

Charter Review Committee (CRC)
Town of Groton, Groton, MA 01450 978-448-1111

Meeting Minutes - August 3, 2016
At Town Hall

Present: Jane Allen, Robert Collins, John Giger (Secretary), Michael Manugian (Chair), Michael McCoy, Bud Robertson (Vice-Chair)

Not Present: Stuart Schulman

Recorder: Stephen Legge

Visitors: Judy Anderson, Joshua Degen (BOS), Anna Eliot (BOS), Alberta Erickson, Mark Haddad (Town Manager), Russell Harris

Call to Order: Chairman Manugian called the meeting to order at 7:00 PM.

Approval of Meeting Minutes:

The draft meeting minutes of July 27, 2016 as amended by Mr. Giger were considered. Mr. Collins proposed edits on Page 4, the 5th paragraph. An additional edit was made on Page 2 to the first paragraph in the presentation of Submission 181.1. Mr. Manugian called for a vote to accept the minutes and they were accepted, with the edits, unanimously.

Administrative Issues:

Mr. Manugian referred to the updated status of all submissions made to date, included at the top of the agenda for tonight's meeting. The update is as follows:

- Remaining to present - 8 (added since July 20, 2016);
- 6 submissions have been presented but not yet completed and are still being discussed by the Committee; 201 have been completed; there are a total of 215 submissions;

Of the 201 completed,

- 55 submissions have been accepted by the Committee;
- 132 submissions have been previously addressed or dismissed with no (further) changes to the Charter recommended;
- 14 submissions have been referred to other town governing boards with no changes to the Charter recommended.

Mr. Manugian offered a detailed timeline leading to the presentations of Submissions 181 and 182 for Patricia Woods last week. He was hopeful this would answer questions raised during the week by various people concerning the way the Committee has scheduled its work and its

fairness to all of the public wanting to participate in the new round of submissions in July 2016, ending on August 1st.

Mr. Manugian: Shortly after spring Town Meeting, I presented a draft schedule to the Committee which contained a number of questions. These included the question of whether the Committee would accept additional submissions from the public. I asked the Committee to consider this, but we did not discuss it at that meeting.

Subsequent to that I received an email from the Town Manager asking if the Committee was going to accept additional submissions.

Subsequent to that the Committee decided to accept additional submissions from anyone through August 1, 2016. We made this public. We also agreed that we would simply discuss the submissions in the order received, scheduling them for the meeting following the first Wednesday after they were received.

During a subsequent meeting of the Board of Selectmen, two possible Charter changes were discussed, the appointment rather than election of the Town Clerk and the signing of the Town payroll and expense warrants by the Town Manager.

We next received two submissions from Patricia Woods, requesting that the Town Clerk remain an elected position and the Selectmen continue to sign the payroll and expense warrants. We scheduled and discussed these two submissions.

After receiving the submissions from Ms. Wood, we received a submission from the Town Manager proposing that the Town Manager sign payroll and expense warrants. This was scheduled and discussed at last night's meeting.

Following Mr. Manugian's recitation, the question was asked did the Committee open consideration for a new round of requests because of the Town Manager's request to make a submission. Mr. Manugian answered no. He also pointed out the Committee had made a decision to hear submissions based on the order in which they were received. Mr. Manugian explained that some topics are heard more than once because more than one person occasionally submits the same or very similar subject matter, and each person gets their opportunity to be heard.

Visitor Russell Harris commented there was a notice that the Committee had again opened their invitation to make new submissions for Charter changes. Then Ms. Woods was heard last week for her two submissions. Reference was made to something said in the Groton Herald.

Mr. McCoy noted Selectman Barry Pease had proposed to make a submission to the Committee but waited to file because of the timing and content of Ms. Woods' submissions.

Ms. Allen reiterated there was a decision from the start to consider submissions in the order received.

Mr. Harris said he was expecting submissions to be grouped by subject and reviewed in order of their content, as was done at the beginning of the Charter Review Committee's work last year.

Mr. Robertson replied that the Committee's process on this has been very clear and completely open to the public. It was not necessary to follow the same procedure as was used at the beginning because there were far fewer submissions to consider in this latest limited cycle of submissions.

Mr. Manugian agreed and said our decision to go by order submitted this time was deliberate.

Mr. Collins commented we were focusing on form, not substance and asked that all re-focus their attention on the substance of Charter change to the benefit of all townspeople.

Visitor Mark Haddad asked for an opportunity to explain his purpose in bringing his proposals forward to the town. He explained there had been some misinterpretations of what he hoped to achieve. In particular he wished to change the perception presented in last week's meeting minutes that he presented the proposal to have the Town Clerk appointed by his office instead of its being an elected position.

Mr. Haddad is a member of the charter review committee in his hometown of Grafton. They have been considering the idea of changing their town clerk from an elected position to an appointed position. Many towns in the Commonwealth have chosen to have an appointed town clerk (see statistics presented by Mr. Pease in last week's minutes). Because of his experience in discussing this in Grafton Mr. Haddad felt it would be helpful to the Town of Groton to bring the issue here for discussion. He chose to do this first with the BOS before making a formal submission to the Charter Review Committee. Also, he said he did not propose that the Town Manager appoint the Town Clerk, but rather the BOS should do so.

Mr. Haddad added that he did propose the Town Manager be given the authority to sign the payroll and expense warrants from the Town Accountant. He said this is actually a day-to-day administrative task, and that is the primary reason he proposed it. Many other towns have granted this responsibility to the Town Manager; Mr. Haddad presented a list of such towns.

Mr. Haddad clarified some misunderstandings on the matter of payroll and expense warrants discussed at last week's meeting. It is actually a process dictated by the state laws giving responsibility to the BOS unless the Town makes a specific decision to handle them otherwise. Our current Charter is silent on the subject of signing payroll and expense warrants. The only authority specifically mentioned in the Charter for delegation of the BOS authority is for signing of contracts, mentioned in Section 3-2(b)4. It says authority may be delegated to any town officer or agency. The practice has been to delegate this to the Town Manager.

Mr. Haddad agreed, the BOS can delegate signing of contracts under the Charter, but not the signing of payroll and expense warrants. An amendment to the Charter was proposed to Town Meeting in 2009 to allow delegation of the signing of warrants but it was turned down. Mr. Haddad mentioned there is a new bill in the legislature proposing to allow the BOS to delegate the power to sign payroll and expense warrants to one Selectman.

Mr. McCoy looked up the existing enabling legislation for the signing of payroll and expense warrants (Section 56) and read it to the Committee and audience. He verified there was no mention of the power of the BOS to delegate these authorities, presently.

Presentation and Discussion of Submission # 183:

Mr. Haddad presented the proposal that the Town Manager should sign payroll and expense warrants. Presently the BOS does so. He would amend the Charter by adding a new Subsection 4-2(n). Refer to the introductory comments on this proposal by Mr. Haddad above. He feels the majority of the BOS is against this idea.

Mr. McCoy said perhaps a compromise is possible whereby the BOS would be allowed to delegate their authority to the Town Manager without actually giving it up.

Ms. Allen asked if Mr. Haddad reviews the warrants now. He answered no, not at this time. Ms. Allen asked if Town departments sign off on expenses before the Town Accountant writes the payment warrant.

Mr. Haddad said yes, there are a lot of checks and balances built into the process. The BOS presently only approves the payment on the warrant, not specifically the validity of the expense (although they certainly could refuse the payment if there was question). The current process requires that each department sign off on its payroll and expense invoices before they are added to the expense warrant.

Mr. Collins said regarding the reluctance of the BOS to give up authority perhaps it would make sense to have the BOS Chair and the Town Manager sign warrants. It was argued this would not be as helpful as it sounds as there could still be delays getting the extra signature.

Mr. McCoy asked why, in the age of cell phones and emails, is there such a problem with getting sign-off when selectmen are out of town. Mr. Haddad answered the law requires an original and actual signature from those approving the warrant.

Mr. Giger asked where the law says three Selectmen must sign warrants. It appears the MGL is not specific about this but it is an interpretation of the law and a practice of our Town to require a majority (three signatures).

Mr. Robertson said he agrees with this proposal, but respects the fact that the BOS are considered by townspeople (and themselves) to be more involved and responsible for the town's government with the responsibility to sign the warrants. He does like the idea of granting the BOS the power to delegate the authority. Then let the BOS decide under what circumstances it is appropriate to do so.

Mr. Manugian asked the two Selectmen present in the audience for their opinions on this issue.

Visitor Ms. Eliot said she always reads the warrant before signing it and likes to do so. It gives her a feel for how the Town is being run. There have been times in her memory of delays up to one week in duration to get the three signatures.

Mr. McCoy: If a one week delay is possible there is a need to anticipate these circumstances and make a delegation decision ahead of time. He wonders whether delegation would be used for limited circumstances and short-term durations or would be more permanent and long-term in nature and retracted only for a reason.

Visitor Mr. Degen said signing warrants keeps him more aware of where the money goes and its assignment to line items. There have been times in his memory also, where three signatures have not been readily available.

Mr. McCoy asked if the delegation authority were granted would the Selectmen prefer temporary use of it or more permanent use. Mr. Degen offered the opinion he would prefer more temporary and limited use. Ms. Eliot said that she would consider delegation for periods of up to six months or a year at a time.

Mr. Robertson asked why the selectmen would want to know all the details of expenditures in the Town. Mr. Degen answered one reason is he would like to see where overtime is being used and likes to see what patterns evolve over time in the management of the Town. This gives him a better perception of what opportunities there are to better manage the Town's finances.

Mr. Haddad commented it was not necessary to see warrants to be cognizant of all that goes on in the Town. He also laid out a scenario where it would be helpful to have the ability for rapid response on expense warrants. A large mailing could require a check to the post office and quick turnaround on approval of a warrant. Mr. Haddad pointed out he or his designee (when out of town) are almost always available and in the office.

Mr. Degen acknowledged Mr. Haddad's point was a good one and he believes it would be a good thing for the Town to have the ability for urgent action to make payments under certain ceiling amounts.

Mr. Giger asked if we have ever failed to make a payroll on time due to signature problems. The answer was no. He then asked if we have ever failed to pay vendors on time. The answer was again, no. If this is the case, Mr. Giger said, is there really a problem? The system seems to be working.

Mr. Manugian offered his personal opinion: he wants his BOS to authorize payments. He wants them to stay involved and be directly responsible to the taxpayers. He did not want to allow delegation of this power.

Mr. McCoy commented if the BOS does delegate, it still has direct responsibility for what happens.

Mr. Collins likes some language to delegate the authority to sign payment warrants. It might be useful from time to time.

Mr. McCoy felt that delegation would result in a more efficient process. Mr. Manugian was primarily concerned with having a responsible process. He was less concerned with efficiency.

Mr. Robertson said give the BOS the power to delegate. They can use it as they see fit and as the situation warrants.

Mr. Giger asked Mr. Haddad for more procedural details. Does the Town Accountant sign the warrant? Mr. Haddad said yes.

Mr. McCoy moved to amend Charter Section 3-2(b)4 to read “Award and execute all contracts for services and supplies and sign payroll and expense warrants for all departments and agencies of the Town, other than the School Committee; provided, however, that the Board of Selectmen, at its sole discretion, may delegate by a majority vote in a posted meeting, in writing, this authority to any town officer or agency.” Mr. Robertson seconded.

Mr. Collins questioned the language “may delegate ... to any Town officer or agency”. Visitor Ms. Erickson asked what does “agency” mean, an outside agency? The BOS giving up power is a bad trend. It is a slippery slope.

Mr. Haddad said, with regard to delegation, it should be narrowed to the Town Manager. He is the chief administrative officer of the Town.

Mr. Collins: Has the BOS ever delegated contract signing to anyone other than the Town Manager?

Mr. McCoy said he wanted to withdraw his motion and rewrite it. His request was granted by the Chair after Mr. Robertson (the second) concurred.

Mr. McCoy moved to add a new Subsection 5 to Charter Section 3-2(b) as follows, “sign all payroll and expense warrants; provided, however, that the Board of selectmen at its sole discretion may delegate this authority to the Town Manager or acting Town Manager by a vote of the Board at a posted meeting.” Mr. Giger seconded.

Mr. Harris: People in town are very jealous to protect the BOS authority to approve and sign payroll and expense warrants. He personally does not like the idea of a permanent or long-term delegation.

Mr. Collins: The state legislature seems to be heading gradually toward limiting some of the BOS’s direct responsibilities in the governance of our towns. Our Charter changes may be a way to trump this trend, stake out what we as a Town specifically want from our BOS and stem any future erosion of the BOS authority in Groton.

Mr. Degen suggested adding “for a period of 14 days” or something similar to limit the period of time during which signing could be delegated.

Ms. Eliot suggested making the delegation powers for a specific time period.

Ms. Allen sees big difference between direct control and objecting after the fact to an approval by the Town Manager.

Ms. Eliot responded (some of) the BOS would see these items before the Town Manager approves the warrants. Ms. Eliot would personally strive to see them ahead of time to the best of her ability.

Mr. McCoy said he would accept the limitation on delegation powers to 30 days duration.

Mr. Degen commented the warrant cycle is 14 days.

Mr. Collins said he thinks six months is too long.

Mr. Collins moved to amend the main motion’s language on delegation authority. After the words “may delegate this authority” he proposes to add the words “, for a period not to exceed 30 days,” . Mr. McCoy seconded.

Mr. Giger said we are being too specific. Give the BOS the freedom to do their job.

Mr. Collins defended his amendment as an answer to people in town who do not like a blanket delegation authority.

A vote was held on the amendment wording and it was approved 5 – 1 with Mr. Giger voting no.

The main motion was reworded with the approved wording.

Mr. Degen suggested adding the word “majority” as it relates to the BOS.

Mr. Collins said the law takes care of this – it is not necessary to add.

A vote was taken on the main motion, as amended, and it failed to pass 3 – 3 with Allen, Giger and Manugian voting no.

Ms. Allen said it is really important to have at least three Selectmen signing warrants.

Mr. McCoy said the current Charter is silent on signing warrants. Mr. Haddad had pointed out earlier that there was an approved change to the MGLs waiting for the governor’s signature which would allow the BOS to delegate the authority for signing payroll and expense warrants to a single member of the BOS. Ms. Allen felt that it was important to add wording to the Charter to require signing by a majority of the BOS in case this change became law.

Ms. Allen moved that a majority of the BOS will sign expense and payroll warrants. Mr. Manugian seconded. A vote was taken and the motion failed again 3 – 3 with Misters Collins, McCoy and Robertson voting no.

Mr. McCoy: The concept of articulating who signs expense and payroll warrants has been voted down two times. The Committee needs to craft language that will be in the Town’s best interest.

Ms. Allen and Mr. Collins said the current system has worked and served the Town for a long time.

Mr. McCoy moved again the previous motion by Ms. Allen: a majority of the BOS will sign expense and payroll warrants. Ms. Allen seconded.

Mr. McCoy said the benefit of this motion is that it makes explicit in the Charter what the current practice is and will retain it if MGL changes. The idea of delegating authority and placing appropriate limits on that can be re-visited later.

A vote was taken and the motion was approved 5 – 1 with Mr. Collins voting no.

Action Item #1: Mr. McCoy will draft language to implement the Committee’s decision on signing of expense and payroll warrants.

Other Administrative Issues:

Mr. Giger passed out copies of his new revised draft Charter, Release 0.4, updated through the minutes of July 20, 2016, to the Committee. He asked that members not respond with comments or changes to him directly, but rather send them to Mr. Manugian. Mr. Manugian will track comments and changes, then bring them up for discussion in a posted meeting. Mr. Giger also commented he has not at this time incorporated all of the “style guide” changes into the draft.

Mr. Manugian announced next week the Committee will consider Mr. McCoy’s new submissions (7), new language from Mr. Collins on several unfinished submissions and start cleaning up the draft Charter presented by Mr. Giger this evening.

The meeting was adjourned with unanimous consent at 8:53 PM.

**** The next meeting is scheduled for Wednesday, August 10th, at 7:00 PM. ****

Exhibit: Letter from Attorney Robert Collins to The Groton Charter Review Committee, dated August 3, 2016, subject: submission number 93 and 2010 Charter, section 3-1, preamble.

Robert L. Collins
Attorney At Law
P. O. Box 2081
Westford, Massachusetts 01886

Telephone (978) 448-3511
Facsimile (978) 448-8511

Groton Office:
204 Gay Road
Groton, Massachusetts 01450

3 August 2016

The Groton Charter Review Committee
Michael Manugian, Chairman
Town Hall
173 Main Street
Groton, MA 01450

Dear Committee Members:

I wish to offer the following language for the Committee's consideration:

1. Article 3 Preamble

Submission number 93 dealt with the preamble to Article 3 of the Charter which lists the various municipal elected officials and boards, and the fact that a partial explanation of municipal boards follows.

May I suggest that the preamble be replaced with the following:

Section 3-1

a.) Elective Town Offices: The elective positions shall be as follows:

<u>OFFICE</u>	<u>TERM</u>	<u>NUMBER</u>
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(A table would follow listing the elective positions, term of office, and number of positions)

This Charter further authorizes such additional elective positions and/or officers or representatives to regional authorities or districts as may now or

hereafter be authorized by law, by a vote of Town Meeting, or by inter-municipal agreements.

All elected Boards and elected municipal officials shall have the authority, powers, and obligations as are set forth in the General Laws and as may be set forth in this Charter. The recitations of the composition, terms of office, powers and duties, and purposes of the various municipal positions and boards set forth hereunder shall be in addition to the statutory provisions relative thereto as set forth in the General Laws.

(note: the final paragraph above would eliminate the necessity of the existing section 3-9)

Very truly yours,


Robert L. Collins