board may, by a majority vote, disband any committee.

This section shall not apply to the Planning Board, Zoning Board of Adjustment, Conservation Commission, Agricultural Commission, Budget Committee, or any other board, commission, or committee adopted and governed by the controlling NH RSA.

## **Conduct with other Board Members and Employees**

The Select Board shall treat others with respect and respect the rights and opinions of the community despite differences of opinion. The Select Board expects to be treated the same.

1. The Select Board, when dealing with the Town Administrator and Town Employees, shall:

(A) Recognize the administrative chain of command and refuse to act on complaints as an individual outside the administration.

(B) Treat all employees as professionals and respect the abilities and integrity of each individual.

Concerns involving personnel performance shall be addressed in accordance with RSA 91-A:3 II(a). Members should avoid personal attacks but may discuss performance-related matters as allowed by law.

(D) Acknowledge that connecting with and communicating with employees and staff is encouraged, especially with the assigned liaison departments. However, when communicating with staff, if an issue or matter is discovered and needs additional follow-up, forward that information to the applicable department head and Town Administrator for further review and resolution.

(E) Not give orders or direction to officers or employees unless designated by the Select Board. Direct any question that requires additional research or follow-up from the staff to the Town Administrator, or respective Department Head to report back to all members of the Select Board once resolved.

(F) Limit the request for staff support and ensure that all requests go through the Town Administrator's Office.

(G) Confidentiality and whistleblower protections under RSA 275-E shall be followed.

2. The individual members of the Select Board in their relations with Board members shall:

(A) Recognize that no member by their actions alone can bind the Select Board or the Town.

(B) No member, including the chairperson, shall conduct any town business outside a regularly scheduled meeting without the prior knowledge and approval of the Board at a meeting.

(C) Pursuant to RSA 91-A, uphold the intent of non-public session and not release or discuss items raised in non-public session.

(D) Refrain from communicating the position of the town or the Select Board to other entities (i.e., NH state and federal officials) unless the full Board has previously agreed on both the position, language, and release of the statement.

(E) Treat with respect the rights of all members of the Board despite differences of opinion.

(F) While serving in an ex-officio capacity, act as an individual and not on behalf of the Select Board unless directed to do so by a majority vote of the Board.

## **Conflict Of Interest**

No employee, officer or agent of the Town shall perform any type of work, participate in the award or administration of a contract or participate in operational situations where a conflict of interest may be involved, or the appearance of a conflict of interest, unless approved by the Select Board and such approval must occur at a public meeting.

No employee, officer or agent of the Town shall authorize, confirm or permit funds to be expended with any person, firm, partnership or corporation in which they or any member of their immediate family is an owner, officer or employee or is to become an owner, officer or employee. The Select Board must authorize any such exceptions to this policy in writing to maintain an effort of transparency.

No employee, officer or agent of the Town who is participating or is about to participate in the award or administration of a contract by open competitive bidding shall either solicit or accept any kickback, gratuity, contingent payment, or any other pecuniary benefit from any person, firm, partnership or corporation involved in such contract. Pecuniary benefit means any advantage in the form of money, property, commercial interest, travel, offer of employment or anything else, the primary significance of which is economic gain.

No employee, officer or agent of the Town shall accept any gift from any vendor interested in obtaining Town purchases, except for items of insignificant value as defined by RSA 15-B:2 (presently less than \$25)

Under no circumstances may any employee use a Town account membership, account vendor number, purchase order number or any other method of making a purchase for personal use under the name of the Town of Warner.

The Town adopts this policy pursuant to RSA 31:39-a and RSA 95:1 which supersede these provisions in case of conflict.

## **Acceptance of Donations and Gifts**

The following policy is intended to implement the provisions of RSA 31:95-b and 31:95-e, with respect to the receipt of donations of money and personal property to the Town and its departments.

(1) Unless otherwise provided by law, all Town departments, boards, commissions, committees, officials and employees of the Town of Warner shall be subject to this policy. No Town department, board, commission, committee official or employee may accept gifts of funds or personal property on behalf of the Town. Any such donations shall be referred to the Select Board, to be accepted in accordance with the procedures enumerated in RSA 31:95-b and RSA 31:95-e.

(2) Nothing contained in this policy shall prevent a private entity, such as a booster club, firefighters' association, rescue association or firefighters' auxiliary, from raising whatever funds it desires for use by the association or organization. However, if any such private organization desires to donate funds or personal property to the Town, such provisions will be subject to the provisions of (1) of this policy.

(3) Prior to acceptance of any such gift with a value of \$5,000 or over, the Selectmen shall hold a public hearing on the proposed acceptance. For gifts with a value of less than \$5,000.00, a public hearing on the proposed acceptance shall be at the discretion of the Selectmen. It is required to have approval of acceptance by the Select Board with the vote recorded in the minutes of meeting when approved.

(4) No item of value may be accepted by a lease, or other similar arrangements from a donor, by any town departments, boards, commissions, committees, officials and employees of the Town of Warner unless authorized by a public vote of the Select Board. In addition, only the Select Board may authorize exceptions to the Town's Procurement Policy and furthermore, any lease agreement of equipment must comply with the conditions pursuant to RSA 33:7-e.

## **Contractual Agreements**

All ongoing equipment and software services agreements which have been previously approved through the budget process; ongoing independent contractor agreements such as, but not limited to, assessing, auditing, legal services, and planning; medical health or social services for Town employees, engineering and/or architecture, and risk management and/or insurance services will be reviewed by the Town Administrator to determine competitiveness every three to five years.

## **Audit Report**

The Select Board will schedule during a regular Select Board meeting within 30 days of receiving the Communication to Governance of the Financial Statements and Independent Auditor's Report, a presentation of the audit report findings. The Communication to Governance and the Financial Statements and Independent Auditor's Report will be posted on the town website within 30 days of receipt. Posting reports online aligns with RSA 91-A:4. Before publication, all legally required redactions in accordance with RSA 91-A must take place.

## **Placement Of Select Board Recommendations on Warrant**

The Board shall place a "Recommended" or "Not Recommended" notation on each warrant article submitted directly by the Board or through petition to any Town Meeting which contains an appropriation in accordance with RSA 32:5 V (a). In addition, the Board shall place a "Recommended" or "Not Recommended" notation on all non-appropriation warrant article submitted by the Board directly or through petition, except when a majority of the Board vote specifically not to submit such a recommendation. All notations shall include the specific numerical vote of the Board.

## **Five Year Review of Property Tax Exemption**

The Select Board will develop and implement a review of all Property Tax Exemption dollar amounts voted by the Town at least every five years. The review should include but not limited to; Warner median house price, median wage, poverty rates, market trends, and shall take place during the year of the Town-wide reassessment.

## **Amendments to the Rules of Procedures**

An amendment to the Rules of Procedures may be moved at a Select Board meeting but shall not be voted upon until the next regularly scheduled meeting not less than seven days later. A copy of any amendment shall then be certified and submitted to the Town Administrator for inclusion in the Select Board's records. The Town Administrator shall be responsible for the updating and distribution of the most current version of the Rules of Procedure containing the most current amendments to the document and updating the Town web site with the same as required by RSA 91-A:4.