1. CALL TO ORDER
George Tyler called the meeting to order at 6:30 p.m.

2. AGENDA ADDITIONS/CHANGES
3. APPROVE AGENDA
Max Levy moved that the Subcommittee start with item 5b so that Dan Richardson could participate in the meeting before needing to depart. Irene Wrenner seconded and the motion passed 4-0.

5. BUSINESS ITEMS
b. Review Dan Richardson’s responses to legal questions
Regarding scenario A, Mr. Levy asked Mr. Richardson whether charter changes needed to be handled at a special meeting, or if there could be a vote by the entire community. Mr. Richardson answered that charter changes must be approved at either an annual meeting or a special meeting. Mr. Levy asked whether the special meeting could be a day-long meeting involving Australian ballot, and Mr. Richardson confirmed that this is allowable.

Regarding Mr. Richardson’s answer to question C7, Mr. Levy asked why he felt that changes to taxation should be handled as soon as possible. Mr. Richardson emphasized that there is power in keeping the changes simple. It is important to keep each municipality’s obligations clearly separate. He also stated that the boards can retire debt and phase out other expenses over
Mr. Levy pointed out that balancing out the tax burden between the two communities could result in taxes for Town outside the Village residents increasing. He sought to clarify that phasing in any tax increases would be legal. Mr. Richardson confirmed that a phased budget is allowable.

Mr. Levy asked what kind of legal mechanism could be used to outline gradual changes in taxation; for example, specific charter provisions or a memorandum of understanding. Mr. Richardson said the boards could consider transition provisions in the charter for this purpose.

Mr. Tyler inquired about scenario D, specifically asking if it is legitimate to use an overlay district for the purpose of holding certain Village services outside of the Town budget. Mr. Richardson answered that this is allowable and common, and gave the example of water districts.

Mr. Tyler asked if an overlay district needs to have a specific reason to exist, for example, an historic or water district. Mr. Richardson explained that to create a district, the services and geographic areas to be covered must first be identified. Then the new district must be designated as a successor to the existing governance structure. In the Village’s case, the Board of Trustees would begin by amending the Village charter to merge with the Town; create a successor district; and list in the charter the powers necessary to run the new district. Once these charter changes were approved by voters, the Village would transform from an incorporated village to a special district. Its governing body would then focus only on the specific services the amended charter allows it to effectuate.

Ms. Wrenner asked to return to scenario A. She told Mr. Richardson that Village residents often get to vote twice—as Village residents and as Town residents—and she asked his advice on how to handle the perception of double voting. She has been told that Town outside the Village residents don’t feel heard because of the way such votes are structured. Mr. Richardson suggested that an informal mechanism could be established. He stated that while the Town cannot ask Village voters not to vote in Town-wide ballots, the boards could say, for example, that a particular vote should pass by a 2/3 majority in order to measure the perspective of the Town outside the Village.

At this time Mr. Richardson departed the meeting.

**2. AGENDA ADDITIONS/CHANGES**

**3. APPROVE AGENDA**

At this time the Subcommittee returned to the regular order of the agenda. Mr. Tyler reviewed additional documents provided to the group at the start of the meeting, including revised financial information from Lauren Morriseau; a new version of the general principles document
containing edits from Ms. Wrenner; and a draft flow chart from Mr. Tyler outlining potential next steps. Copies of these handouts are attached and made an official part of these minutes. Ms. Wrenner moved and Mr. Levy seconded these additions to the agenda.

4. PUBLIC TO BE HEARD
Barbara Higgins requested that the Subcommittee keep it simple regarding governance changes.

5. BUSINESS ITEMS

a. Review and approve minutes of October 29 Governance Subcommittee meeting
Mr. Levy moved and Elaine Sopchak seconded the approval of the minutes. The minutes were approved 3-0-1 (Ms. Wrenner abstained) with the following amendments:
   - Line 63: add the word “sole” between “the” and “basis.”
   - Line 140: Strike the sentence that begins with “Mr. Levy” and ends with “only.”
   - Line 148: Strike the sentence that begins with “Mr. Tyler” and ends with “concerns.”

b. Review Dan Richardson’s responses to legal questions
The Subcommittee returned to this discussion. Mr. Levy suggested, based on Mr. Richardson’s guidance that a single board cannot execute two different charters, that scenario C be dropped from the list of possible governance scenarios. The members agreed.

Mr. Tyler reviewed his draft flow chart for suggested next steps in the governance process. The Subcommittee discussed the extent of its charge and the expectations for what final product is to be provided to both boards.

Elaine Sopchak stated that her understanding of the Subcommittee’s charge was to review as many feasible governance scenarios as possible and to make recommendations to the full boards for a smaller number of scenarios to consider. Mr. Tyler and Mr. Levy agreed to that interpretation of the charge of the Subcommittee. Ms. Wrenner felt the Subcommittee should not make any decisions on recommendations because there are no Town Outside the Village representatives on the Subcommittee. Mr. Levy, Ms. Sopchak, and Mr. Tyler disagreed with this statement. The Subcommittee decided instead to provide both boards with the full list of feasible governance scenarios researched, prioritized by the Subcommittee members.

A lengthy discussion ensued regarding representation and public participation. Ms. Wrenner provided examples of several large governance proposals in the past, for which the public offered significant amounts and degrees of input that was not incorporated by the board(s). Mr.
Tyler reminded the group that the Subcommittee’s purpose was to do the research and bring findings back to the full boards for further deliberation, and that involving the public in the process at that point would be the next logical step. Ms. Sopchak emphasized that while past efforts at governance change have been contentious and unsatisfactory in terms of public participation, this Subcommittee and the current full boards are in the position to work together to change past practice and ensure a robust and representative public participation process.

The Subcommittee then discussed how to prioritize the governance scenarios in terms of which ones would most benefit the community. They first discussed services. Using a list of services the Town and Village both use generated by staff, they sought to determine whether either municipality needed a service that the other did not. A copy of that list is attached and made an official part of these minutes. After discussing the list, the Subcommittee determined that the Town and the Village both use and need the same services. Ms. Sopchak pointed out that the difference in population between the TIV and TOV (based on 2017 US Census information) is only 137 people. In terms of size and services required, she posited that the TIV and TOV are virtually identical.

The Subcommittee then reviewed the list of goals for all governance scenarios it established at the first meeting and added four more (these are marked with an *). The complete list of goals any chosen governance scenario in a consolidated environment must achieve or help achieve is (in alphabetical order):

- Better integrated planning
- Better relations
- Better transparency
- Diversify tax base*
- Economic and overall sustainability*
- Eliminate duplication
- Equal representation
- Eventual single tax rate
- Improves communication
- Maintain a high level of service
- Maintain Heart & Soul values
- Maintain public safety
- Makes public participation easier*
- Makes voting easier*
- Preserve identity
• Speaking with one voice, and having a seat at the table in relevant issues and bodies
• Tax equity

Ms. Sopchak volunteered to create a ranking tool that would allow each Subcommittee member to rank each scenario based on these criteria. She will create the ranking tool and forward it to members for their completion by Wednesday, November 21st midday. She will compile the results and provide them to the Subcommittee for their analysis at the next meeting.

Ms. Wrenner asked to revisit scenario A. She modified the description to streamline this scenario, no longer anticipating three separate entities with three individual charters. Ms. Sopchak asked her to type up her revisions to scenario A in order to revise it accurately.

The Subcommittee chose its next meeting date: Wednesday, November 28th at 6:30 pm. Mr. Duggan will secure a location. Mr. Tyler will create the agenda, tentatively to include a review of the ranking results, prioritization of scenarios, and discussion of the final report. Ms. Sopchak will create the meeting packet. Mr. Teich agreed to have Mr. Richardson on call should there be questions at the meeting. He confirmed that Mr. Richardson is scheduled to attend the December 5th joint meeting.

Ms. Morrisseau briefly reviewed the revised financial information she provided. Updates consisted primarily of edits to column headings.

Ms. Wrenner moved to adjourn and Mr. Levy seconded. The meeting adjourned at 8:27 pm.

Submitted by Elaine Haney Sopchak, Subcommittee Secretary