



**Special Meeting Minutes for
CHESTER BOARD OF FINANCE**

**July 29, 2021 at 7:00 PM in person
203 Middlesex Avenue
Community Meeting Room**

Call to order

- Virginia Carmany welcomed and introduced new members Michael Jordon and Kris Pollack.
- V. Carmany called the meeting to order at 7:10 pm
- Seating of Full Members and alternates: V. Carmany, R. Nygard, A. Gardner, and J. Rannestad. M. Jordon was seated for J. Joslow and K. Pollack was seated for J. O'Hare (who arrived about 5 minutes later, but was not seated)
- Also in attendance was C. Janecek, Selectwoman, T. Englert, Selectman, and B. Perreault a prior selectwoman

Audience of Citizens – no comments

New Business:

The meeting started with V. Carmany reading three letters into the record from 1) V. Carmany, 2) J. Joslow and 3) J. O'Hare. The letters are attached as well as 7 Exhibits as part of the letter from V. Carmany.

- **A lengthy discussion took place concerning potential BoF policy and procedures for use of non town counsel for legal support and potential vote** for just under an hour.

The main points of discussion:

- Carmany in response to the letter from J. Joslow which implied the Chair had acted in violation of policy and procedure requested the board review the "Financial and Accounting Policies and Procedures Manual" page 38 under the heading Bidding which was read and states: "Purchases of Products or services of \$5,000.00 or less: The Department Head or person delegated responsibility, shall make purchases or contract for services in the open market after such inquiry as deemed necessary to ensure that the price and services obtained is the most advantageous to the Town and consistent with the approved department budget. No products or services may be ordered or approved without available funds within the department budget."
An additional part of this section was read: p.39 "Exceptions: b. Professional or Legal services for which a quantifiable scope is not able to be determined." It was noted there was an approved BoF budget for legal services and no other policy or procedure was known by the board that would substantiate the claim of violation.
- Carmany explained a bit more of history that led her to seek clarity.
- Discussion regarding Planning and Zoning having outside legal counsel and whether or not it was appropriate to seek legal advice and what are the parameters. It was generally agreed that in this instance this seemed to be an appropriate use of outside counsel especially considering the budgeted amount of \$500.



- Further discussion regarding the “Handbook for Elected and Appointed Officials and Volunteers” and the prior request to adopt this document by J. Joslow took place. Carmany explained this document does not have appropriate specificity and could be misleading and that she had brought these concerns to L. Gister.
- The question was asked what the past practice for filling vacancies was and V. Carmany responded that the “Handbook” indicates on page 4 “#2. Unexpired Elected Terms: An unexpired term of an elected official will be filled with the individual recommended by the Town Committee of the previous office holder’s party. The absence of such recommendation shall be treated as a de facto endorsement of the other party’s candidate.” And that this policy had been followed for several years though it had become apparent, recently, it was in violation of the state Statutes governing filling of vacancies when minority representation required. Therefore, even though past practice has been for the Board of Selectmen to fill BoF alternate vacancies, since it had never been previously challenged, past practice does not make it the appropriate procedure.
- It was also pointed out that past practice also had been that BoS and BoF had been in mutual agreement regarding selections.
- It was asked if Chester Republican Town Committee (CRTC) had weighed in on these issues. It was noted that they had been informed but had not made any comment.
- Discussion of the two legal opinions took place highlighting the lack of specific language that does exist in the other town ordinances regarding the subsequent filling of alternate vacancies and documented in exhibit 7 which were read which leaves a question as to why the legislators wrote the statutes this way.
- V. Carmany requested the Board take a vote to confirm the preapproved budget for outside counsel may continue without a requirement for additional approval for each question to be preapproved before contacting the attorney. A discussion of pro and cons on this subject took place.
- It was noted that it is pretty clear we needed to have outside legal counsel based on the legal opinions brought forward now and the question of notification to the board once discussed more fully was not required on an approved budgeted amount of \$500, representing not much more than 2 hours of possible billing time.
- It was further noted based on the Policy Manual to use services up to \$5,000 was the responsibility of the chair.
- Planning and Zoning and the Retirement Board also use outside services.
- It was noted the town could use a lot more legal counsel on many other items that get approved (now based on status quo actions) when clearer legal justification maybe warranted and procedures should be questioned due the potential for much greater impact on the town.

VOTE: V. Carmany made a motion: The Board of Finance chair has the authority to utilize non Town Counsel legal support with preliminary review by the Vice Chair before proceeding not to exceed the approved budget and will inform the board as soon as practical with the results.

*R. Nygard Seconded.
Unanimously approved.*



Agenda item: Review of Richard Roberts' analysis for filling of vacancies on the Board of Finance regarding both full and alternate members and potential vote.

Discussion Items:

- Should the Town counsel be asked to weigh in on this issue for a possible revision, it was thought that it would be another opinion and not a resolution.
- The board made several comments that Robert's memorandum was significantly more thought out, more fully researched and most likely more accurate, though still an opinion.
- It was suggested that the Board have consensus that the Board of Finance has the authority per state Statute to appoint a candidate to the Alternate board for the first 30 days and request the BoS agree.
- It was further discussed if the BoF wanted to pursue this in a court of law if the BoS would not agree. That was answered no.
- The memorandum from Attorney Richard Roberts was read (Exhibit 5) with attention to the State Statutes. The memo from Attorney John Bennet was also read (Exhibit 6).
- It was suggested the Board of Finance increase the legal budget for taking this issue to court.
- Another suggestion was to create an ordinance that states an agreement between the BoS and BoF.
- It was noted the BoF is a powerful board and separation of powers is important to maintain since clarity on these separate roles is part of this issue.
- It was mentioned that the Ordinance Creating Alternate Boards of Finance was voted on by the public with an understanding that the Selectmen would fill vacancies. However, the Ordinance may have been misunderstood or misrepresented to the public since the Ordinance *Creating a Board of Finance* alternate board only speaks to the initial vote to fill the three positions not to how any subsequent vacancies would be filled as in the three other instances.
- It was also noted, the Statutes do not speak directly about the filling of vacancies on the Alternate board but 7-434 does direct the Board of Finance to fill vacancies; Attorney Roberts' opinion which gives an ordering of the Statutes in conjunction with the general wording of the Statutes giving the BoF the right to fill vacancies is implied. It was noted there is no requirement to have BoF alternates which may be the reason there is no specific wording for filling of subsequent vacancies on the Board of Finance for alternate members.
- The board continued to discuss possible alternatives besides writing a new ordinance, leaving this unresolved or taking it to court.
- It was noted the BoF had left the previous meeting with the impression that the First Selectman would allow the BoF the time to interview the 3 candidates before moving forward and the two boards would work together to make appropriate selections. However, the BoS appointed the following week.
- It was stated that V. Carmany has always worked in the Town's best interest for the years that member has been on the board. Agreed by the other BoF members (the new members did not comment).
- It was recommended that either the First Selectman and Chair or the two boards work together allowing for the Town committees to submit candidates (as an example to the BoF) and either the BoF interview and recommend the candidates based on qualities that might be more beneficial to the to the Board and the town before the appointment(s) is voted on by the BoS or the other way around so that both boards get to have a say on the matter. Allowing for mutuality and concurrence between the two boards.

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- Another consideration for resolving the issue is that RTC, DTC (Democratic Town Committee) and Common Ground all need to be working together for continuity between the filling of vacancies and the following election.
- A member read from a document from the Office of Legislative Research stating the BoF (in our form of government) must follow State Statute with the point we don't really need to review the Ordinance but only State Statute for authority.

Consensus seemed to be reached based on all the input from the BoF members and the two Selectmen so V. Carmany requested the Board of Finance and the attending Board of Selectmen commit to work together to establish a set of mutually agreed upon procedures for the filling of BoF alternate vacancies.

Each member of the BoF and the two current selectpersons were polled and each answered affirmatively.

V. Carmany thanked all the attendees for the constructive comments and discussions while working through the issues to a good conclusion.

Motion to adjourn by J. Rannestad and seconded by A. Gardner. Unanimously approved at 9:00pm.

Prepared by Virginia Carmany