

(H.298)

It is hereby enacted by the General Assembly of the State of Vermont:

Sec. 1. CREATION OF ADDISON COUNTY SOLID WASTE MANAGEMENT DISTRICT

Creation of a union municipal district known as the Addison County Solid Waste Management District, initially comprising the city of Vergennes and the towns of Addison, Bridport, Bristol, Cornwall, Ferrisburg, Leicester, Lincoln, Middlebury, Monkton, New Haven, Panton, Ripton, Salisbury, Shoreham, Starksboro, Waltham, and Weybridge, heretofore effected under subchapter 3 of chapter 121 of Title 24, is confirmed and approved.

Sec. 2. GOVERNING AGREEMENT

The agreement for the creation of the Addison County Solid Waste Management District, as approved by the voters on November 8, 1988, is amended to read as follows:

ARTICLE I
CREATION AND POWERS

SECTION 1. CREATION

Pursuant to subchapter 3 of chapter 121 of Title 24, and upon approval of at least two voting municipalities, a Union Municipal District to be known as the "Addison County Solid Waste Management District" (hereinafter referred to as the "District"), which shall be a body politic and corporate, shall be created.

SECTION 2. PURPOSE

The District is created and shall exist for the purpose of providing a comprehensive system for managing solid waste generated within the member municipalities. The principal elements of the management system may include, but are not limited to, collection, transportation, processing, citizen information and education, land disposal, incinerators, recycling centers, intermediate processing facilities, composting plants or resource recovery facilities, or any combination thereof, as well as any other methods allowed by law. In order to assure that everyone pays the real cost of solid waste management, the primary source of funding for District operations will be based on user fees.

SECTION 3. COMPOSITION

This District shall consist of those municipalities which elect to join the District by votes of their voters present and voting at annual or special meetings duly warned for such purpose, and such other municipalities as are subsequently admitted to the District as herein provided, excepting those municipalities which may withdraw as herein provided.

SECTION 4. DURATION

The District shall continue as a body politic and corporate unless and until dissolved according to the procedures herein set forth.

SECTION 5. POWERS

Except as otherwise provided or limited herein, the District shall have the following powers:

- (1) to operate, cause to be operated, contract for and otherwise provide for the collection and transportation of solid waste, and for the operation and maintenance of solid waste facilities, programs and services of every kind, including but not limited to, sanitary landfills, incinerators, recycling

centers, intermediate processing facilities, composting plants or resource recovery facilities, information and education programs, waste reduction services, or any combination thereof, and to determine and make proper charges for the cost of such facilities, programs and services by rule, regulation or ordinance; such cost for facilities, programs and services may be recovered, in whole or in part, by requiring the owners and operators of facilities accepting solid waste generated from within the District, including facilities within and without the District, not owned or controlled by the District, to charge persons delivering solid waste to such facilities and to remit such charges to the District;

- (2) to purchase, sell, lease, own, acquire, convey, mortgage, improve, and use real and personal property in connection with the purpose of the District, and to construct, develop and maintain solid waste facilities in accordance with federal and state law; District owned and leased real property shall not be exempt from municipal property taxation, except that a municipality by its voters and the District by its Board of Supervisors may agree to exempt District owned or leased property from taxation and to provide for payments to the municipality in such amounts as are agreeable to the respective parties;
- (3) to hire and fix the compensation of employees;
- (4) to sue and be sued;
- (5) to enter into contracts for any term or duration; including but not limited to contracts with consultants and other experts for services, contracts with the State of Vermont or the federal government or any agency or department thereof, for services, and contracts with any participating municipality for the services of any officers or employees of the municipality useful to it;
- (6) to provide solid waste disposal services for the member municipalities, the inhabitants thereof, and the businesses therein, and for such others as its facilities and obligations may allow;
- (7) to contract with a nonmember municipality or a private entity for the disposal of solid waste generated outside the boundaries of the District, provided that the contract will not increase the cost of solid waste disposal to the member municipalities or the inhabitants thereof;
- (8) to contract to pay for solid waste disposal services on the basis of guaranteed amounts, whether delivered for disposal and accepted for disposal or not, of solid waste, with payments based on such guaranteed amounts, whether actually disposed of or not, which payments may be variable and may be determined by formulae expressed in such contracts;
- (9) to the extent that quantities of regulated and unregulated hazardous wastes are found as part of the solid waste stream, to require the separation of, and otherwise plan for and manage such wastes, consistent with applicable state and federal laws and regulations;
- (10) to make recommendations for review and action to its member municipalities and other public agencies which perform functions within the region in which its member municipalities are located;
- (11) to acquire by the exercise of the power of eminent domain any real property located within the District at any time after June 28, 1991 (except for property lying within a municipality that withdrew from the District before November 1, 1991) for the construction and operation of sanitary landfills, transfer stations, and other solid waste facilities, including suitable buffer areas, following the procedures for the condemnation of real property and interests therein provided in 24 V.S.A. § 2299b through 24 V.S.A. § 2299i and in 24 V.S.A. § 2299k, and to enter onto any lands which the District has the power to condemn for the purposes and following the procedures specified in 24 V.S.A. § 2299i. Furthermore, following these procedures, the District may condemn any real property located outside the boundaries of the District, if that property is located within a municipality in which both of the following have taken place: the municipality has entered into a binding host town agreement with the District; the residents of the municipality, by Australian ballot, have approved and ratified the host

town agreement and consented to the District constructing and operating solid waste management facilities within the limits of the municipality. Property already devoted to a public use may be acquired, provided that no real property belonging to a member municipality, the county, the State, or any political subdivision thereof may be acquired without its consent;

- (12) to borrow money and issue evidence of indebtedness as provided by chapter 53 of Title 24;
- (13) to establish a budget and assess member municipalities in accordance therewith;
- (14) to appropriate and expend monies;
- (15) to establish capital reserve funds for public improvements in furtherance of its purpose;
- (16) to regulate the collection, transportation, resource recovery, recycling and disposal of solid waste within the District and to require that acceptable solid wastes generated within the District and any member municipality therein shall be disposed of only in and upon facilities operated by or on behalf of the District; or in a facility or manner that is part of an approved District Plan;
- (17) to issue local franchises and to enact, amend or repeal, any and all rules, regulations and ordinances necessary to manage the collection, transportation, storage, processing, recovery, recycling and disposal of solid waste, or otherwise necessary or desirable for the orderly conduct of the affairs of the District, and to impose penalties for the violation thereof not exceeding \$500.00, and to provide, upon petition of the District to the Superior Court, in addition to such injunctive and other relief as may be available, for civil penalties for the violation thereof not exceeding \$500.00. Any such rule, regulation or ordinance may further provide that each day a violation continues shall constitute an additional, separate and distinct offense;
- (18) to require each member municipality, either directly or through independent parties, to provide one or more collection sites for the solid waste generated within such member municipality and for the transportation of such solid waste to the District facility, together with all costs incident thereto, and to assess any costs resulting to the District as a result of a failure of any member municipality to comply with the District's requirements to such member municipality;
- (19) to accept and administer gifts, grants, and bequests in trust or otherwise for the purpose of the District;
- (20) to exercise all powers incident to a public corporation;
- (21) to exercise any other powers which are exercised or are capable of exercise by any of the District's participating municipalities, and necessary or desirable for dealing with problems of mutual concern.

SECTION 6. PROCEDURE FOR ADOPTION OF ORDINANCES, RULES AND REGULATIONS

Any ordinance, rule, or regulation of the District may be adopted by the Board of Supervisors at a duly called Board of Supervisors' meeting following the following procedure: if the Board of Supervisors desires to adopt an ordinance, rule or regulation, it shall hold at least one public hearing on the proposed ordinance, rule or regulation. Public notice shall be given of the public hearing by publication of the date, place and purpose of the hearing in a newspaper of general circulation within the District on a date not less than 15 days prior to the date of the hearing; the notice shall also be posted in at least three public places within each member municipality and mailed to the Town Clerk of each municipality at least 30 days prior to the date of the hearing. The notice shall make reference to a place within the District where copies of the proposed ordinance, rule or regulation may be examined, and the full text of the ordinance, rule or regulation, or a concise summary of it including a statement of purpose, principal provisions, and table of contents or list of section headings shall also be published. Following such public hearing, the Board of Supervisors may at any duly called Board of Supervisors' meeting adopt the ordinance, rule or regulation by resolution, and the ordinance, rule or regulation shall become effective upon adoption. An ordinance,

rule or regulation adopted in accordance with these procedures may be amended or repealed in accordance with the same procedures. No ordinance, rule or regulation, or amendment or repeal shall be subject to any voter referendum. The foregoing procedure shall not be required for rules as to the internal workings of the Board, or internal administration of this District.

ARTICLE II BOARD OF SUPERVISORS

SECTION 7. AUTHORITY

The voters of the District shall have the power to vote on bonded indebtedness, amendments to the District Agreement, and dissolution of the District as herein set forth. All other power and authority of the District and the administration and the general supervision of all fiscal, prudential, and governmental affairs thereof shall be exclusively vested in a governing body known as the Board of Supervisors.

SECTION 8. COMPOSITION

The Board of Supervisors shall be composed of one (1) representative from each member municipality; each representative shall be a resident of the municipality he or she represents, or may be a nonresident employee of the municipality. No one person may represent more than one municipality.

SECTION 9. APPOINTMENT

- (a) Initial board. The initial Board shall be appointed by the legislative body of each member municipality. Appointments shall be made within 30 days of the effective date of this Agreement and certified by the Clerk of each member municipality to the Board. Within 60 days of the effective date of this Agreement, the initial Board shall meet and shall elect from its membership a Chair and Vice-Chair to serve until the organizational meeting to be held pursuant to Section 10, and until their successors are duly elected and qualified. The initial Board shall also appoint a Clerk and Treasurer pursuant to Sections 24 and 25.
- (b) Subsequent boards. Each year, subsequent to Town Meeting and prior to the annual organizational meeting, the legislative body of each member municipality shall appoint its representative, and shall also name an alternate representative to the Board of Supervisors. Appointments shall be in writing, signed by the Chair of the legislative body and presented to the Clerk of the District. The legislative body, by majority vote, may remove its municipality's appointed representative or alternate during his or her term of office at its discretion. The alternate representative shall represent the municipality at all meetings of the Board of Supervisors that the regular representative is unable to attend and shall have all the rights and privileges of the regular representative in his or her absence.

SECTION 10. ORGANIZATIONAL MEETING

Annually, on the second Thursday in April commencing in 1989, the Board of Supervisors shall hold its organizational meeting. At such meeting, the Board of Supervisors shall elect from among its membership a Chair and a Vice-Chair, each of whom shall hold office for one year and until his or her successor is duly elected and qualified. The Chair and Vice-Chair are eligible to be elected to not more than three (3) successive terms.

SECTION 11. REGULAR MEETING

A schedule of regular meetings of the Board of Supervisors shall be established at the organizational meeting.

SECTION 12. SPECIAL MEETINGS

Special meetings of the Board of Supervisors may be called at any time by the Chair or shall be called by the Clerk upon written request of a majority of the members of the Board of Supervisors. Except in case of emergency, each member of the Board of Supervisors shall be given at least 24-hours' notice of any special meeting of the Board of Supervisors by notice in person, by telephone, or by written notice delivered personally, mailed, or left at such member's usual place of residence.

SECTION 13. QUORUM

For the purpose of transacting business, the presence of 50 percent of the municipal representatives to the Board of Supervisors shall constitute a quorum. However, a smaller number may adjourn to another date. The entire number of regular representatives to be appointed to the Board under Section 9 shall be used to determine a quorum, regardless of whether vacancies exist.

SECTION 14. VOTING

Each representative in attendance at a meeting of the Board of Supervisors at which a quorum is present shall cast one vote for every 2500 population, or part thereof, in the municipality which he or she represents. If a representative is unable to attend, the municipality's duly designated alternate shall be entitled to vote. A member of the Board of Supervisors may not split his or her vote(s). In order for any motion to carry, it must be voted on affirmatively by a minimum of the representatives from one-third of the member municipalities and a majority of the votes cast at a meeting of the Board of Supervisors, except as otherwise provided in this Agreement.

SECTION 15. TERM

All representatives and alternate representatives to the Board of Supervisors shall hold office for one year or until their successors are duly appointed and qualified. Any representative may be reappointed to successive terms without limit.

SECTION 16. VACANCY

Any vacancy on the Board of Supervisors or in an alternate representative position shall be filled within thirty (30) days after such vacancy occurs by the legislative body of the member municipality which appointed the representative or alternate whose position has become vacant. An appointee to a vacancy shall serve until the expiration of the term of the representative to whose position the appointment was made and may thereafter be reappointed.

SECTION 17. RULES OF PROCEDURES

Except as otherwise provided in this Agreement, Robert's Rules of Order shall govern at all meetings.

SECTION 18. COMPENSATION OF MEMBERS OF BOARD OF SUPERVISORS

Each member municipality shall pay to its representative to the Board of Supervisors such reimbursement or expenses as it shall determine reasonable.

ARTICLE III OFFICERS

SECTION 19. OFFICERS

The officers of the District shall be the Chair and the Vice-Chair of the Board of Supervisors, the Clerk of the District, and the Treasurer of the District. The offices of the Clerk of the District and the Treasurer of the District may be held by one person. No other person may hold more than one office at one time.

SECTION 20. BOND

Prior to assuming their offices, all officers shall post bond in such amounts as shall be determined by resolution of the Board of Supervisors. The cost of such bond shall be borne by the District.

SECTION 21. CHAIR

The Chair of the Board of Supervisors shall be the chief executive officer of the District. The Chair shall preside at all meetings of the Board of Supervisors and shall make and sign all contracts on behalf of the District upon approval by the Board of Supervisors. The Chair shall perform all the duties incident to the position and office.

SECTION 22. VICE-CHAIR

During the absence or inability of the Chair to render or perform his or her duties or exercise his or her powers, the same shall be performed and exercised by the Vice-Chair and when so acting, the Vice-Chair shall have all the powers and be subject to all the responsibilities hereby given to or imposed upon the Chair.

SECTION 23. VACANCY

During the absence or inability of the Vice-Chair to render or perform his or her duties or exercise his or her powers, the Board of Supervisors shall elect from among its membership an acting Vice-Chair who shall have the powers and be subject to all the responsibilities hereby given or imposed upon the Vice-Chair.

SECTION 24. CLERK

The Clerk of the District shall be appointed by the Board of Supervisors, shall not be a member of the Board, and shall serve at its pleasure. The Clerk shall have the exclusive charge and custody of the public records of the District and the seal of the District. The Clerk shall record all votes and proceedings of the District, including meetings of the District and meetings of the Board of Supervisors, and shall cause to be posted and published all warnings of meetings of the District. The Clerk shall prepare all warnings of meetings of the District as required by Article V, Section 44. Following approval by the Board of Supervisors, the Clerk shall cause the annual report to be distributed to the legislative branches of its member municipalities. The Clerk shall prepare and distribute any other reports required by laws of the State of Vermont and resolutions or regulations of the Board of Supervisors. The Clerk shall perform all the duties and functions incident to the office of secretary or clerk of a body corporate.

SECTION 25. TREASURER

The Treasurer of the District shall be appointed by the Board of Supervisors, shall not be a member of the Board, and shall serve at its pleasure. The Treasurer shall have the exclusive charge and custody of the funds of the District and shall be the disbursing officer of the District. When authorized by the Board of Supervisors, the Treasurer, or in his or her absence the Chair, may sign, make or endorse in the name of the District all checks and orders for the payment of money and pay out and disburse the same and receipt therefor. The Treasurer shall keep a record of every note or bond issued by the District and of every payment thereon of principal and interest and, if coupons are taken up, shall cancel and preserve them. The Treasurer shall keep correct books of account of all the business and transactions of the District and such other books and accounts as the Board of Supervisors may require. The Treasurer shall render a statement of the condition of the finances of the District at each regular meeting of the Board of Supervisors and at such times as shall be required of him or her. The Treasurer shall prepare the annual

financial statement and the budget of the District for distribution, upon approval of the Board of Supervisors, to the legislative bodies of the member municipalities. The Treasurer shall do and perform all the duties appertaining to the office of Treasurer of a body politic and corporate. The Treasurer shall settle with the auditors within 60 days of the end of the fiscal year, at such other times as the Board of Supervisors may require, and upon retirement from office. Upon retirement from office, the Treasurer shall immediately pay over to his or her successor all the funds belonging to the District and at the same time deliver to his or her successor all official books and papers.

SECTION 26. RECORDS

The conduct of all meetings and public access thereto, and the maintaining of all records, books and accounts of the District shall be governed by the laws of this State relating to open meetings and accessibility of public records.

SECTION 27. AUDIT

The Board of Supervisors shall cause an audit to be performed annually by an independent professional accounting firm or a certified public accountant, who shall be the auditors selected by the Board of Supervisors.

SECTION 28. EXECUTIVE BOARD

The Board of Supervisors shall have the authority to establish an Executive Board and grant such powers as it may deem necessary.

SECTION 29. COMMITTEES

The Board of Supervisors shall have the authority to establish any and all committees as it may deem necessary.

SECTION 30. COMPENSATION OF OFFICERS

Officers of the District shall be paid such compensation and/or reimbursement of expenses as shall be determined by the Board of Supervisors.

SECTION 31. RECALL OF OFFICERS

An officer shall serve at the pleasure of the Board of Supervisors and may be removed by a vote of the Board as set forth in Section 14, except that two-thirds of the representatives of the member municipalities and two-thirds of the votes cast shall be required.

ARTICLE IV FISCAL AFFAIRS

SECTION 32. FISCAL YEAR

The fiscal year of the District shall commence on January 1 and end on December 31 of each year.

SECTION 33. BUDGET APPROPRIATION

- (a) **PROPOSED BUDGET.** Annually, on or before the first day of November, the Board of Supervisors shall approve and cause to be distributed to the legislative branch of each member municipality for review and comment an annual report of its activities, including a financial statement, and a proposed budget of the District for the next fiscal year. This proposed budget shall include reasonably detailed estimates of:

- (1.) deficits/surpluses from prior fiscal years;
- (2.) anticipated expenditures for the administration of the District;
- (3.) anticipated expenditures for the operation and maintenance of any District solid waste facilities;
- (4.) costs of debt service;
- (5.) payments and other obligations due on long-term contracts;
- (6.) payments due to any capital reserve funds;
- (7.) anticipated revenues from charges for the disposal of solid waste and other sources;
- (8.) the necessary appropriations to operate and carry out the District's functions for the next fiscal year;
- (9.) the proposed assessment, if any, to each member municipality;
- (10.) such other estimates as the Board of Supervisors shall deem necessary to propose.

The Board of Supervisors shall hold a public hearing on or before the last day of November, of each year to receive comments from the legislative bodies of member municipalities and hear all other interested persons regarding the proposed budget. Notice of such hearing shall be given in such manner as the Board may prescribe. The Board of Supervisors shall give consideration to all comments received and make such changes to the proposed budget as it deems advisable.

- (b) **BUDGET, ADOPTION, APPROPRIATIONS.** Annually, on or before the third Thursday in December, the Board of Supervisors shall adopt the budget, appropriate the sums which it deems necessary to operate and carry out the District's functions for the next ensuing fiscal year, determine the assessment of each member municipality, if necessary, for its proportionate share of the sums so appropriated over and above anticipated revenues to the District, and adopt a schedule designating when such assessments, if any, are due and payable by the member municipalities.
- (c) **APPORTIONMENT OF ASSESSMENTS.** In the event that it becomes necessary to levy assessments on the member municipalities, the assessments shall be apportioned among the member municipalities on the basis of relative quantities of solid waste disposal by each member municipality in a District facility if in the judgment of the Board of Supervisors those quantities can be adequately determined, or on the basis of population within each of the member municipalities should the Board conclude that relative waste quantities cannot be adequately determined for each member municipality at the time assessments needed to be levied. Each member municipality shall be assessed a percentage of the sum appropriated equal to the ratio which the waste quantity or population of the member municipality bears to the total waste quantity or population within the District.
- (d) Failure of the Board to take any action required by this Section by its prescribed deadline shall not constitute grounds for any claim or defense as to the invalidity of any assessment.

SECTION 34. COLLECTION

Annually, after adoption of the budget by the Board of Supervisors, the Treasurer of the District shall issue and present a warrant to the legislative body of each member municipality requiring that the amount of such assessment, if any, be paid to him or her in accordance with the schedule of payments adopted by the Board of Supervisors. The legislative body of each member municipality 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 in accordance with the schedule for payments adopted by the Board of Supervisors. If any member municipality shall fail to pay when due any assessment against it by the District, the District shall be entitled to collect interest on any payment due, from its due date at the maximum rate which the municipality is allowed by law to collect on overdue taxes. Such interest, together with the amount due, court costs, and reasonable attorney fees of the District may be recovered by the District in a civil action under this section, notwithstanding the availability of any other remedy available to the District.

SECTION 35. LIMITATIONS OF APPROPRIATIONS

Appropriations made by the Board of Supervisors for the various estimates of the budget as defined in Section 33(a) shall be expended only for such estimates, but by vote of the Board of Supervisors, the budget may be amended from time to time to transfer funds between or among such estimates, except as otherwise limited herein.

SECTION 36. INDEBTEDNESS

- (a) **SHORT-TERM BORROWING.** The Board of Supervisors may borrow money through the issuance of notes of the District for the purpose of paying current expenses of the District. Such notes must mature within one (1) year. The Board of Supervisors may also borrow money in anticipation of grants-in-aid from any source and any revenues other than assessments through the issuance of notes of the District. Such notes must mature within one (1) year, but may be renewed as provided by general law. The Board of Supervisors may also borrow money in anticipation of assessments to each member municipality in an amount not to exceed ninety percent (90%) of the total amount assessed for each year, and may issue notes of the District which must mature within one (1) year. The Board of Supervisors may also borrow money in anticipation of bond proceeds which have been authorized as provided herein. Said notes shall be issued as provided in chapter 53 of Title 24.
- (b) **LONG-TERM INDEBTEDNESS; LONG-TERM CONTRACTS**
 - (1) **SUBMISSION TO VOTERS.** On a petition signed by at least ten percent (10%) of the voters of the District, the proposition of incurring a bonded debt to pay for public improvements or of authorizing a long-term contract shall be submitted by the Board of Supervisors to the qualified voters thereof at a special meeting to be held for that purpose. In the alternative, when the Board of Supervisors, at a regular or special meeting of the Board of Supervisors called for such purpose, shall determine by vote, that the public interest or necessity demands improvements or entry into a long-term contract, and that the cost of the same will be too great to be paid out of the ordinary annual income and revenue, it shall order the submission of the proposition of incurring bonded debt or of authorizing a long-term contract to the qualified voters of the District at a meeting to be held for that purpose. A "long term contract" means a contract in which the District incurs obligations for which the costs are too great to be paid out of the ordinary annual income and revenues of the District, in the judgment of the Board of Supervisors. The term "public improvements" shall include improvements which may be used for the benefit of the public, whether or not publicly owned or operated. Bonded debt may be authorized for any purpose permitted by chapter 53 of Title 24, or any other applicable statutes for any purpose for which the District is organized. The Board of Supervisors may not submit to the voters more than twice in the same calendar year the proposition of incurring bonded debt to pay for the same or similar public improvement or of entering the same or similar long-term contract.
 - (2) **WARNING OF MEETING.** The warning calling the special meeting of the District to incur bonded debt or to authorize a long-term contract shall state the object and purpose for which the indebtedness or long-term contract is proposed to be incurred or authorized, the estimated cost of public improvements, the amount of bonds proposed to be authorized, and a summary of the terms of any long-term contract proposed to be authorized. The warning shall fix the places where and the date on which the meeting shall be held and the hours of opening and closing the polls. The Board of Supervisors, in consultation with the board of civil authority of each member municipality shall determine the number and location of polling places; provided, however, that there shall be at least one polling place in each member municipality.
 - (3) **NOTICE OF MEETING.** The Clerk of the District shall cause notice of such special meeting to be published in a newspaper of known circulation in the District once a week for three consecutive weeks on the same day of the week, the last publication to be not less than five

nor more than ten days before such meeting. Notice of such meeting shall also be posted in a minimum of three public places within each member municipality at least 30 and not more than 40 days before the meeting and be filed with the clerk of each member municipality and the Clerk of the District prior to posting.

- (4) **AUTHORIZATION.** When a majority of all the voters present and voting on the question from all the member municipalities at such special meeting vote to authorize the issuance of bonds or to authorize a long-term contract, the District shall be authorized to issue the bonds or to enter into the long-term contract. The ballots cast in each member municipality shall be commingled and counted by a member(s) of the Board of Supervisors with the town clerk from each member municipality, or his or her designee. Article V, Sections 45 (Australian Ballot), 46 (Qualifications and Registration of Voters), 47 (Conduct of Meetings), 48 (Reconsideration or Rescission of Vote), and 49 (Validation of District Meetings) shall apply to any District meeting called to incur long-term debt or to authorize a long-term contract.
- (5) **ASSESSMENT.** The cost of debt service or of payments under a long-term contract shall be included in the annual budget of the District. The applicable provisions of chapter 53 of Title 24 or other enabling law under which debt is incurred or long-term contract authorized shall apply to the issuance of bonds or other evidence of indebtedness by the District and for that purpose the District shall be deemed a "municipal corporation", the Board of Supervisors shall be deemed a "legislative branch", and the District Treasurer shall be deemed a "municipal treasurer" within the purview of that chapter. Bonds or other evidence of indebtedness and long-term contracts shall be signed by the Treasurer and Chair of the Board of Supervisors of the District.

SECTION 37. CAPITAL RESERVE FUND

The Board of Supervisors may establish and provide for a capital reserve fund to pay for public improvements, replacement of worn-out buildings and equipment, and planned and unplanned major repairs of a disposal facility, in furtherance of the purpose for which the District was created. Any such capital reserve fund shall be kept in a separate account and invested as are other public funds and shall be expended for such purposes for which established. The cost of payments to any capital reserve fund shall be included in the annual budget of the District.

SECTION 38. DISPOSAL FEES

The Board of Supervisors shall establish and periodically adjust charges, including but not limited to tipping fees, for the purpose of generating revenues from sources other than assessments to member municipalities for the District's services in the management of solid waste.

ARTICLE V SPECIAL DISTRICT MEETING

SECTION 39. SPECIAL MEETINGS

The Board of Supervisors may call a special meeting of the District for the purposes of incurring bonded debt or entering into a long-term contract under section 36 or for purposes of dissolution under Section 53 or for reconsideration under Section 48. The Board shall call a special meeting if petitioned pursuant to Section 48 or if requested pursuant to Section 54 to disallow an amendment to this Agreement, and shall call a special meeting regarding the question of dissolution of the District if petitioned to do so by not less than five percent of the legal voters from each municipality in the District. The Board shall also call a special meeting on the question of incurring bonded debt if petitioned by at least ten percent of the legal voters in the District as defined in Section 36. The Board of Supervisors may rescind the call of a special meeting called by them but not a special meeting called on application of the legal voters of the District or pursuant to Section 54. The Board of Supervisors shall endeavor to have the time of such special meeting coincide with the time of annual municipal meetings, primary elections,

general elections or similar meetings when the electorate within the member municipalities will be voting on other matters.

SECTION 40. PLACES OF MEETINGS

At any special meeting of the District, voters of each member municipality shall cast their ballots at such polling places within the municipality of their residence as shall be determined by the Board of Supervisors of the District in cooperation with the Board of Civil Authority of each member municipality.

SECTION 41. PUBLIC HEARINGS

The Board of Supervisors shall hold at least one public hearing prior to any special District meeting at such time and upon such notice as it may prescribe.

SECTION 42. WARNINGS REQUIRED

The Board of Supervisors of the District shall warn a special meeting of the District by filing a notice with the town clerk of each member municipality and by posting a notice in a minimum of three public places in each municipality in the District not less than 30 nor more than 40 days before the meeting. In addition, the warning shall be published in a newspaper of general circulation in the District once a week on the same day of the week for three consecutive weeks before the meeting, the last publication to be not less than five nor more than ten days before the meeting.

SECTION 43. SIGNING OF WARNING

The original warning of any special meeting of the District shall be signed by the Chair of the Board of Supervisors and shall be filed with the District Clerk before being posted.

SECTION 44. WARNING CONTENTS

The posted notification shall include the date, time, place, and nature of the meeting. It shall, by separate articles, specifically indicate the business to be transacted and the questions to be voted upon.

SECTION 45. AUSTRALIAN BALLOT

The Australian ballot system shall be used at all special meetings of the District when voting is to take place.

SECTION 46. QUALIFICATIONS AND REGISTRATION OF VOTERS

All legal voters of the member municipalities shall be legal voters of the District. The member municipalities shall post and revise checklists in the same manner as for municipal meetings prior to any District meeting at which there will be voting.

SECTION 47. CONDUCT OF MEETINGS

At all special meetings of the District, the provisions of chapter 51 of Title 17 regarding election officials (Subchapter 1), voting machines (Subchapter 3), polling places (Subchapter 4), absent voters (Subchapter 6), process of voting (Subchapter 7), count and return of votes (Subchapter 8), recounts and contest of elections (Subchapter 9), and jurisdiction of courts (Subchapter 10) shall apply except where clearly inapplicable. The Addison Superior Court shall have jurisdiction over petitions for recounts. Election expenses shall be borne by the District.

SECTION 48. RECONSIDERATION OR RESCISSION OF VOTE

- (a) A question considered or voted on at any special meeting of the District shall not be submitted to the voters for reconsideration or rescission, except at a subsequent special meeting duly warned for that purpose, and called by the Board of Supervisors on its own motion or pursuant to a petition requesting such reconsideration or rescission signed and submitted in accordance with subsection (b) of this section.
- (b) Where a petition signed by not less than five percent (5%) of the qualified voters from each municipality in the District requesting reconsideration or rescission of a question considered or voted on at a previous special meeting is submitted to the Board of Supervisors of the District within thirty (30) days following the date of that meeting, the Board of Supervisors shall provide for a vote by the District in accordance with the petition within sixty (60) days of the submission at a special meeting duly warned for that purpose.
- (c) A vote taken at a special meeting shall remain in effect unless rescinded at a special meeting called and warned in accordance with this section.
- (d) A question voted on or considered shall not be presented for reconsideration or rescission at more than one subsequent meeting except with the approval of the Board of Supervisors.

SECTION 49. VALIDATION OF DISTRICT MEETINGS

When any of the requirements as to notice or warning of a special District meeting have been omitted or not complied with, the omission or noncompliance, if the meeting and the business transacted at it is otherwise legal and within the scope of the District powers, may be corrected and legalized by vote at a special meeting of the District called and duly warned for that purpose. The question to be voted upon shall substantially be: "Shall the action taken at the meeting of this District held on (state date), in spite of the fact that (state the error or omission), and any act or action of the District officers or agents pursuant thereto be readopted, ratified or confirmed?" Errors or omissions in the conduct of an original meeting which are not the result of an unlawful notice or warning or noncompliance within the scope of the warning, may be cured by a resolution of the Board of Supervisors of the District by a vote stating that the defect was the result of an oversight, inadvertence or mistake. When an error or omission of this nature has been thus corrected by resolution, all business within the terms of the action of the qualified voters shall be as valid as if the requirements had been initially complied with however, upon condition, that the original action thereby corrected by the Board of Supervisors was in compliance with the legal exercise of its corporate powers.

SECTION 50. PRIORITY

When a special meeting of the District is called to act upon a proposition to incur bonded indebtedness or to enter into a long-term contract, the special meeting procedures outlined in Article IV shall control over the meeting procedures outlined in this article in the event of conflict.

ARTICLE VI MISCELLANEOUS

SECTION 51. WITHDRAWAL OF MEMBER MUNICIPALITY

A member municipality may withdraw from the District upon the terms and conditions specified below:

- (1) WITHDRAWAL DURING A PERIOD OF TWELVE MONTHS FROM THE ESTABLISHMENT OF THE DISTRICT

- (A) The Board of Supervisors shall not enter into any long-term contract, (meaning for a term of more than 12 months) or call a special meeting on incurring long-term debt for a period of 12 months from the date the District becomes a body politic and corporate.
 - (B) A vote of withdrawal taken after the District has become a body politic and corporate but less than 12 months after that date shall be null and void.
 - (C) After the expiration of 12 months from the date the District becomes a body politic and corporate a member municipality may vote to withdraw in the manner set forth herein. If a majority of the voters of a member municipality present and voting at a meeting duly warned for such purpose shall vote to withdraw from the District, the vote shall be certified by the clerk of that municipality and presented to the Board of Supervisors. Thereafter, the Board shall give notice to the remaining member municipalities of the vote to withdraw and shall hold a meeting to determine if it is in the best interests of the District to continue to exist. Representatives of the member municipalities shall be given an opportunity to be heard at such meeting together with any other interested persons. After such a meeting the Board of Supervisors may declare the District dissolved immediately or as soon thereafter as the financial obligations of the District and of each member municipality have been satisfied, or it may declare that the District shall continue to exist despite the withdrawal of such member municipality. The membership of the withdrawing municipality shall terminate as soon after such vote to withdraw as the financial obligations of said withdrawing municipality have been paid to the District.
- (2) **WITHDRAWAL AFTER DISTRICT BOND VOTE OR ENTRY INTO LONG-TERM CONTRACT**
 Notwithstanding subsection 51(1)(C) above, if a member municipality votes to withdraw after the District has voted to bond itself for construction and improvements or to enter a long-term contract, as defined in Section 36, the Board of Supervisors shall hold a meeting to determine if it is in the best interest of the District to continue to exist only after the municipality proposing to withdraw has submitted a Plan to the Board of Supervisors which shall at a minimum provide:
- (A) that the withdrawing municipality shall continue to be jointly and severally liable with the other member municipalities of the District for all such bonded indebtedness and any long-term contract, as well as any temporary loans in anticipation of the sale of such bonds or receipt of grants-in-aid under section 1773 of Title 24.
 - (B) that the withdrawing municipality shall, at least ten days before any payment is due from the District on such bonded indebtedness, or on any such long-term contract or temporary loan, pay to the District a percentage of such District payment determined on the basis of relative quantities of solid waste disposed of by each member municipality (including the withdrawing municipality) in the calendar year immediately prior to the vote of withdrawal if in the judgement of the Board those quantities can be adequately determined, or, on the basis of population determined as published by the State Department of Health most immediately prior to the vote of withdrawal should the Board conclude that such relative waste quantities cannot be adequately determined.
 - (C) that the withdrawing municipality shall pay a share of each assessment levied under subsection 33(c) above and due under Section 34 above. Such share of each assessment shall be based upon the same percentage utilized in subdivision (B) above, and shall be due and payable on the dates specified by the Board in Section 34 above.
 - (D) that the withdrawing municipality shall comply with all the provisions of the Plan and pay all reasonable attorney fees and other costs incurred by the District as a result of any default in making a payment when due, and that the full faith and credit of such municipality shall be pledged to making all payments where due.

The Plan shall be executed by a majority of the legislative body of the withdrawing municipality, or a person duly authorized by the legislative body, and shall be accompanied by the certification of the Clerk of such municipality that at the meeting when the vote of withdrawal occurred, the voters of such municipality also voted to authorize the legislative body to execute and file a Plan pursuant to this subsection 51(2) with the Board of Supervisors, and further certifying that the time for petitioning to rescind such vote has passed, and no petition to rescind has been filed. Execution of the Plan as set forth herein shall constitute the municipality's agreement to comply with all terms and conditions of the Plan following withdrawal.

Following the filing of such Plan, and the meeting required by subdivision 51(1)(C) above, the Board shall, unless it declares the District dissolved as provided therein, permit such municipality to withdraw upon condition that it comply with all the terms of the Plan.

(3) **AUSTRALIAN BALLOT REQUIREMENT FOR WITHDRAWAL VOTE**

Any vote by a member municipality on the question of withdrawing from the District shall be by Australian ballot, and shall be preceded by a public informational hearing on the question. Notice shall be given of such hearing by posting warnings at least ten (10) days in advance of the hearing in at least two (2) public places within the municipality and in the Town Clerk's office. The hearing shall be held within ten (10) days preceding the meeting at which the Australian ballot vote is to be used.

SECTION 52. ADMISSION OF NEW MEMBER MUNICIPALITIES

The Board of Supervisors may authorize the inclusion of additional member municipalities in the District upon such terms and conditions as it in its sole discretion shall deem to be fair, reasonable and in the best interests of the District. The legislative branch of any nonmember municipality which desires to be admitted to the District shall make application for admission to the Board of Supervisors of the District. The Board shall determine the effects and impacts which are likely to occur if such municipality is admitted and shall thereafter either grant or deny authority for admission of the petitioning municipality. If the Board grants such authority, it shall also specify any terms and condition, including but not limited to financial obligations upon which such admission is predicated. The petitioning municipality shall thereafter comply with the approval procedures specified in chapter 121 of Title 24. 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 Board of Supervisors. Thereafter upon satisfactory performance of the terms and conditions of admission, said municipality shall by resolution of the Board of Supervisors become and thereafter be a member municipality of the District.

SECTION 53. DISSOLUTION OF DISTRICT

- (a) **Dissolution by Board of Supervisors.** If the Board of Supervisors by resolution determines that it is in the best interests of the public, the member municipalities and the District that the District be dissolved, and if the District then has no outstanding debt or obligations under long-term contracts, or will have no such debt or obligation upon completion of the plan of dissolution, it shall prepare a plan of dissolution and thereafter adopt a resolution directing that the question of such dissolution and the plan of dissolution be submitted to the voters of the District at a special meeting of the District duly warned for such purpose. The vote required for passage of such resolution shall be as prescribed in Section 14 except that the votes of the representatives of two-thirds of the member municipalities and two-thirds of the votes cast shall be required for adoption. If two-thirds of the voters of the District present and voting at such special meeting of the District duly warned for such purpose shall vote to dissolve the District and approve the plan of dissolution, the District shall cease to conduct its affairs except insofar as may be necessary for the winding up thereof. The Board of Supervisors shall immediately cause a notice of the proposed dissolution to be mailed to each known creditor of the District and to the Vermont Secretary of State and shall proceed to collect the assets of the District and apply and distribute them in accordance with the plan of dissolution.

- (b) Dissolution Pursuant to Petition. In the event of a vote pursuant to the petition of the voters for dissolution under Section 39 above, the Board of Supervisors shall proceed to prepare and adopt a plan of dissolution and upon adoption of the plan, the District shall then cease to conduct its affairs except insofar as necessary for the winding up thereof, and the Board shall cause a notice of the proposed dissolution to be mailed to each known creditor of the District and to the Secretary of State and shall proceed to collect the assets of the District and apply and distribute them in accordance with plan of dissolution.
- (c) Plan of Dissolution. The plan of dissolution shall:
 - (1) Identify and value all unencumbered assets of the District;
 - (2) Identify and value all encumbered assets of the District;
 - (3) Identify all creditors of the District and the nature or amount of all liabilities and obligations of the District;
 - (4) Identify all obligations under long-term contracts;
 - (5) Specify the means by which assets of the District shall be liquidated and all liabilities and obligations of the District shall be paid and discharged, or adequate provision shall be made for the satisfaction thereof;
 - (6) Specify the amount of monies due from each member municipality, if necessary, to extinguish the liabilities of the District;
 - (7) Specify the nature and amount of any liabilities or obligations to be assumed and paid by the member municipalities;
 - (8) Specify the means by which any assets remaining after the discharge of all liabilities shall be liquidated if necessary;
 - (9) Specify that any assets remaining after payment of all liabilities shall be apportioned and distributed among the member municipalities according to the same basic formula used in apportioning the annual assessments of the District.
- (d) Termination. When the plan of dissolution has been implemented, the Board of Supervisors shall adopt a resolution certifying that fact to the member municipalities whereupon this Agreement and the District created hereby shall be terminated.

SECTION 54. AMENDMENT OF THE DISTRICT AGREEMENT

- (a) The Board of Supervisors may amend this District Agreement by the following procedure. Any vote of the Board required under this Section shall be as prescribed in Section 14, except that the votes of the representatives of two-thirds of the member municipalities and two-thirds of the votes cast shall be required for adoption. The Board of Supervisors at any regular or special meeting of the Board of Supervisors may pass a resolution stating their intent to amend the Agreement. A written copy of the resolution, stating the wording of the amendment and the purpose of the amendment, and the date of a Board meeting scheduled to act on the amendment, shall be delivered to the legislative branches of each municipality and mailed or left at the usual place of residence of each member of the Board of Supervisors at least thirty (30) business days prior to the meeting scheduled to adopt the amendment. The amendment shall be considered adopted by the Board of Supervisors thirty (30) business days following approval of the Board. However, if a majority of the legislative branches of member municipalities request a special District meeting within such a 30-day period, a special District meeting shall be held on the question of approval of the proposed amendment as provided in Article V and the amendment shall not be adopted unless approved by the District voters.
- (b) Upon adoption by the Board of Supervisors or approval of the voters the amendment shall be submitted and acted on by the general assembly in accordance with the provisions of section 2645 of Title 17. The amendment shall become effective upon affirmative enactment of the proposal, either as proposed or as amended by the general assembly. For the purposes of this Section, the District Agreement shall be considered a municipal charter.

- (c) This Agreement may be amended from time to time in the manner herein provided, but no such amendment shall be made which shall substantially impair the rights of the holders of any bonds or other evidence of indebtedness or substantially affect any obligations under long-term contracts of the District then outstanding or in effect, or the rights of the District to procure the means for payment, continuation, or termination thereof.

SECTION 55. SEVERABILITY

Should any court of competent jurisdiction judge any term, phrase, clause, sentence or provision of this Agreement to be invalid, illegal, or unenforceable in any respect, such judgement shall not affect the validity, legality, or enforceability of the Agreement as a whole or any other part of this Agreement.

SECTION 56. DEFINITIONS

- (a) Solid Waste shall mean any discarded garbage, refuse, septage, sludge from a waste treatment plant, water supply plant, or pollution control facility and other discarded material including solid, liquid, semi-solid, or contained gaseous materials resulting from industrial, commercial, mining, or agricultural operations and from community activities but does not include animal manure and absorbent bedding used for soil enrichment or solid or dissolved materials in industrial discharges which are point sources subject to permits under chapter 47 of Title 10, the Water Pollution Control Act.
- (b) Hazardous Waste shall mean any waste or combination of wastes of a solid, liquid, contained gaseous, or semi-solid form, including but not limited to those which are toxic, corrosive, ignitable, reactive, strong sensitizers, or which generate pressure through decomposition, heat or other means, which in the judgment of the Secretary of the Agency of Natural Resources, or his or her duly authorized representative may cause, or contribute to an increase in mortality or an increase in serious irreversible or incapacitating reversible illness, taking into account the toxicity of such waste, its persistence and degradability in nature, and its potential for assimilation, or concentration in tissue, and other factors that may otherwise cause or contribute to adverse acute or chronic effects on the health of persons or other living organisms, or any matter which may have an unusually destructive effect on water quality if discharged to ground or surface waters of the state. All special nuclear, source, or by-product material, as defined by the Atomic Energy Act of 1964 and amendments thereto, codified in 42 U.S.C. 2014, is specifically excluded from this definition.
- (c) Population, for the purpose of determining the number of votes to be cast by municipal representatives, amounts of municipal assessments, and other purposes under this Agreement, shall be established by reference to the official Vermont State Department of Health Population Estimate (including group quarters or institutional population) as published most recently preceding the beginning of the District's fiscal year in which the vote is being cast, assessment being determined, or other action is occurring which requires a determination of population (except that for purposes of determining amounts due under subdivision 51(2)(B), the most recent publication prior to a vote of withdrawal shall be used). In the event that the Vermont State Department of Health ceases to publish population estimates, then the Board of Supervisors may designate another appropriate publication containing population estimates for purposes of establishing population.
- (d) Solid Waste Facility means all contiguous lands, structures, other appurtenances and improvements on the land, used for treating, storing, or disposing of waste. A facility may consist of several treatment, storage, or disposal operational units.

Sec. 3. CONSISTENCY WITH STATE LAW

By ratifying this Agreement, the General Assembly does not intend to ratify or authorize actions or procedures which otherwise would be inconsistent with state law, as state law may be amended from time to time, pertaining to the storage, collection, transportation, processing, recovery or disposal of solid waste.

Sec. 4. DATE OF DISTRICT ESTABLISHMENT

For purposes of this Agreement, the date of establishment of the District and the date the District became a body politic and corporate shall be deemed to be November 8, 1988, and the District shall have all the powers and be subject to all the obligations set forth in the Agreement from that date onward.

Sec. 5. EFFECTIVE DATE

This act shall take effect from passage.

Approved: May 5, 1989

Revised 1991 - To include language in Section 5-1, 5-1, 5-17, and Section 8

Revised 1993 - Section 5-11 Relating to Eminent Domain and Host-Town Agreement, Section 32 changing our fiscal year, Section 33 Budget Appropriation, and Section 51-3 Australian ballot for withdrawal vote.