

PROPOSED
AGREEMENT
FOR THE FORMATION OF A
UNION MUNICIPAL DISTRICT
TO BE KNOWN AS
RUTLAND COUNTY
SOLID WASTE DISTRICT

Adopted by
Rutland County Joint Municipal
Survey Committee
October 3, 1979
and recommended to the 22
municipalities they represent

Benson, Brandon, Castleton, Chittenden, Clarendon, Danby,
Fair Haven, Mendon, Middletown Springs, Mount Holly,
Pittsford, Poultney, Proctor, Rutland City, Rutland Town,
Sherburne, Sudbury, Tinmouth, Wallingford, Wells, West
Haven, West Rutland

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TABLE OF CONTENTS

| Article | Section | Page |
|--|---|------|
| PREAMBLE..... | | 5 |
| ARTICLE I. CREATION AND POWERS | | 7 |
| | 1. Creation | |
| | 2. Purpose | |
| | 3. Composition | |
| | 4. Duration | |
| | 5. Powers | |
| ARTICLE II. BOARD OF SUPERVISORS | | 10 |
| | 1. Authority | |
| | 2. Composition | |
| | 3. Appointment | |
| | 4. Organizational Meeting | |
| | 5. Regular Meetings | |
| | 6. Special Meetings | |
| | 7. Quorum | |
| | 8. Weighted Voting | |
| | 9. Term | |
| | 10. Vacancy | |
| | 11. Rules of Procedure | |
| | 12. Compensation of Members of Board of Supervisors | |
| ARTICLE III. OFFICERS | | 13 |
| | 1. Officers | |
| | 2. Bond | |
| | 3. Chairman | |
| | 4. Vice Chairman | |
| | 5. Vacancy | |
| | 6. Clerk | |
| | 7. Treasurer | |
| | 8. Records | |
| | 9. Audit | |
| | 10. Executive Board | |
| | 11. Committees | |
| | 12. Compensation of Officers | |

| | |
|--|----|
| ARTICLE IV. FISCAL AFFAIRS | 16 |
| 1. Fiscal Year | |
| 2. Budget, Appropriation and Assessment | |
| 3. Collection | |
| 4. Limitations of Appropriations | |
| 5. Indebtedness | |
| 6. Sinking Fund | |
| 7. Capital Reserve Fund | |
| 8. Disposal Fees | |
| 9. Transportation and Collection Sites | |
| ARTICLE V. DISTRICT MEETINGS..... | 23 |
| 1. Special Meeting | |
| 2. Places of Meetings | |
| 3. Warnings | |
| 4. Warnings Required | |
| 5. Warning Contents | |
| 6. Australian Ballot | |
| 7. Qualifications and Registration of Voters | |
| 8. Conduct of Meetings | |
| 9. Reconsideration or Rescission of Vote | |
| 10. Validation of District Meetings | |
| 11. Priority | |
| ARTICLE VI. MISCELLANEOUS..... | 27 |
| 1. Withdrawal of Member Municipality | |
| 2. Admission of New Member Municipalities | |
| 3. Dissolution of District | |
| 4. Amendment of Union Municipal District Agreement | |
| 5. Severability | |

**AGREEMENT
FOR THE FORMATION OF A
UNION MUNICIPAL DISTRICT
TO BE KNOWN AS
RUTLAND COUNTY SOLID WASTE DISTRICT**

PREAMBLE

A significant problem exists in the State of Vermont generally and in the Rutland region in particular regarding solid wastes. The State of Vermont has recognized this problem and has ordained that each municipality is responsible for the management and regulation of the collection and storage of solid wastes within its jurisdiction and is required to provide for the operation and maintenance of facilities for the disposal of refuse. The environmental rules promulgated by the State of Vermont governing the location, operation and maintenance of facilities for the disposal of solid wastes have increased the burdens imposed upon each municipality in fulfilling its responsibilities.

There exist under Vermont law (24 V.S.A. Chapter 121) provisions whereby municipalities may vote to contract with each other to create a union municipal district in order to more efficiently and economically provide local governmental services. In April, 1979, the Rutland County Joint Municipal Survey Committee was created pursuant to 24 V.S.A. Chapter 121 composed of representatives from the Town of Benson, Town of Brandon, Town of Castleton, Town of Chittenden, Town of Clarendon, Town of Danby, Town of Middletown Springs, Town of Mount Holly, Town of Pittsford, Town of Poultney, Town of Proctor, City of Rutland, Town of Rutland, Town of Sherburne, Town of Sudbury, Town of Tinmouth, Town of Wallingford, Town of Wells, Town of West Haven, and Town of West Rutland to study, determine, and make recommendations concerning the feasibility of forming a union municipal district for solid waste management. Subsequently, the Town of Fair Haven and the Town of Mendon joined and sent representatives to the Rutland County Joint Municipal Survey Committee.

The Rutland County Joint Municipal Survey Committee

desires to promote resource recovery from solid waste including, for instance, the sale of energy and/or the recovery and sale of by-products from the disposal of solid waste. Additionally, benefits such as pollution abatement, the more efficient use of land, energy savings, long term moderation of the costs of solid waste disposal, and potential tax base benefits should result from the formation and operation of a union municipal district.

The Rutland County Joint Municipal Survey Committee approved the creation of a union municipal district pursuant to 24 V.S.A. Chapter 121 and deliberated extensively on the nature and form of a union municipal district which would fulfill the responsibilities of individual municipalities on a collective basis, integrate with existing forms of municipal government and best serve the interests of the people of the Rutland region in dealing with this solid waste problem.

The Rutland County Joint Municipal Survey Committee prepared and recommends the approval and adoption of this agreement pursuant to 24 V.S.A. Chapter 121 for the governance of the union municipal district.

It is envisioned that this agreement will be presented to and acted upon by the voters in each of the following municipalities on the same day: Town of Benson, Town of Brandon, Town of Castleton, Town of Chittenden, Town of Clarendon, Town of Danby, Town of Fair Haven, Town of Mendon, Town of Middletown Springs, Town of Mount Holly, Town of Pittsford, Town of Poultney, Town of Proctor, City of Rutland, Town of Rutland, Town of Sherburne, Town of Sudbury, Town of Tinmouth, Town of Wallingford, Town of Wells, Town of West Haven, and Town of West Rutland. This agreement shall become effective and the Rutland County Solid Waste District shall thereby be created by and between the municipalities voting to enter into this agreement if:

- A. It is approved by the voters of the City of Rutland; and
- B. The population of the municipalities which approve this agreement, including those of the City of Rutland, constitute fifty percent or more of the population of all of the municipalities voting on this question, based upon the 1970 U. S. Census.

ARTICLE I

CREATION AND POWERS

§1. CREATION

Pursuant to 24 V.S.A. Chapter 121, Subchapter 3, there is hereby created a union municipal district which shall be known as Rutland County Solid Waste District and which shall be a body politic and corporate.

§2. PURPOSE

The district is created and shall exist for the purpose of providing solid waste disposal services for its member municipalities and the residents thereof through the collection, removal, transportation, disposal, recovery, recycling, or any combination thereof, of solid wastes generated within the district.

§3. COMPOSITION

The district is composed of and includes all of the lands and residents within those municipalities in the State of Vermont which vote to approve and enter into this agreement at the time of its creation and such other municipalities as are subsequently admitted to the district as herein provided, except for those municipalities which may withdraw as herein provided. The municipalities composing the district shall constitute its members and are herein designated as member municipalities.

§4. DURATION

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

§5. POWERS

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

- a. to operate, cause to be operated and/or contract for the operation of any and all facilities for the collection, transportation, resource recovery, recycling and disposal of solid wastes and to determine and make proper charges for such services;

- b. to purchase, sell, lease, own, acquire, convey, mortgage, improve, and use real and personal property in connection with the purposes of the district;
- c. to hire and fix the compensation of employees;
- d. to sue and be sued;
- e. to enter into contracts for any term or duration;
- f. to contract with architects, engineers, financial and legal consultants and other experts for services;
- g. to contract with individuals, corporations, associations, authorities, and agencies for services;
- h. to contract to pay for solid waste disposal services on the basis of guaranteed amounts 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;
- i. to contract with the State of Vermont or the United States of America, or any agency, department or subdivision thereof for services;
- j. to contract with any member municipality for the services of any officers or employees of that municipality useful to it;
- k. to promote cooperative arrangements and coordinated action among its member municipalities;
- l. 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;
- m. to exercise any other powers which are exercised or are capable of exercise by any of its member municipalities and which are necessary or desirable for dealing with solid waste problems of mutual concern;
- n. to exercise the power of eminent domain;
- o. to borrow money and issue evidence of indebtedness as provided by 24 V.S.A. Chapter 53 or other provisions of law authorizing general obligations or revenue debt, including 10 V.S.A. Chapter 12 and 24 V.S.A. Chapter 119;
- p. to establish a budget and assess member municipalities for the expenses of the district;
- q. to appropriate and expend moneys;
- r. to establish sinking funds for the retirement of bonded or other indebtedness;

- s. to establish capital reserve funds for public improvements in furtherance of its purpose;
- t. to regulate the collection, transportation, resource recovery, recycling and disposal of solid wastes 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;
- u. to enact and enforce any and all necessary or desirable regulations for the orderly conduct of the government and for carrying out purposes of the district;
- v. to accept and administer gifts, grants, and bequests in trust or otherwise for the purpose of the district;
- w. to exercise all powers incident to a public corporation.

ARTICLE II

BOARD OF SUPERVISORS

§1. AUTHORITY

The legislative power and authority of the Rutland County Solid Waste District and the administration and general supervision of all fiscal, prudential and governmental affairs thereof shall be vested in a governing body known as the Board of Supervisors, except as specifically provided otherwise in this agreement.

§2. COMPOSITION

The Board of Supervisors shall be composed of three representatives from the City of Rutland and one representative from each of the other member municipalities.

§3. APPOINTMENT

Annually, on or before the last Monday in March commencing in 1980, each member municipality shall appoint its representative(s) to the Board of Supervisors. The Board of Selectmen of each member town shall appoint a representative who shall be one of the selectmen or their designee if all of the selectmen decline to serve. The representatives of the City of Rutland shall be: (1) the Mayor or a designee appointed by the Mayor; (2) an alderman appointed by resolution of the Board of Aldermen and (3) a resident of the City of Rutland appointed by the Mayor and confirmed by the Board of Aldermen according to the procedures for confirmation of appointments set forth in the Rutland City Charter.

§4. ORGANIZATIONAL MEETING

Annually, on the second Monday in April commencing in 1980, the Board of Supervisors shall hold its organizational meeting. At such meeting, the Board shall elect from among its membership a chairman and a vice-chairman, each of whom shall hold office for one year and until his successor is duly elected and qualified. A chairman or vice chairman may be re-elected to successive terms without limit.

§5. REGULAR MEETINGS

Regular meetings of the Board of Supervisors shall be held periodically with the time and place to be determined by the Board of Supervisors.

§6. SPECIAL MEETINGS

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

§7. QUORUM

For the purposes of transacting business, the presence of members whose accumulated votes represent more than 50% of the total number of possible votes shall constitute a quorum. However, a smaller number may adjourn to another date. Any action adopted by a majority of the votes cast at a meeting of the Board of Supervisors at which a quorum is present shall be the action of the Board, except as otherwise provided in this agreement.

§8. WEIGHTED VOTING

Each member of the Board of Supervisors shall be entitled to cast one vote for every 100 registered voters (rounded off to the nearest hundred) in the municipality which he represents. The number of votes entitled to be cast on behalf of the City of Rutland for voting purposes on the Board of Supervisors shall be divided equally among the three representatives of the City of Rutland. A member of the Board of Supervisors may not split his vote(s). The number of registered voters in each member municipality for voting purposes on the Board of Supervisors shall be based upon data compiled and issued by the Secretary of State in reference to primary and general elections. If the Secretary of State ceases to keep and provide such data, the number of registered voters in each member municipality shall be based upon the checklist used at the last annual meeting of each such municipality.

§9. TERM

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

§10. VACANCY

Any vacancy on the Board of Supervisors shall be filled within thirty (30) days after such vacancy occurs by appointment of the authority which appointed the representative 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.

§11. RULES OF PROCEDURE

Except as otherwise provided in this agreement, ROBERT'S RULES OF ORDER shall govern at all meetings.

§12. COMPENSATION OF MEMBERS OF BOARD OF SUPERVISORS

Each member municipality shall pay to its representative(s) to the Board of Supervisors such compensation as it shall determine reasonable.

ARTICLE III

OFFICERS

§1. OFFICERS

The officers of the district shall be the chairman and the vice chairman of the Board of Supervisors, the clerk of the district, and the treasurer of the district. No person may hold more than one office at one time.

§2. 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.

§3. CHAIRMAN

The chairman of the Board of Supervisors shall be the chief executive officer of the district. The chairman 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 of the said district. The chairman shall perform all of the duties incident to the position and office.

§4. VICE CHAIRMAN

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

§5. VACANCY

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

§6. 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 an annual report of the activities of the district and cause it to be distributed to its member municipalities and shall prepare and distribute any other reports required by the laws of the State of Vermont and resolutions or regulations of the Board of Supervisors. The clerk shall perform all of the duties and functions incident to the office of secretary or clerk of a body corporate.

§7. 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 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 other times as shall be required of him. The treasurer shall prepare an annual financial statement of the district and distribute it to the member municipalities. The treasurer shall do and perform all of the duties appertaining to the office of treasurer of a body politic and corporate. The treasurer shall settle with the auditors within 30 days of the end of the fiscal year and 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 successor all of the funds belonging to the district and at the same time deliver to his successor all official books and papers.

§8. RECORDS

All records, books and accounts of the district shall at all times be open to inspection by persons interested.

§9. AUDIT

The Board of Supervisors shall cause an audit to be performed by an independent professional accounting firm annually.

§10. EXECUTIVE BOARD

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

§11. COMMITTEES

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

§12. COMPENSATION OF OFFICERS

Officers of the district shall be paid such compensation as shall be determined by the Board of Supervisors.

ARTICLE IV

FISCAL AFFAIRS

§1. FISCAL YEAR

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

§2. BUDGET, APPROPRIATION AND ASSESSMENT

a. **PROPOSED BUDGET.** Annually on or before the first day of December, the Board of Supervisors shall prepare and distribute to the legislative body of each member municipality for review and comment an annual report of its activities, including 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 due on long-term contracts; (6) payments due to any sinking funds for the retirement of debts; (7) payments due to any capital reserve funds; (8) anticipated revenues from sources other than assessments to member municipalities; (9) the necessary appropriations to operate and carry out the district's functions for the next fiscal year; (10) the proposed assessment to each member municipality; and (11) 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 first day of January 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 at least seven days prior to the hearing by publication in a newspaper of general circulation in the district, by posting in at least three public places in each member municipality, and by filing with the Town or City Clerk of each member municipality. 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 AND ASSESSMENT.** Annually on or before January 15, 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 fiscal year, assess a tax upon each member municipality for its proportionate share of the sums so appropriated and adopt a schedule designating when such taxes are due and payable by the member municipalities.

c. **APPORTIONMENT OF TAXES.** Taxes shall be apportioned among the member municipalities on the basis of relative tonnage or volume of solid waste loads generated by or within each of the member municipalities such that each member municipality shall be assessed a percentage of the sum appropriated equal to the percentage which its solid waste load bears to the total solid waste load generated within the district. Such loads shall be determined by the Board of Supervisors and may be based upon actual tonnage or volume delivered, historic tonnage or volume, imputed or estimated tonnage or volume, or guaranteed tonnage or volume whether actually delivered or not. If, after the first year of operation of any district solid waste facility, the Board of Supervisors determines that prior assessments were substantially inequitable, it shall retroactively adjust prior year assessments such that municipalities overcharged are given a proportionate credit against future assessments and municipalities undercharged are assessed a proportionate surcharge payable over such period as the Board determines will be reasonable. Thereafter, the Board of Supervisors may from time to time re-establish the percentage of solid waste load which is attributed to each member municipality and adjust the assessments accordingly, but no retroactive adjustments shall be made.

d. **INITIAL BUDGET AND APPROPRIATION.** Within thirty days after the initial organizational meeting, the Board of Supervisors shall prepare and adopt an operating budget for the remainder of the then fiscal year and shall appropriate monies and assess a tax upon each member municipality to obtain the monies thus appropriated. Such initial appropriation shall be apportioned among the member municipalities based upon population as determined by the 1970 U.S. Census. Within fifteen days after the initial budget and appropriations are

adopted by the Board of Supervisors, the district treasurer shall issue and present a warrant to the legislative body of each member municipality requiring that the amount of such tax be paid to him within thirty days thereafter. The legislative body of each member municipality shall draw an order on the municipal treasury for the amount of such tax and the municipal treasurer shall pay to the district treasurer the amount of such order within the time so specified.

§3. COLLECTION

Annually on or before the first day of February, 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 tax be paid to him in accordance with the schedule for payments adopted by the Board of Supervisors. The legislative body of each member municipality shall draw an order on the municipal treasury for the amount of such tax 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 tax assessed against it by the district, it shall incur a penalty of eight percent of the amount due plus interest at the rate of one percent per month. Such penalty and 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.

§4. LIMITATIONS OF APPROPRIATIONS

Actions or resolutions of the Board of Supervisors for the annual appropriations in any year shall not cease to be operative at the end of the fiscal year for which they were adopted except as otherwise provided by the laws of the State of Vermont. Appropriations made by the Board of Supervisors for the various estimates of the budget as defined in Article IV Section 2.a. above shall be expended only for such estimates, but by majority vote of the Board the budget may be amended from time to time to transfer funds between or among such estimates, except as otherwise limited herein. Any balance left or unexpended in any such budget estimate shall be returned at the end of the fiscal year to the general fund of the district. The amount of any deficit at the end of the fiscal year shall be included in and

paid out of the operating budget and appropriations in the next fiscal year.

§5. 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, however, must mature within the fiscal year in which they were issued. The Board of Supervisors may also borrow money in anticipation of taxes in an amount not to exceed ninety percent of the amount of taxes assessed for each such year and may issue notes of the district which must mature within the fiscal year in which they were issued. The Board of Supervisors may also borrow money in anticipation of any revenues other than taxes through the issuance of notes of the district. Such notes, however, must mature within the fiscal year in which they were issued.

b. **LONG-TERM INDEBTEDNESS AND LONG-TERM CONTRACTS**

(1) **SUBMISSION TO VOTERS.** On a petition signed by at least ten percent of the voters of the district, the proposition of incurring a bonded debt or other indebtedness to pay for public improvements or of authorizing a long-term contract shall be submitted to the qualified voters thereof at any special meeting to be held for that purpose, or, when the Board of Supervisors at a regular or special meeting called for such purpose shall determine by resolution passed by a vote of a majority of votes, present and voting, that the public interest or necessity demands improvements or 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 may order the submission of the proposition of incurring a bonded debt or other indebtedness 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 wherein 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.

Bonded debt or other indebtedness or long-term contracts may be authorized for any purpose permitted by 24 V.S.A. Chapter

53 or any other applicable statutes for any purpose for which the district is organized. The warning calling the meeting 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 the improvements or service, the amount of bonds or other evidence of indebtedness proposed to be issued, a summary of the terms of any contract proposed to be authorized, and the means of raising or apportioning all costs entailed thereby for debt service or payments under a long-term contract. 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 district may not submit to the voters more than twice in the same calendar year or any twelve month period the proposition of incurring bonded or other indebtedness to pay for the same or similar public improvement or of the same or similar long-term contract.

(2) **NOTICE OF MEETING, AUTHORIZATION.** 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 at least five public places within each member municipality for two weeks immediately preceding such meeting and be filed with the Town or City Clerk of each member municipality. The Board of Supervisors in cooperation with the board of civil authority of each member municipality shall determine the number and location of polling places. When a majority of all the voters in the district present and voting on the question at such meeting vote to authorize the issuance of bonds or other evidence of indebtedness or to authorize a long-term contract, the district shall be authorized to issue bonds or other evidence of indebtedness as provided in 24 V.S.A. Chapter 53 or other applicable statutes, or to enter into the long-term contract. The ballots cast in all the member municipalities shall be co-mingled and the counting of ballots shall be conducted by the Board of Supervisors together with the Town or City Clerk from each member municipality or his designee(s). Blank and defective ballots shall not be counted in determining the question. Obligations incurred by the district shall be joint and several obligations of the district and of each member municipality but shall not affect any limitation on in-

debtedness of a member municipality. The cost of debt service or of payments under a long-term contract shall be included in the annual budget of the district, and shall be allocated among the member municipalities as provided in Article IV Section 2.c above, unless otherwise provided by applicable law and in the vote authorizing the same. The applicable provisions of 24 V.S.A. Chapter 53 or other enabling law under which debt is incurred or long-term contracts authorized shall apply to the issuance of bonds or other evidence of indebtedness by the district and for that purpose the Rutland County Solid Waste 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 chairman of the Board of Supervisors of the district.

(3) **SPECIAL LIMITATION.** The Board of Supervisors shall not submit to the legal voters of the district any proposition to issue bonds or other long term indebtedness or to authorize a long-term contract less than eighteen months after the district has become a body politic and corporate.

§6. SINKING FUND

The Board of Supervisors, with the approval of a majority of the voters present and voting at a special district meeting called and warned for such purpose, may establish and provide for a sinking fund which shall serve and be used exclusively as a debt service reserve fund for the retirement of bond issue or other debt. When so established, it shall be kept intact and separate from other monies at the disposal of the district, shall be accounted for as a pledged asset for the purpose of retiring such obligations and shall not be appropriated or used for the current expenses of the district. The cost of payments to any such sinking fund shall be included in the annual budget of the district and shall be allocated among the member municipalities as provided in Article IV Section 2.c above, unless otherwise provided by applicable law and in the vote authorizing the same.

§7. CAPTIAL RESERVE FUND

The Board of Supervisors, with the approval of a majority of the voters present and voting at a special district meeting called

and warned for such purpose, may establish and provide for a capital reserve fund to pay for public improvements in furtherance of the purposes 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 may be expended for such purposes for which established, or other purposes when authorized by a majority of the voters present and voting at a special district meeting duly called and warned for such purpose. The cost of payments to any capital reserve fund shall be included in the annual budget of the district and shall be allocated among the member municipalities as provided in Article IV Section 2.c. above.

§8. DISPOSAL FEES

The Board of Supervisors may from time to time establish and adjust a disposal fee structure (tipping fees) for the purpose of generating revenues from sources other than assessments to member municipalities, particularly concerning the operation and maintenance of any district solid waste disposal and/or resource recovery facility.

§9. TRANSPORTATION AND COLLECTION SITES

a. The costs and responsibility heretofore assigned to member municipalities for the transportation of the solid waste generated within each municipality to any district solid waste disposal and/or resource recovery facility and for providing a collection site for the solid waste generated within each municipality shall remain each member municipality's cost and responsibility.

b. Only persons authorized by the Board of Supervisors shall be allowed access to any district solid waste disposal and/or resource recovery facility. Further restriction of vehicular access to such a facility may be imposed by the Board of Supervisors.

ARTICLE V

DISTRICT MEETINGS

§1. SPECIAL MEETING

The Board of Supervisors may call a special meeting of the district when it deems it necessary or prudent to do so and shall call a special meeting of the district when action by the voters of the district is necessary under this agreement or under any applicable law. In addition, the Board of Supervisors shall call a special meeting of the district if petitioned to do so by not less than five percent of the legal voters of the district but only for any legal purpose beyond the power and jurisdiction of the Board of Supervisors. The Board of Supervisors may rescind the call of a special meeting called by them but not a special meeting called on application of five percent of the legal voters of the district. The Board shall endeavor to have the times of such special meetings coincide with the times of annual municipal meetings, primary elections, general elections or similar meetings when the electorate within the member municipalities will be voting on other matters.

§2. PLACES OF MEETINGS

At any special meeting of the district, voters of each municipality within the district 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.

§3. WARNINGS

The original warning for any district meeting shall be signed by a number of the Board of Supervisors equal to a majority of the total votes entitled to be cast and shall be filed with the district clerk before being posted.

§4. WARNINGS REQUIRED

The Board of Supervisors of the district shall warn a district meeting by filing a notice with the Town or City Clerk of each member municipality and by posting a notice in at least three public places, and such additional public places as may be required by law, 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 two successive weeks before the meeting, the last publication to be not less than five nor more than ten days before the meeting. This shall not apply to district informational meetings at which no voting is to take place.

§ 5. 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.

§ 6. AUSTRALIAN BALLOT

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

§ 7. QUALIFICATIONS AND REGISTRATION OF VOTERS

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

§ 8. CONDUCT OF MEETINGS

At all special meetings of the district, the provisions of 17 V.S.A. Chapter 51 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 district clerk shall perform the functions assigned to the Secretary of State under that chapter. Rutland Superior Court shall have jurisdiction over petitions for recounts. Election expenses shall be borne by the district.

§ 9. 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 the 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 of the qualified voters of 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 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.

§ 10. 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 re-adopted, ratified and 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 of two-thirds of all the votes entitled to be cast at a regular meeting or a special meeting called for that purpose stating that the defect was the result of 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 com-

plied with, upon condition, however, that the original action thereby corrected by the Board of Supervisors was in compliance with the legal exercise of its corporate powers.

§11. PRIORITY

When a special meeting of the district is called to act upon a proposition to incur bonded or other indebtedness, or 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

§1. WITHDRAWAL OF MEMBER MUNICIPALITY

A member municipality may vote to withdraw from the district if one year has elapsed since the district became a body politic and corporate, and if the district has not voted to bond for construction and improvements or to authorize a long-term contract pursuant to this agreement. If a majority of the voters of a member municipality present and voting at a meeting of such municipality duly warned for such purpose shall vote to withdraw from the district, the vote shall be certified by the clerk of that municipality to the Board of Supervisors of the district. Thereafter, the Board of Supervisors 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 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 on account thereof 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 of one year following the vote to withdraw or as soon after such one year period as the financial obligations of said withdrawing municipality have been paid to the district. A vote of withdrawal taken after the district becomes a body politic and corporate but less than one year after that date shall be null and void. A vote of withdrawal taken after the district has voted to bond itself for construction and improvements or to authorize a long-term contract shall likewise be null and void.

§2. 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 body of any non-member 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 conditions, 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 24 V.S.A. §4863. 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 for admission, said municipality shall by resolution of the Board of Supervisors become and thereafter be a member municipality of the district.

§3. DISSOLUTION OF DISTRICT

a. **PROCEDURE.** If the Board of Supervisors by resolution approved by two-thirds of all the votes entitled to be cast 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. 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 shall proceed to collect the assets of the district and apply and distribute them in accordance with the plan of dissolution.

b. **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 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.

c. **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.

§4. AMENDMENT OF UNION MUNICIPAL DISTRICT AGREEMENT

The Board of Supervisors may, and upon petition of five percent of the voters of the district the Board of Supervisors shall, prepare and propose amendments to this union municipal district agreement. Any such proposed amendments shall be submitted to and acted upon by the voters of the district at a special meeting called for such purpose. If at such meeting a majority of the voters in at least one-half of the member municipalities, present and voting, and a majority of the voters

of the district as a whole, present and voting, approve such proposed amendments, such amendments shall be thereby adopted and shall become effective immediately unless otherwise specified therein. 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 notes 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.

§5. 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 judgment shall not affect the validity, legality, or enforceability of the agreement as a whole or any other part of this agreement.