



**TOWN OF GRAY**  
**GRAY TOWN COUNCIL WORKSHOP**  
**AGENDA • OCTOBER 20, 2022**

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**Gray Town  
Council Workshop**

**Town Council Chambers**  
**24 Main Street, Gray, ME 04039**  
**<https://us06web.zoom.us/j/88261576970>**  
**Phone 646-558-8656 / Meeting ID: 882 615 76 970**

**6:30 PM**

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**Gray Town Committee Volunteer Leadership Academy 6:30 - 8:00 PM**

Please join Gray’s Town Council, staff, and Town Attorney Alyssa Tibbetts to discuss the role of citizen volunteers on Gray’s advisory committees and boards. Planning Board, Zoning Board of Appeals, Council advisory committee chairs and members are invited to attend a training seminar that will run approximately 90 minutes and cover topics such as Town staff roles, meeting policies, legal requirements for meeting documentation, and how to identify and work constructively with other people’s communication styles.

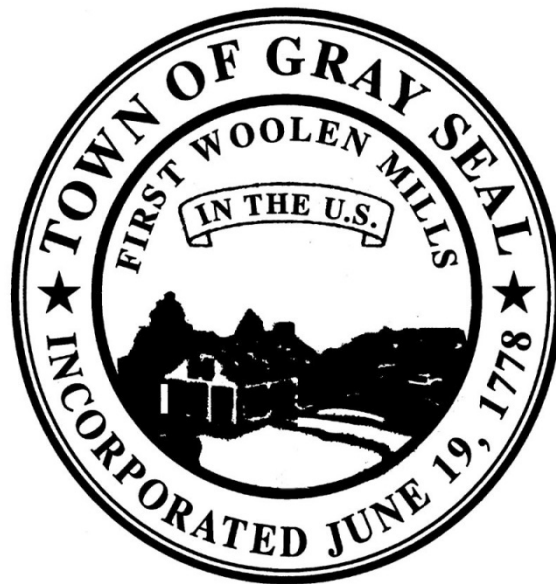
1. Introductions and Brief overview of Committee Charge
2. Staff introductions and overview of Department work.
3. Review FOAA
4. Committee Policy on agenda/minutes - including some Robert's Rules
5. Town Policies Review

**ADJOURNMENT**

*\* The Town of Gray is an equal opportunity employer and complies with all applicable equal access to public accommodations law. If you are planning to attend a Town Council or Town committee or board meeting and need assistance with a physical disability, please contact the Town Manager’s office at least 48 hours in advance of the meeting to have the Town assist you. 657-3339. TTY 657-3931.*

# TOWN OF GRAY

## TOWN CHARTER



Revised November 7, 2000

Effective July 1, 2001

Amendments Effective January 1, 2007

Amendments Effective January 1, 2010

Amendments Effective January 1, 2013

Amendments Effective November 18, 2014

Amendments Effective January 1, 2018

Amendments Effective July 14, 2020

Amendments Effective November 3, 2021

# **TOWN OF GRAY**

## **COUNCIL-TOWN MANAGER CHARTER**

**Approved by the Governor of the State of Maine on May 14, 1969**

**Amended by Referendum, Town of Gray on March 3, 1979**

**Amended by Ordinance on May 3, 1983**

**Revised by Referendum on November 6, 1990**

**Amended by Referendum on June 14, 1994**

**Revised by Referendum on November 7, 2000**

**Amended by Referendum on November 8, 2005**

**Amended by Referendum on November 7, 2006**

**Amended by Referendum on November 3, 2009**

**Amended by Referendum on November 6, 2012**

**Amended by Referendum on November 4, 2014**

**Amended by Referendum on November 7, 2017**

**Amended by Referendum on July 14, 2020**

**Amended by Referendum on November 2, 2021**

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**ARTICLE I**  
**GRANT OF POWERS TO THE TOWN**

**Section 1 - Incorporation:** The inhabitants of the Town of Gray, within the limits as now established or as hereafter established in the manner provided by law, shall be a municipal corporation, by the name of the Town of Gray, Maine.

**Section 2. Powers and Duties.** The Town shall have, exercise and enjoy all the rights, immunities, powers, privileges and franchises and shall be subject to all the duties, liabilities and obligations provided herein, or otherwise, pertaining to or incumbent upon said Town as a municipal corporation or to the inhabitants or municipal authorities thereof, and may enact reasonable bylaws, regulations and ordinances for municipal purposes, consistent with the constitution and laws of the State of Maine, and impose penalties for the breach thereof, to be recovered for such uses as said bylaws, regulations and ordinances shall provide.

The administration of all the fiscal and municipal affairs of said Town, with the government thereof, except the general management, care, conduct and control of the schools of said Town, which shall be vested in a Board of School Directors of School Administrative District No. 15 and also except as otherwise provided by this Charter, shall be and are vested in one body of five (5) members, which shall constitute and be called the Town Council, all of whom shall be inhabitants of said Town, and shall be sworn in the manner hereinafter prescribed.

The Town may acquire property within or without its corporate limits for any Town purpose, in fee simple or any lesser interest or estate, by purchase, gift, devise, lease or condemnation and may sell, lease, mortgage, hold, manage, maintain and control such property as its interests may require.

In this Charter no mention of a particular power shall be construed to be exclusive or to restrict the scope of the powers which the Town would have if the particular power were not mentioned. The Charter shall be liberally construed to the end that the Town may have all the powers necessary or convenient for the conduct of its municipal affairs, including all powers the Town may assume pursuant to State laws and to the provisions of the State Constitution.

**ARTICLE II**  
**TOWN COUNCIL**

**Section 1. Number, Election, Term.** The Town Council, hereinafter called the "Council", shall be composed of five (5) members, each of whom shall be elected by the registered voters of the entire Town. Each member shall be elected for a term of three (3) years.

**Section 2. Qualifications.** Members of the Town Council shall be registered voters of the Town and shall reside in the Town during their term of office. Members of the Town Council shall not hold any other compensated Town office or Town employment, except as on-call emergency personnel, during their term of office.

**Section 3. Nominations.** Nominations for office of Town Councilor shall be made by nomination papers signed in the aggregate for each candidate by not less than twenty-five (25), nor greater than fifty (50), registered voters of the Town of Gray. All nomination papers must contain the full name and address of the candidate, must specify the office for which the candidate is to be nominated and the term for which the candidate seeks nomination.

Nomination papers for the nomination of candidates for any elective office in the Town of Gray shall be filed with the Town Clerk at least sixty (60) days prior to the regular municipal election. Nomination papers shall be uniform and shall be made available by the Town Clerk one hundred five (105) days prior to the election.

**Section 4. Enumeration of Powers and Duties.** Without limitation of the foregoing, the Council shall have power to:

- A. Appoint the Town Manager, Town Assessor, Economic Development Director, the members of the Planning Board, Zoning Board of Appeals, and Board of Assessment Review which shall have such powers and perform such duties as are provided for by the laws of the State of Maine; appoint a Town Attorney and Town Auditor who shall serve at the will of the Council; and appoint members to committees created by the Council. Appointments shall be made by procedures adopted through rules of the Council.
- B. Remove for cause, after notice and hearing, in accordance with state law, the Town Manager, Tax Assessor, Economic Development Director, members of the Planning Board, Board of Assessment Review, the Zoning Board of Appeals and members of all other Town boards, commissions, and committees appointed by the Council. Said hearing may at either party's request include sworn testimony and the opportunity for cross-examination of witnesses.
- C. Create by ordinance, change and abolish offices, departments, agencies, and committees, other than the offices, departments and agencies established by the Charter. The Council by ordinance may assign additional functions or duties to offices, departments or agencies established by this Charter, but may not discontinue or assign to any office, department or agency any function or duty assigned by this Charter to a particular office, department or agency. The Council may, however, vest in the Town Manager all or part of the duties of any office under this Charter.
- D. Make, alter and repeal ordinances, including the power to enact ordinances providing for the grant of licenses and permits for the conduct of any business, as set forth in the statutes of the State of Maine, for such periods of time and in accordance with such rules and regulations consistent with law and upon payment by the licensee of such fees as the Council may establish in such ordinance.
- E. Inquire into the conduct of any office, department or agency of the Town and make investigation as to municipal affairs.
- F. Deal with the administrative service solely through the Town Manager and neither the Council nor any member thereof shall give orders to any subordinates of the Town Manager, either publicly or privately.
- G. Adopt an annual budget and recommend same to the Town Meeting for approval.

- H. Provide for an Annual Audit.
- I. Establish, appoint and maintain a finance committee of which at least one (1) member shall be chosen from among its members, and any and all other members chosen by appointment of citizens registered to vote in the Town of Gray. The Council shall also establish a charge for the committee and a fiscal policy to be followed.

**Section 5. Vacancies.** The Town Council shall select an interim Councilor to serve until the next annual municipal election. The Interim Councilor shall serve until a successor is elected to fill the unexpired term.

**Section 6. Compensation.** Compensation for the Councilors shall be fixed each year at the annual Town meeting and shall be voted upon as a separate article in the Warrant.

**Section 7. Induction of Council into Office:** Councilors-elect shall be sworn to the faithful discharge of their duties by a notary public or by the Town Clerk at or before the next regular Council meeting.

**Section 8. Council to Judge Qualifications of its Members.** The Council shall be the judge of the election and qualifications of its members as prescribed in Article II Section 2 and for such purpose shall have power to subpoena witnesses and require production of records, but the decision of the Council in any such case shall be subject to review by the courts.

**Section 9. Forfeiture of Office.** A Councilor shall forfeit office if, after notice and hearing, during the term of office three (3) members of the Council determine the Councilor:

- A. Lacks at any time any qualifications for the office prescribed in this Charter, or
- B. Willfully violates any express prohibition of this Charter, or
- C. Is convicted of a crime for which the Councilor may be imprisoned for one year or longer, or
- D. Fails to attend three consecutive regular meetings of the Council without being excused for cause by the Town Council.

Said hearing may at either party's request include sworn testimony and the opportunity for cross-examination of witnesses.

**Section 10. Regular Meetings.** The Council shall, at its first meeting or as soon thereafter as possible, establish by resolution a regular place and time for holding its regular meetings, and shall meet regularly at least once a month. It shall also provide a method for calling special meetings.

The Town Council shall post an agenda at least seven (7) days prior to regularly scheduled Town Council meetings.

**Section 11. Rules of Procedure; Journal.** The Council shall determine its own rules of business. A record of the Council's proceedings shall be kept and the records shall be open to public inspection.

**Section 12. Chairperson.** At the next meeting following the Annual Town Meeting the Council shall elect, by majority vote of the entire Council, one of its members for the ensuing year as Chair and the Council may fill, for the unexpired term, any vacancy in the Office of Chair that may occur. The Chair shall preside at the meetings of the Council, and shall be recognized as head of the Town government for all ceremonial purposes and by the Governor for purposes of military law, but shall have no regular administrative duties. The Chair shall be entitled to vote, and that vote shall be counted upon all matters and things as a vote of other members of the Council. The Council shall elect a Vice Chair from among its members to serve in the absence or disability of the Chair.

**Section 13. Quorum.** A majority of the Council shall constitute a quorum for the transaction of business. At least three (3) votes shall be required for passage of any ordinance, order or resolution. A smaller number may adjourn from time to time or may compel attendance of absent members. At least twenty-four (24) hours notice of the time and place of holding

such adjourned meeting shall be given to all members who were not present at the meeting from which adjournment was taken.

**Section 14 - Ordinances in General:**

- A. Form: Every proposed ordinance shall be introduced in writing and in the form required for final adoption. The enacting clause shall be "The Town of Gray hereby ordains..."
- B. Procedure: At least seven (7) days prior to its First Reading, every proposed ordinance or a summary thereof shall be posted in the municipal building and shall be published in a newspaper of local distribution. After passage on First Reading, every proposed ordinance or a summary thereof shall be posted in the municipal building for at least seven (7) days prior to the next regular meeting of the Council. At least one Public Hearing, notice of which shall be given at least seven (7) days prior, shall be held by the Council before any ordinance shall be passed, but nothing contained herein shall be deemed to require publication of the ordinance itself. Every ordinance shall be in order for Public Hearing and Second Reading at the next regular meeting of the Council, immediately after the First Reading of the same, but all ordinances may, at the discretion of said Council, be tabled from time to time. After such Public Hearing and Second Reading the Council may adopt the ordinance with or without amendment or reject it; but if any land use ordinance is amended as to any matter of substance, the Council may not adopt it until the ordinance or its amended sections have been subjected to an additional Public Hearing. Substantive amendments to ordinances other than land use ordinances will not require an additional Public Hearing, but public discussion of such amendments will be allowed at the Second Reading prior to the Council vote.
- C. Effective Date: Except as otherwise provided in this Charter, every adopted ordinance shall become effective thirty (30) days after adoption or at any later date specified therein.
- D. Emergency Ordinances: To meet a public emergency affecting life, health, property or the public safety, the Council may adopt one or more emergency ordinances. Said emergency ordinances shall contain a section in which the emergency is set forth and defined. Except as otherwise required by state law, no public hearing or notice thereof shall be required prior to the adoption of an emergency ordinance. Within five (5) days after adoption, said ordinance shall be posted at the Town office and other such places as the Council may designate and shall be submitted for publication, at least in summary, in a newspaper having general circulation in the Town. Every emergency ordinance except one authorizing the issuance of emergency tax anticipation notes shall stand repealed as of the sixty-first (61st) day following the date on which it was adopted, but this shall not prevent reenactment of the ordinance in the manner specified in this section if the emergency still exists.

**Section 15. Clerk of the Council.** In addition to the statutory duties required of the Town Manager, the Town Manager shall act as clerk of the Council and shall keep a public record of all proceedings of the Council, including all votes.

**Section 16. Independent Annual Audit.** Prior to the end of each fiscal year, the Council shall designate an independent certified public accountant to serve as Town Auditor, who as of the end of the fiscal year, shall make an independent audit of accounts and other evidences of financial transactions of the Town government and shall submit the Auditor's report to the Council and the Town Manager within one hundred eighty (180) days of the end of the fiscal year. An extension may be granted by the Town Council for cause. Such accountant shall not maintain any accounts or records of the Town business, but shall post-audit the books and documents kept by any office, officer, department or agency of the Town government.

**ARTICLE III**  
**TOWN MANAGER**

**Section 1. Appointment; Qualifications.**—The Town Manager shall be chosen by the Council solely on the basis of character and executive qualifications. No Councilor shall receive appointment to the office of Town Manager. No member of the Council shall act in that capacity during, or within one (1) year after, the expiration of his or her term. The Town Manager shall be required to reside in the Town within one (1) year after appointment, unless this provision be waived by majority vote of the Council.

**Section 2. Powers and Duties:** The powers and duties of the Town Manager shall be as follows:

- A. The Town Manager shall be Tax Collector, Town Treasurer, and Administrator of General Assistance. The Town Manager shall have and exercise all powers and responsibilities conferred or imposed by law upon such respective offices.
- B. The Town Manager shall give bond for the faithful discharge of all duties to the Town of Gray in such sum as the Council shall determine and direct on an annual basis. Said surety or sureties shall be approved by the Council. The premium on the bond shall be paid by the Town.
- C. The Town Manager shall be administrative head of the Town and shall be responsible to the Council for the administration of all departments assigned. The Manager shall appoint, remove and fix the compensation of all Town officers or agents whose elections or appointments have not been otherwise provided for by this Charter. All such offices shall serve under the direction of the Town Manager.
- D. Prepare the annual budget, submit it to the Council and be responsible for its administration after adoption.
- E. Prepare and submit to the Council after the completion of the required annual fiscal audit a complete report on the finances and administrative activities of the Town for the preceding year. The Manager shall cause such annual Town report to be published and made available to the public as promptly as possible after the close of the fiscal year.
- F. Attend the meetings of the Council, except when the Manager's removal is being considered. Keep the Council advised of the financial condition and future needs of the Town and make such recommendations as may seem desirable.
- G. See that all laws, provisions of this Charter, acts of the Council and ordinances governing the Town are faithfully administered.
- H. Act as purchasing agent for all departments of the Town, and submit to competitive bids any transaction in excess of an amount to be determined on an annual basis by the Town Council. The bidding process shall be defined in the Town Administrative Code. All accounts for the purchase of supplies and materials and work performed for said Town shall bear the approval of the Town Manager.
- I. Perform such other duties as may be prescribed by this Charter or required by the Council, consistent with this Charter.
- J. Be responsible for the administration of the Town Administrative Code as adopted by the Council.
- K. Appoint, remove and fix the compensation of the Town Clerk and provide for the Town Clerk to give bond for the faithful discharge of all duties to the Town of Gray in such sum as the Town Manager shall determine and direct on an annual basis. Said surety or sureties shall be approved by the Town Manager. The premium on the bond shall be paid by the Town.

**Section 3. Removal.** The Town Manager may be removed for cause by the Council in accordance with the provisions of the statutes of the State of Maine relating to the removal of a Town Manager.

**Section 4. Vacancy in the Office of Town Manager.** During any vacancy in the office of the Town Manager, and during the absence or disability of the Town Manager, the Council shall designate a properly qualified person, not a member of the Council, to perform the duties of the Manager and the Council shall fix the compensation. The acting Manager shall have the same powers and duties as those given to and imposed on the Town Manager. Before entering upon the duties, the acting Manager shall give bond to the Town of Gray in a sum and with surety or sureties to be approved by the Council. The premium on said bond shall be paid by the Town.

**ARTICLE IV**  
**SCHOOL ADMINISTRATIVE DISTRICT**

**Section 1. The Management of Public Schools.** The management of the public schools of the Town of Gray shall be vested in the School Administrative District No. 15, in accordance with the statutes of the State of Maine.

**Section 2. Qualifications for the Board of School Directors.** The members of the Board of School Directors of School Administrative District No. 15, representing the Town of Gray, shall be registered voters of the Town and shall reside in the Town during their term of office. A School Board Director or the spouse of a School Board Director may not be an employee or a volunteer with primary responsibility for any programs or activities who report to an administrator of MSAD #15.

**Section 3. Nominations.** Nominations of School Directors of School Administrative District No. 15 shall be made by nomination papers signed in the aggregate for each candidate by not less than twenty-five (25), nor greater than fifty (50), registered voters of the Town of Gray. All nomination papers must contain the full name and address of the candidate, must specify the office for which the candidate is to be nominated and the term for which the candidate seeks nomination.

Nomination papers of candidates for any elective office in the Town of Gray shall be filed with the Town Clerk at least sixty (60) days prior to the regular municipal election. Nomination papers shall be uniform and shall be made available by the Town Clerk one hundred five (105) days prior to the election.

**Section 4. Vacancies.** The Town Council shall select an Interim SAD 15 Director to serve until the next annual municipal election. The Interim Director shall serve until a successor is elected and qualified to fill the unexpired term.

**Section 5. Forfeiture of Office.** After notice and hearing, a member of the Board of School Directors of School Administrative District No. 15 shall forfeit office if, during that term of office, three (3) members of the Council determine the director:

- A. Lacks at any time any qualifications for the office prescribed in this Charter, or
- B. Willfully violates any express prohibition of this Charter, or
- C. Is convicted of a crime for which the director may be imprisoned for one year or longer, or
- D. Fails to attend three consecutive regular school board meetings without being excused for cause.

Said hearing may at either party's request include sworn testimony and the opportunity for cross-examination of witnesses.

**ARTICLE V**  
**BUDGET**

**Section 1. Fiscal Year.** The fiscal year of the Town government shall begin the first (1st) day of July and shall end on the thirtieth (30<sup>th</sup>) day of June of each year. The fiscal year may be changed by the Council. Said fiscal year shall constitute the budget and accounting year as used in this Charter. The term “budget year” shall mean the fiscal year for which any participating budget is adopted and in which it is administered.

**Section 2. Preparation and Submission of the Budget.** The Town Manager, at least ninety (90) days prior to the annual Town meeting, shall submit to the Council a budget and an explanatory budget message. The budget authority of the Council shall be limited to the final determination of the total appropriation to be made to each of the several offices, departments and agencies of the Town.

This budget message shall contain:

- A. Exact statement of the financial condition of the Town which shall include but not be limited to a description and breakdown of bonded indebtedness and estimated funds to be borrowed in anticipation of tax receipts to meet the proposed budget.
- B. An itemized statement of recommended appropriations for operating expenses and capital improvements with comparative statements in parallel columns of estimated and year-to-date actual expenditures for the current fiscal year and actual expenditures for the three (3) preceding fiscal years. An increase or decrease in any item shall be indicated.
- C. An itemized statement of estimated revenue from all sources, other than taxation, and a statement of taxes required, estimated mil rate, and comparative figures from the current and next preceding years.
- D. Such other information as may be required by the Council.

**Section 3. Procedure to be Followed.**

- A. The proposed budget prepared by the Manager shall be reviewed by the Council which shall approve the preliminary budget with or without amendments.
- B. The complete Town budget as approved by the Council shall be printed and distributed, and the Council shall fix the time and place for holding a public hearing on the budget, and shall give public notice pursuant to State law.
- C. The Council shall then review the budget and recommend it with or without amendment to the annual Town Meeting. The reviewed budget shall be made available to the public at least ten (10) days prior to the annual Town meeting.

**Section 4. Budget Establishes Appropriation.** From the date of adoption of the budget, the several amounts stated therein as proposed appropriations shall be and become appropriated to the several offices, departments and agencies and purposes therein named. The budget for all departments shall include all proposed expenditures. The Council shall make a gross appropriation for each department, office and agency for the ensuing year.

A. Exceptions:

- 1. The gross appropriation for each department, office or agency shall not be exceeded except by consent of the Council.
- 2. If there is a period between the beginning of the fiscal year and the appropriation of funds, the Council may authorize expenditures for proposed departmental expenses chargeable to the appropriations for the year when made in amounts sufficient to cover the necessary expenses of the various departments, offices, and agencies not to exceed the prior fiscal year’s budget amount.

3. Following the close of the fiscal year, the Council may also continue unexpended balances in capital accounts.

4. Within the last three (3) months of the fiscal year the Manager may transfer, without Council approval, any unencumbered appropriations or portion thereof between general classifications of expenditures within a department, office or agency not to exceed an amount to be determined by the Council on an annual basis. Transfers in excess of this amount must be approved by the Council.

**Section 5. Budget Establishes Amount to be Raised by Property Tax; Certification to Town Assessor.** From the date of adoption of the budget, the amounts stated therein as the amount to be raised by property tax shall constitute a determination of the amount of tax for the purposes of the Town in the corresponding fiscal year. A copy of the budget as finally adopted shall be certified by the Town Manager and filed with the Town Assessor, whose duty it shall be to set the mil rate for the corresponding fiscal year.

**Section 6. Budget Summary.** At the head of the budget there shall appear a summary of the budget, which need not be itemized further than by principal sources of anticipated revenue, stating separately the amount to be raised by property tax, it shall be itemized also by departments, offices and agencies and kinds of expenditures, in such manner as to present to taxpayers a simple and clear summary of the detailed estimates of the budget.

**Section 7. Work Program; Allotments.** Before the beginning of the budget year, the head of each office, department or agency shall submit to the Town Manager, when required by the Town Manager, a work program, of the year, which program shall show the requested allotments of appropriations for such office, department or agency, by stated periods, for the entire budget year. The Town Manager shall review the requested allotments in the light of the work program of the office, department or agency concerned, and may revise, alter or change such allotments before approving the same. The aggregate of such allotments shall not exceed the total of appropriations available to said office, department or agency for the budget year.

**Section 8. Unassigned General Fund Balance Level and Restriction of Use**

The Town Treasurer shall maintain the Unassigned General Fund Balance (as determined in accordance with applicable government accounting standards) at a level not less than two twelfths (2/12) and up to three twelfths (3/12) of the Town's Net Assessment for Commitment, excluding any and all TIF Plan Amount Assessment. Utilization of the Unassigned General Fund Balance is thereby restricted and may in no circumstance be appropriated to below the two twelfths (2/12) level as described above without the favorable vote of a Town Meeting.

All Unassigned General Fund Balance in excess of the three twelfths (3/12) as described above may be appropriated in the subsequent budget year, subject to Town Meeting approval, into the Capital Reserve Fund as part of the Capital Improvement Plan in accordance with the procedures outlined in fiscal policies adopted by the Town Council.

Also subject to Town Meeting approval, the Town Council may utilize the Unassigned General Fund Balance to reduce the tax commitment of any ensuing fiscal period. The resolution for utilization shall also contain a plan to restore the Unassigned General Fund Balance to the level detailed above within a five (5) year period should such utilization cause the Unassigned General Fund Balance to fall below the level detailed above.

Further, at any time during any budget year the Town Council may, after notice, call a special Town Meeting for the purpose of making appropriation(s) from Unassigned General Fund Balance in excess of the two twelfths (2/12) level as described above. The proposed appropriation(s) shall meet an essential municipal need to protect the public health, safety and welfare. The needs may be caused by severe economic decline, any natural disaster or sudden event outside the control of the Town Council. Said appropriation(s) shall be adopted by a favorable vote of a special Town Meeting. Said vote shall specifically identify the public necessity and contain the precise use of the appropriation(s).

**ARTICLE VI**  
**TAX ADMINISTRATION**

**Section 1. Tax Assessor.** There shall be established a Department of Assessment, the head of which shall be the Town Assessor. The Assessor, appointed as hereinbefore provided, shall perform all duties and responsibilities provided for assessors under the laws of the State of Maine.

**Section 2. Board of Assessment Review; Appointment; Vacancies.** There shall be a Board of Assessment Review to consist of three (3) registered voters of the Town who shall be appointed by the Council for a term of three (3) years. Members may be removed for cause after notice and hearing by the Council. Compensation, if any, to such members shall be determined by the Council. Vacancies in the membership of such board shall be filled by appointment by the Council for the unexpired term.

**Section 3. Board of Assessment Review; Powers and Duties.** The Board of Assessment Review shall have the power to:

- A. Review, on complaint of property owners, and revise assessments for the purpose of taxation of real and personal property within the Town limits made by the Town Assessor;
- B. Administer oaths;
- C. Take testimony;
- D. Hold hearings; and
- E. Adopt regulations regarding the procedure of assessment review consistent with statutory provisions.

**ARTICLE VII**  
**MUNICIPAL ELECTIONS**

**Section 1 Elections.** The regular elections for the choice of members of the Council and representatives to the Board of School Directors shall be held on the second (2<sup>nd</sup>) Tuesday in June. All such elections shall be conducted on a nonpartisan basis and without party designation.

**Section 2. Conduct of Elections.** The provisions of the statutes of the State of Maine relating to the qualifications of voters, the registration of voters, the nomination for any office, the manner of voting, the duties of election officers and all other particulars relative to preparation for, conduct and management of elections, so far as they may be applicable, shall govern all elections, except as otherwise provided in this Charter.

**Section 3. Voting Places.** The voting places for municipal elections shall be those which have been or may hereafter be established for State elections.

**Section 4. Election of Officials.** The Town Council shall annually, appoint an Election Warden, an Election Deputy Warden and a pool of elections clerks, for each voting place.

**ARTICLE VIII**  
**THE TOWN MEETING**

**Section 1. Annual and Special Town Meeting.** An annual Town Meeting for the consideration of the budget and the transaction of other Town business which voters are authorized to vote upon shall be held on the second Tuesday in the month of June starting at a time fixed by the Town Council. Special Town Meetings may be called by the Council. All registered voters of the Town are eligible to vote at annual or special Town Meetings.

All warrant articles shall be placed on the ballot for referendum voting on the municipal Election Day in June, as otherwise provided for in Article VII, at which time, as well as by absentee ballot as otherwise provided by law, the warrant articles shall be voted upon at the polls. If the voters fail to approve any budget warrant articles required by law or otherwise necessary, in the judgment of the Council, for the operation of the Town government for the up-coming municipal year, then the Council shall call, as provided by law, for such further Town Meeting(s) as are required to address the same, provided, that any such special Town Meeting shall be conducted solely as an open floor Town Meeting and not by referendum voting.

**Section 2. When Action by Town Meeting Required.** A Town Meeting is required for the following actions:

- A. Approval of the annual budget;
- B. Approval of any appropriation in addition to or supplementary to the annual budget appropriation, if such additional or supplemental appropriation exceeds a cumulative amount equal to one (1) percent of the annual municipal budget as approved at the preceding Annual Town Meeting;
- C. Approval of the issuance of bonds or notes, except notes in anticipation of taxes to be paid within the fiscal year in which issued.

All actions by Town Meeting shall become effective immediately.

The Town Meeting shall not increase the amount of any appropriation above the amount recommended by the Council and shall not increase the amount of any bond issue above the amount recommended by the Council.

**Section 3. Restrictions.** At Town meeting the voters are not authorized to vote on any matters that apply to appointments of officers, of members of commissions or of boards made by said Town Council, or to the appointment or designation of officers of the Town Council or to rules governing the procedure of the Town Council.

**Section 4. Method of Abolishing the Town Meeting.** At any time, not less than fifteen percent (15%) of the registered voters of the Town may petition over their personal signatures for a referendum to vote upon the question abolishing the Town Meeting. The Council shall call such a public hearing to be held within thirty (30) days from the date of the filing of such petition with the Town Clerk. The proper election officials of the Town shall take such steps as may be necessary to place such question upon the ballot at the next general election or at a special election called for that purpose. If at such general election or special election a majority of the electors of the Town voting on the question shall vote for the abolition of the Town Meeting of the Town of Gray, the powers heretofore vested in the Town Meeting shall be conferred upon and exercised by the Town Council.

**ARTICLE IX**  
**INITIATIVE AND REFERENDUM**

**Section 1. Petition for Enactment of Ordinances.** After consultation with municipal officials, the registered voters of the Town may at any time petition over their personal signatures for the enactment of any proposed lawful ordinance. Said petition shall be issued by the Town Clerk to include the complete text of the proposed ordinance, shall be signed by not less than fifteen percent (15%) of the registered voters of the Town and must be filed with the Town Clerk within one hundred twenty (120) days from issue.

The Council shall call a public hearing to be held within thirty (30) days from the date of the filing of said petition with the Town Clerk. The Council shall submit the proposed ordinance to a referendum vote at the next regular election at least thirty (30) days following the public hearing, unless prior to the call for said referendum said ordinance is enacted by the Council. Said ordinance shall take effect thirty (30) days after the certification of said referendum, provided a majority of those voting thereon shall have voted in the affirmative.

Any such proposed ordinance shall be examined by the Town attorney before being submitted to a referendum. The Town Attorney is authorized to correct the form of such proposed ordinance for the purpose of avoiding repetitions, illegalities and unconstitutional provisions, and to assure accuracy, clearness and precision of wording, but the attorney shall not materially change its meaning and effect.

**Section 2. Petition for Overrule of Action of Council.** All ordinances, resolutions or orders, except those making appointments or removals or regulating exclusively the internal procedure of the Council, shall be subject to overrule by a citizen referendum as follows:

After the adoption of an ordinance, resolution or vote by the Council, the voters may file a petition requesting that such ordinance, resolution or order be put to a referendum vote. Such petition shall be issued by the Town Clerk and be signed by not less than fifteen percent (15%) of the registered voters of the Town and filed with the Town clerk within thirty (30) days of the Council's action.

The Council shall call a public hearing to be held within thirty (30) days from the date of the filing of such petition with the Town Clerk, and shall submit the ordinance, resolution or order to a referendum vote at the next regular election at least thirty (30) days after the public hearing.

The said ordinance, resolution, or order shall not be enacted until it has received an affirmative vote of the majority of the voters voting on said question.

**Section 3. Form of Ballot.** The form of ballot for the proposed ordinance, resolution or vote shall be substantially as follows:

"Shall the proposed ordinance (resolution or vote), a copy of which is printed herein or attached hereto, be adopted?"

The voter shall indicate "yes" or "no" on their ballot, in the manner instructed on the ballot.

**Section 4 - Council not to Reenact or Reject.** The Council shall not reenact ordinances, orders, or resolutions rejected by voters at referendum elections for a period of at least one (1) year. The Council shall not modify or abolish ordinances adopted by voters at initiative elections for a period of at least one (1) year.

**ARTICLE X**  
**RECALL**

**Section 1. Applicability.** Any elected municipal or school official may be recalled and removed from office by the registered voters of Gray, as hereinafter provided.

**Section 2. Procedure for Recall.** Five (5) or more registered voters may begin the proceedings by a request in writing to the Town Clerk for petition blanks. Said voters shall be referred to as the recall committee. All copies of the petition shall be uniform in size and style and shall contain a statement of the reason or reasons for recall and the names of the recall committee. Each petition shall be limited to the recall of a single individual.

The recall committee shall have thirty (30) days from the date of issuance of appropriate petition blanks to cause the petition to be signed by fifteen percent (15%) of the registered voters of the Town.

Each registered voter who signs a petition shall include place of residence, providing either the street and number or a description sufficient to identify the place. The petition shall be signed in the presence of a registered voter of the Town who shall certify to the validity of the signatures collected.

Within ten (10) days after the circulation period ends the Town Clerk shall certify to the Town Council as to whether the petition has been signed by not less than fifteen percent (15%) of the registered voters of the Town. Should less than fifteen percent (15%) of the registered voters of the Town sign the petition, the petition shall have no further force or effect, and no new petition action for recall of the same person can be initiated until one hundred eighty (180) days from the end of the previous filing period.

Otherwise, upon receipt of certification, the Town Council shall within forty-five (45) days submit to the voters the question of recall. The form of the question to be submitted shall, as nearly as possible be:

"Shall (name of official and official's title) be recalled?"

The voters shall indicate "yes" or "no" on their ballot in a manner as instructed on the ballot. The elected official shall be recalled when a majority of those voting thereon have voted in the affirmative. Any elected official against whom recall proceedings have been initiated may continue to hold office until recalled and shall have the privilege of seeking election to the same or any other office at any election after the date of recall.

**ARTICLE XI**  
**GENERAL PROVISIONS**

**Section 1. Oath of Office.** Every officer of the Town shall, before entering upon duties of office, take and subscribe to the following oath or affirmation, to be filed and kept in the office of the Town Clerk:

"I solemnly swear (or affirm) that I will support the Constitution and will obey the laws of the United States and of the State of Maine; that I will, in all respects, observe the provisions of the Charter and ordinances of the Town of Gray and statutes of the State of Maine, and will faithfully discharge the duties of the office of \_\_\_\_\_."

**Section 2. Subpoena Before Council.** The clerks of the Supreme Judicial and Superior Courts may issue a subpoena for witnesses to attend and produce books, documents and papers at any meeting of the Council for the Town of Gray at which a hearing is had in any matter regarding any alleged dereliction of duty by Town officers or employees. On complaint of failure to obey a subpoena filed with any Justice of either Court, if said justice finds failure to obey such subpoena to be without reasonable excuse, the Justice shall impose a fine of not less than one hundred (100) dollars nor more than one thousand (1000) dollars.

**Section 3. Ordinances Consistent Continue in Force.** All ordinances of the Town of Gray in force at the time when this Charter takes effect, consistent with the provisions of this Charter, shall continue in force until amended or repealed.

**Section 4. Existing Contracts not Invalidated, Unless Inconsistent.** All rights, actions, proceedings, prosecutions, and contracts of the Town or any of its departments, pending or unexecuted when this Charter goes into effect and consistent herewith, shall be enforced, continued or completed in all respects as though begun or executed hereunder.

**Section 5. Continuance of Present Administrative Officers.** All persons holding administrative office at the time this Charter takes effect shall continue in office and in the performance of their duties until provisions shall have been made in accordance herewith for the performance of such duties or the discontinuance of such office.

**Section 6. Expiration Term of Present Elected Officials and Applicability.** The terms of the present elected municipal or school officials shall continue until the annual municipal elections of the year in which their terms were to have expired. All provisions of this Charter, including the recall and forfeiture of office provisions, shall apply to elected municipal or school officials, including those in office at the time of adoption of this Charter.

**Section 7. Charter Amendments.** Amendments, modifications and revisions to this Charter may be made pursuant to the applicable provisions of State law. Beginning with the November 2010 election and at the respective November election every ten years thereafter. The following questions shall be put to the voters:

1. "Shall a Charter Commission be established for the purpose of revising the municipal Charter?" The voters shall indicate "yes" or "no" on their ballot in a manner as instructed on the ballot.
2. "If the voters elect to establish a Charter Commission as set forth above, the election of voter members of the Charter Commission shall occur at the next scheduled regular or Special municipal or state election pursuant to the applicable provisions of State law. The candidates shall be listed on the ballot alphabetically by last name and the rules regarding write-in candidates for municipal offices shall apply.

**Section 8. Referendum; Effective Date; Certification to Secretary of State.** This Charter shall be placed before the voters at an election as determined by the Council, and warrants shall be issued for such elections in a manner now provided by law, notifying and warning the registered voters of said Town to meet and cast their ballots on the approval or rejection of the same.

The Town Clerk shall prepare the ballots pursuant to the laws of the State of Maine, on which the clerk shall reduce the subject matter to the following question:

"Shall the municipality approve the Charter revision recommended by the Charter Commission?"

The voters shall indicate "yes" or "no" in the manner instructed on the ballot.

The results of the election shall be duly certified by the municipal officers of the Town of Gray and such certification shall

be filed with the Secretary of State.

The passed revision shall take effect July 1, 2001.

**Section 9. Recording.** Pursuant to state law, within three (3) days of the results of the election being declared, certified copies are to be filed with the Secretary of State, the State Law and Reference Library and the Office of the Town Clerk. Additionally, certified copies shall be stored in the Town Library and the Office of the Town Attorney. Electronic copies of the revised Charter shall also be kept in the Town Clerk's office, the Town Library and the Town Attorney's Office. Electronic copies must be protected so that they may not be altered or changed.

**Section 10. Short Title.** This Charter shall be known and may be cited as the "Council-Manager Charter of the Town of Gray". The Town Clerk shall cause it to be printed and made available to the public promptly.

**Section 11. Separability Clause.** If any portion of this Charter shall be held to be invalid, such decision shall not affect the validity of the remaining portions hereof.

**Section 12. Repealing Clause.** All Acts and parts of Acts of the private and special laws of Maine relating to the Town of Gray, inconsistent with the provisions of this Charter, are repealed.

*Electronic version updated November 18, 2014.*

# TOWN COUNCIL RULES

## TOWN OF GRAY RULES OF THE GRAY TOWN COUNCIL CHAPTER 602 ADOPTED ON MARCH 19, 1981

### Amendments to the Rules of the Gray Town Council

March 15, 1983	February 19, 2002	November 1, 2011
April 1, 1986	February 18, 2003	July 3, 2012
May 19, 1987	July 1, 2003	October 16, 2012
August 2, 1988	December 20, 2005	November 13, 2012
February 20, 1990	June 05, 2007	December 4, 2012
March 20, 1990	June 17, 2008	September 17, 2013
May 4, 1993	August 19, 2008	January 7, 2014
June 20, 1995	March 17, 2009	September 1, 2015
August 1995	April 7, 2009	December 6, 2016
August 6, 1996	September 1, 2009	August 1, 2017
October 1, 1996	September 15, 2009	October 3, 2017
September 15, 1998	December 1, 2009	October 1, 2019
July 6, 1999	August 3, 2010	November 12, 2019
December 5, 2000	February 1, 2011	December 3, 2019
April 17, 2001	May 17, 2011	August 4, 2020

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- Section 602.17 – Councilor Requests for Staff Time & Legal Opinions
- Section 602.18 - to Section 602.19 - **(Reserved)**
  - \*\*\*\* *SEPARATE DOCUMENT - Re-classified as a separate document*
  - Section 602.20 – Town Council, Committees & Affiliations Policy*
- Section 602.42 to Section 602.49 - **(Reserved)**
- Section 602.50 - Severance Clause

## **OPERATIONAL RULES**

### **SECTION 602.01 - REGULAR MEETING (AMENDED AUGUST 3, 2010, AMENDED FEBRUARY 1, 2011, OCTOBER 3, 2017)**

- A. The regular meetings of the Town Council:
1. Shall be held at Henry Pennell Municipal Complex at 7:00 p.m., current time,
  2. On the first and third Tuesday of each month, except that in July, August and November, the Town Council shall meet only once during each month on a date of their choosing.
  3. When said days falls on a holiday or on an election day, the regular meeting shall be held on the following Tuesday, at the same time and place.
  4. The date of any regular meeting may be changed by an order or resolve passed with at least four (4) affirmative votes at a previous meeting of the Council provided, however, that said change in date will still provide for two regular meetings in each month provided, there are enough days left in the month to do so.
  5. In case of inclement weather or other public hazard, the Chair may decide, on the day of any regular Council meeting, to postpone that meeting seven days later at the same time and place and with notification to the public by the most expedient means.

### **SECTION 602.02 - COUNCIL WORKSHOPS AND SPECIAL MEETINGS**

- A. Workshops:
1. Workshop meetings, where Town business is discussed, but not to be voted on, shall be held from time to time as determined necessary by the Town Council.
- B. Special meetings:
1. May be called by the Chair.
  2. In case of his/her absence, disability or refusal may be called by three (3) or more members of the Town Council.
  3. Notice of such meeting shall be served in person or left at the residence of each member of the Town Council at least twenty-four (24) hours before the time for holding said special meeting, unless all members of the Council sign a waiver of said notice.
  4. The call for said special meeting shall set forth the matter(s) to be acted upon at said meeting, and nothing else shall be considered at such special meeting.
  5. All special meetings shall be held in compliance with the Maine Freedom of Access law, 1 M.R.S.A. Sec. 406, as amended.

### **SECTION 602.03 - COUNCIL MEETINGS AND WORKSHOP AGENDAS**

- A. Regular Meetings Agendas:
1. Requests to add an item to a Council meeting agenda for consideration or action shall be forwarded to the Chair or the Town Manager, at least nine (9) work-days in advance of the meeting, to allow for sufficient time to amend the agenda for public notice. Holidays/Elections may impact the cut off dates.
  2. No ordinance, order or resolve, unless of an emergency nature that is expressly identified in the ordinance, order or resolve, shall be in order for action at any regular or special meeting of the Town Council unless such ordinance, order or resolve shall be filed in the office of the Town Clerk at least nine (9) work-days prior to the meeting
  3. When it is anticipated there will be an unusually large volume of background materials to be submitted by proponents, or opponents of an issue, the Chairperson may require submissions to be made at least two weeks, or more in advance.
- B. Workshop Meeting Agendas:
1. No item shall be put on a workshop agenda unless at least two Councilors request it.
  2. Suspending the Rule

### **SECTION 602.04 - QUORUM**

- A. Quorum:
1. As per Article II, Section 13, of the Town Charter, a majority of the Council shall constitute a quorum for the transaction of business.

2. The quorum and participants consist solely of those members physically present together in the assembly.
3. At least three (3) votes shall be required for passage of any ordinance, order or resolution.
4. A smaller number may adjourn from time to time or may compel attendance of absent members.
5. At least twenty-four (24) hours-notice of the time and place of holding such adjourned meeting shall be given to all members who were not present at the meeting from which adjournment was taken.

#### **SECTION 602.05 – ENACTMENT FORM**

- A. Enactments:
1. The Town Council shall act only by ordinance, order or resolve.
  2. All ordinances, orders and resolves shall be confined to one subject, which shall be clearly expressed in the title and shall be put in writing on forms designed for that purpose in advance of the Council meeting.
  3. Ordinances, orders and resolves shall each be separately numbered, consecutively, by date of introduction.

#### **SECTION 602.06 – ORDINANCE STYLE**

- A. The enacting style for an ordinance shall be:
1. “Be it ordained by the Town Council of the Town of Gray, Maine in Town Council assembled,” followed by the proposed ordinance.

#### **SECTION 602.07 – ORDER AND RESOLVE STYLE**

- A. In all votes of command:
1. The form of expression shall be “Ordered”.
- B. All votes regarding opinions, principles, factors or purposes:
1. The form shall be “Resolved”.

#### **SECTION 602.08 – FULL READING**

- A. As per Article II, Section 14.B of the Town Charter:
1. After passage on first reading, every proposed ordinance or a summary there of shall be posted in the municipal building and on the Town’s electronic website for at least seven (7) days prior to the next regular meeting of the Council.
  2. At least one public hearing shall be held by the Council before any ordinance shall be passed, but nothing herein shall be deemed to require publication of the ordinance itself.
  3. Every ordinance shall be in order for public hearing and the first reading of same but all ordinances may, at the discretion of said Council, be tabled from time to time.

#### **SECTION 602.09 - YEAS AND NAYS TAKEN: WHEN**

- A. The yeas and nays shall be taken upon the passage of all ordinances and entered upon the record of the proceedings of the Town Council by the Clerk:
1. These yeas and nays shall be taken on the passage of an order or resolve when called for by any member of the Town Council.
  2. Every ordinance, order and resolve shall require, on final passage, the affirmative vote of at least three (3) members of the Town Council.

#### **SECTION 602.10 - ORDINANCES EFFECTIVE: WHEN**

- A. No ordinance shall take effect and be in full force:
1. Until thirty (30) days from and after it shall have been enacted as required by Article II, Section 14.C of the Charter.

## **SECTION 602.11 - ORDERS & RESOLVES: EFFECTIVE**

A. Unless a later date is expressly provided for:

1. All orders and resolves shall take effect immediately, upon passage.

## **SECTION 602.12 - CHAIR AND VICE-CHAIR DUTIES**

Beyond those outlined here, the Chair and Vice-Chair have no more authority or responsibility than any other Town Councilor.

The Chair and/or Town Manager shall meet with the Vice Chair to review planned meeting agendas, as necessary, to ensure continuity of Town business.

A. The Chair is to be Presiding Officer:

1. The Chair shall take the Chair at the time appointed for the meeting,
2. Call the members to order,
3. Cause the roll to be called and,
4. If a quorum be present, call for the approval of the minutes of the preceding meeting as presented and proceed to business.
5. Shall conduct the meetings in a manner as described below and shall be the arbiter in all matters of meeting protocols, subject to a vote of the full Council.

B. The Chair shall preserve decorum and order. The Chair may;

1. Speak to points of order in performances of other members and shall decide all questions or order subject to appeal of the Council by motion regularly seconded, and no other business shall be in order until the question on appeal is decided.
2. Rule any person out of order and require a speaker to take his or her seat
3. Eject any person from the meeting place who, after being ruled out of order, remains disorderly.
4. In case of disorder, declare the meeting recessed until order is restored. In the event of serious disorder or emergency, declare the assembly adjourned to some other time (and place if necessary,) if it is impracticable to take a vote, or in his or her opinion, dangerous to delay for a vote.
5. A person wishing to address the Council shall raise his or her hand;
  - a) be recognized by the Chairperson,
  - b) give his or her name and address
  - c) \*\*sign in on a roster provided for that purpose.
6. All comments shall be confined to the question under debate and shall avoid personalities.
7. No person speaking may be interrupted, except by the Chair, or to raise a point of order, or to correct an error.

NOTE: \*\*The Council strongly recommends that all Town standing or special committees adopt a similar, sign-in rule.

C. Declaration of Votes:

1. The Chairperson shall declare all votes, but if any member questions a vote, the Chairperson shall cause a recount of the members voting in the affirmative and in the negative without debate.

D. Vice-Chair Responsibilities:

1. The Vice Chair will assume the role and responsibilities of the Chair whenever the Chair is absent or unable to fulfill their role.

## SECTION 602.13 RULES OF DEBATE

### A. Motions:

#### 1. To make a motion:

- (a) The Chairperson shall request from Council members a motion to place on the floor for discussion and subsequent action any ordinances, orders, or resolves.
- (b) Any ordinance, order, or resolve must be moved and seconded to be discussed or acted upon.
- (c) If the Chairperson receives no motion or second from a member, the Chairperson may make the motion or second the motion, provided that no member of the Council may second his or her own motion.
- (d) The Chairperson shall consider a motion to adjourn as always in order except on immediate repetition.
- (e) A motion to adjourn, lay on the table, or to take from the table, shall be decided without debate.
- (f) Any member voting in the majority, or in the negative in a tie vote, may make a motion to reconsider, provided that the motion is made at the same, or the next scheduled meeting.
- (g) Motions for the Previous Question (to close debate) shall be handled according to Robert's Rules of Order, most recent edition.
- (h) Any motion shall be reduced to writing if directed by the Chairperson.
- (i) For the purposes of interpreting rules of order, a Council "session" lasts from the first Council meeting after each June election through the last Council meeting before the next June election. The general rule of order against renewal of motion during the same session applies to this period.

### B. When a question is under debate:

#### 1. The Chairperson shall receive no motion but:

- (a) To adjourn.
- (b) To lay on the table.
- (c) For the previous question.
- (d) To postpone to a date certain.
- (e) To refer to committee, administrative official, or legal representative.
- (f) To amend
- (g) To postpone indefinitely, provided that several motions shall have precedence in the order in which they stand arranged
- (h) To divide the question in wording for separate debate.

### C. Priority of Business:

1. All questions relating to priority of business to be acted upon shall be decided without debate, and all subsidiary, incidental, and privileged motions shall be decided before debate and action on the main question may resume.

### D. Voting:

1. A simple majority vote shall approve all motions for orders, ordinances, and resolves.
2. All members present shall be required to vote on all questions put forth, except that any member may ask to be excused from voting, for good cause shown, by notifying the Chairperson prior to the vote.
3. No Council Rule may be amended or repealed unless at least seven (7) days prior notice is given, and the proposed changes as they will appear in the amended document shall be made available for public review, and approved by at least four fifths (4/5) of the members voting in the affirmative.
4. Council Rules may not be dispensed with or suspended unless at least four fifths (4/5) of the members consent thereto.

E. Parliamentary procedure:

1. if a question or situation arises that is not addressed in the Town Charter or ordinances, or these Rules, the Chairperson shall refer to Robert's Rules of Order, most recent edition, to resolve the matter, subject to a vote of the full Town Council then present and voting.

**SECTION 602.14 – BREACH OF COUNCIL RULES OR ORDERS**

A. When any member shall be guilty of a breach of any of the rules or orders of the Council:

1. He/she may, on motion passed by the rest of the Council, be required to make satisfaction therefor and shall not be allowed to vote, or speak, except by way of excuse, until he/she has done so.

**SECTION 602.15 – STANDING AND SPECIAL COMMITTEES**

A. The Town Council shall create such standing committees as are required by law and may create such special committees as it deems necessary.

1. A separate list of both types of committees shall be maintained by the Town Manager, or his/her designee, separate from the Town Council rules, and kept up to date by him/her.
2. Amendments to such list may be made by the Town Council, from time to time, and any such amendment(s) to the list shall only require a majority vote.

**SECTION 602.16 – SOCIAL MEDIA PLATFORMS**

Recognizing that citizens and the public increasingly gather information through social media sites, Councilors may find it beneficial to use such platforms to enhance their communication with constituents. If Councilors choose to use social media platforms for communication, it should be noted the Maine Freedom of Access Act ("FOAA") requirements would apply to content involving the conduct of government (i.e., Town) business on those platforms. To ensure compliance and clarify communications, Councilors agree to the following:

1. Councilors who choose to use social media for the purpose of communicating with constituents as a Councilor will create a Council-specific account to segregate Town Business content from personal communications and will label the account as such.
2. Councilor social media accounts shall be used for purposes of disseminating information and engaging with residents. The content of such accounts and pages shall be limited to general communication regarding Town business and may either report Town Council votes and actions as reflected in the minutes of Town Council meetings or may communicate items that are included on the Town Council agenda. In no event shall social media accounts be utilized for official actions, decisions or meetings, all of which shall occur at Town Council meetings as required by the FOAA.
3. When posting content to Council specific accounts, Councilors should take care to identify when stating a personal opinion versus an opinion that is reflective of the Council as a whole. All content on the Council account should be limited to Council-related duties and activities and Town business and shall not include personal content.
4. The following disclaimer should be posted on the Council specific account:  

The content on this account including comments and replies to comments, may be considered public records, and may therefore be subject to public record requests for review and copying under Maine's Freedom of Access Act (Title 1, Sections 401-521 of the Maine Revised Statutes).
5. Council accounts shall be limited to posting content on the Councilor's page or responding to content on that page and shall not be used to "like" or comment on other users' posts or comments outside of the Council specific page.
6. Councilors shall be required to preserve access to accounts such that a copy of all content remains available for inspection or copying upon request as required under FOAA and shall comply with any request from the Town's public access officer to provide the same within a timely manner.
7. Councilors are responsible to understand what information is considered confidential under the FOAA and shall not post any such confidential information on social media.

Councilors shall not engage with one another on social media in a manner that would be considered a public meeting without notice, i.e., the discussion of Town business by three or more Councilors without advanced notice and opportunity for the public to attend.

**SECTION 602.17 – COUNCILOR REQUESTS FOR STAFF TIME AND LEGAL OPINIONS**

Councilor requests for information may require significant involvement from staff or the town’s legal team in order to be resolved.

- A. When it will involve more than one (1) hour, requests will be resolved as follows:
  - 1. The Town Manager will determine if requests for staff or legal team time to research questions, generate reports or gather data will make it difficult or expensive to complete current assignments.
  - 2. If the Manager declines a Councilor's request, the Councilor may ask the Chair to determine if the majority of Councilors support their request.
  - 3. The Chair must allow enough discussion to clarify a request. If there is not enough time in the agenda for a discussion and vote, the Chair will schedule the discussion and vote for the next available meeting.
  - 4. The Chair will conduct a poll to determine the Council's support.
  - 5. If the majority of Councilors do not support the request, the request fails.
- B. A request that fails may be brought up at a future meeting and discussed again if the Chair agrees new information has become available making reconsideration appropriate.

**II. COMMITTEES**

Section II. Committees has been removed from the Town of Gray Council Rules.

**602.42TO SECTION 602.49 - (RESERVED)**

**SECTION 602.50 - SEVERANCE CLAUSE**

- A. Whenever there is a conflict between the language contained in these Rules and that of the State statutes, the Town Charter or Ordinances, the Town Charter or ordinance shall prevail except where the State statute is intended to control.

**TOWN COUNCIL  
COMMITTEES & AFFILIATIONS POLICY  
TOWN OF GRAY, MAINE**

*Extracted from Town Council Rules, August 1, 2017  
Amended November 14, 2017  
Amended October 16, 2018  
Amended October 1, 2019  
Amended November 12, 2019  
Amended December 17, 2019  
Amended March 10, 2020  
Amended March 24, 2020  
Amended September 15, 2020  
Amended December 15, 2020  
Amended July 06, 2021  
Amended September 21, 2021  
Amended June 7, 2022*

**TOWN COUNCIL COMMITTEES**

The Town Council has the authority to create standing or special (ad hoc) committees to assist the Council in its work. Some committees; the Board of Assessment Review, the Finance Committee, the Planning Board and the Zoning Board of Appeals are required by State Statute and/or Town Charter. The term “committee” as used in this Policy is intended to also include any boards, commissions or other similar terms for groups established by the Town Charter, state law or the Town Council to assist in the conduct of Town governance and operations. All committees consist of members appointed by the Town Council. At the commencement of the municipal year, or as soon thereafter as possible, there shall be chosen the following standing committees:

- A. Wild Blueberry Festival Committee
- B. Board of Assessment Review
- C. Community Economic Development Committee (CEDC)
- D. Community Television Advisory Committee (CTCAC)
- E. Dry Mills Schoolhouse Museum Committee
- F. Finance Committee
- G. General Assistance Fair Hearing Authority
- H. Library Board of Trustees
- I. Ordinance Advisory Committee (OAC)
- J. Open Space Committee
- K. Planning Board
- M. Recreation Committee
- N. Resiliency Committee
- O. Zoning Board of Appeals (ZBA)

## **TOWN COUNCIL COMMITTEES & AFFILIATIONS POLICY TOWN OF GRAY, MAINE**

Unless dictated by State Statute or the Town's Charter, all committees are subject to the rules listed below. Town Council may depart from the rules listed below as appropriate for the mission of any committee.

The Town Council may, whenever it deems necessary, assign additional duties to Town Council committees.

### **TOWN COUNCIL AFFILIATIONS**

- A. The Town Council maintains working relationships with a wide variety of public, private and civic organizations. These organizations are involved in a wide variety of activities. Some develop and maintain cultural and recreational opportunities. Others are interested in protecting the natural habitat of our community or curating its history. There are civic minded organizations looking to help those that are less fortunate than themselves and all of them contribute to our community in positive ways. Some organizations, like the Maine Municipal Association (MMA) or the Greater Portland Council of Governments (GPCOG) are voluntary associations the Town belongs to. Our affiliation with these groups helps the Town Council, Town Manager and Staff further Gray's interests on the regional and state level.
- B. The Council has not created these groups and is not responsible for overseeing their operations, their finances or in most instances selecting their members.
- C. No Town Council Committee or affiliated organization can claim to be working on the Town Council's behalf without first seeking permission from the Council to do so.
- D. If the Council provides an affiliated group with funding, the group shall issue a report on the status of the group's work at a time determined by the Council.
- E. This policy is not intended to be a complete list of the organizations the Town Council is affiliated with, but to define the Council's relationship with them.
- F. The Council reserves the right to create additional conditions or expectations as needed and end its relationship with any affiliated group at any time.

### **COUNCILOR LIAISON APPOINTMENTS**

The members of the Town Council shall serve as liaisons on Town Council Committees and may serve on Affiliated organizations. Councilors;

- A. Shall be chosen as Liaisons by a majority vote of the Town Council.
- B. May be the liaison for more than one committee.
- C. Shall serve in a non-voting, ex-officio capacity.
- D. Shall have the right to speak, ask questions and participate in Committee deliberations. A Council Liaison to the Planning Board, Board of Assessment Review or Zoning Board of Appeals shall be permitted to speak in support of or opposition to an application and participate in deliberations only to the extent otherwise permitted for all members of the public and shall do so in the same manner as permitted for members of the public. To the extent a Council Liaison

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has an actual or perceived conflict of interest with regard to an application before the Board of Assessment Review, Zoning Board of Appeals or Planning Board, he or she must disclose said conflict prior to speaking on or participating in any deliberations of such bodies.

- E. Liaisons are expected to attend their committee meetings.

**COMMITTEE MEMBER APPOINTMENTS**

At the first Town Council meeting in August, or as soon thereafter as possible, the Town Council shall make appointments to Town Council Committees.

**The following rules shall apply to all committee member appointments:**

- A. In general a committee applicant shall be a resident of the Town of Gray throughout their term. When a committee partners with other towns or regional groups to solve problems or provide services the Town Council may choose to appoint non-residents to the committee. For example, the Recreation Committee may also include residents of New Gloucester. The majority of the members on any Town Council committee must be residents of the Town of Gray. Applicants must be eighteen (18) years of age unless exempted by the Town Council.
- B. Citizens applying or reapplying for committee membership must submit an application.
- C. Committee appointments are for three (3) year terms to end on August 31st of the designated year, unless otherwise specified by the Council at the time of initial appointment or reappointment. The Council Member to the Finance Committee's term shall be 1 year and end on Election day.
- D. The terms of committee members shall be staggered so not more than one third (1/3<sup>rd</sup>) (approximately) of the committee's appointments end in the same year.
- E. Committee members shall serve without compensation unless otherwise specified by the Council.
- F. Appointees may only serve on one (1) of the following committees at a time; Planning Board, Zoning Board of Appeals, Finance Committee and Board of Assessment Review.
- G. No more than one (1) member of an immediate family shall serve on the same committee at the same time.
- H. A committee position may be considered vacated if the member is unable to attend more than ¼ of regular meetings in a twelve-month period starting at appointment, and annually thereafter until term expiration.
- I. Any committee member can be removed for cause after due notice and hearing by the Town Council.
- J. Committee members may be compensated as a consultant for the Town provided that the Town Council approves the contract for services to be provided and the committee on which the individual is currently serving is not responsible for supervising the services to be provided during the contract term or for 30 days after the individual's service on that committee is terminated.

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- K. In the event a committee member has an actual or perceived conflict of interest with regard to a matter before the committee on which he or she serves, including, but not limited to the fact that the committee member has entered into a contract with the Town to provide services related to the committee's work or scope of review, he or she must disclose said conflict prior to speaking on or participating in any deliberations of the committee related to the matter for which the conflict exists. Following disclosure of the conflict, the remainder of the committee shall vote on whether the disclosing committee member can participate in discussions or decisions regarding the matter in an impartial manner. Refer to the Town of Gray Conflict of Interest Policy for more information.

**TOWN COUNCIL COMMITTEES RULES**

All committees shall:

- A. Elect a Chairperson who is responsible for implementing this Town Council Committee Policy.
- B. Use the same parliamentary procedures as those adopted by the Town Council.
- C. Committee members will include the Town Council Liaison in all committee correspondence and comply with the State of Maine's Freedom of Access Act (FOAA).
- D. Submit meeting times, dates, locations and agendas two (2) business days in advance to the Town Manager or their designee.
- E. Committees without a quorum (a majority of members present) may continue to plan, meet and discuss their work. Except to schedule future meetings, no decisions or recommendations can be made by a committee without a quorum.
- F. Create meeting minutes which shall include;
  - 1. A list of members in attendance or absent.
  - 2. The date, time and location of the meeting.
  - 3. A summary of the committee's work.
  - 4. A record of any votes taken during the meeting.
  - 5. A list of names/addresses of any member of the Public who attended to speak at the committee meeting and a brief summary of their comments.
- G. Record the meeting minutes. The committee may elect a secretary to record their minutes if the committee wishes to do so.
- H. Send meeting minutes to the Town Manager or their designees within seven (7) days of the minutes approval date.
- I. Submit an Annual Report of the committee's work at the end of each fiscal year. The Annual Report must be completed and sent to the Town Manager by the date requested. The Council may ask the committee to present its report at a Council meeting.
- J. If for any reason, the Chairperson is unable to implement this policy, they are to inform the Town Council Liaison and/or the Town Manager as soon as possible.

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The Town Manager, or their designee, shall be responsible for posting committee documents on the Town's website and providing Town Councilors with committee agendas, meeting minutes and annual reports.

The Town of Gray Town Council Remote and Hybrid Meeting Policy was amended on June 7, 2022. The policy applies to all committees unless that committee adopts a separate policy. For the Planning Board and Zoning Board of Appeals, the hybrid model should be used whenever feasible. For all other committees, hybrid, remote or in person meetings can be used based on the majority of committee members wishes. If hybrid or remote meetings are used, the Town Zoom account should be used to ensure recording of the meetings.

1. Planning Board
2. Zoning Board of Appeals

**TOWN COUNCIL COMMITTEES**

**WILD BLUEBERRY FESTIVAL COMMITTEE**

A. Established:

1. The End of Summer Fest Committee was created on December 6, 2016. The committee was re-named the Blueberry Festival Committee on May 2, 2017. The committee was re-named the Wild Blueberry Festival Committee in 2022.

B. Membership:

1. The Wild Blueberry Festival Committee shall consist of five (5) members and one alternate.

C. Duties:

1. Celebrate and promote the Town of Gray, including local businesses, community and school organizations, and Pennell Complex;
2. Build on existing, and foster new, collaborative efforts in town;
3. Create 'new childhood' memories with this event and revive the 'old childhood' memories of Gray's Old Home Days;
4. Educate attendees by offering interactive booth demonstrations and exhibits.

**BOARD OF ASSESSMENT REVIEW**

A. Membership:

1. The Board of Assessment Review shall consist of three (3) members.

B. Duties:

The Board of Assessment Review shall have the power to;

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1. Review any tax assessment complaint of property owners, and revise assessments for the purpose of taxation of real and personal property within the Town limits made by the Assessor.
2. Administer oaths.
3. Take testimony.
4. Hold hearings.
5. Adopt regulations regarding the procedure of assessment review not otherwise inconsistent with State or local law.

**COMMUNITY ECONOMIC DEVELOPMENT COMMITTEE (CEDC)**

A. Membership:

1. There shall be a Community Economic Development Committee consisting of five (5) members, and one alternate.
2. In addition, the Town Planner; a designated member of the Planning Board, and a designated member of the Town Council shall be ex-officio members who shall be non-voting members of the Committee.

B. Duties:

1. The CEDC shall promote and/or participate in initiatives that will:
  - a. **Cultivate** community and cultural connections in Gray.
  - b. **Revitalize and preserve** the charm of the Village.
  - c. **Support** improvement, responsible expansion, and retention of established businesses in the Town of Gray.
  - d. **Stimulate** the establishment of new businesses that will diversify the tax base and align with the goals of the Comprehensive Plan of the Town of Gray.
  - e. **Promote** opportunities for local citizens who desire to open businesses or cottage industries.
2. The CEDC shall cooperate with other community, region, state organizations and agencies to promote, assist, encourage and develop the community and economic climate of the Town of Gray.

**COMMUNITY TELEVISION ADVISORY COMMITTEE (CTAC)**

A. Established:

1. The Community Television Advisory Committee was created March 24, 2020.

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**B. Membership:**

1. The Committee shall consist of seven (7) members, four (4) of whom shall be residents of the Town of Gray. Other members may include representatives of MSAD15, a private school from either Gray or New Gloucester, the Gray/New Gloucester Development Corporation or a non-profit organization from Gray.

**C. Duties:**

1. The Community Television Advisory Committee shall meet no less than once each quarter of the year; and may schedule additional meetings as needed.
2. It shall be responsible for keeping the Gray Town Council informed of Public, Educational and Government related matters as they relate to:
  - a. Recommending improvements in Public, Educations and Government programming to the Town Manager and Station Manager.
  - b. Making recommendations regarding relevant emerging technologies and other broadcast options to the Town Manager and Station Manager.
  - c. Promoting and developing optimal utilization of the PEG system;
  - d. Promoting community outreach and providing a forum for citizen recommendations and concerns regarding the use of equipment, facilities, programming and other related issues.
  - e. Promoting support for quality community television in Gray.
3. Explore and cultivate available programming sources.
4. Examine emerging technologies and other telecast or online streaming options for public, educational and governmental meetings.

**DRY MILLS SCHOOLHOUSE MUSEUM COMMITTEE**

**A. Membership:**

1. The Dry Mills Schoolhouse Museum Committee shall consist of five (5) members, and one alternate.

**B. Duties:**

1. The mission of the Dry Mills Schoolhouse Museum located adjacent to the Maine Wildlife Park's campus in Gray, Maine, is to offer a venue for locals and visitors to take a step back in history for an experiential visit in a mid-1800's schoolroom.
2. The restored, one-room schoolhouse displays old photographs, hands-on items, and period books, including a copy of one of the century's teacher journals.

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3. We strive to fully restore and secure the Dry Mills Schoolhouse for posterity, to preserve its rich history, to open and present it to the public on a regular basis, to allow Gray residents, individual visitors, and student groups direct access to an educational immersion experience, and to provide a preserve for inter-mutual community and celebratory events.
4. The Dry Mills Schoolhouse: Preservation of our Past and Pathway to our Future.

**FINANCE COMMITTEE**

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A. Membership:

1. The membership of the Finance Committee shall consist of three (3) members, at least one (1) member shall be a Town Councilor.
2. All other members shall be chosen from among the citizens duly registered to vote in Gray.
3. The Council member(s) shall be appointed annually following the municipal election.
4. The Finance Committee shall elect a Chairperson from among its members. The Chairperson of the Finance Committee should be a resident, not a Councilor, whenever possible. In the event that the Finance Committee wants to elect the Council representative as Chair, they will submit that recommendation to the Town Council for approval by majority vote.

B. Duties:

1. The Finance Committee's role shall be advisory only, except for those duties and responsibilities specified to them by the Town Charter or by ordinance. Some of the responsibilities include but are not limited to:
2. Any time this committee schedules to meet, it shall properly notice the public in accordance with the Town Charter and State law.
3. All committee votes are advisory and shall be reported to the Council as a whole for final disposition.
4. Review the monthly financial reports of the Town, including the Town's investments and policy and report the results to the Council as a whole.
5. Develop and review biannually, the investment policies of the Town, assuring that all assets of the Town have been properly protected and invested in compliance with State and Federal laws and regulations.
6. Meet with the auditors annually and report their findings to the Council.
7. If so authorized, the Committee may recommend additional procurement policy items in accordance with the Charter that may be recommended to the management of the Town.
8. Make recommendations to the Council.

**GENERAL ASSISTANCE FAIR HEARING AUTHORITY**

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A. Established:

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1. The Committee is established and governed by the Chapter 601 General Assistance Ordinance.
2. Membership:
3. The Committee shall consist of three (3) Town Councilors.

**B. Duties:**

1. The Committee shall be responsible for implementing “Section 7.3 The Hearing Procedure” as well as any other requirements found in the Chapter 601 General Assistance Ordinance.

**LIBRARY BOARD OF TRUSTEES**

**A. Membership:**

1. The Library Board of Trustees shall consist of seven (7) members.
2. The Library Director shall be appointed by the Town Manager, upon recommendation of the Library Board of Trustees.

**B. Duties:**

1. The Library Board of Trustees shall adopt policies relating to the operation and planning of the Library.
2. Board of Trustees shall establish rules and policies to guide the Library Director, subject; however, in both instances to the provisions of the Town Charter, Town Ordinances and Town’s Personnel Policy.
3. The Library Director shall be responsible to the Town Manager for following the guidelines set forth by the Board of Trustees.
4. All expenditures of library funds shall be made by the Town Treasurer upon request of the Board, or in cases where the Librarian is authorized by the Board, upon request of the Librarian.
5. The Library Trustees shall have the authority to use the Library Reserve funds for purchases or services pertaining to the Library.
6. Purchases made from the Library Reserve must be maintained only with funds from the Library Reserve Fund.
7. The Library Reserve Fund shall consist of gifts or donations to the Gray Public Library, and any interest generated by these funds.
8. The use of such funds shall be approved by a majority vote of the Library Board of Trustees, and the Library Director.
9. A purchase order signed by the Library Director and the Chair of the Trustees shall be submitted to the Town Treasurer, no further approval shall be required.

**OPEN SPACE COMMITTEE**

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A: Established: This committee was created on September 17, 2019

B. Membership:

1. The membership of the Open Space Committee shall consist of three (7) members,

C: Duties:

1. To inventory public and conservation lands, habitat protection, recreational areas, and possible greenbelt areas. To coordinate with the Comprehensive Plan Committee and Facilitator to gather data and collect survey information from the community. To identify existing and proposed areas for future Open Space planning. To create a vision for Open Space in Gray and to form a Statement of Purpose for an Open Space plan coordinating with the Comprehensive Plan Committee.
2. To engage in discussions with landowners and regional land trusts and make recommendations to the Town Council in order to help secure access to land/corridors through acquisitions, easements, land swaps, and other forms of agreements.
3. To assist with fundraising for land/corridor acquisition from private and public sources.

**ORDINANCE ADVISORY COMMITTEE (OAC)**

A. Established:

1. This committee was created on November 12, 2013.

B. Membership:

1. The membership of the Ordinance Advisory Committee shall consist of at least three (3) members.
2. In addition, a staff member of the Community Planning Department shall be a non-voting ex-officio member of the committee.

C. Duties:

1. The committee shall function as a sounding board for the Town Council and Community Development staff.
2. The committee shall review and comment on changes to the Town's existing Zoning Ordinances as well as assist in creating new zoning ordinances, districts, and standards.

**PLANNING BOARD**

A. Membership:

1. The Planning Board shall consist of five (5) members and two (2) alternates. The two Alternate members will be appointed to the Board by the Town Council in the same manner as full members. All full and alternate member vacancies shall be filled by the Council. The Planning Board shall meet up to twice a month at the discretion of Planning Department Staff.

B. Duties:

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The Board shall;

1. Be responsible for reviewing and approving, when in order, subdivision plans, site plans, conditional uses, and Shoreland Zoning applications in accordance with State Statutes and Town Ordinances.
2. Be responsible for the constant supervision of the Zoning and Subdivision of the Zoning and Subdivision Ordinances and for recommendations to the Town Council for changes in each.
3. Perform such duties and exercise such powers as are provided by the Town Ordinances and the laws of the State of Maine.
4. Offer advice and assistance, and make recommendations to the Town Council, Town Manager and other Town committees and staff as needed or requested.

**RECREATION COMMITTEE**

A. Established:

1. The Committee shall be responsible for performing and carrying out its duties in accordance with the rules, regulations, and guidelines set forth in the Gray Land Bank Ordinance adopted September 6, 1988, as amended.

B. Membership:

1. The Recreation Committee shall consist of five (5) members.
2. In addition, a staff member of the Recreation Department shall be a non-voting ex-officio member of the committee.

C. Duties:

1. The Committee shall advise and recommend to the Town Council on recreational and public parks matters, such as: programs, policies, development, planning, or leisure time activities.
2. In cooperation with the Town Manager and the Parks and Recreation Director the Committee shall assist in initiating and maintaining progressive programs and activities.
3. The committee shall engage the community to build a volunteer base and connect them to community events and programs.
4. The committee will consider community feedback and research and identify opportunities for programs, events, and resources to bring to Gray.

D. The committee, when appropriate, will collaborate with other local recreation departments including but not limited to New Gloucester Recreation Department. Collaborations with New Gloucester will be branded as GNG Recreation..

**RESILIENCY COMMITTEE**

A. Membership:

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- a. The Resiliency Committee shall consist of five (5) regular members and one (1) alternate member.
- b. In addition, a staff member of the Recycling and Solid Waste Department shall be a non-voting ex-officio member of the committee.

**B. Duties:**

The committee shall:

- 1. Expand education for Residents via GCTV/Website streaming programming in partnership with GNG School system, newsletter, electronic platforms, bulletin boards, Library, flyers and direct mailings on topics related to Resiliency Planning, waste reduction, renewables and/or energy efficiency and Climate action.
  - a. Proper composting to work towards reducing food waste
  - b. Tips/Information on the pillars of waste handling: Avoid/Reduce, Reuse, Recycle, Recover, Dispose
  - c. Classes on relevant topics such as vermiculture and biodigesters
  - d. Native plantings, canopy catalog/planning, fertilizer transition plans for open space/school fields/municipal properties
  - e. Practical zero waste approaches to lifestyle and events
- 2. Assist with Resiliency and Climate Action Planning, as appropriate, to identify baseline, identify forecasted changes in coming years, identify actionable items in categories (1) municipality (2) neighborhoods (3) residents. Working with the Community organizations that are mission aligned, promote action on items in categories (2) and (3).
- 3. Work with Organizations, Companies, Non-Profit groups and Residents to conduct readiness assessment for Repair Café, Tool Library, Salvage/Reclaim depot, Upcycling, Greenbuilding, Plant Swap, Seed bank, etc.
- 4. Make recommendations, as appropriate, to modify Town's current disposal policies, sticker compliance, fee structure that will enhance and/or reduce cost of the operations.
- 5. Work with Solid Waste Director to promote/host Hazardous Waste Day to educate Residents on hazards of improper disposal and share policies, options, changes on an annual basis.

For all duties outlined – encourage partnerships and collaboration with other Towns to develop regional approaches wherever possible.

**ZONING BOARD OF APPEALS (ZBA)**

**A. Membership:**

- 1. The Zoning Board of Appeals shall consist of five (5) members.

**B. Duties:**

The board:

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1. Shall hear and decide administrative appeals where it is alleged there is an error in any order, requirement, decision, or determination by the Code Enforcement Officer in the enforcement of the Zoning Ordinance.
2. Shall hear and decide variance appeals in specific cases where a relaxation of the terms of the Zoning Ordinance would not be contrary to the public interest and where owing to conditions peculiar to the property and not the result of the actions of the applicant, a literal enforcement of the Zoning Ordinance would result in unnecessary or undue hardship, all as provided by State law and the terms of the Zoning Ordinance.
3. May grant a disability variance to a property owner for the purpose of making that property accessible to a person with a disability who is living on the property, in accordance with State law.
4. Shall perform its duties and be governed by Title 30-A M.R.S.A. Section 2691, as amended, and the Zoning Ordinance, Section 402.32.

**RETIRED TOWN COUNCIL COMMITTEES**

**CHARLES BARKER SCHOLARSHIP COMMITTEE**

A. Membership:

1. The Charles Barker Scholarship Committee shall consist of four (4) members, of which no member shall be a member of the School Board.
2. In accordance with the terms and conditions of the Charles Baker Scholarship Fund, “Such committee members shall serve until a similar committee shall have been appointed or reappointed after the next selection of a Board of Selectmen (Town Council) of said Town.”

B. Duties:

1. The Committee shall be responsible for determining the allocation of scholarship funds to worthy students of Gray Schools for the purpose of assisting with expenses for higher education and post-secondary schools.

The Committee’s responsibility shall be carried out in accordance with the terms and conditions of the will dated December 17, 1969, set forth by the late Charles W. Barker.

**GRANGE NO. 41 SCHOLARSHIP FUND COMMITTEE**

A. Established:

1. The Committee’s responsibilities shall be carried out in accordance with the terms and conditions of the Gray Grange No. 41 Scholarship Fund formally accepted by the Gray Town Council on May 7, 1991, and signed by Gordon Kimball, Sr. Treasurer of Gray Grange No. 41 on July 25, 1991

B. Membership:

1. Gray Grange No. 41 Scholarship Fund Committee shall consist of three (3) members.

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2. The three (3) members shall consist of the Principal of the Gray-New Gloucester High School, one (1) person appointed by the Town Council, and one (1) resident of Gray who initially shall be or was a former member of Gray Grange No. 41.
3. Committee members shall be appointed by the Town Council, in accordance with the terms and conditions of the Gray Grange No. 41 Scholarship Fund.

C. Duties:

1. The Committee shall be responsible for the Gray Grange No. 41 Scholarship Fund for postsecondary education. Selected recipients must be residents of the Town of Gray, pursuing postsecondary education.

**LADDER TRUCK COMMITTEE**

A. Established:

1. Per June 13, 2017 Town of Gray municipal election results, the Town Council shall appoint a citizens ad hoc committee. The Ladder Truck Committee was created on June 13, 2017.

B. Membership:

1. The Ladder Truck Committee shall consist of seven (7) members.
2. Five (5) shall be citizens of Gray.
3. Two (2) shall be non-voting ex-officio members:
4. One (1) shall be the Director of Public Safety.
5. One (1) shall be a Town Counselor.

C. Duties:

1. The Committee shall to hold one or more public hearings in the fall/winter of 2017/2018 to study whether the Public Safety needs of the Town require the replacement of the current ladder truck.
2. If the committee decides to recommend the purchase of a new ladder truck, the committee must make its final recommendation in time for the Council to include the proposal on the 2018 Town meeting warrant.

**PUBLIC SAFETY COMMITTEE**

A. Membership:

1. The Committee shall consist of nine (9) members.
2. Two (2) members from the Public Safety Department.
3. Three (3) Gray residents who are not employees of the Town or affiliated with any law enforcement agency.
4. Four (4) non-voting ex-officio members of which;

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5. One (1) a member of the Maine State Police.
6. One (1) a member of the Cumberland County Sheriff's Department.
7. One (1) the Town of Gray Public Safety Director.
8. One (1) member of the Gray Town Council.

**B. Duties:**

The committee shall;

1. Be concerned with various matters of community safety as they relate to law enforcement, fire protection, traffic, and the transportation systems that support traffic. Including both vehicle and pedestrian and those issues outside of Gray that have impacts within the community such as regional transportation corridors and projects.
2. Work towards developing the necessary plans and recommendations that shall achieve improved community safety.
3. Advise the Public Safety Director in areas of community and building safety issues, making recommendations where appropriate.
4. Work with the Maine Department of Transportation, Maine Turnpike Authority, the Maine State Police and the Cumberland County Sheriff's Department in matters of traffic and safety issues.

May work with and assist other standing committees and, where appropriate, special committees of the Town.

**COMPREHENSIVE PLAN STEERING COMMITTEE**

**A. Established:**

1. The Comprehensive Plan Steering Committee was created on May 7, 2019.

**B. Membership:**

1. The Comprehensive Plan Steering Committee shall consist of a minimum of nine (9) and a maximum of eleven (11) members and two (2) alternates.

**C. Duties are to oversee:**

1. The compilation of a Comprehensive Plan to replace the current 15+ year old Plan.
2. That the Plan incorporates input from a cross-section of the Town residents and represents the majority of Gray residents, property owners, and businesses through extensive public outreach.
3. To create a viable and implementable Future Land Use Plan designed to accommodate anticipated residential and commercial growth over the next 10 to 20 years.
4. The final plan should include sufficient measures to be deemed consistent with the Growth Management Act by the State.

## ADMINISTRATION

- **Town Manager**
  - Administrative Head
    - Deliver Town services
      - Oversee departments, facilities
      - Staffing and compensation
      - Public relations
    - Support the Town Council
      - Attend meetings
      - Prepare agendas and materials
      - Assist Council in developing and implementing policy decisions
  - Town Treasurer
    - Purchasing agent
    - Develop annual budget
    - Annual fiscal audit
  - Tax Collector
  - Administrator of General Assistance
- **Finance Director**
  - Deputy Treasurer
    - Accounts Payable
    - Payroll processing
    - Revenue collection
    - Annual audit
    - Financial records
    - Investments
  - Deputy Tax Collector
    - Verify Assessment
    - Facilitate sending of tax bills
    - Manage tax payment processing
    - Audit accounts
    - Tax lien process
  - Facilitate annual budget process
  - Coordinate 15-year Capital Improvement Plan
  - Support the Finance Committee
- **Human Resources Director**
  - Assist TM in daily operations
  - Acting Town Manager in his/her absence
  - Develop and implement personnel policies
  - Manage HR systems
    - Staffing and recruiting
    - Compensation, benefits, leave
      - FMLA / ADA
    - Training and development
    - Health and safety
      - Lead the Wellness Committee
      - Worker's Compensation
    - Employee and labor relations
    - Performance management
    - Disciplinary matters

- **Town Clerk**
  - Manage the Clerk's office
    - Licenses and permits
    - Notary services
    - Supervise clerks
  - Manage all Town records and archives
    - Ordinance and policies
    - Vital records
    - Annual report
    - Board/committee membership
  - Support Town Council meetings
    - Meeting agendas and minutes
    - Volunteer recognition
  - Registrar of Voters
  - FOAA Officer
  - Assistant Tax Collector

## **BUILDINGS & GROUNDS**

- **Buildings & Grounds Director**
  - Maintain Town buildings and properties
    - Maintenance and repairs
    - Seasonal preparation
    - Snow removal
    - Landscaping
    - Cleaning
  - Ensure health and safety
    - Security alarms for Town facilities
    - Global Harmonization program
    - ADA compliance
  - Coordinate capital projects
    - Assist TM and Council with budget
    - Maintain Town property information
  - Support day-to-day operations
    - Report to TM, Water District, Council, etc.
  - Supervise custodial and facilities staff

## **DEVELOPMENT**

- **Assessor**
  - Determine all property values in Gray
    - Select appraisal techniques
    - Appraise properties
      - Residential, commercial, agricultural, industrial
    - Determine valuations for TIF districts
    - Conduct periodic revaluation
  - Prepare and certify tax roll annually
    - Maintain and publish tax-related info
    - Maintain official GIS Mapping info
  - Address abatement requests
    - Provide abatements to the Tax Collector
    - Schedule Board of Assessment Review meetings
  - Manage department budget and Admin Assistant
- **Code Enforcement Officer**

- Issue and inspect permits
  - Building, plumbing, electrical, demolition
- Enforce certain zoning ordinances
  - State and municipal
- Town Health Officer
  - Inspect health and sanitation
- Maintain records system for public access
- Support Zoning Board of Appeals
  - Attend meetings, produce agendas, minutes
- Manage department budget and staff
- **Planning Director**
  - Advise TM and Town Council
    - Make proposals that advance the Town's goals
    - Develop plans and ordinances
  - Manage town planning work
    - Implement the Gray Comprehensive Plan
      - Increase business attraction and retention
      - Ensure protections for rural areas
    - Oversee application and permitting process
  - Promote and represent the Town
    - Attend regional committee and board meetings
    - Maintain relationships with public and private partners
    - Assist and educate the public
  - Support Ordinance Advisory Committee
  - Support Planning Board as needed
  - Manage department budget and staff

## **LIBRARY**

- **Library Director**
  - Plan and coordinate library programming
  - Develop and implement policies
  - Manage daily operations
    - Assist and educate the public
    - Process interlibrary loans
    - Catalog and maintain materials
    - Coordinate meeting room usage
  - Recruit and train volunteers
  - Publish and promote library services
    - Marketing materials, website
  - Support Library Trustees
  - Manage department budget and staff

## **COMMUNICATIONS & INFORMATION**

- **Comm/IT Director**
  - Manage Town communications
    - Branding and public relations
    - Town publications
      - Website, social media, newsletter, Annual Report
    - Cable TV channel (GCTV2)
      - Record and broadcast public meetings
  - Maintain information technology services
    - IT systems security

- Technical and computer support
- Support Community Television Advisory Committee
- Manage department budget and staff

## **PUBLIC SAFETY**

- **Public Safety Director**

- Fire Chief: Gray Fire-Rescue
  - Provide 24-hr emergency response
    - Fire suppression/rescue, emergency medical
  - Assume command at fire scenes and emergencies
  - Manage all activities, facilities, equipment
  - Supervise all firefighters and EMTs
  - Direct and develop employee training
  - Maintain Standard Operating Procedures
  - Maintain equipment and personnel records
- Emergency Management Director
  - Local disaster management and planning
- Infection Control Officer
- Supervise Animal Control Officer
- Lead the Safety Committee
- Prepare and manage department budget

## **PUBLIC WORKS**

- **Public Works Director**

- Direct all Public Works activities and services
  - Ensure proper organization and use of personnel
    - Supervise personnel, develop work plans
    - Lead and develop specialized training
    - Coordinate all contracted services
  - Ensure proper maintenance and use of vehicles and equipment
    - Ensure department vehicles are ready for assignment
    - Facilitate maintenance of other Town vehicles
    - Administrate the Town's fueling facilities
- Provide on-site information and inspections
- Supervise and assist in snow removal activities
- Respond to and direct road-related emergencies
  - Assist Gray Fire Rescue as needed
- Develop and oversee department budget
  - Assess future projects and needs per Comprehensive Plan
  - Create and administer RFPs, bids, etc.

## **RECREATION**

- **Recreation Director**

- Administer Recreation program for youth and adults
  - Develop town-wide community and recreational activities
  - Establish rules and regulations
  - Coordinate scheduling of fields, parks, gyms
  - Promote programs and activities
- Supervise staff and volunteers
  - Hire and train staff with a wide range of experience
  - Support the Childcare Services Coordinator
  - Ensure personnel records are maintained

- Support the Recreation Committee
- Develop and oversee department budget
  - Maintain expense records and service contracts
  - Prepare and present annual budget

#### **RECYCLING & SOLID WASTE (TRANSFER STATION)**

- **Recycling & Solid Waste Director**
  - Oversee the Transfer Station's waste and recycling services
    - Ensure proper organization and use of personnel
      - Supervise personnel, develop work plans
      - Lead and develop specialized training
      - Coordinate all contracted services
    - Ensure proper maintenance and use of equipment
      - Maintain department equipment
    - Ensure operations comply with regulations
  - Provide optimum customer service
  - Develop and oversee department budget
    - Maintain expense records and service contracts
    - Prepare and present annual budget

# CORPORATE BOARD MINUTES:

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## A Director's Guide

A publication of the National Association of  
Corporate Directors and its Strategic Content Partners

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We would also like to extend a very special thanks to the large multinational company that provided the minutes examples that helped bring this document to life. Without the support from this company's board and executive staff, this document would not have been created.

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# Introduction

Corporate board minutes are required by corporate law in many states, including Delaware, but they also serve as an invaluable tool to help boards and company management keep track of board decisions. When these decisions come into question, minutes can provide a wealth of information for litigants both offensive and defensive. For these reasons, ensuring the accuracy and thoroughness of board minutes is a critical board function.

Although directors do not prepare minutes, they are responsible for their content. Despite the great importance minutes serve for an organization, there are few formal rules mandating their format. Nearly every corporate law firm has some form of guidance for counsel regarding the preparation of minutes, but this advice may vary. Differing perspectives on the subject have evolved over time and led to some confusion as to how to adequately represent the proceedings of the board meeting. Some groups emphasize “short form” minutes that are little more than a detailed agenda, while others recommend “long form” minutes that are much more detailed. While the exact recommendations may differ, it is important to understand why minutes are written, by whom they are read, and how they are used after they are approved. Many legal battles have been won or lost based solely on the evidence, or lack thereof, found in corporate minutes.

The National Association of Corporate Directors, with help from the Society of Corporate Secretaries and Governance Professionals, studied the recommendations on corporate minutes preparation from leading organizations in the governance field. We compiled the recommendations and discovered several basic tenets that form a framework to guide a director’s assessment of minutes.

This document contains many examples to demonstrate some of the outlined fundamentals. These examples were provided from the actual corporate minutes of a large multinational organization, whose assistance enabled the production of this report. Each real-life example has been “cleansed” as a precaution due to the sensitivity of the information.

# The Framework

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There are no specific rules to follow in the creation of board minutes. There are, however, some basic agreed-upon characteristics. This report has examined the common characteristics and condensed them into five fundamentals. These fundamentals should serve as a framework to review, interpret, and eventually approve board minutes.

It is important to remember that this document is not merely a checklist of things to look for in board minutes. Rather, the five fundamentals listed on the following pages are a starting point and offer the bare minimum of what these minutes should be. Directors have a real duty to their organizations by overseeing managers and probing the robustness of their strategies, and minutes should reflect this critical review. As such, boards should not fear “beefing up” minutes with detail from meetings if they are doing their jobs competently.

# Fundamental I: Tell the Story

The primary purpose of minutes is to present a clear record of board or committee action taken. Minutes should be reasonably comprehensive and detailed as to action taken and discussion about such action. Directors must remember that when reviewing minutes: if an action is not reported in the minutes, for legal purposes, it will be difficult to establish that it happened. Courts will assume that an issue was not discussed or debated if the minutes do not reflect it. Thus, directors may lose the protections of the business judgment rule and could be held liable for violations of their fiduciary duties solely based on inaccurate or incomplete minutes. Therefore, minutes should reflect all decisions made, and should at least signal discussion of other topics addressed in the boardroom.

## EXAMPLE

### Committee Chair Rotation

Mrs. \_\_\_\_\_ noted that the Committee had discussed rotation of the Chair of the Committee \_\_\_\_\_ and recommended that the Board appoint \_\_\_\_\_ as Chair. After discussion and upon motion duly made and seconded, it was unanimously

VOTED: That \_\_\_\_\_ is hereby designated to serve as Chair of the Committee \_\_\_\_\_ of the Board of Directors of this Company effective \_\_\_\_\_ and until \_\_\_\_\_ successor is duly designated, unless this Board shall otherwise order.

In addition to recording action taken, the minutes must indicate what documents and materials were presented in advance to the board, and what was presented at the meeting. A record of these materials must be retained with the minutes or references to these materials should appear in the minutes such that the materials can be identified at a later date.

**EXAMPLE**

Mr. \_\_\_\_\_ provided the Committee with an update on the Company's recently implemented \_\_\_\_\_ program. Next, he noted that a report on the 2012 employee and retiree benefit program design had been provided in advance of the meeting. Mr. \_\_\_\_\_ pointed out that the materials sent in advance of the meeting included reports on: the fees of the Committee's outside compensation consultant, \_\_\_\_\_ the Company's \_\_\_\_\_ Program for 2011; and \_\_\_\_\_.

## Fundamental II: Demonstrate Director Debate

Every boardroom discussion should be captured and noted in the board minutes. But this does not mean that every discussion should be treated in the same way. Important discussion topics should receive more emphasis than others that are routine or “housekeeping” items, such as setting an annual meeting date, declaring a regular quarterly dividend, approving an honorary resolution for a retiring member, or approving prior minutes. Important or unusual items, such as a merger, acquisition or other significant transaction, or strategic plan or budget approval, therefore may take up more “real estate” on the page as various aspects of the discussion are captured. The minutes should demonstrate the deliberate debate directors have concerning critical issues. Most importantly, it shows that directors are exercising their fiduciary duties, thus availing themselves of protections under the law.

### EXAMPLE

#### Strategic Plan Update —————

Referring to materials provided in advance of the meeting, Mr. ————— reminded the Board that management would be providing periodic targeted updates on the 2012 to 2014 enterprise strategic plan. He noted that —————, head of the Company’s ————— business, was present at the meeting to discuss the Company’s ————— strategy and goals.

Mr. ————— began the discussion by describing the strategic objective of becoming the ————— by strengthening and growing the ————— business overall; developing —————; and pursuing —————.

Next, Mr. ————— provided a summary of 2011 accomplishments for the ————— business, key learnings and business implications for the future. He reviewed targeted geographic markets and key 2012 priorities. Mr. ————— also discussed talent needs and the timeline for developing talent for this business segment.

Throughout the discussion, Mr. —————, Mr. ————— and other members of management responded to various questions from the Directors.

In other cases, the meeting secretary may provide a brief summary of the points covered, and then indicate that the board assented to the action described, or acknowledged that it received a certain report, as might be the case with a new policy approval, an enterprise risk management program report, or other compliance report.

Several court cases have emphasized the need for minutes to reflect the amount of discourse on a topic. The final outcome of the long-running Disney case is particularly helpful to illustrate this point. In 1995, the Walt Disney Company hired Michael Ovitz as CEO. The following year, Ovitz was terminated and given a severance payout valued at approximately \$130 million. Shareholders then brought a derivative action against the board alleging a breach of fiduciary duties in approving of the \$130 million pay package. Shareholders managed to survive a motion to dismiss based partly on the judge's finding that neither the compensation committee nor the board minutes showed adequate consideration of the hiring and compensation of Ovitz. The compensation committee meeting was brief, and the court found that "all that occurred during the meeting regarding Ovitz's employment was [one of the members] reviewed the employment terms with the committee and answered a few questions."

The board minutes did not include a compensation committee report, and had only a page and a half describing the discussion over the hiring of Ovitz—this without much detail. Ultimately, thanks to verbal testimony, the directors were found to have exercised their fiduciary duties but not without a biting critique from the court. Writing for the Delaware Supreme Court, Justice Jack B. Jacobs wrote (citing the lower Chancery court) that the actions of the board members "did not fall below the level required for a proper exercise of due care, it did fall short of what best practices would have counseled."<sup>1</sup>

This case serves as a reminder to increase the level of detail when describing a critical board decision; this includes questions raised, and materials provided and reviewed. Additionally, the Disney case points out that good corporate minutes include a board's "informational and decision making process."<sup>2</sup>

## Fundamental III: Don't Name Names

---

As mentioned above, minutes must be accurate and thorough, but they should not be a transcript of the meeting. Rather, the narrative should paraphrase or summarize debate and/or questions by the board as a whole. Boards most often act by consensus; therefore, minutes should not note the specific words used by a speaker or identify a particular director, except in the rare case where the director asks to be specifically identified. The goal should be to capture the discussion and show that several (or many) directors weighed in or asked questions of management without giving a “play by play” description. Excluding specific names or statements also serves to prevent liability from falling on a single person.

### EXAMPLE

#### Financial Update

Referring to materials distributed to the Directors at the meeting, Mr. \_\_\_\_\_ discussed key performance measures for the Company and its various business segments, comparing preliminary results for the quarter and year ended December 31, 2011, to planned results and competitive benchmarks, and commenting on significant financial metrics and variances. Mr. \_\_\_\_\_ and other members of management then responded to questions and comments from Directors.

Names of directors may be appropriately included in certain instances. Presenters to the board or persons leading discussions in committee meetings can and should be identified. For example, a name may be included when a committee chairman makes a report, or if a board chairman or lead or presiding director is chairing a session or making a report.

### EXAMPLE

#### Director Candidates

Ms. \_\_\_\_\_ updated the Committee on recent meetings between members of the Board and a potential Director candidate. It was agreed to defer further consideration of the candidate at this time. The Committee then discussed the criteria for potential candidates and discussed a process for enhancing the current candidate list. It was noted during the discussion that the current size and skill mix of the Board is appropriate.

Director names may also be revealed in the cases of recusal or vote objection. Minutes should identify an individual if he or she abstains from a vote due to a conflict of interest. Additionally, minutes should note the individuals who dissented to a vote. In both instances, acknowledgment that a particular individual has a conflict of interest or has dissented in a vote will suffice in the minutes; inclusion of the director's motives for his or her action is unnecessary.

## Fundamental IV: Risks, Alternatives, and Exit Strategies

---

Demonstrating that directors engaged in a thoughtful and deliberate debate on issues is one of the most important functions of the minutes.<sup>3</sup> Boards can more easily claim protections of the business judgment rule by showing that they constructively engaged on an issue. In addition, it serves to help some members recall previous issues or conversations.

There are at least three things to look for while reviewing minutes: (1) do the minutes portray the risks raised relative to the particular action at issue during the debate?; (2) were any alternatives discussed, and if so, what was decided?; and (3) were any exit strategies contemplated or discussed in the event the action is not successful? Finally, the minutes should demonstrate that the action being discussed is in the best interest of the company. The absence of any of these types of discussions should be a red flag.

## Fundamental V: Read and Correct

---

Directors have the responsibility to ensure that board minutes are correct, and directors have final say over their content. Prior to a formal vote to approve minutes, every director should have the opportunity to review them, and provide any necessary corrections. It is important that this obligation is taken seriously, including for the reason that minutes will be produced in the context of litigation.

Directors should receive a draft copy of minutes in advance of the meeting at which they will be approved. Typically draft minutes come from the corporate secretary, after internal review by designated management at the company. Practices concerning who reviews the minutes prior to distribution to the board will vary. At some companies, minutes are prepared by the corporate secretary and reviewed by the CEO, then sent to the presiding or lead director, or chairman (if other than the CEO). Still others may circulate the draft minutes to a broader management group for review, such as to senior managers who presented at a particular meeting.

The timing of distribution is important. The material from meetings needs to be fresh in the mind of directors so they can review the information with a clear recollection. Directors should understand that their comments are expected and that they may provide them to the corporate secretary before the next board meeting or during the next meeting when the minutes are considered for approval.

Upon final approval of the minutes, the corporate secretary must retain a copy as a permanent record of the organization.

## Conclusion

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Corporate board minutes serve an important function for corporations. They satisfy legal obligations and can offer important protections to dedicated directors. Board members must recognize that reviewing and approving minutes may not seem as important or exciting as their other responsibilities but it is a crucial responsibility.

The five-point framework presented in this document allows a director to quickly assess the appropriateness of minutes and notice any red flags.

# Appendix A: Full Board Meeting Minutes

---

The regularly scheduled meeting of the Board of Directors of [REDACTED] was convened at 9:00 a.m. on Friday, [REDACTED] 2012 at the Company's offices located at [REDACTED].

The following Directors were present: [REDACTED]  
[REDACTED]  
[REDACTED].

Absent from the meeting was [REDACTED]. A quorum existed throughout the meeting.

Also in attendance for portions of the meeting were [REDACTED]  
[REDACTED]  
[REDACTED] representing management.

[REDACTED], presided; [REDACTED], Vice President and Corporate Secretary, recorded.

A copy of the materials for the agenda items preceded with an asterisk (\*) had been sent to each Director prior to the meeting.

The meeting began in Executive Session.

## Outside Directors Session

As reported to Ms. [REDACTED] by [REDACTED], Presiding Director, the Outside Directors met to discuss matters related to the Company. Mr. [REDACTED] led these discussions. The Outside Directors also discussed matters related to [REDACTED]  
[REDACTED] by [REDACTED], Chairman of the Committee [REDACTED]  
[REDACTED]. The discussions included an evaluation of [REDACTED]  
[REDACTED]  
[REDACTED].

(At this point Mr. [REDACTED] joined the meeting.)

## Chairman's Discussion

As reported to Ms. [REDACTED] by Mr. [REDACTED], during the Chairman's Discussion, Mr. [REDACTED] provided updates and information to the Directors on various topics including, among others: preliminary 2011 full-year financial results; 2012 [REDACTED] outlook; talent management; [REDACTED] developments; investor sentiment, and roll-out of [REDACTED] campaign.

(At this point, Mr. [REDACTED] joined the meeting.)

Referring to materials distributed to the Directors in advance of the meeting, Mr. [REDACTED] led a discussion on the business landscape concerning potential opportunities for [REDACTED]

Mr. [REDACTED] and [REDACTED], discussed how each of the opportunities could potentially fit within or complement the Company's current business strategy. During the course of the discussion, Mr. [REDACTED] and Mr. [REDACTED] responded to various questions from Committee members.

(At this point, [REDACTED] joined the meeting.)

\*Minutes – [REDACTED] and [REDACTED]

## Board of Directors Meetings

The minutes of the [REDACTED] and [REDACTED] meetings of the Board of Directors were approved.

\*Strategic Plan Update [REDACTED]

Referring to materials provided in advance of the meeting, Mr. [REDACTED] reminded the Board that management would be providing periodic targeted updates on the 2012 to 2014 enterprise strategic plan. He noted that [REDACTED], head of the Company's [REDACTED] business, was present at the meeting to discuss the Company's [REDACTED] strategy and goals.

Mr. [REDACTED] began the discussion by describing the strategic objective of becoming the [REDACTED] by strengthening and growing the [REDACTED] business overall; developing [REDACTED]; and pursuing [REDACTED]

Next, Mr. [REDACTED] provided a summary of 2011 accomplishments for the [REDACTED] business, key learnings and business implications for the future. He reviewed targeted geographic markets and key 2012 priorities. Mr. [REDACTED] also discussed talent needs and the timeline for developing talent for this business segment.

Throughout the discussion, Mr. [REDACTED], Mr. [REDACTED] and other members of management responded to various questions from the Directors.

(Mr. [REDACTED] left the meeting, and Mr. [REDACTED] joined the meeting at this point.)

### \*Investor Relations Update

Referring to materials provided in advance of the meeting, [REDACTED], Vice President, Investor Relations provided a summary of the Company's investor conference held in [REDACTED]. He stated that the goals of the conference were to clarify the Company's strategy message and convey the focus on [REDACTED]; [REDACTED]; reiterate [REDACTED] priorities and clarify the financial impact of [REDACTED]; and showcase additional members of the Aetna management team. Mr. [REDACTED] noted that reaction to the conference was very positive based on investor and analyst feedback.

Next, Mr. [REDACTED] provided an overview of the Company's key financial metrics compared to [REDACTED] and the related investor perspective. He then discussed the Company's [REDACTED] strategy, which is to ensure [REDACTED].

Throughout the discussion, Mr. [REDACTED] responded to questions from the Directors.

(At this point, Mr. [REDACTED] left the meeting.)

(A lunch break was taken at 12:30 p.m. and the meeting reconvened at 12:45 p.m.

Joining the Directors when the meeting reconvened were [REDACTED].)

### Financial Update

Referring to materials distributed to the Directors at the meeting, Mr. [REDACTED] discussed key performance measures for the Company and its various business segments, comparing preliminary results for the quarter and year ended December 31, 2011 to planned results and competitive benchmarks, and commenting on significant financial metrics and variances. Mr. [REDACTED] and other members of management then responded to questions and comments from Directors.

Throughout this discussion, Mr. [REDACTED] responded to questions from the Directors.

\* [REDACTED] Update

A written report had been provided in advance of the meeting to update the Directors on the [REDACTED]  
[REDACTED]

(Mr. [REDACTED] joined the meeting at this point.)

\* [REDACTED] Update

[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]

Throughout the discussion, Mr. [REDACTED] and Mr. [REDACTED] and other members of management responded to various questions from the Directors.

(At this point, Mr. [REDACTED] left the meeting and Mr. [REDACTED] joined the meeting.)

\* Annual Review of [REDACTED]

Referring to materials provided in advance of the meeting, [REDACTED]  
[REDACTED], began a discussion the Company's [REDACTED]  
strategy and operations. He provided a summary of the Company's  
[REDACTED] accomplishments in 2011 as well as major priorities for 2012.  
He noted that the [REDACTED] priorities are strategically aligned with the Company's key  
business objectives for 2012, and are intended to support the Company's position as a  
market leader. He commented on the [REDACTED], including the impact  
of the Company's recent [REDACTED].

Throughout this discussion, Ms. [REDACTED] and  
other members of management responded to questions from the Directors.

\* Litigation and Regulatory Update

[REDACTED] and General Counsel, provided an update on key  
litigation and regulatory matters involving the Company.

(The Directors, including Mr. [REDACTED], then commenced an executive session,  
and all members of management except [REDACTED] were excused from the meeting at  
this point.)

### Report of [REDACTED] Committee

[REDACTED], Chairman of the [REDACTED] Committee, reported on a meeting of that Committee held earlier today. (A copy of the agenda for that meeting was circulated to the full Board.)

### Report of Audit Committee

[REDACTED], Chairman of the Audit Committee, reported on a meeting of that Committee held yesterday. (A copy of the agenda for that meeting was circulated to the full Board.) Among other matters, he noted that the Committee had discussed with management an update on [REDACTED]

### Report of Committee on Compensation [REDACTED]

[REDACTED], Chairman of the Committee on Compensation [REDACTED], reported on a meeting of that Committee held yesterday. (A copy of the agenda for that meeting was circulated to the full Board.)

### Report of Nominating [REDACTED] Committee

[REDACTED], Chairman of the Nominating [REDACTED] Committee, reported on a meeting of that Committee held yesterday. (A copy of the agenda for that meeting was circulated to the full Board.)

### Committee Chair Rotation

Mrs. [REDACTED] noted that the Committee had discussed rotation of the Chair of the Committee [REDACTED] and recommended that the Board appoint [REDACTED] as Chair. After discussion and upon motion duly made and seconded, it was unanimously

VOTED: That [REDACTED] is hereby designated to serve as Chair of the Committee [REDACTED] of the Board of Directors of this Company effective [REDACTED] and until [REDACTED] successor is duly designated, unless this Board shall otherwise order.

### Report of [REDACTED] Committee

[REDACTED], Chair of the [REDACTED] Committee, reported on a meeting of that Committee held yesterday. (A copy of the agenda for that meeting was circulated to the full Board.)

(Ms. [REDACTED] was excused from the meeting at this point.)

### **Directors Session**

The Directors then met to discuss the Board meeting process and other matters.

There being no further business, the meeting was adjourned at 2:00 p.m.

██████████

Corporate Secretary

# Appendix B: Nominating/Governance Committee Minutes

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A meeting of the [REDACTED] Governance Committee of the Board of Directors of [REDACTED] was held at 9:40 a.m. on Friday, [REDACTED] 2012, at the Company's offices located at [REDACTED], pursuant to the call of the Committee's Chairman, [REDACTED], and pursuant to notice duly given by the Corporate Secretary of the Company. (A copy of the Notice of Meeting has been filed with the records of this meeting.)

The following Committee members were present: [REDACTED]  
[REDACTED]. Absent from the meeting was [REDACTED].  
A quorum existed throughout the meeting.

Also in attendance were [REDACTED]  
[REDACTED].

At the request of [REDACTED], Chairman of the Committee, [REDACTED]  
[REDACTED], presided; [REDACTED], Vice President and Corporate Secretary,  
recorded.

A copy of the materials for the agenda items preceded with an asterisk (\*) had been sent to each Committee member prior to the meeting.

## \*Minutes – [REDACTED]

The minutes of the [REDACTED] and [REDACTED] meetings of the Committee were approved.

## \*Director Candidates

Ms. [REDACTED] updated the Committee on recent meetings between members of the Board and a potential Director candidate. It was agreed to defer further consideration of the candidate at this time. The Committee then discussed the criteria for potential candidates and discussed a process for enhancing the current candidate list. It was noted during the discussion that the current size and skill mix of the Board is appropriate.

### **\*2012 Proxy Season Review and 2013 Outlook**

████████████████████ Corporate Secretary, reported on key corporate governance issues related to the 2012 proxy season, and likely areas of focus for the 2013 proxy season.

### **\*Annual Meeting Options**

Referring to materials provided to Committee members in advance of the meeting, Mr. ██████████ led a discussion of potential annual meetings options for 2013. It was the consensus of the Committee that, at this time, the Company should continue its practice of holding an in-person annual meeting at an offsite location.

### **Other Business**

Ms. ██████████ noted that ██████████ had advised ██████████ that he had been asked to join the advisory council ██████████. She further noted that Law and Regulatory Affairs had conducted a legal review and determined that this advisory council position is not expected to affect ██████████ Board service. The Committee approved the affiliation.

There being no further business, the meeting was adjourned at 10:30 a.m.

████████████████████  
Corporate Secretary

# Appendix C: Compensation Committee Meeting Minutes

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A meeting of the Committee on Compensation [REDACTED] of the Board of Directors of [REDACTED] was held at 2:00 p.m. on Thursday, [REDACTED] 2011, at the corporate headquarters of the Company in [REDACTED], pursuant to the call of the Committee's Chairman, [REDACTED], and pursuant to notice duly given by the Corporate Secretary of the Company. (A copy of the Notice of the Meeting has been filed with the records of this meeting.)

The following Committee members were present for all or part of the meeting: [REDACTED]  
[REDACTED]  
[REDACTED]

A quorum existed throughout the meeting.

Also in attendance for portions of the meeting were [REDACTED]  
[REDACTED], representing [REDACTED] management; and [REDACTED]  
[REDACTED], independent compensation consultant to the Committee.

[REDACTED], Chairman of the Committee, presided; [REDACTED], Vice President and Corporate Secretary, recorded.

A copy of the materials for the agenda items preceded with an asterisk (\*) had been sent to each Committee member prior to the meeting.

The meeting began in Executive Session with Mr. [REDACTED], Ms. [REDACTED], and Ms. [REDACTED] present.

## **\*Talent Management**

As reported by Mrs. [REDACTED] to Ms. [REDACTED], during the Executive Session, the Committee discussed the Company's talent management life cycle and how it ties to the Company's strategy. The Committee also discussed the Company's leadership development framework. Mr. [REDACTED] discussed his assessment of certain key executives of the Company, including strengths and development goals.

Throughout the discussion, Mr. [REDACTED], Ms. [REDACTED], and Ms. [REDACTED] responded to questions from the Directors.

(Messrs. [REDACTED], and Ms. [REDACTED] joined the meeting and Ms. [REDACTED] left the meeting at this point.)

**\*Minutes**

The minutes of the [REDACTED], 2011 meeting were approved.

**\*Review of Year-to-Date Incentive Compensation Program Performance**

Mr. [REDACTED] and [REDACTED], Vice President, [REDACTED], reviewed with the Committee year-to-date performance on each of the annual bonus scorecard and 162(m) metrics for 2011. They then reviewed the annual bonus non-financial measures, including the [REDACTED] [REDACTED] indices. Mr. [REDACTED] next discussed performance against the targets and projected vesting for the 2011–2012 and 2010–2011 performance cycles for the [REDACTED] and [REDACTED] programs.

Throughout the presentation, Mr. [REDACTED], Mr. [REDACTED] and other members of management responded to questions and comments from the Committee.

**\*Balanced Scorecard White Paper**

Referring to materials sent in advance of the meeting, [REDACTED] led a discussion of the use of balanced scorecards for annual bonus funding purposes. The report included a review of practices among the S&P 500 top 20 peer group and the Company's [REDACTED] peer group. Mr. [REDACTED] recommended that the Company continue to weigh the [REDACTED] scorecard [REDACTED] % on [REDACTED] [REDACTED] measures. He also recommended that the Committee continue to monitor market trends and reassess this balance in the future. It was agreed that it would be appropriate to refresh the data annually.

**\*Annual Bonus Funding and Award Process/Performance Ratings**

Mr. [REDACTED] reviewed the Company's annual bonus funding and individual performance rating process. He discussed the bonus pool funding process at the corporate, business unit, and individual level. He also reviewed the individual performance ratings used by the Company. It was agreed that the information should be shared with the full Board at its next meeting.

(Mrs. [REDACTED] left the meeting during the following discussion. In her absence, Ms. [REDACTED] acted as Chairman for the remainder of the meeting.)

## 2012 Long-Term Incentive Design

Mr. [REDACTED] reviewed with the Committee certain design considerations for the 2012 long-term incentive program, including considerations for determining the vesting period and performance targets. There was then a general discussion of target setting and the length of the performance measurement period. It was agreed that this topic would be discussed further at the Committee's next meeting.

Next, Mr. [REDACTED] reviewed the [REDACTED] and [REDACTED] long-term incentive programs, including objectives and principles.

Throughout the discussion, Mr. [REDACTED], Mr. [REDACTED], and Ms. [REDACTED] responded to questions and comments from the Committee.

### \*Other Business

Mr. [REDACTED] provided the Committee with an update on the Company's recently implemented [REDACTED] program. Next, he noted that a report on the 2012 employee and retiree benefit program design had been provided in advance of the meeting. Mr. [REDACTED] pointed out that the materials sent in advance of the meeting included reports on: the fees of the Committee's outside compensation consultant, [REDACTED], the Company's [REDACTED] Program for 2011; and [REDACTED].

Mr. [REDACTED], Mr. [REDACTED], Ms. [REDACTED], and Ms. [REDACTED] left the meeting at this point. Mr. [REDACTED] left the meeting during the Executive Session.

### Executive Session

As reported by Ms. [REDACTED], during the executive session the Committee continued its discussion of executive compensation matters.

There being no further business, the meeting was adjourned at 4:35 p.m.

[REDACTED]  
Corporate Secretary

# Endnotes

- 1 *In re Walt Disney Co. Derivative Litig.*, 906 A.2d 27, 48 (Del. 2006), *aff'g*, 907 A.2d 693, 756 (Del. Ch. 2005).
- 2 *Id.*
- 3 On the subject of debate, see Study Group on Corporate Boards, *Bridging Board Gaps: Report of the Study Group on Corporate Boards* (Weinberg Center for Corporate Governance and Columbia Business School, 2011).

# Strategic Content Partner Descriptions

## HEIDRICK & STRUGGLES

**Heidrick & Struggles** is the leadership advisory firm providing executive search and leadership consulting services. For almost 60 years, Heidrick & Struggles has built relationships with the world's most talented individuals on behalf of the world's most successful companies. Through the strategic acquisition, development, and retention of talent Heidrick & Struggles helps their clients—from established market giants to new market disruptors—build winning leadership teams. For more information, please contact Ted Dysart at [tdysart@heidrick.com](mailto:tdysart@heidrick.com).



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**Pearl Meyer & Partners**  
*Comprehensive Compensation*

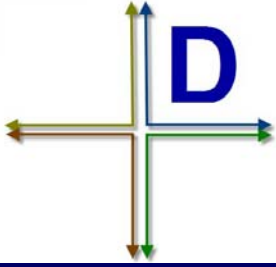
**Pearl Meyer & Partners** has been an independent advisor to boards and senior management on compensation and governance issues since 1989. From offices in the United States and London, Pearl Meyer & Partners helps multinational companies from the *Fortune* 500 to nonprofits and emerging companies to develop global programs aligning rewards with value creation. For more information, please contact David Swinford at [david.swinford@pearlmeyer.com](mailto:david.swinford@pearlmeyer.com).

**Weil**

**Weil's** 1,200 lawyers in 20 offices worldwide are committed to delivering sound judgment to our clients on their most challenging matters. Weil operates according to the "one firm" principle, allowing us to bring the right mix of firmwide skill and local-market savvy to the many complex issues facing corporations today. For more information, please contact Holly Gregory at [holly.gregory@weil.com](mailto:holly.gregory@weil.com) and Yvette Ostolaza at [yvette.ostolaza@weil.com](mailto:yvette.ostolaza@weil.com).

11.11.11

# Driver



## Strengths

- “Get ‘er done!” results focus
- Sets clear expectations
- Accepts challenges
- Uses conflict productively
- Decisive, open to change
- Factual, direct & to the point

## Possible Blind Spots

- Not listening to others
- Can be seen as impatient
- Inattentive to details
- Inattentive to people / team
- May embrace risk too quickly

## Needs

- Be in Control
- Options
- Make decisions and move on
- Action and results

## Communications

- Brief and to the point
- Interested in outcome
- Less interested in details

## Stressed by

- Not being in control
- Inaction
- Inefficiency
- Being used
- Not winning
- Being blocked from accomplishing goals

## Stress Reactions

- Take over; dictate
- Emotional outbursts
- Blame others
- Micromanage

## Working with a Driver

### Do...

- Ask clear and direct questions
- Present clearly & concisely; get to the point
- Present options
- Provide data on predicted outcome of each option
- Get buy in by referring to objectives and results
- Stay tightly focused on the issue at hand

### Don't...

- Expect relationship building before business
- Lead conversation away from the task at hand
- Be disorganized
- Linger after conducting business
- Leave ambiguous issues
- Try to persuade on the basis of relationship
- Promise anything that can't realistically be done
- Attempt to direct, or make decisions for them
- Be over-enthusiastic about agreeing with them (they are likely to see this as manipulative)
- Take disagreement or conflict personally

## Driver Mentors

- May tend to lead and direct conversations
- Build relationships by co-producing results

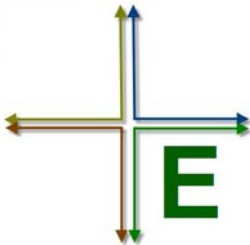
- “What do we want to accomplish? By when?”
- Provide direct feedback

## Driver Learners

- Motivated by:
- Results and progress
  - Competition against targets or others

- Independent
- Frustrated if connection between procedure and results is not clear

# Expressive



## Strengths

- Language skills
- Positive approach to people
- “Possibilities” orientation
- Focused on the “upside”
- Manages up well
- Motivates others
- Takes initiative

## Possible Blind Spots

- Inattentive to detail
- Tend to act first, think later
- Talks more than listens

## Needs

- Recognition
- To be liked
- Relationships; working with people
- Interaction

## Communications

- Energetic, rapid pace
- Interested in big picture
- Invigorated by debate

## Stressed by

- Isolation
- High structure
- Detailed systematic workflow
- Low opportunity to express opinion
- Disapproval of others

## Stress Reactions

- Attack
- Uses language skills negatively
- Becomes overly emotional
- “Dump and run” – dramatic withdrawal from situation

## Working with an Expressive

### Do...

- Take time to build a relationship
- Use broad frameworks to guide work
- Allow time for discussion
- Support their ability and willingness to take risks
- Use emotion-based language (e.g. how you “feel about a situation)
- Seek out their opinions
- Connect them to others, particularly those seen as being influential

### Don't...

- Expect high task focus
- Open discussion with facts, data, logic
- Narrow topic too quickly
- Attempt to drive to decision without discussion
- Allow yourself (or them) to get sidetracked in exploring options
- Focus exclusively on task
- Limit their ability to participate
- Present technical information to gain buy-in on

## Expressive Mentors

- Provide connections; great network builders
- Generate ideas / options

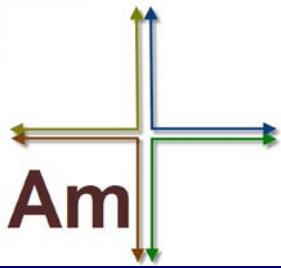
- Observers of strengths
- Innovative
- Present broad concepts
- Point to options

## Expressive Learners

- Enthusiastic
- Social Learners
- Big picture focus

- Idealistic; want to be inspired
- Have difficulty with highly structured, data driven instruction (Analytic)

# Amiable



## Strengths

- **Maintains harmony**
- Team player
- Open to others' ideas
- Systematic and thorough
- High commitment to meeting standards and expectations
- Cooperative and dependable
- Organize & build relationships

## Possible Blind Spots

- Dislike change to social fabric
- Slow to initiate action
- Avoid conflict and risk
- Hesitant giving direct feedback

## Needs

- **Affiliation / membership**
- Security
- Appreciation for contribution to team effectiveness

## Communications

- **People focused**
- Relationship-building small talk
- Interested in human impacts

## Stressed by

- Confrontation
- Team discord
- Failing to please others
- Loss of security
- Rapid change
- Lack of appreciation
- Personal conflict

## Stress Reactions

- **Acquiesce**
- Delay action
- Social "sniping" / gossip
- Avoid conflict or change
- "Give in BUT get even"

## Working with an Amiable

### Do...

- Take time to establish rapport; use a casual, informal approach
- Take time to understand their personal goals
- Use questions to get their opinion
- Acknowledge their contribution to social functioning of team. If necessary, reflect on the value of these maintainers of team harmony
- Ask for their feedback and insight into situation
- Use emotion language (e.g. "how do you feel...?")
- Show how they can minimize risk
- Allow time for decision making

### Don't...

- Try to manipulate or force compliance
- Move straight to business or try to rush the issue
- Believe that they agree with you simply because they voice little opposition
- Argue or create conflict. They do not experience "joy" in debate
- Co-opt their decisions
- Make unrealistic assurances

## Amiable Mentors

- Empathetic
- Loyal support
- Inspire self-confidence

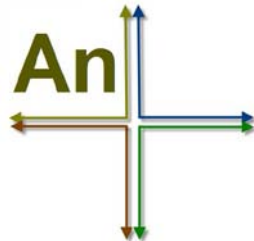
- Provide support needed to take on challenges
- Focus on quality, adherence to procedures

## Amiable Learners

- Commit to getting it right
- Social learners
- Seek connection

- Seek to follow standards, policies and procedures
- May find highly results-focused instruction difficult

# Analytical



## Strengths

- **Use facts, data, logic**
- Detail oriented
- Organized and thorough
- Sets/ follows high standards
- Builds efficient process
- Quality Control
- Opinions well thought out

## Possible Blind Spots

- Lose sight of big picture
- "Either/or" mindset
- Standards may be unrealistic
- Low interest in team activity
- Low communication

## Needs

- **Get it right / be right**
- Precision and accuracy
- Time to make decisions
- Detailed explanation
- Know the rules

## Communications

- Interested in facts / detail
- Interested in logic that supports conclusions / outcomes

## Stressed by

- Criticism of their work
- Unmet standards
- Need for fast decisions/change
- Not being right
- Not knowing the rules
- Lack of structure
- Confrontation

## Stress Reactions

- **Disengage / withdraw**
- Nitpick; press for more data
- Try to prove their case

## Working with an Analytical

### Do...

- Use a direct but diplomatic approach
- Stick to business
- Be prepared
- Be organized, specific and precise
- Present data and concrete examples to support ideas
- Keep all promises
- Expect them to verify accuracy; allow time for this
- Think through long range implications and options

### Don't...

- Over-focus on short-term
- Be ill informed or disorganized
- Read too much into careful, unemotional social response
- Attempt to persuade with charm
- Appeal to personal trust in you
- Exaggerate
- Present an opinion that is based on weak sources
- Apply time pressure for a decision
- Leave things open to "unknown future influences"

## Analytical Mentors

- Methodical & data driven
- Stress accuracy and measurable results

- Require logical reasoning
- Objective
- Systematic about new topics / conversations

## Analytical Learners

- Diligent
- Structured
- Detailed

- Seek "expert" instruction
- May have difficulty with "expressive" instruction

# *Parliamentary Motions Guide*

Based on *Robert's Rules of Order Newly Revised (12<sup>th</sup> Edition)*

The motions below are listed in order of precedence. Any motion can be introduced if it is higher on the chart than the pending motion.

<b>YOU WANT TO:</b>	<b>YOU SAY:</b>	<b>INTERRUPT?</b>	<b>2<sup>ND</sup>?<sup>1</sup></b>	<b>DEBATE?</b>	<b>AMEND?</b>	<b>VOTE?</b>
§21 Close meeting	I move to <b>adjourn</b>	No	Yes	No	No	Majority
§20 Take break	I move to <b>recess</b> for	No	Yes	No	Yes	Majority
§19 Register complaint	I rise to a <b>question of privilege</b>	Yes	No	No	No	None
§18 Make follow agenda	I call for the <b>orders of the day</b>	Yes	No	No	No	None
§17 Lay aside temporarily	I move to <b>lay</b> the question <b>on the table</b>	No	Yes	No	No	Majority
§16 Close debate	I move the <b>previous question</b>	No	Yes	No	No	2/3
§15 <b>Limit or extend debate</b>	I move that debate be limited to ...	No	Yes	No	Yes	2/3
§14 <b>Postpone to a certain time</b>	I move to postpone the motion to ...	No	Yes	Yes	Yes	Majority
§13 <b>Refer</b> to committee	I move to refer the motion to ...	No	Yes	Yes	Yes	Majority
§12 Modify wording of motion	I move to <b>amend</b> the motion by ...	No	Yes	Yes	Yes	Majority
§11 Kill main motion	I move that the motion be <b>postponed indefinitely</b>	No	Yes	Yes	No	Majority
§10 Bring business before assembly (a <b>main motion</b> )	I move that [or "to"] ...	No	Yes	Yes	Yes	Majority

<sup>1</sup> *Some more formal requirements, likes seconds to motions, may not apply in smaller boards or any size committee.*

# *Parliamentary Motions Guide*

Based on *Robert's Rules of Order Newly Revised (12<sup>th</sup> Edition)*

**Incidental Motions** - No order of precedence. Arise incidentally and decided immediately.

<b>YOU WANT TO:</b>	<b>YOU SAY:</b>	<b>INTERRUPT?</b>	<b>2<sup>ND</sup>?</b>	<b>DEBATE?</b>	<b>AMEND?</b>	<b>VOTE?</b>
§23 Enforce rules	<b>Point of order</b>	Yes	No	No	No	None
§24 Submit matter to assembly	I <b>appeal</b> from the decision of the chair	Yes	Yes	Varies	No	Majority or tie sustains
§25 Suspend rules	I move to <b>suspend the rules</b> which ...	No	Yes	No	No	2/3
§26 Avoid main motion altogether	I <b>object to the consideration</b> of the question	Yes	No	No	No	2/3 against consideration
§27 Divide motion	I move to <b>divide the question</b>	No	Yes	No	Yes	Majority
§29 Demand rising vote	I call for a <b>division</b>	Yes	No	No	No	None
§33 Parliamentary law question	<b>Parliamentary inquiry</b>	Yes (if urgent)	No	No	No	None
§33 Request information	<b>Request for information</b>	Yes (if urgent)	No	No	No	None

**Motions That Bring a Question Again Before the Assembly** - no order of precedence. Introduce only when nothing else pending.

§34 Take matter from table	I move to <b>take from the table</b> ...	No	Yes	No	No	Majority
§35 Cancel or change previous action	I move to <b>rescind/ amend something previously adopted...</b>	No	Yes	Yes	Yes	Varies
§37 Reconsider motion	I move to <b>reconsider</b> the vote ...	No	Yes	Varies	No	Majority

# TOWN OF GRAY MAINE

## FREEDOM OF ACCESS ACT POLICY

*Adopted October 6, 2020; Amended December 14, 2021; Amended September 20, 2022*

### HOW TO SUBMIT A FOAA REQUEST

Requests to inspect or obtain copies of public records of the Town, may be submitted verbally or in writing, in person, electronically, or over the phone.

To aid the Town in properly searching for and collecting any responsive documents, the request should describe the public record in as much detail as possible. The request should also include the name, address, and contact information (phone number or email address) of the requester. Failure to provide sufficient information may require the Town to seek additional clarification from the requester, thereby delaying processing of the request. To assist the Town in providing a prompt response, it is helpful if your request states "FOAA Request" in the subject line of the email or communication containing the request.

Requests for public records may be made:

- Via email to the Town Clerk: [townclerk@graymaine.org](mailto:townclerk@graymaine.org)
- In person or by mail at: Town of Gray, ATTN: FOAA Officer, 24 Main Street, Gray, ME 04039
- Via fax to (207) 657-2852 - Attn: FOAA Officer

*(Note that a request sent by fax or email is deemed received the following business day).*

### HOW TO UNDERSTAND THE TOWN'S RESPONSE

**Acknowledgement of Receipt:** Within 5 business days after receiving a FOAA request, the Town will respond to the requester acknowledging that the request was received. Thereafter, the Town will provide a response to the request within a reasonable time.

**Granted Requests:** If any part of the request is granted, the Town will require payment in full of any fees associated with preparing and/or copying the request, before the public record is released. If public records are available for free on a Town internet site, a requester may still request the Town provide copies of those records, however fees may still be charged for producing copies of said records, as detailed below. There is no charge for electronic document copies, with the exception of the time it takes staff to research and prepare the electronic file.

**Denied or Redacted Requests:** A request may be wholly or partly denied if the Town does not possess the requested record or if specific exemptions listed in the FOAA apply. If a denial is based on an exemption, the public records or portions of public records subject to the exemption will be redacted or omitted, the exemption will be explained, and an exemption log may be prepared and sent to the requester if requested. Any denial of a request for public records shall be issued to the requester within five (5) working days of receipt.

### FEE CALCULATIONS

Public records requests are subject to the following fees, which must be paid in full before the Town will release any responsive documents.

**TOWN OF GRAY MAINE  
FREEDOM OF ACCESS ACT POLICY**

*Adopted October 6, 2020; Amended December 14, 2021; Amended September 20, 2022*

The first two hours of Town staff time spent searching for and reviewing public records is free. After that, staff time is billed at \$25.00 per hour. Time is billed in hourly increments, therefore any time spent on a request will be rounded to the next whole hour. [1 M.R.S. § 408-A\(8\)\(B\)](#)

The Town currently charges for the actual cost of paper copies and media as follows:

<b>Paper Copies</b>	
8½ x 11 or 8 ½ x 14	\$.10 per sheet, black and white \$1.00 per sheet, color
11 x 17	\$1.00 per sheet, black and white \$1.50 per sheet, color
Ordinance Copies	\$10.00 each
Compact Disc or DVD	\$40.00 each
Photographs, videotapes, maps, plans, blueprints, microfilm, and other media that must be duplicated or published off-site*	Actual cost of duplication/publication charged to Town, including postage
Other media provided by the Town	Varies depending on actual cost of the media

\* [1 M.R.S. § 408-A\(8\)\(C\)](#)

The Town charges the cost to mail a public record to a requester, including delivery confirmation, except that postage costs are waived (including the Town’s written response) that fit into a business envelope. [1 M.R.S. § 408-A\(1\), \(2\), \(8\)\(E\)](#)

All fees will be detailed on an itemized form provided in the response.

Please note: Prepayment for a request will be required where an invoice for a previous request has not been paid. A deposit of 50% will be required for any requests estimated to exceed \$100. These fees are due prior to any work being performed by staff.

**APPEALS**

Any person who is aggrieved by the Town’s refusal or denial to inspect or copy of a record, or copying a record, may appeal the refusal, denial, or failure within thirty (30) calendar days of the person’s receipt of the written notice of refusal, denial, or failure to the Maine Superior Court in Cumberland County, pursuant to 1 M.R.S. § 409.

Any questions regarding this policy can be directed to the FOAA Officer.

# Gray Comprehensive Plan September 15, 2020



# Acknowledgements

The Comprehensive Plan Steering Committee was created in 2019 to update the town's Comprehensive Plan from 2003.

This major effort involved a sustained focus on reaching out to the public to update the Town's vision for what Gray could be in the future, to identify the priorities, challenges and opportunities Gray could be facing over the next 10-15 years, and to articulate the closely held values of the people who live and work in Gray.

Thank you to all who participated in this process, through attendance at meetings, emailing comments, completing surveys, or watching a video or liking a post on Facebook.



# A Special Thanks Goes to...

## *The members of the Comprehensive Plan Steering Committee*

These residents were appointed by the Town Council to guide the public participation and plan drafting for this major community undertaking.

### **Comprehensive Plan Steering Committee:**

Lacy Antonson	Alicia Peters-Torrey
Natalie Blake	Valerie Rasza
Cole Chandler	Joel Robertson
Krista Chappell, Chair	Karl Schatz
Jennifer Dulude	Justin Tennant
Robert Egan, Jr.	Heather Tiffany
Kyle Exchange	

### **Thanks also to the town staff who supported the work of this group throughout the planning process:**

Deb Cabana, Town Manager  
Doug Webster, AICP, Director of Community Development  
Kathy Tombarelli, Planner  
Suzanna Gallant, Assistant to the Town Manager  
Jolie Fahey, Communication & Information Specialist  
Grant Guiliano, Audio/Video Support

### **The consulting team:**

North Star Planning: project management, meeting facilitation, and plan drafting  
Ben Smith, AICP, Principal Planner  
Sarah DelGizzo, Planner  
Greater Portland Council of Governments for Inventory Plan drafting  
Kenneally and Company for project update videos  
Portland Design Co for final document layout and design

# Introduction

## *What is a Comprehensive Plan?*

A Comprehensive Plan is a planning document intended to be a guide for communities when making policy and land use decisions over a 10 to 15 year period. The comprehensive planning process is an opportunity for communities to come together, take inventory of current trends and data at that moment in time, and look ahead at the challenges and opportunities facing the community. It is a chance to unite over a common vision of the future, while prioritizing common values determined by public input. After taking inventory of current trends and data, a public process is conducted to create a vision statement and values that will ultimately guide the recommendations of the Plan. The public process will also help to guide the development of a Future Land Use Plan which will determine where the town directs or discourages future growth and development.

The process of comprehensive planning is often the start of further conversations in the community around issues related to preservation of open spaces and rural character, economic development, housing options, how to serve the community's youngest and oldest residents, and other big topics. The Comprehensive Plan can help inform of those discussions and very often the Comprehensive Plan will include recommendations for further planning and policy work.

## *Why is it important?*

The Comprehensive Plan is an important planning document because it guides policy decisions, zoning decisions, and municipal investments. The Comprehensive Plan consists of inventory chapters covering topics such as the economy, transportation, recreation, housing, and population. The inventory chapters provide a detailed overview of each topic which is important for long range planning decisions. Each chapter includes associated goals, strategies, and policies that will dictate how the Plan is implemented. The inventory process is a critical foundation that sets the stage for a public process that will ultimately craft the community's vision for the future and identify important shared values, as well as form the future land use section of this Plan. Taking inventory of our Town, as it stands today, allows for our community to be realistic about planning for the future. Being able to reflect on how and where Gray has developed in the past will help determine the course to take in the future.

Lastly, a Comprehensive Plan, approved as consistent by the State makes municipalities eligible for State grants and loans, and allows municipalities to legally impose a zoning and shoreland zoning ordinance.



## Prior planning efforts

### Comprehensive Plan (2003)

The plan was prepared by the Comprehensive Plan Committee, a 22 member panel of town residents. The 2003 Comprehensive Plan vision statement reads;

*“Gray continues to be a community at the crossroads of its future. It achieves its goals in a manner that brings the community closer to each other even though its growth may portend becoming larger. With carefully planned and implemented strategies, the community achieves its success assuring that the environmental assets are not sacrificed for short term economic gains; that its roads, facilities, regulatory processes and programs are provided in a manner that meets the needs of all its citizens; that the Town of Gray becomes the community where people desire to live, learn, work and play.”*

### Village Master Plan (2006)

Gray’s Village is located at the intersection of six major roadways and has seen increasing traffic volumes over the years. The Village Master Plan was developed by Greater

Portland Council of Governments and guided by a Village Master Plan Advisory Committee, appointed by the Town Council. After conducting a public process that included public forums and stakeholder outreach, the Committee developed an action plan aligned with the Main Street America principles of downtown revitalization; organization, promotion, design, and economic.

**Organization:** Sustain leadership and momentum focused on public and private investment.

**Promotion:** Position the Village as an essential gateway to Western Maine and the Sebago Lakes Region.

**Design:** Reclaim the Village as a lively hub for residents, visitors, workers, and shoppers who can safely get around by foot, bicycle, and vehicle.

**Economic:** Re-establish the Village as the marketplace in the region for commerce and creativity.

The Village Master Plan discussed the impact that the Gray Connector (Route 26A), constructed in 2007, would have on the future of the downtown.

### **Project Canopy Plan for Gray Village (2009)**

This technical report contains recommendations related to the start of a street tree program. This effort included an inventory of trees in and near the public right of way for five of the roads radiating out of the Village, including Shaker Road, Lewiston Road, Yarmouth Road and Portland Road. Recommendations included diversifying the species of trees in the Village, maintenance recommendations for a number of specific trees, and strategies to build a program with administrative and financial considerations.

### **Monument Square Master Plan & Progress Report (2011, 2013)**

The Monument Square Master Plan Report purpose was to develop a future vision for Monument Square in the Village which would stimulate private investment and redevelopment in keeping with the historic village character. The plan was to build upon prior planning efforts directed at the Village, including the Village Master Plan.

### **Sustain Southern Maine Center of Opportunity – Gray Village (2013)**

A regional planning effort led by Greater Portland Council of Governments looked at several locations within York and Cumberland Counties “that are—or can be—highly competitive for the next generation of jobs and housing in Southern Maine. They are well positioned to tap into the market’s desires for safe, livable, and walkable neighborhoods, with choices of housing and transportation.” The efforts in Gray, specifically were meant to build on the planning for Monument Square and Hancock Blocks.

### **Route 26 Corridor Study (2014)**

The Route 26 Corridor Study was a joint effort by MaineDOT and the Town of Gray to ensure future land development in Gray and the regional functionality of Route 26/Shaker Road are compatible. The purpose of the study was to accomplish two primary goals; develop a highway improvement plan that maintains or improves the safety and mobility function of the intersections and road segments within the study area and; coordinate with the Town’s land development planning for the study area with the functional needs of State Route 26/Shaker Road to allow for appropriate rezoning. The study looked at Route 26/Shaker Road from the southerly intersection of State Route 26/26A about 1.3 miles north to the intersection of State Route 26/Shaker Road and Weymouth Road.

### **Gray Bicycle-Pedestrian Plan (2018)**

The 2018 Gray Bicycle-Pedestrian Plan was updated through discussions of the Bike-Ped Committee, input from town staff and residents, and through a community survey. The purpose of this plan was to help guide priorities related to expanding access to biking and walking in Gray. In addition to recommending funding options, the plan identifies priority policies, signage, and infrastructure improvements.

# Top Priorities

These three Top Priorities represent groups of individual policies and strategies found in the Appendix to this planning document. Some of these ideas are carried forward from requirements of the state Growth Management Act. For the most part, though, these Top Priorities are themes that have come up again and again through the public participation process and as part of prior planning efforts.

These Top Priorities are not presented in here by priority. These are the three priority subject areas for which there is broad community agreement. These topics should help guide Town Council and staff work plans for the next 3-5 years and beyond as the Town works toward long-term goals.

- **Focus on moving people safely through Gray and getting around town via walking, biking, car, or public transportation**
- **Protect Gray's rural character and natural resources**
- **Invest in the Village and community programs**

## *Focus on moving people safely through Gray and getting around town via walking, biking, car, or public transportation*

Gray residents value the Town's location in the region and access to major job markets, the coast, and the lakes and mountains. Gray is a major crossroads community in southern Maine, with a lot of traffic originating from other communities. Residents view traffic issues as a threat to the quality of life in Gray, especially at key intersections in the Village, at Dry Mills and at the intersection of Libby Hill Road and Route 26/Shaker Road.

In addition to advocating for improvements with MaineDOT and the Turnpike Authority, Gray should plan transportation projects that accommodate all modes of travel. Building out sidewalk connections between important community destinations will make walking a safer, more attractive option for community residents of all ages. Constructing wider road shoulders on busy roads in the less built up parts of town will encourage walking and bicycle riding for recreation, commuting, and daily activities like shopping or accessing recreation destinations.

### **Goals:**

- To address current transportation infrastructure needs to manage traffic and ensure safety of residents and visitors.
- To plan for, finance and develop an efficient system of public facilities and services, including transportation networks and public infrastructure, to accommodate anticipated growth and economic development.

### **Objectives:**

- To meet the diverse transportation needs of residents (including children, the elderly and disabled) and through-travelers by providing a safe, efficient, and adequate transportation network for all types of users (motor vehicles, pedestrians, bicyclists).
- To promote fiscal prudence by maximizing the efficiency of the state or state-aid highway network.
- Address increased traffic congestion on major roadways throughout Town to increase ease of mobility and safety.
- Encourage infrastructure necessary to support renewable energy transportation options.
- Ensure safe mobility for vehicles, bicycles, and pedestrians traveling through and within the Village.

Action Items:	Timeframe:	Responsible Party:
Initiate or actively participate in regional and state transportation efforts.	Ongoing	Town staff & Council
Explore opportunities to expand existing public transportation services from nearby areas to connect seniors and other residents with nearby destinations, such as Windham, Lewiston/Auburn, and Portland.	Ongoing	Town staff
Work collaboratively with MaineDOT to proactively address transportation challenges through their workplan, such as the 2021 project at the intersection of Route 26/Shaker Road with North Raymond Road.	Ongoing	Town staff
Implement the recently adopted Complete Streets Policy that requires all transportation projects to consider the needs of all users, This would require state and local officials and planners to consider the existing and future land use context of each project and take into consideration people who use the system to walk or bike.	Short-term, 1-2 years	Town staff
Rework the two signalized intersections in the Village to create better traffic flow during peak volume times.	Short-term, 1-2 years	Town Council, Public Works
Complete a traffic study at high-volume intersections including: - Shaker Road/Route 26 and Libby Hill Road - Center Road intersection with Route 202 - All intersections in the Village center	Short-term, 1-2 years	Town staff & Council
Work collaboratively with the Maine Turnpike Authority and the Maine Department of Transportation to address toll diversion through Gray Village.	Short-term, 1-2 years	Town staff & Council
Create or improve existing sidewalk connections for; - Both sides of each main road in the Village - Along Shaker Road between the Village and the school campus on Libby Hill Road	Med-term, 3-5 years	Public Works
Use traffic calming strategies to slow traffic traveling through the Village, allowing for local businesses to capitalize on the people driving through town.	Long-term, 3-6 years	Town Council, Public Works
Create and maintain additional off-street trail networks: - Expand Libby Hill Trail network - Off-street connections - Dry Mills and the Village - Local trails around and through the Village - Explore opportunities for regional trail connections	Long-term, 5+ years	Town Council, Open Space Committee, Planning Department, Private Partnerships

## *Protect Gray's rural character and natural resources*

Gray residents value the trails at Libby Hill and water bodies such as Little Sebago Lake, Crystal Lake, and Forest Lake for their environmental benefits and community benefits. Critical rural areas and water resources, including surface waters and aquifer recharge areas, should be protected from the impacts of development. While there are numerous tools to achieve levels of protection, Gray can start by reviewing property tax incentives to ensure property owners who would like their land to be maintained as open space or farmland, in perpetuity, can afford to do so. Gray should also consider developing an Open Space and Recreation Plan that will identify key priorities for preservation and needs for recreational facilities so that the town can meet current and future demand.

### **Goals:**

- To encourage orderly growth and development in appropriate areas in Town while protecting the State's rural character, making efficient use of public services and infrastructure, and preventing development sprawl.
- To protect the quality and manage the quantity of the State's water resources, including lakes, aquifers, great ponds, estuaries, rivers, and coastal areas.
- To protect the State's other critical natural resources, including without limitation, wetlands, wildlife and fisheries habitat, shorelands, scenic vistas, and unique natural areas.

- To promote and protect the availability of outdoor recreation opportunities for all Maine citizens, including access to surface waters.
- To safeguard the State's agricultural and forest resources from development which threatens those resources.

### **Objectives:**

- To Protect critical rural and critical waterfront areas from the impacts of development.
- To protect current and potential drinking water sources.
- Preserve open spaces, forests, and agricultural lands important to the residents of Gray.
- To conserve critical natural resources in the community.
- To coordinate with neighboring communities and regional and state agencies to protect shared critical natural resources.
- To seek to achieve or continue to maintain at least one major point of public access to major water bodies for boating, fishing, and swimming, and work with nearby property owners to address concerns.
- To create achievable development regulations for aquifer recharge areas and well-head protection areas
- To support farming and forestry and encourage their economic viability.

Action Items:	Timeframe:	Responsible Party:
Initiate and/or participate in interlocal and/or regional planning, management, and/or regulatory efforts around shared critical and important natural resources.	Ongoing	Town staff & Council
Work with public and private partners to extend and maintain a network of trails for motorized and non-motorized uses. Connect with regional trail systems where possible.	Ongoing	Town staff & Council
Encourage owners of productive farm and forest land to enroll in the current use taxation programs.	Ongoing	Town staff
Educate property owners around water resources in Town on shoreland zoning regulations and water quality protection.	Ongoing	Town staff
<p>Using the descriptions in the Future Land Use Plan narrative, maintain, enact or amend local ordinances as appropriate to:</p> <ul style="list-style-type: none"> <li>- Clearly define the desired scale, intensity, and location of future development</li> <li>- Establish or maintain fair and efficient permitting procedures, and explore streamlining permitting procedures in growth areas</li> <li>- Clearly define protective measures for critical natural resources and, where applicable, important natural resources</li> </ul>	Short-term, 1-2 years	Planning Department
Create development restrictions through zoning amendments to enhance existing protections of well-head and aquifer recharge areas, including the limitation of commercial development in those areas with a potential for soil and water contamination or water depletion.	Short-term, 1-2 years	Planning Department
Review property tax incentives and other fiscal tools to ensure that property owners who would like their land to be maintained as open space or farmland in perpetuity can afford to do so.	Short-term, 1-2 years	Town Staff
Update zoning for critical natural resources as Critical Natural Resource Areas in the Future Land Use Plan.	Short-term, 1-2 years	Planning Department
Provide educational materials regarding the benefits and protections for landowners allowing public recreational access on their property. At a minimum this will include information on Maine's Landowner Liability Law regarding recreational or harvesting use, Title 14, M.R.S.A. §159-A.	Short-term, 1-2 years	Town Staff

**Action Items:**

**Timeframe: Responsible Party:**

Develop an Open Space and Recreation plan that will identify priorities for preservation and needs to recreational facilities to meet current and future demand.

Med-term,  
3-5 years

Open Space  
Committee

Work with an existing local land trust or other conservation organizations to pursue opportunities to protect important open space or recreational land.

Med-term,  
3-5 years

Open Space  
Committee



## *Invest in the Village and community programs*

When asked why people love living in Gray, residents mentioned various reasons ranging from the Town's location, specific municipal services like the transfer station and the library, and also mentioned the community and events such as the Blueberry Festival. The community character of the town has been highlighted as one of the top reasons people love living in Gray and as one of the main attractions to new residents moving into town. The community is strengthened through events and programs such as those offered by the Parks and Recreation Department, the American Legion Memorial Day Parade, and local clubs that organize 5K races. MSAD 15 schools create community as well, not only through academics, but music, sports, and other events that bring people together. The Town should continue investing in and supporting events and programs that build community connections.

While the overall sense of community is one reason people love living in Gray, the Village itself has been highlighted as a major asset in town, which is sometimes overlooked and under-utilized. The Village has much of the historic street network and several historic buildings that would make it possible to recreate pedestrian-scale streetscapes. By investing in public infrastructure, which includes utilities, streetscapes and public spaces, creating design standards that enhance and reinforce Village character, and creating

local incentives, the town can promote a business friendly environment that will attract unique, local business. Local businesses in the Village could capitalize on slower moving traffic and more foot traffic. Improvements to the Village will create a sense of place in the center of town where community members can gather for coffee or lunch, or larger town-wide events.

### **Goals:**

- To Strengthen community connections through Town-wide events and Parks and Recreation facilities and programs.
- Promote an economic climate that increases job opportunities and overall economic well-being.

### **Objectives:**

- To support the type of economic development activity the community desires, reflecting the community's role in the region.
- To create programs and provide services for seniors who would like to stay in the community while aging.
- Promote a business friendly environment that will encourage local, unique business to be attracted to Gray.
- To support the level of financial commitment necessary to provide needed infrastructure in growth areas.

Action Items:	Timeframe:	Responsible Party:
Explore grants and other innovative funding streams to fund economic development, including facilities, infrastructure, and small business development.	Ongoing	Town staff
Prioritize municipal investment in the Village.	Ongoing	Town staff & Council
Encourage town-wide events and festivals, like Gingerbread House Making, Trunk or Treat, and the Blueberry Festival, year-round.	Ongoing	Town staff & Committees
Share resources and create local incentives to encourage economic development in the Village.	Ongoing	Town staff & Council
Prepare for investment opportunities that arise with regional agencies working in Gray such as, the upcoming Department of Transportation stormwater project.	Ongoing	Town staff & Council
Encourage local sewer and water districts to coordinate planned service extension with the Future Land Use Plan.	Ongoing	Public Works
Create a designated funding stream to promote programs identified as key priorities of the community and enhance physical facilities.	Short-term, 1-2 years	Town staff & Council
Create a Village downtown plan, the scope of which could include a market analysis, streetscape and design guideline recommendations, and traffic analysis with suggested roadway improvements.	Short-term, 1-2 years	Town staff & Council
Assign responsibility and provide financial support for economic development activities to the proper entity (e.g., a local economic development committee, a local representative to a regional economic development organization, the community's economic development director, a regional economic development initiative, or other).	Short-term, 1-2 years	Town staff & Council
Ensure the recreation department has adequate resources to service the expanding demand of the community, specifically for child-care programs.	Short-term, 1-2 years	Town Council
Work with the Gray Lifelong Living Committee to determine the current needs of seniors in Town and prioritize the most critical.	Short-term, 1-2 years	Town Council

Action Items:	Timeframe:	Responsible Party:
Enact or amend local ordinances to reflect the desired scale, design, intensity, and location of future economic development.	Short-term, 1-2 years	Planning Department
Create Design Standards for new construction and rehabs within the Village Growth District.	Short-term, 1-2 years	Planning Board
Adopt zoning amendments that allow for higher density growth in the growth areas of Town, as shown in the Future Land Use Plan and narrative.	Short-term, 1-2 years	Planning Department
Conduct a needs assessment and capital plan for both the acquisition and development of new high priority facilities and to maintain and maximize existing facilities to better serve the community.	Med-term 3-5 years	Town staff & Council
Create and enhance walking and bicycle connections from the Village to other destinations in Gray, like the schools, local trails, and the library.	Med-term 3-5 years	Public Works
Develop a new traffic pattern that allows easier and safe mobility through the village.	Med-term 3-5 years	Town Council
To establish efficient permitting procedures, especially in Growth Areas.	Med-term 3-5 years	Planning Department
Encourage business development in the Village and Business Park growth areas to diversify tax base.	Med-term 3-5 years	Town Council
Establish a space near the Village for a farmers market to support local farmers and producers.	Med-term 3-5 years	Town Council
Consider the construction of a Community Center that would be home to programs for youth and seniors. Work to preserve social networks for senior as they stay in the community.	Long-term, 5+ years	Town Council
Develop the public infrastructure within the Village including a small Village-scaled wastewater treatment system and high-speed internet, to create a viable environment for new businesses.	Long-term, 5+ years	Town Staff , Town Council, & Public Works

A scenic view of a park with a pond, trees, and picnic tables. The background shows a large green tree, a pond with a house in the distance, and a picnic table in the foreground. The scene is bright and sunny.

## Values & Vision

### *Core Values*

Through the visioning process, several key values surfaced again and again. These values are central to what it means to live and work in Gray. No matter how Gray grows or changes in the future, these values should be considered high priorities to maintain and build on.

**People value Gray’s proximity and access to the Portland and Lewiston/Auburn job markets, the coast, and the lakes and mountains.**

People rely on the major roadways and the Turnpike to get from homes in Gray to regional jobs and recreational opportunities. The physical proximity to these regional assets is enhanced by the accessibility of good transportation connections. Throughout the public process, Gray’s location was highlighted as a major reason community members love Gray and is a top reason young families are attracted to Gray.

**Gray has a great small town feel.**

One aspect of small town feel is the social connections and sense of community provided by town-wide events like the Blueberry Festival, living in great neighborhoods, or through membership in active groups associated with schools, sports, places of worship, or recreation department programming. Gray’s small town feel has attracted many new residents and has continued to be a valuable asset to long-time residents.

**Protection of Gray’s open space and natural resources, including water quality, is important to residents.**

Another aspect of small town feel is represented by the open spaces, working lands, and large areas of undeveloped land. These characteristics contribute to the rural character that people enjoy in large sections of town when walking or driving along rural roads, accessing the water, or using publicly accessible trails.

**Gray’s public asset with the most upside is the Village.**

Gray’s village is an asset that is sometimes overlooked. The fact that Gray has an intact downtown area that is both the commercial and municipal center of the community is a tremendous asset. Future investments should be made in the Village including infrastructure upgrades and streetscape improvements to encourage economic activity and revitalize the Village. Residents cited many specific local businesses, restaurants, and services available in the Village area as valuable parts of community life.

**People value the cost effective delivery of municipal services.**

No one enjoys paying taxes, but Gray residents value the services received for their tax dollar. The Library and the Transfer Station in particular have high levels of citizen satisfaction, and are considered community hubs where you can regularly run into your neighbors and friends. Residents recognize the great work of the Recreation Department, snow removal services by Public Works, and the quality of Gray’s schools. Residents are aware of the value of these services and continue to appreciate all that is provided at an affordable tax rate.

## *Vision Statement for Gray*

Gray is a proud and positive community. Gray capitalizes on its small town feel as it preserves its important undeveloped spaces and focuses on improvements in the Village that create a place people enjoy and want to spend time. Gray is a great place to do business, as it attracts visitors from far and wide each year to the Maine Wildlife Park and those passing through to get to the mountains and lakes region. Gray continues to support and encourage small, local businesses.

Village improvements include design requirements for new and redeveloped buildings, enhanced streetscapes and public space upgrades including a playground, and improvements to infrastructure that support commerce and job growth. New homes and residential development within walking distance of the Village support new

businesses and dining options enjoyed by the whole community. These new options also serve to attract regional customers.

Growth outside built up parts of town is slower and smaller scale. New development in quieter, rural parts of Gray is managed to minimize impacts on natural resources and to preserve the existing character of these places.

The ability to move around and through town is enhanced by a sustained program of improvements designed to ease traffic at key intersections in the community. Investments in sidewalks and other road improvements, especially in the in the Village and school areas, make walking and biking safe and attractive options for fun, exercise, and day-to-day activities.

# A Tour through Gray in 2035

Although it is impossible to predict the future with complete accuracy, there are several key trends that we have used to make some key assumptions.

- According to State projections, it is likely that Gray will continue to grow and see increase residential and commercial development in the coming years. More and more families and young professionals have and will continue to identify Gray as a great place to live based on the convenient location, sense of community, and small-town rural character. Depending on the level of new growth, there could be impacts on current town services and facilities.
- This growth will also require the development of new homes and housing options within areas of Gray capable of supporting residential growth.
- Growth within the town, in surrounding towns, and towns further away that are connected to the transportation network and Maine Turnpike in Gray will lead to increasing traffic volumes on Gray's main roads.

Gray will change in the future based on these trends. Some parts of town will see substantial levels of change in the coming decades and others will change more slowly. With good planning, and with continued focus on implementing and updating plans, Gray can shape this growth and change to help make sure that parts of town that could benefit from increased investment, energy and activity see the change they need, and the quiet rural and scenic places residents value remain relatively unchanged in the future.

Imagine that you have a friend, who has to move away from Gray this year, but after a long absence, they are able to return in 2035, and they ask you to take them on a tour of town to see what they have missed and what they still remember. Think about where you would take them and what you would show them.

The Village is a destination rather than a place to hustle through. There is still plenty of traffic passing through, but the pace is slower and it feels safe. The Village is quaint, with street trees and flowers and has attracted unique small businesses offering a variety of novel shopping experiences and sit-down eateries. The town has made significant investments in the Village including sidewalk and intersection improvements and in other infrastructure like a small public sewer system and broadband internet infrastructure. There are convenient places to park in the Village for quick errands or to stop and grab a coffee. A significant number of new homes and residential developments within the Village and a short distance away allow residents walkable access to enjoy the best of the Village without contributing to traffic issues.

Heading north from the Village, Route 26/Shaker Road has filled in with diverse commercial development, bringing manufacturing and professional jobs to the community, while maintaining the Village-type streetscapes. Pedestrian networks connect the commercial and shopping opportunities to well-planned senior housing



development and recreation spaces. The area from Libby Hill through Dry Mills has seen some new development but less than just south of the Libby Hill Road intersection and much less than Gray Village. The Libby Hill trail system behind the schools has been expanded to adjacent permanently protected properties. As you enter Dry Mills there has been some commercial development around the intersection but once north of the intersection, residential development has mostly remained the same. The town has focused on preserving water quality of Crystal Lake and many people continue to enjoy Wilkies Beach.

Aside from the Village center, residential growth has been focused in the adjoining lands around Route 115/Yarmouth Road and Route 100/Portland Road. Attractive developments in these places are within easy walking distance of the Village and provide commuters easy access to the Turnpike.

The number of homes in rural areas has only grown slightly. Areas a short distance from major byways have a preserved rural feel, with open space, preserved natural resources, and thriving agricultural endeavors providing unique shopping and experiential opportunities for the community. Rural areas are further preserved through maintaining low residential densities and design standards for subdivisions, duplex and multi-unit development and incentivized farmland utilization.

Large parcels of land between Little Sebago Lake and Shaker Road have been preserved along with land in East Gray along the Royal River and Collyer Brook. These areas are remarkable for how little they have changed over the years. Hiking and skiing trail networks have been developed within these large blocks of unfragmented wildlife habitat.



# Future Land Use Plan

## *What is a Future Land Use Plan?*

The Future Land Use Plan shows where the community wants to encourage future growth and change and places that should be protected from growth and change. The Future Land Use Plan is the culmination of numerous conversations, workshops, and additional input from community members and the Comprehensive Plan Steering Committee.

Throughout this process there have been conversations centered on how Gray has grown and changed since the last update to the Comprehensive Plan in 2003. Some parts of town have changed faster than others and some parts of Gray look just like they did 20 or more years ago. As noted above, Gray will likely continue to see steady residential growth over the next 10 years.

## *Why is it important?*

The Future Land Use Plan is a graphical extension of the Town's Vision Statement and the more specific section by section descriptions of Gray's future described in the Tour through Gray in 2035 section above. The Future Land Use Plan is a tool policy makers and town staff can use to create and update rules for future development and guide future public investments to help make that Vision a reality.

## *What does the Future Land Use Map show?*

By state statute, the Future Land Use Maps shows three basic types of places. Within the three types, defined by the State, there is flexibility for detail and differentiation to make unique areas that fit the needs of Gray.

### **Growth Areas**

These places in Gray that are "suitable for orderly residential, commercial or industrial development" and where "most development projected over 10 years is directed." These are the places where new development is incentivized or encouraged. These are the places where change will happen more rapidly and be more obvious to residents and visitors in the future.

### **Rural Areas**

These places are "deserving of some level of regulatory protection from unrestricted development" and are the places "away from which most development projects over 10 years is diverted." Growth should be limited or discouraged in these parts of Gray in order to protect rural character, landscape functions, and rural economy. These are the places in town where change is anticipated to take place more slowly, and the places which will look very similar to the way they look today 10 years from now.

### **Critical Rural Areas**

These places are “specifically identifies and designated by a municipality’s comprehensive plan as deserving the maximum protection from development to preserve natural resources and related economic activities that may include, but are not limited to, significant farmland, forest land or mineral resources; high-value wildlife or fisheries habitat; scenic areas; public water supplies; scarce or especially vulnerable natural resources; and open lands functionally necessary to support a vibrant rural economy” These places must “receive priority consideration for proactive strategies designed to enhance rural industries, manage wildlife and fisheries habitat and preserve sensitive natural areas.

### **Transition Areas**

These places are “suitable for a share of projected residential, commercial, or industrial development but that is neither intended to accept the amount or density of development appropriate for a growth area nor intended to provide the level of protection for rural resources afforded in a rural area or critical rural area.” These are the places in Gray that will see some amount of new growth and change but not as significant as a growth area. Farms in transition areas should continue to be valued in these areas.

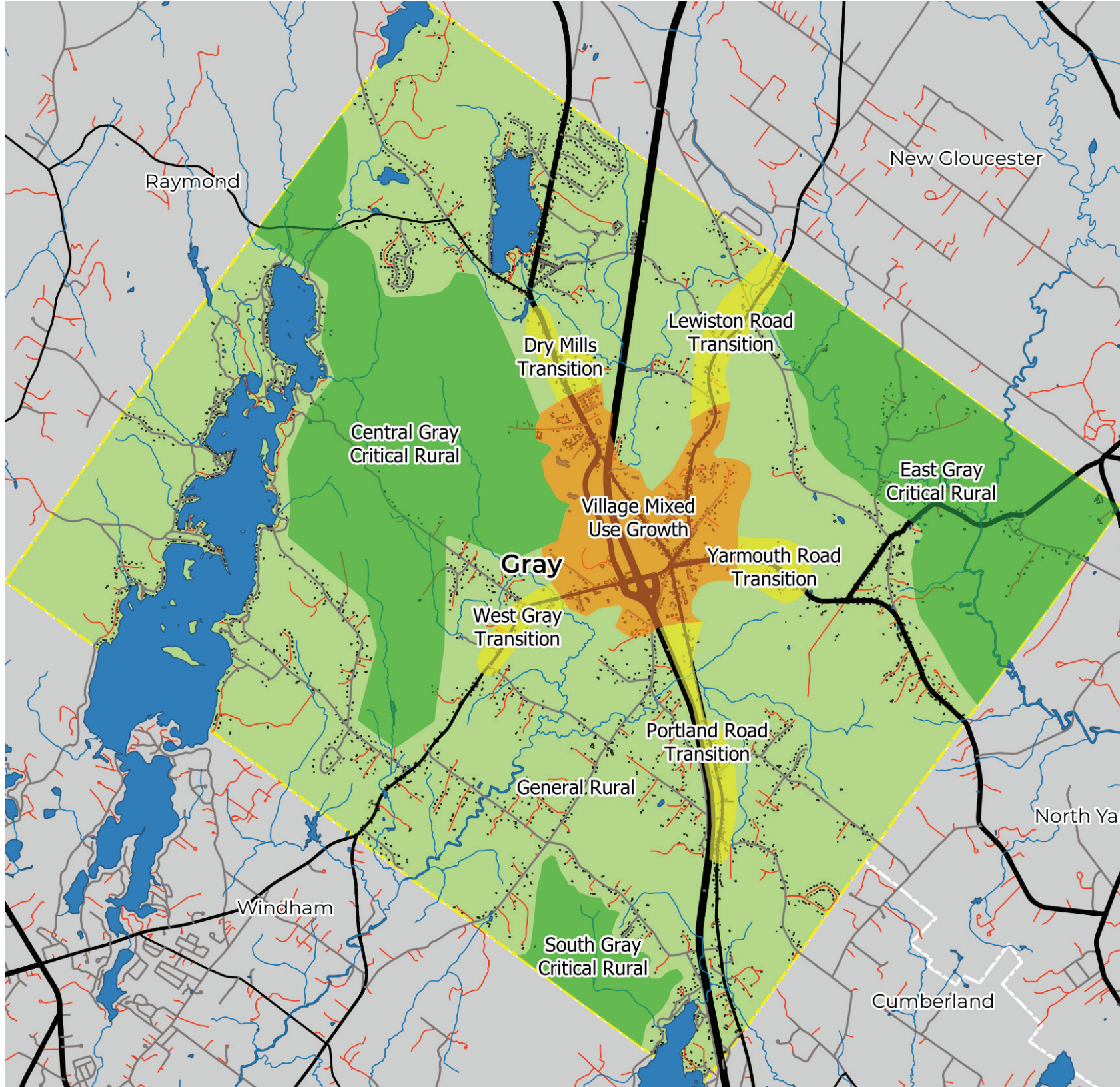
### **Village Core Growth Area**

The Village Core Growth Area encompasses the Village and the surrounding area. The Village Core is centered on the intersection of Route 26/Shaker Road, Route 202/Lewiston Road, Route 115/Yarmouth Road, and Route 100/Portland Road. Note also that this growth area extends north on Route 202/Lewiston Road to just before the intersection

of Legrow Road and north on Route 26/Shaker Road just past the intersection at Libby Hill Road. It extends west on Route 202/Lewiston Road past the intersection of Liberty Avenue and north to include the Northbrook Business Park and McConkey Road. The zone extends south on Center Road just past the Maine Turnpike and to Turnpike Acres on Route 100/Portland Road. This area extends from the Village out Route 115/Yarmouth Road to around Hillcrest Drive.

Members of the community have expressed a desire for unique businesses in the Village and walkable, human-scale spaces. The focus should be on accommodating and providing places for a diversity of small, local businesses and services. Most of the growth within the traditional area of the Village would be infill development, increasing the number of homes and businesses located within the Village area. This type of growth would both expand the options and activities for residents and other consumers as well as increase the number of customers in close proximity to businesses and services. New mixed-use and commercial developments should be permitted to include restaurants, service businesses, and higher density residential developments.

Development west of the Turnpike will look different from that in the Village Core. The Northbrook Business Park is included in the growth area and this is a key location for establishment larger commercial and manufacturing development to continue in Gray.



The portions of this growth area north and east of the traditional Village area along Yarmouth Road, Route 202/ Lewiston Road, and Route 26/Shaker Road might also include mixed-use development but would be characterized by more emphasis on residential development, somewhat lower densities, and smaller buildings than Gray Village.

Infrastructure to safely walk and bike will be installed and improved throughout the Village Core Growth Area. This includes sidewalks, adequate road shoulders and potentially off-street multi-use paths or trails. It also includes adequate lighting, benches, and enhanced streetscaping to make walking and biking more accessible and inviting.

### **Dry Mills Transition Area**

This is the area along Route 26/Shaker Road from the intersection of North Raymond Road south to the area just north of the intersection at Libby Hill Road. This section of roadway has a mix of residential and commercial uses. This section of Route 26/Shaker Road is the busiest section of roadway in town, outside of the Maine Turnpike.

New development in this area should minimize its impact on traffic, so that any larger development projects minimize new entrances on Route 26/Shaker Road or be coordinated with existing streets or utilize signalized intersections at Libby Hill Road or North Raymond Road.

### **Portland Road Transition and Lewiston Road Transition Areas**

The Portland Road Transition Area is centered on Route 100/ Portland Road from Turnpike Acres to just south of Whitney Road. The Lewiston Road Transition Area begins just south of Legrow Road and extends up Route 202/Lewiston Road to the Town line. A low level of development consistent with existing uses is appropriate in the next 10 years, including agriculture and low-density residential and commercial development such as automobile repair, garden centers, retail, light industrial, and other similar establishments.

### **West Gray Transition Area**

This small transition area is located along Route 202/ Lewiston Road between Liberty Avenue and Totten Road. This area will likely see a some small scale commercial uses but will see more smaller scale residential development.

### **Yarmouth Road Transition Area**

This transition area will be primarily residential transition area between the more Village scale development of the Village Mixed Growth Area and the rural uses in the General Rural area. It is centered around Route 115/Yarmouth Road from about Hillcrest Drive to about Partridge Lane. Future street development and street connections should be encouraged here to promote suburban-style neighborhood development and to keep new development from being one-lot deep along the main road. Duplex development and small multifamily development is appropriate here.

### **General Rural**

The majority of Gray's land area has been mapped as Rural Area. Low density residential development and well-sited and designed subdivision development is appropriate in these areas. Such development must be regulated to respect the existing rural character of these quieter parts of town and must be regulated to respect infrastructure constraints. Duplex development should only be allowed to the extent new buildings blend with the rural character of these areas. Gray should also think about how to protect and encourage its rural land uses and economy in these places. In addition, permanent protection of larger parcels of land these are the areas to preserve rural character and provide recreational opportunities is appropriate here.

### **Critical Rural Area**

Three Critical Rural Areas have been designated in East Gray, Central Gray, and South Gray. These areas are characterized by large blocks of unbroken habitat, both within Gray and the abutting towns of Raymond, Windham, New Gloucester and North Yarmouth. They are deserving of the town's strongest protections from new development. New single

family residential development should be very limited within Critical Rural areas, and efforts to permanently protect open space, working forests and farms should be focused on these areas. Rural uses, including agriculture, timber harvesting, sawmills and other resource dependent uses should continue to be permitted.

The Central Gray Critical Rural area is the single largest block of unfragmented habitat in town. Much of this area is at the head of the Pleasant River watershed, which is the largest tributary to the Presumpscot River. A significant portion of that area consists of mapped deer wintering area and wetlands. The East Gray Critical Rural area is characterized by steep topography and wetlands associated with the Royal River and Collyer Brook. There are several large parcels of the permanently protected Pineland Public Reserve Land here with trails and river access. The South Gray Critical Rural area is within the small Forest Lake Watershed and when considered in relation to a large contiguous roadless area in Windham, is an important part of regional wildlife habitat.

# Implementation and Performance Measurement

## *Implementation of this Plan*

Successful plans are the ones that lead to positive community action. This Comprehensive Plan is a document the Town Council, other town volunteers, and town staff can lean on when making decisions about public investments, prioritizing work plans, and informing the work of outside agencies and partners, like the MaineDOT, the Maine Turnpike Authority, regional land trust organizations, Cumberland County Soil & Water Conservation District, and many others.

The Comprehensive Plan Steering Committee recommends a municipal committee be given responsibility for coordinating the implementation of the Comprehensive Plan among responsible parties and to coordinate other town planning efforts with the Comprehensive Plan. This could happen through a change in the Planning Board's charge, so that the Board would be responsible for long-range planning activities in addition to development review and ordinance recommendations to the Council. Alternatively, the Town Council may wish to create a new committee focused solely on long-range planning, implementation of the Comprehensive Plan and communicating progress plan implementation to the Council and community.

[the highest priority Goals/Policies/Strategies have been assigned responsible parties and timeframe in the Top Priorities section and the rest will be assigned as an appendix]

## *Performance Metrics*

Implementation of this plan will happen incrementally over the coming years. The town has control of many implementation items, but only indirect control over other desired outcomes. Some will only be accomplished in coordination with regional partners, local businesses and organizations, and private landowners.

Performance metrics can help the town understand where progress is being made and what areas need more focused attention over time. Together, the performance metrics should provide a well-rounded picture of progress made for each of the Top Priorities. The best performance measures will be based on information that is readily available and easily understood. They can also be measured consistently over time to provide useful comparisons in the future. The performance metrics listed below should be considered suggestions for the implementation group to choose from and add to. Reporting to the Town Council should be done annually.

### **Focus on moving people safely through Gray and getting around town via walking, biking or car**

- Linear feet of sidewalks installed or repaired
- Total number of accidents and MaineDOT designated High Crash Locations
- Total number of bike racks installed
- Linear feet of trails or multi-use paths installed

### **Protect Gray's rural character and natural resources**

- Number of acres of land permanently conserved through acquisition in fee or through conservation easements
- Annual number of new dwelling units constructed in Critical Rural, General Rural, Transition and Growth Areas

### **Invest in the Village and community programs**

- Estimated number of attendees at events like Trunk or Treat, the Blueberry Festival and other community events
- Percentage of capital improvement funds designated for projects in the Village Mixed Use Growth Area (70% target)
- Number of small businesses attracted to the Village area as compared to the number of large commercial development outside of the Village area

## *Future Plan Updates*

This plan should be updated internally by Town staff or an oversight committee in 3-5 years to keep the information in the inventory chapters current and to update priority actions for each of the Top Priorities as progress is made or new opportunities arise.

Such an update should involve opportunities for public input to revisit priorities, but certain elements within this plan such as the Values and Vision Statements are more constant than the technical information in the Inventory Chapters and likely would not need to be revisited for 10 years or so. Because of this, the scale of an interim update within 10-12 year planning cycle outlined in the state's Growth Management Act could be a much more limited update to check in on the recommendations here, as opposed to the major revision this work represents over the prior Plan.



# Summary of Public Process and Community Visioning

A list and brief description of the public participation methods the CPSC used to engage members of the community are listed below. A more complete overview, including input received, follows in the appendix.

The Comprehensive Plan Steering Committee attended the Town's Blueberry Festival at the onset of the public process with the goal of spreading the word about the Comprehensive Plan. The Comprehensive Plan Steering Committee hosted public visioning workshops, conducted two surveys and hosted an Open House focused on future land use in Gray. Complete summaries of the public process are included in an appendix to this plan.

## Blueberry Festival

At the Blueberry Festival in August 2019, the Comprehensive Plan Steering Committee members staffed a booth where community members were able to stop by and discuss the upcoming work that would be completed through the Comprehensive Plan update process. The CPSC asked community members three questions that would help frame future visioning work;

1. What do you love about Gray?
2. What are the opportunities facing Gray?
3. What is your big idea for Gray?



A few of the top responses included; community members love the Wildlife Park, the Library and other municipal services (including the Transfer Station, Gray Recreation Department, Public Works and Fire and Rescue); traffic was the top opportunity facing Gray, although additional responses included the Village, infrastructure and pedestrian improvements; and top big ideas for Gray included a playground and additional recreation facilities, traffic and pedestrian improvements.

### **Online Survey #1**

The Comprehensive Plan Steering Committee, with assistance from Greater Portland Council of Governments, released a public survey open from August through October 2019. The purpose of this survey was to learn community member's perception of the town, how they see Gray in the future, and what people value the most about the town. The survey has specific questions about policy decisions the town should implement and how investments in infrastructure should be made.

### **Department Head Interviews**

The Comprehensive Plan Steering Committee, with assistance from North Star Planning, conducted interviews with Town Department Heads in August 2019. These interviews, in addition to the community workshops, surveys and other outreach assisted the Committee in getting a sense of the major opportunities and challenges facing the town in the future 10 or more years. Department heads were invited to reflect on the following questions:

1. What are the opportunities facing Gray in the next 10 or more years?
2. What are the challenges facing Gray in the next 10 or more years?
3. What are the most unique attributes of Gray or what is Gray's identity?
4. What is your big idea for Gray?

Several themes that emerged across interviews included the Village, traffic, economic development, staffing concerns, potential for curb-side pickup, community involvement and engagement, a community center, and the need to enhance Parks and Recreation programs available.

### **Community Visioning Workshops**

The Comprehensive Plan Steering Committee held two Community Visioning Workshops in October 2019. The purpose of the workshops was to collect input from community members to assist the Committee in crafting a vision statement for the Comprehensive Plan. The agendas and formats for the two workshops were the same. During the workshops Committee members facilitated discussions around the following questions:

1. What are the best things about Gray?
2. What are the things about Gray that should be improved or changed?
3. What's missing from Gray?
4. What are the biggest threats facing Gray?
5. What is Gray's role/image locally and regionally and what do you want it to be in the future?

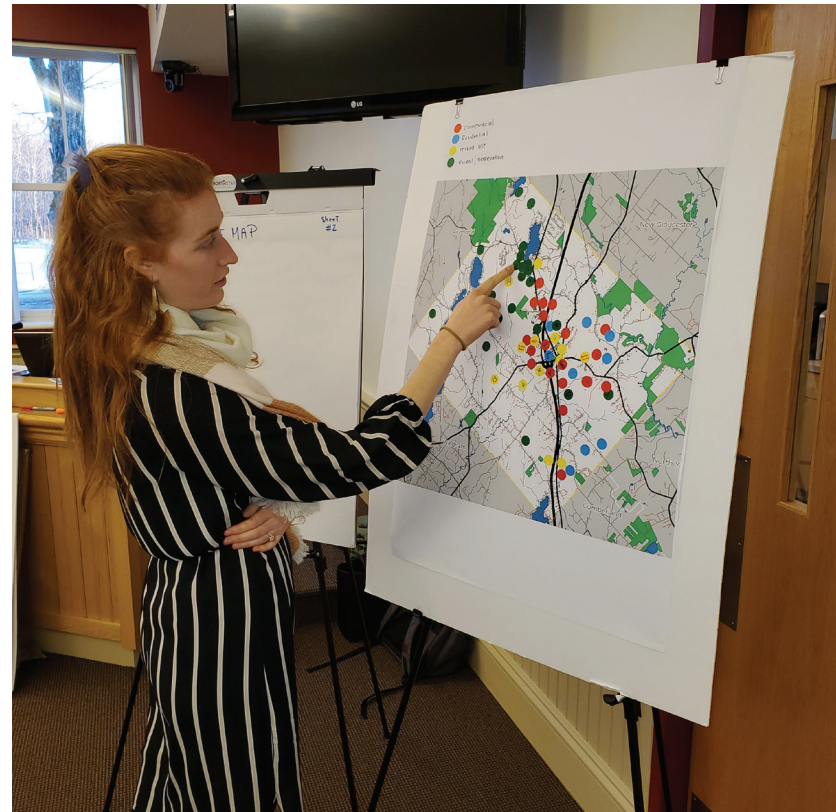
### Online Survey #2

The second survey was meant to capture the community's vision for future land use in Gray. The Comprehensive Plan Steering Committee asked community members what type of development they would support, if any, and where. The survey asked opinions on development in 5 identified zones including; Gray Village, North Gray, South Gray, East Gray, and West Gray. This survey was meant to supplement the conversations from the Future Land Use Open House and Community Visioning workshops.

### Future Land Use Open House

The Comprehensive Plan Steering Committee hosted an Open House in January 2020 to discuss Future Land Use with community members. The purpose of this meeting was to collect community input and engage various stakeholders to aid in crafting a Future Land Use Plan.

The Open House was staffed by members of the Comprehensive Plan Steering Committee and North Star Planning. Community members were invited to stop in throughout the day to provide feedback on drafted future land use scenarios. Participants were also able to provide feedback on what type of development they would like to see and where they would like to see it. Additionally, participants had the option to build their own scenario and create density scenarios in town.



### Comprehensive Plan Email Box

In an effort to be as inclusive as possible, the Comprehensive Plan Steering Committee provided an email address where community members could submit additional input throughout the process. This inbox was checked regularly and any submissions were reviewed by the Committee at their monthly meetings.