

CHARTER

TOWN OF DENMARK

**INCORPORATED 1807
AMENDED JUNE 5, 2009
AMENDED NOVEMBER 2, 2010
AMENDED NOVEMBER 3, 2020**

DENMARK TOWN CHARTER

I. INCORPORATION

The Town of Denmark, Maine is a municipal corporation established by Maine law on February 20, 1807.

The Town of Denmark is an equal opportunity employer. It shall be the policy of the Town to appoint, assign and promote personnel on the basis of merit and fitness, without regard to race, color, religious creed, national origin, gender, ancestry, age, sexual orientation, physical handicap, military status or political or religious opinions or affiliations unless related to a bona fide occupational qualification.

II. TOWN MEETINGS AND ELECTIONS

A. ANNUAL MEETING

The Denmark Annual Town Meeting shall be held on the first Saturday of June. Upon the preceding secular day, the Town Meeting shall commence with the election of a moderator and shall proceed with voting by secret ballot on citizens' petitions, municipal referenda and the election of Town officials and officers, as established by state law. The Moderator, as established under state law, shall re-convene the Town Meeting in open session on the first Saturday of June for the consideration of any remaining articles.

B. SPECIAL TOWN MEETINGS

Special Town Meetings shall be called in accordance with the Maine Revised Statutes Annotated (herein referenced as MRSA).

C. NOTIFICATION OF TOWN MEETINGS and HEARINGS

Public notice of Annual and Special Town Meetings and public hearings shall be posted in one or more of the following locations in accordance with state law: Denmark town website, local newspapers, Denmark Municipal Building, Denmark Post Office, Denmark local store.

D. ELECTIONS

Elections shall be as provided by state law. The following offices shall be elected by secret ballot:

1. Selectmen, Assessors and Overseers of the Poor
2. Planning Board
3. M.S.A.D. #72, Directors and Alternate

E. PETITIONS

Candidates for election to any elective office whose names appear on a written ballot must file nomination papers pursuant to state law. The voters may petition the Selectmen for particular articles in accordance with state law.

III. ELECTED OFFICIALS

A. SELECTMEN, ASSESSORS, OVERSEERS OF THE POOR

1. Terms and Structure

The Board of Selectmen shall be composed of three (3) members, each of whom shall be elected by the registered voters of the Town to serve staggered three (3) year terms. Only registered voters of the Town shall be eligible to hold the office of Selectmen.

New Selectmen shall be elected to fill vacated positions at the annually held June elections. In the event a Selectman cannot serve out his or her term, and more than 120 days remain in that term, a special election shall be held to fill the vacancy and complete the term.

The total annual compensation for the Board, as a whole, shall be determined by warrant article at the Annual Town meeting. The warrant article shall carry the recommendation of the Budget Committee.

The Board must have a quorum of two (2) members to hold a meeting.

At its first meeting following the Annual Town Meeting, the Board shall elect from among its members a chairman to serve for the ensuing year, shall appoint a secretary and determine conduct of meetings and Board procedures.

The Board shall be authorized, by a unanimous vote, on a motion duly made and seconded, to allocate among its members various administrative duties and responsibilities and to apportion among its members the compensation approved for the Board.

Within thirty (30) days newly elected Selectmen shall fulfill all legal requirements regarding Freedom of Access Training. Within ninety (90) days of election the Board and Town Manager shall develop and convene an orientation, which includes review of personnel, positions and their duties, and familiarizing members with offices, manuals (including this Charter), and important Town functions.

2. Selectmen Chairman

The Board Chairman shall have the following duties:

- preside over Board meetings;
- preside over Special and Annual Town Meetings;
- establish a meeting schedule and agenda, and;
- serve as spokesperson for the Board

In the event the chairman is unable to fulfill his or her duties as chairman, resigns as chairman or from his or her position as a Selectman; the Board shall elect a new chairman as soon as practicable.

The Board may remove and replace the chairman by majority vote, which does not affect his or her standing as a Selectman.

3. Powers and Duties

The Board of Selectmen represents the executive branch of the municipal government, of which they are the chief elected officers.¹ The duty of the Selectmen is to execute the will of the townspeople, to manage Town affairs, and to provide leadership and oversight on issues of importance to the Town. The Board shall act as a unit, settling all questions by formal vote in authorized Board meetings. Members must not act individually unless specific authority related to a particular duty has been delegated to them by the Board. A formal minority report may be issued by Board members voting in the minority.

Without limitation, the Selectmen shall have the power to:

- annually appoint Town officers as described in Appointments;
- provide for an annual audit. The Selectmen, Town Manager and Assessor shall meet prior to the annual audit;
- review and make recommendations to the annual budget and submit same at the Annual Town Meeting for approval;
- fill vacancies for elected or appointed positions;
In the case of elected positions, the Selectmen shall have the authority to appoint members to otherwise elected committee positions (excluding Selectmen), in the event of removal, disability, or resignation and in the event no qualified candidate is elected on a secret ballot. Such appointments shall be made until the next Annual Town Meeting;
- appoint Ad-Hoc Committees as the Town may require;
- provide oversight, liaison and leadership to the volunteer committees, boards and advisory groups which serve at its pleasure;
- inquire into the conduct of any office, department or agency of the Town and make investigation as to municipal affairs, and;
- remove for cause, after notice and hearing, in accordance with state law, the Town Manager, Tax Assessor, members of all other Town boards, commissions, and committees appointed by the Board. Said hearing may, at either party's request, include sworn testimony and the opportunity for cross-examination of witnesses.

The Selectmen are the Overseers of the Poor unless and until they have designated another person or persons as the municipal officials charged with that function. The Overseers are responsible for administering the Town's General Assistance Program, a municipal welfare program mandated by state law.

The Selectmen shall serve as the Board of Assessors and fulfill all duties to be performed according to state law. The Board may contract with a professional property value appraiser for the purpose of revaluation and annual assessing.

4. Meetings

The Selectmen shall hold meetings a minimum of twice monthly, the scheduling to be at their discretion, provided the schedule of said meetings shall be publicly posted in accordance with state law. A minimum of two (2) Selectmen shall sign the warrants on a weekly basis.

¹ See section on Town Manager's Position herein. Amended November 3, 2020 at Referendum Election. Effective July 1, 2021

The Selectmen may call special and emergency meetings, as may be required, and give such public notice required by law.

All Selectmen's meetings shall be open to the public. The Board may recess for Executive Session for the purpose of discussing any matter which is allowable under Maine law.

5. Appointments²

The Selectmen shall fill vacancies in any of the following positions by appointment (majority vote): Town Manager, Administrative Assistant/ Town Clerk, Town Attorney, Tax Assessor, members of the Board of Appeals, Eastern Slope Airport Authority, Saco River Corridor Commission, Conservation Committee, Perley Mills Community Forest Commission, the Committee to Assist the Selectmen, Election Clerks and any Ad-Hoc Committees as they deem necessary.

The Selectmen shall confirm appointments of all Department Heads made by the Town Manager.

6. Employee Discipline³

The Selectmen shall approve any dismissal, fine, or suspension of employees over 10 days with or without pay, or other disciplinary actions of employees not specifically designated to the Town Manager, which may be deemed necessary by the Town Manager. All discipline shall be documented in the Employee's Personnel File.

Any employee dissatisfied with disciplinary actions imposed by the Town Manager may present their grievance to the Board of Selectmen.

Any official appointed by the Selectmen may be removed for just cause, after a notice and a hearing.

7. Prohibitions

Interference with Administration: The Board, or its members, shall deal with Town officers or employees who are subject to the direction and supervision of the Town Manager, or other persons in authority, solely through the Manager or persons in authority. Neither the Board, nor its members, shall give orders to any such officer or employee either publicly or privately.

No Selectman shall serve on an elected board, as described in the Elected Boards section. Selectmen may be appointed to Committees, provided it is in the best interest of the Town, or as mandated by law or ordinance.

B. M.S.A.D. #72 SCHOOL BOARD MEMBERS

Denmark voters shall elect representatives to serve on the M.S.A.D. # 72 School Board. School Board members and an Alternate Board member are elected for staggered three (3) year terms, which shall expire on June 30th.

Under the terms of organization of M.S.A.D. #72, the Town shall have two (2) School Board members and one (1) Alternate Board member whose powers and duties shall be defined under the terms of the organization.

² See section on Town Manager Appointments herein.

³ See section on Town Manager Discipline herein. Amended November 3, 2020 at Referendum Election. Effective July 1, 2021

IV. ELECTED BOARDS and COMMITTEES

A. PLANNING BOARD

At the Annual Town Meeting the Town shall elect any vacancies to the Planning Board. The Planning Board shall consist of seven (7) voting members with staggered three (3) year terms. The Planning Board shall review, evaluate and prepare amendments for zoning ordinances, review subdivisions and submit written reports to the Selectmen regarding the same, and perform other duties as outlined in the Town's ordinances and/or state law.

To assure that the Comprehensive Plan meets current needs and requirements of the community, the Board shall review the Plan at least every 5 years and shall submit a written report to the Selectmen.

B. BUDGET COMMITTEE

At the Annual Town Meeting the Town shall elect any vacancies to the Budget Committee. The Budget Committee shall consist of six (6) members, elected for staggered three (3) year terms. The Budget Committee shall meet as required to review the proposed Town Budget and expenditures. The Budget Committee is charged with making recommendations on all Warrant Articles involving appropriations.

There must be a quorum of four (4) members to hold a Budget Committee meeting. The Budget Committee Chairman or Vice-Chairman shall be expected to attend the Annual Town Meeting to represent the Budget Committee's position.

C. COMMITTEE TO ASSIST SELECTMEN

At the Annual Town Meeting the Town shall elect three (3) members to the Committee to Assist the Selectmen in disposing of tax-acquired properties.

V. RECALL

Any elected official, M.S.A.D.# 72 Director or Alternate Director representing the Town of Denmark, may be recalled and removed therefrom by the qualified voters of the Town of Denmark as provided under state law.

VI. APPOINTED OFFICIALS

A. TOWN MANAGER

1. Qualifications and Requirements

The Town Manager shall be chosen by the Selectmen on the basis of his or her executive and administrative qualifications, technical knowledge of municipal administration, integrity and character. The Town Manager need not be a resident of the Town or state when appointed and may reside outside the Town only with the approval of the Selectmen.

2. Appointment

The Town Manager is appointed by the Selectmen. The Selectmen are authorized to enter into a written employment agreement with a Town Manager upon such provisions and conditions as the Board determines to be in the best interest of the Town, and in compliance with the terms of this Charter. The Initial Contract term shall not exceed two (2) years and may be renewed for successive terms not to exceed three (3) years each.

3. Town Manager Position

The Town Manager shall function as the Chief Executive and Administrative Officer of the Town, as granted by the Selectmen. The Selectmen shall carry out all Executive and Administrative functions not granted to the Town Manager.

4. Town Manager Appointments⁴

The Town Manager shall appoint the following positions, with confirmation by the Selectmen: Public Works Director, Code Enforcement Officer, Plumbing Inspector, Town Well Monitor, Fire Chief, Emergency Management Officer, E-911 Addressing Officer, Animal Control Officer, Health Officer, Recreation Director and all other Department Heads.

The Town Manager shall make the following appointments which shall not require confirmation by the Selectmen: Deputy Administrative Assistants, Secretary to the Board of Appeals, Secretary to the Planning Board, all full and part-time Public Works employees, and all part-time employees as the Town may require.

5. Employee Discipline⁵

The Town Manager has the authority for the following disciplinary actions of employees:

1. Verbal Warning
2. Written warnings
3. Suspension of up to 10 days with or without pay

Further disciplinary recommendations shall be brought to the Selectmen for review and/or approval.

All discipline shall be documented in the Employee's Personnel File.

Employees may present disciplinary grievances to the Selectmen for review.

6. Town Manager Roles and Responsibilities

The roles and responsibilities of the Town Manager shall include the following:

- attend the regular meetings of the Selectmen and public hearings of the Town, unless excused by the Selectmen. The Manager shall have the right to speak, however shall have no voting privileges;
- attend the Annual Town Meeting (with speaking privileges to be granted by vote of the

⁴ See section on Selectmen, Appointments herein.

⁵ See section on Selectmen, Employee Discipline herein. Amended November 3, 2020 at Referendum Election. Effective July 1, 2021

- assembly if the Town Manager is not a Denmark resident);
- exercise administrative authority over all departments created herein or that may be created hereafter, either by general law or ordinance, except as otherwise designated;
- be responsible to the Selectmen for the administration of all departments and offices of the Town and keep the Selectmen advised as to the business, operations, and needs of the Town;
- conduct the day-to-day operations of the Town including, but not limited to: supervision of Town employees, management of Town facilities, and interaction with the public and government officials on behalf of the Town;
- with the permission of the Selectmen, the Town Manager may serve as the head of one or more departments, offices, or agencies; or may appoint one person as the head of one or more of them. The Town Manager may not serve as an elected Town official, assessor, or member of any board, commission or committee, unless requested by the Selectmen.
- be responsible for developing and adopting a comprehensive, written Personnel Policy Manual, which shall include, at minimum, the following:
 - detailed job descriptions for Town employment positions,
 - detailed explanation of the insurance coverage and eligibility for employment benefits,
 - a system of employment record-keeping including employee performance evaluations, and
 - grounds and procedures for progressive employee discipline, as required.

To maintain compliance with applicable laws and the employment needs of the Town, the Town Manager shall ensure that the manual is reviewed at least bi-annually. Revisions shall require a majority vote of the Selectmen and shall be of continuing applicability.

- collect all data necessary for budget preparation, and prepare and present a preliminary budget to the Selectmen and the Budget Committee. Additionally, the Town Manager shall keep the Selectmen and the residents of the Town informed as to the Town's financial condition.
- act as purchasing agent for all Town departments and solicit competitive bids for any transactions of such minimum dollar amount as established by the Selectmen;
- make recommendations to the Selectmen as he or she may deem expedient for the efficient operation of the Town;
- execute all applicable laws and ordinances of the Town, and;
- be liaison and resource person for all Town boards and committees. The Town Manager shall assist, insofar as possible, residents and taxpayers in discovering their lawful remedies in cases involving complaints of unfair administrative, governmental and business practices.

7. Compensation

The annual compensation for the Town Manager shall be recommended by the Selectmen, shall be included in the annual budget for approval by the Budget Committee and approval by the voters at the Annual Town Meeting.

8. Removal and Suspension

Unless otherwise established by contract, the Selectmen, by majority vote, may remove or suspend the Town Manager for cause in accordance with the following procedures:

1. The Selectmen shall file a written preliminary resolution with the Town Clerk stating the specific reasons for the proposed removal or suspension. A copy of that resolution shall be delivered to the Town Manager within ten (10) days of filing. Within twenty (20) days of receiving the resolution, the Town Manager may reply in writing and request a public hearing.
2. Upon request of the Town Manager, the Selectmen shall hold a public hearing at least ten (10) days but not more than thirty (30) days after the request is filed. After the public hearing or at the expiration of the time permitted to request the public hearing, if no such request is made by the Town Manager, the Selectmen may adopt or reject the resolution of removal or suspension.
3. The Selectmen may suspend the Town Manager from duty in the preliminary resolution, but the Town Manager's salary may not be affected until the final resolution of removal has been adopted. In the case of such suspension, the Selectmen may appoint an acting Town Manager to serve at the pleasure of the Board for not more than ninety (90) days.
4. The action of the Selectmen in removing the Town Manager shall be by majority, and shall be final.

9. Disability or Absence

The Town Manager may designate a qualified administrative official of the Town to perform the Town Manager's duties during a temporary absence or disability, subject to confirmation by the Selectmen. If the Town Manager does not make this designation, the Selectmen may appoint a Town official to perform the Town Manager's duties during the absence or disability and until the Town Manager returns or the disability ceases.

10. Regional Cooperation

The Town may not jointly engage or cost share the Town Manager, except as approved at a Town Meeting.

VII. TOWN BOARDS and COMMITTEES

A. ORGANIZATION

Boards and committees shall:

- annually elect a chairman and other officers, as are necessary;
- develop guidelines approved by the Selectmen, in accordance with existing ordinances and state law, and update as necessary, and;
- hold meetings in accordance with their guidelines.

B. CHAIRMEN TO BOARDS AND COMMITTEES SHALL:

- establish a meeting schedule and set their group's agenda;
- keep the Selectmen and any other necessary Town officials apprised of its work;
- run orderly meetings;
- provide for recorded minutes, if and whenever necessary, and shall review and approve minutes regularly;

- ensure their members receive proper training, including boardmanship and conflict of interest parameters, understand their roles and responsibilities, and familiarize members with any required manuals, including this charter;
- welcome public comment at appropriate segments of their meetings;
- propose an annual budget, as required, and present it to the Town Manager for review by the Budget committee, and;
- present to the Selectmen, as required, a written report of their activities to be included in the Annual Town Report.

C. PROCEDURE

In developing guidelines, all boards and committees shall endeavor to establish procedures for conducting business.

Members of the M.S.A.D. # 72 School Board are exempt from this section and shall follow M.S.A.D. #72 School Board policies and procedures.

D. QUORUM

All boards and committees shall have a quorum of (1) more than half their intended membership to be able to conduct business.

VIII. SELECTMEN APPOINTMENTS

The Selectmen shall make all appointments as mandated in the Appointments section of SELECTMEN, ASSESSORS, OVERSEERS OF THE POOR, above, and shall designate members to the following committees:

- **Board of Appeals**
The Board of Appeals shall consist of seven (7) voting members with staggered three (3) year terms.
The Board of Appeals shall have the power and authority set forth in state law and in addition, any other powers of authority set forth in any zoning ordinance or other ordinances adopted by the legislative body of the Town.
- **Director of the Eastern Slope Airport Authority**
The Director of Eastern Slope Airport Authority shall be appointed for a term of two (2) years. He or she shall represent the Town on the Eastern Slope Airport Authority Board of Directors.
- **Saco River Corridor Commission**
One (1) member shall be appointed to the Saco River Corridor Commission to serve as such until resignation and/or reappointment.
- **Conservation Committee**
The Conservation Committee shall consist of seven (7) voting members with staggered three (3) years terms.
- **Perley Mills Community Forest Commission**
Members to this Commission shall be appointed as stipulated in the Perley Mills Community Forest Ordinance.

With the exception of the Committees cited in the section above, descriptions of all positions may be referenced in the Personnel Policy Manual available at the Denmark Town Office.

IX. BONDS, CONTRACTS and LEASES

The Selectmen, in cooperation with the Town Manager, will annually review all Bonds, Contracts and Leases held by the Town, to ensure that they are up to date. All bonds shall be submitted through the Selectmen. No bond shall be executed or retired without the majority vote of the Board. All current Bonds, Contracts and Leases shall be maintained on file and retained in the Town office safe until discharged. All discharged Bonds, Contracts and Leases shall be retained in the Municipal vault.

The Selectmen shall authorize the payment of premiums on bonds for all officials as required by state law and for such other officials as the Selectmen deem advisable. The Selectmen shall acquire bonds from surety companies approved by the Selectmen.

X. CONFLICTS OF INTEREST

Any official, officer or employee of the Town who has a financial interest, direct or indirect, or by reason of ownership of stock in any corporation or ownership interest in a business entity, in any contract with the Town, or in the sale of any land, material, supplies or services to the Town or to a contractor supplying the Town, shall make known that interest and shall refrain from voting upon or otherwise participating in his or her capacity as an official, officer or employee in making such sale or otherwise in the making or performing of such contract.

Any official, officer or employee who fully conceals such financial interest or who fully violates the requirement of this section shall be guilty of malfeasance in office or position and shall forfeit his or her office or position. Violation of this section with the express or implied knowledge of the person or business entity contracted with or making a sale to the Town shall, at the option of the Town, render the contract or sale voidable.

In all proceedings before the Town, every municipal official shall attempt to avoid the appearance of a conflict of interest by disclosure or abstention.

XI. FISCAL YEAR

The fiscal year of the Town shall begin on the first day of July and end on the last day of June of each year.

XII. AMENDMENTS

This Charter may be amended pursuant to state law.

XIII. LIBERAL CONSTRUCTION

The powers of the Town under this Charter shall be construed liberally, and the specific mention of particular powers of the Charter shall not be construed as limiting in any way the general power of these articles.

XIV. EFFECTIVE DATE

This Charter shall become effective January 1, 1993.

XV. INVALIDITY

If any portion of the Charter is held to be invalid or unconstitutional, such portion shall not affect the validity of the remaining portions thereof.

XVI. APPLICABLE LAW

The Town of Denmark operates under the laws of the State of Maine.

ATTEST: Frances Warner
Frances Warner, Town Clerk



Charter Adopted March, 1992
Effective January 1, 1993

Amended November 3, 2020
Effective July 1, 2021