

JERICHO UNDERHILL PARK DISTRICT

ARTICLE I CREATION AND POWERS

Section 1. Creation

There is hereby created a union municipal district to be known as the "Jericho Underhill Park District" (the District).

Section 2. Purpose

The District is created and shall exist for the purpose of establishing, owning, leasing, developing, maintaining and managing a public park facility or facilities for conservation and recreation to serve its member communities in accordance with the laws of the State of Vermont.

Section 3. Composition

The District shall consist of the towns of Jericho and Underhill upon the approval of this agreement as provided in Title 24 Vermont Statutes Annotated, Section 4863.

Section 4. Duration

The District shall continue unless and until dissolved according to the procedures set forth in this Agreement.

Section 5. Powers

The District shall be a body politic and corporate with the powers incident to a municipal corporation under the laws of the State of Vermont consistent with the purpose of the District, and in addition shall have the following powers:

- (a) To purchase, sell, lease, own, acquire, convey, mortgage, improve, and use real property, easements, and personal property in connection with the purposes of the District;
- (b) To sue and be sued;
- (c) To fix, alter, charge and establish fees and other charges for the use of the District property and for District services, which fees and charges shall be equitable and just;
- (d) To make contracts of every kind and nature including but not limited to management contracts with any person or persons for the management of District property;
- (e) To accept gifts, grants or loans of real or personal property, and to enter into contracts with any federal agency, the state, any agency of the state, or with any other public body of the state, including municipalities;

- (f) To hire and fix the compensation of employees;
- (g) To regulate the use of District property and easements and provision of District services by ordinance, rule or regulation;
- (h) To establish a budget and assess member municipalities in accordance therewith;
- (i) To appropriate and expend monies;
- (j) To establish sinking fund for the retirement of bonded or other indebtedness;
- (k) To establish capital reserve funds for improvements to District property;
- (l) To borrow money and issue evidence of indebtedness as provided by Title 24 VSA, Chapter 53, as presently enacted and as later may be amended. For the purpose of this agreement, the grand list of the District shall be deemed to be the total of the grand lists of the member municipalities, and the debt limit of the District shall not be diminished by any obligation incurred by a member municipality alone. Obligations incurred under such Chapter shall be the joint and several obligations of the District and of each member municipality but shall not affect any limitation of indebtedness of a member municipality. The cost of debt service shall be included in the annual budget of the District and shall be allocated among the member municipalities as set forth in Article IV, Section 6 of this Agreement. Where voter approval is required pursuant to 24 VSA, Chapter 53, the Board of Trustees shall determine the location of at least one polling place within each member municipality, and when a majority of all voters present and voting on the question from all of the member municipalities at such meetings vote to authorize the issuance of bonds, the District shall be authorized to issue the bonds as provided in said Chapter. The counting of ballots shall be conducted by the Board of Trustees together with the town clerk from each member municipality or his or her designee;
- (m) To exercise all powers necessary, appurtenant, convenient or incidental to the carrying out of the District's purposes;
- (n) To exercise any other powers set forth in 24 VSA, Section 4866.

ARTICLE II BOARD OF TRUSTEES

Section 1. Election

The purposes, powers, duties and responsibilities of the District shall be exercised by a Board of Trustees, consisting of three trustees from the Town of Underhill and four trustees from the Town of Jericho. Upon approval of this agreement by the voters as provided in 24 VSA, Section 4863, the legislative body of each municipality shall appoint their respective number of trustees on an interim basis, for the terms set forth in Section 2 of this Article (the "interim trustees"). Within one year of said approval and annually thereafter, the District shall hold an

election for the purpose of electing trustees (the "Annual Election"). Said election, and the placement of candidates on ballots for elections, shall be in accordance with Vermont law pertaining to the election of town selectmen. In the event of a vacancy on the Board of Trustees, the legislative body of the member municipality in which the vacancy has occurred shall appoint a resident of either member community to serve the remainder of the term.

Section 2. Term of Office

Except for the interim trustees, each trustee shall serve for a term of three years or until his or her successor is duly elected, whichever occurs later. The interim trustees shall be appointed by the legislative body of each member municipality as follows:

The Town of Underhill shall have:

- one whose term shall expire on the date of the first Annual Election;
- one whose term shall expire on the date of the second Annual Election; and
- one whose term shall expire on the date of the third Annual Election.

The Town of Jericho shall have:

- two whose terms shall expire on the date of the first Annual Election;
- one whose term shall expire on the date of the second Annual Election; and
- one whose term shall expire on the date of the third Annual Election.

Section 3. Meetings

The frequency and method of calling regular and special meetings of the Board of Trustees, procedures for the transaction of business, and other necessary matters shall be in accordance with by-laws adopted by a majority of the trustees and amended from time to time by a majority of the trustees.

Section 4. Quorum and Voting

A quorum shall be necessary for the transaction of any business and shall consist of a majority of the trustees. Action shall be by a majority of the trustees' votes cast on a question, and each trustee shall be deemed to have one vote.

ARTICLE III OFFICERS

Section 1. Election

The Board of Trustees annually shall elect from among its members a Chair, Vice Chair, Secretary and Treasurer, and such other officers as it deems appropriate for the conduct of its business. The same person may hold the offices of Secretary and Treasurer.

Section 2. Chair

The Chair shall preside at all meetings of the Board of Trustees. The Chair shall also perform all of the duties incident to the position and office.

Section 3. Vice Chair

During the absence of or inability of the Chair to perform his or her duties, the Vice Chair shall perform such duties.

Section 4. Secretary

The Secretary shall have the custody of the public records of the District and shall record all votes and proceedings of the District, including meetings of the District and meetings of the Board of Trustees. The Secretary shall also prepare and warn all meetings of the District and Board of Trustees in accordance with Vermont law and shall cause the annual report approved by the Board of Trustees to be distributed to the legislative bodies of the member municipalities. The Secretary shall also perform all the duties and functions incident to the office of a secretary or clerk of a municipal corporation.

Section 5. Treasurer

The Treasurer shall have the custody of the funds of the District and shall be the disbursing officer of the District. When authorized by the Board of Trustees, the Treasurer may sign, make or endorse in the name of the District all checks and orders for the payment of monies and pay out and disburse the same. The Treasurer shall perform all the duties and functions incident to the office of treasurer of a municipal corporation.

ARTICLE IV ANNUAL BUDGETS AND ASSESSMENTS

Section 1. Fiscal Year

The fiscal year of the District shall begin the first day of July and end on the last day of June of each calendar year. The fiscal year shall constitute the budget and accounting year for the District.

Section 2. Preparation of Budget and Annual Report

On or before November 15th in each year, the Board of Trustees shall prepare a budget for the District for the next fiscal year, which shall include an estimate of the revenue of the District from all sources. The budget shall be in such form as deemed desirable by the Board of Trustees, and shall be so arranged as to show comparative figures for actual and estimated income and expenditures of the current fiscal year and actual income and expenditures of the preceding fiscal year. An Annual Report of the District's activities, including a financial statement, shall be submitted with the budget.

Section 3. Legislative Review

The budget will be sent to the Selectboards of all member municipalities by December 1st, and will be reviewed in meetings with the Selectboards by December 15th of each year.

Section 4. Budget Hearing

The Board of Trustees shall call a meeting on or before January second in each year for the purpose of presenting the proposed budget and inviting discussion thereon. The meeting shall be held within the geographic boundaries of the District and shall be warned by a notice published in a newspaper of general circulation in member municipalities at least fifteen (15) days prior to the meeting. The notice shall contain a summary of the proposed budget. The legislative body of each member municipality shall be sent a copy of the notice and a copy of the proposed budget, by certified mail, return receipt requested, at least fifteen (15) days prior to the meeting.

Section 5. Adoption

Following the public meeting provided for in the preceding section, the Board of Trustees shall review the proposed budget in light of comments received at the meeting, and shall thereupon prepare a final budget with or without changes.

Section 6. Budget Approval

Approval of the District's budget shall require an affirmative vote by a majority of those registered voters of member municipalities present and voting at an annual meeting of the District, which shall be duly warned, in accordance with existing laws, thirty days in advance. If a proposed budget fails to get a majority vote, the trustees may submit an amended budget for approval, to be voted upon at a special meeting called for that purpose, which shall be duly warned thirty days in advance.

Section 7. Assessment

Based on the approved budget, the treasurer of the District shall levy an assessment against each member municipality, and shall immediately notify the treasurer of each member municipality of the amount of that municipality's assessment. Member municipalities shall add such assessment to their own budgets, and shall assess such tax as is necessary to raise the amount of the assessment. Each municipality's assessment shall be paid to the treasurer of the District in four (4) equal installments on the 15th of each and every third month commencing the 15th day of August. Should any member municipality fail to pay any periodic assessment when due, it shall incur interest for each month or fraction thereof after the date on which the assessment was due. Prior to the commencement of any new fiscal year, the Board of Trustees shall determine by resolution the interest rate for that fiscal year, which in no case shall exceed one and one-half percent (1 ½%) per month.

The initial allocation of costs and appropriations shall be sixty percent (60%) to the Town of Jericho and forty percent (40%) to the Town of Underhill. These percentages shall be reviewed annually prior to the submission of the budget by the trustees, who may recommend altering this allocation formula to the legislative bodies of the member municipalities. If recommended by the trustees and approved by the legislative bodies of all member municipalities, the allocation formula shall be modified accordingly, effective upon the commencement of the next fiscal year.

**ARTICLE V
MEMBERSHIP TERMINATION AND ADMISSION**

Section 1. Termination of Membership

As provided in Title 24, VSA, Section 4863(g), a member municipality may vote to withdraw from the District if one year has elapsed since the District became a body politic and corporate as provided for in Title 24 VSA, Section 4865, and if the District has not voted to bond for construction and improvements as provided for in Title 24 VSA, Section 4866.

Pursuant to Title 24 VSA, Section 4863(j), 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.

Termination of membership by a member municipality must be approved by a majority of its voters at a duly warned annual or special meeting voting for such termination. Notice of termination from the District shall be in the form of a certification of the termination vote by the clerk of the terminating municipality delivered to the secretary of the District.

Section 2. Admission of New Members

A municipality which is not an initial member of the District may, upon the requisite approval by its voters and upon recommendation of the Board of Trustees and the approval of the voters of the District, at a duly warned meeting, become a member of the District. The recommendation by the Board of Trustees may include the reallocation of the cost and expenses formula among the existing members and the new member or members and shall include the recommendation of the number of trustees the new member or members shall have as representatives on the Board and their respective terms. Immediately upon joining the district, the new member municipality shall appoint, and subsequently elect their approved number of trustees in accordance with Article II.

**ARTICLE VI
MISCELLANEOUS**

Section 1. Dissolution of District

The District may be dissolved by unanimous vote of its then existing member municipalities. A majority of the voters at a duly warned annual or special meeting in each of the existing member municipalities must approve the dissolution and a plan of dissolution which shall include provisions for the payment of all District obligations, a disposal of District assets and the means for apportioning continuing liabilities among the member municipalities. The District shall cease to conduct its affairs except insofar as may be necessary for the winding up thereof, shall immediately cause a notice of the dissolution to be mailed to each known creditor of the District, and shall proceed to collect its assets and apply and distribute them as provided in the dissolution plan.

Section 2. Amendment

Any proposed amendment to this agreement must be recommended by two-thirds (2/3rds) of the total membership of the Board of Trustees. Upon recommendation by the Board of Trustees, the amendment shall be submitted to the voters at a duly warned meeting. Amendments of this agreement shall require an affirmative vote of two-thirds (2/3rds) of those voters casting ballots. The requirements of this section shall not apply to the modification of the cost and expense formula, which shall be governed by Article IV, Section 6 or to the admission of new members, which shall be governed by Article V, Section 2.

Section 3. Severability

If any section of this Agreement shall be held invalid, illegal or unenforceable by a court of competent jurisdiction, such judgment shall not affect the validity, legality or enforceability of the agreement as a whole or any other part of the Agreement.