

# **TOWN OF CANAAN, VERMONT**

## **ECONOMIC DEVELOPMENT COMMITTEE BYLAWS**

**Adopted by the Canaan Selectboard on: July 9, 2026**

### **Article I. Establishment**

There is hereby established an advisory committee to be known as the Canaan Economic Development Committee.

The Committee is created by the Canaan Selectboard as a strictly advisory committee to assist the Selectboard, and to work in coordination with the Canaan Planning Commission, on matters related to economic development, land use opportunities, housing, employment, infrastructure, redevelopment, and the long-term prosperity of the Town of Canaan, including the community of Beecher Falls.

The Committee shall answer solely to the Canaan Selectboard. The Committee shall have no independent municipal authority except as expressly granted by the Selectboard through these bylaws or by subsequent Selectboard vote.

For purposes of these bylaws, the Committee is intended to function as an advisory body and shall not have supervision, control, or jurisdiction over legislative, quasi-judicial, tax, budgetary, permitting, enforcement, or regulatory matters.

### **Article II. Statutory Basis and Legal Compliance**

The Committee is established pursuant to the Selectboard's general authority over Town affairs under 24 V.S.A. § 872 and, to the extent applicable, the authority for municipal advisory commissions and committees under 24 V.S.A. § 4433.

The Committee shall operate in compliance with all applicable Vermont statutes, including but not limited to:

1. 1 V.S.A. §§ 310-314, Vermont Open Meeting Law;
2. 1 V.S.A. §§ 315-320, Vermont Public Records Act;
3. 1 V.S.A. § 317a, public records management;
4. 24 V.S.A. Chapter 60, Municipal Code of Ethics;
5. 24 V.S.A. Chapter 117, municipal and regional planning and development;
6. 24 V.S.A. § 872, Selectboard general powers and duties;
7. 24 V.S.A. § 4433, advisory commissions and committees; and
8. Any other State law, Town policy, ordinance, rule, or procedure applicable to municipal advisory committees.

Nothing in these bylaws shall be interpreted to limit the authority of the Selectboard, Planning Commission, Development Review Board, Zoning Administrator, Town Clerk/Treasurer, or any other Town officer or body acting within lawful authority.

### **Article III. Purpose and Mission**

The purpose of the Committee is to provide research, discussion, public input, project development, and recommendations to the Selectboard concerning economic development opportunities for the Town.

The mission of the Committee is to support the continued prosperity, vitality, and long-term success of Canaan and Beecher Falls by identifying and recommending opportunities that may support:

1. Job creation and retention;
2. Business development, recruitment, expansion, and retention;

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3. Housing opportunities;
4. Redevelopment or productive reuse of vacant, underutilized, or strategically important land and buildings;
5. Potential uses of land for development, employment, housing, infrastructure, or community benefit;
6. Infrastructure improvements or additions needed to support development;
7. Public-private partnerships;
8. Coordination with the Planning Commission on municipal plan implementation and land use priorities;
9. Coordination with NVDA, regional development partners, State agencies, federal agencies, nonprofit entities, and private stakeholders when authorized by the Selectboard;
10. Grant, loan, or funding opportunities for the Selectboard to consider;
11. Improvement of the Town's economic base and long-term financial stability; and
12. Other economic development priorities assigned by the Selectboard.

Initial areas of interest may include, but are not limited to, potential future uses of the Ethan Allen finishing building and surrounding lands, vacant land in Ethan Allen Park, Johnson's Field near the treatment plant, and other properties or areas that may support employment, housing, infrastructure, redevelopment, or community development.

### **Article IV. Advisory Status and Limited Authority**

The Committee is strictly advisory and may:

1. Research and discuss economic development opportunities;
2. Gather publicly available information;
3. Review potential land use, housing, employment, infrastructure, redevelopment, and community development concepts;
4. Request input from residents, taxpayers, businesses, landowners, and community stakeholders;
5. Work with the Planning Commission on matters related to the municipal plan, land use, housing, infrastructure, and development priorities;
6. Work with NVDA and other regional development or planning partners when authorized by the Selectboard;
7. Identify possible grants, loans, incentives, or funding sources for Selectboard consideration;
8. Develop written recommendations for the Selectboard;
9. Provide reports to the Selectboard; and
10. Perform other advisory tasks assigned by the Selectboard.

The Committee shall not:

1. Bind the Town in any way;
2. Expend, commit, encumber, receive, or manage Town funds;
3. Maintain an independent bank account;
4. Apply for grants on behalf of the Town;
5. Receive grants, donations, gifts, loans, or other funds on behalf of the Town;

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6. Solicit donations, pledges, gifts, grants, or financial commitments on behalf of the Town;
7. Serve as a fiscal agent for any project;
8. Enter into contracts, memoranda of understanding, letters of intent, purchase agreements, leases, easements, option agreements, or other agreements;
9. Negotiate the purchase, sale, lease, transfer, option, or development of real estate on behalf of the Town;
10. Make representations that bind or appear to bind the Town;
11. Direct Town employees, officials, contractors, consultants, or agents;
12. Authorize studies, engineering, appraisals, inspections, legal work, environmental review, or consultant services at Town expense;
13. Apply for or accept permits on behalf of the Town;
14. Exercise regulatory, zoning, permitting, tax, assessment, enforcement, or quasi-judicial authority;
15. Speak as the official position of the Town unless expressly authorized by the Selectboard; or
16. Act outside the authority granted by the Selectboard.

All final decisions involving Town policy, Town funds, contracts, grants, donations, real estate, infrastructure commitments, permits, municipal plan amendments, zoning changes, or other official Town action shall remain with the Selectboard or other legally authorized Town body.

### **Article V. Relationship to the Selectboard**

The Committee shall answer solely to the Selectboard.

The Selectboard may assign matters to the Committee, request reports, set priorities, approve or deny recommendations, modify the Committee's scope of work, appoint or remove members, amend these bylaws, or dissolve the Committee.

The Committee shall provide reports to the Selectboard as requested. Formal recommendations should be submitted in writing whenever practical and should clearly identify:

1. The issue or opportunity reviewed;
2. The facts or information considered;
3. Any public input received;
4. Any relationship to the Town Plan, land use, housing, infrastructure, or economic development;
5. Any partners consulted;
6. Any funding sources identified;
7. Any risks, limitations, or unanswered questions; and
8. The specific action, if any, requested of the Selectboard.

No recommendation of the Committee shall be effective unless accepted or acted upon by the Selectboard.

### **Article VI. Relationship to the Planning Commission**

The Committee shall work closely with the Canaan Planning Commission on matters related to the Town Plan, land use, housing, infrastructure, public facilities, redevelopment, and long-term community development.

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The Committee may provide advisory input to the Planning Commission and may request input from the Planning Commission. However, the Committee shall not direct the Planning Commission, assume the duties of the Planning Commission, or interfere with the Planning Commission's statutory responsibilities.

Any recommendation involving the Town Plan, zoning bylaws, subdivision bylaws, land use regulations, capital planning, or other matters within the Planning Commission's authority shall be coordinated with the Planning Commission before formal submission to the Selectboard whenever practical.

The Committee shall not participate in or influence any quasi-judicial proceeding, zoning appeal, permit decision, enforcement matter, or development review matter pending before the Development Review Board, Zoning Administrator, or any other permitting body.

### **Article VII. Relationship to NVDA and Other Partners**

The Committee may work with the Northeastern Vermont Development Association, regional development corporations, regional planning entities, State agencies, federal agencies, nonprofit organizations, private businesses, landowners, and other partners for the purpose of gathering information and developing recommendations.

Any formal request for technical assistance, grant assistance, mapping, engineering, planning services, funding assistance, staff support, or other services that may create a cost, obligation, commitment, or official Town position shall first be approved by the Selectboard.

The Committee may invite representatives from NVDA or other partner organizations to attend Committee meetings, provide information, or discuss economic development opportunities, provided that all such discussions occur in compliance with Open Meeting Law when Committee business is being discussed.

### **Article VIII. Membership**

The Committee shall consist of not fewer than seven members appointed by the Selectboard. There shall be no maximum number of members unless later established by vote of the Selectboard.

The Selectboard should endeavor to appoint an odd number of members whenever practical.

The Committee shall include either:

1. One member of the Selectboard; or
2. A representative designated by the Selectboard.

The Selectboard member or Selectboard-designated representative shall serve on the Committee and shall act as the primary liaison between the Committee and the Selectboard.

Members should be residents of the Town where required by 24 V.S.A. § 4433, and may include residents, taxpayers, business owners, property owners, Town officials, Town employees, and other individuals with relevant knowledge, experience, or interest in the economic development of Canaan and Beecher Falls.

The Selectboard may appoint additional members, fill vacancies, or modify Committee membership consistent with these bylaws. Attendance by one or more Selectboard members at a Committee meeting shall not, by itself, constitute a Selectboard meeting. However, if a quorum of the Selectboard is present, the Selectboard members shall not discuss, deliberate, or take action on Selectboard business unless the meeting has also been properly warned as a Selectboard meeting.

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### **Article IX. Terms of Office**

Members shall serve three-year terms unless a different term is established by the Selectboard at the time of appointment.

The Selectboard shall establish staggered initial terms so that the number of terms expiring in each successive year is minimized, consistent with 24 V.S.A. § 4433.

Members may be reappointed.

A member may resign by submitting written notice to the Committee Chair or the Selectboard.

A vacancy may be filled by appointment of the Selectboard for the remainder of the unexpired term.

### **Article X. Officers**

At its organizational meeting, and annually thereafter, the Committee shall elect from among its members the following officers:

1. Chair;
2. Committee Clerk.

The Chair shall preside at meetings, coordinate meeting agendas, maintain order, and serve as the primary Committee contact with the Selectboard unless another member is designated.

The Committee Clerk shall prepare or coordinate the preparation of meeting minutes, maintain Committee records, and submit agendas, notices, minutes, reports, and records to the Town Office for posting and retention.

If the Committee Clerk is absent, the Committee shall designate another member to take minutes.

### **Article XI. Meetings**

The Committee shall meet as needed to carry out its advisory work. The Committee may establish a regular meeting schedule by vote.

All meetings of the Committee shall comply with Vermont Open Meeting Law.

The time and place of regular meetings shall be clearly designated and made available to the public.

Special meetings may be called by the Chair, by a majority of the Committee, or at the request of the Selectboard, provided that notice is given as required by law.

Emergency meetings shall only be held when allowed by law.

The Committee may hold electronic or hybrid meetings when permitted by Vermont law, provided that the agenda or notice includes the information necessary for the public to directly access, attend, and participate in the meeting.

The Committee shall provide a reasonable opportunity for public comment on matters considered at open meetings, subject to reasonable rules established by the Chair to maintain order.

### **Article XII. Agendas, Minutes, Public Notice, and Records**

The Committee shall prepare and post agendas in accordance with Vermont Open Meeting Law.

Agendas shall contain sufficient detail concerning the specific matters to be discussed.

Minutes shall be kept for all meetings. Minutes shall include, at minimum:

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1. Members present;
2. Members absent;
3. Other active participants;
4. Motions, proposals, and resolutions made, offered, and considered;
5. The disposition of motions, proposals, and resolutions;
6. Votes taken;
7. A summary of the business discussed; and
8. The time the meeting adjourned.

Minutes shall be submitted to the Town Office for public inspection, posting, and retention in accordance with Vermont law and Town procedures.

The Committee shall keep a record of its transactions, and those records shall be filed with the Town Clerk as public records of the municipality.

### **Article XIII. Quorum and Voting**

A quorum shall consist of a majority of the currently appointed members.

The Committee may not take action or make formal recommendations without a quorum.

Each member shall have one vote, except that when the Committee has an even number of appointed members, the Chair shall not vote except when necessary to break a tie.

For purposes of determining a quorum, the Chair shall be counted as a member present even when the Chair is not voting on a matter.

Actions and recommendations shall be approved by majority vote of the members voting, provided a quorum exists.

Voting by proxy shall not be permitted.

The Committee should strive for consensus where practical, but formal recommendations shall be made by vote.

### **Article XV. Open Meeting Law, Public Records, and Communications**

The Committee shall conduct its business in accordance with Vermont Open Meeting Law, the Vermont Public Records Act, public records management requirements, and applicable Town policies.

Committee members shall not use email, text messages, phone calls, social media, or serial communications to deliberate, decide, or conduct Committee business outside a duly warned meeting.

Communications between members for scheduling, agenda organization, or distribution of meeting materials may occur outside a meeting, provided no other Committee business is discussed or conducted.

Records created or received in connection with Committee business, including emails, correspondence, notes, documents, reports, grant materials, project information, maps, and partner communications, may be public records and shall be preserved and provided to the Town upon request.

Members should use Town-designated communication methods whenever available and should avoid conducting Committee business through personal accounts when practical.

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### **Article XVI. Conflicts of Interest and Ethics**

Members shall act in the best interests of the Town and shall avoid conflicts of interest, appearances of conflicts of interest, preferential treatment, misuse of position, misuse of confidential information, and misuse of Town resources.

Members shall comply with the Vermont Municipal Code of Ethics to the extent applicable, these bylaws, and any applicable Town ethics or conduct policy that does not conflict with State law.

A member who has a direct or indirect financial, personal, business, property, family, employment, contractual, or organizational interest in a matter before the Committee shall disclose that interest on the record before participating in discussion or voting.

A member shall recuse themselves from any matter where required by law, these bylaws, Town policy, or the member's obligation to act fairly, objectively, and in the public interest.

Members shall not use Committee membership to obtain personal advantage, private financial gain, preferential access, or special treatment for themselves, family members, business associates, employers, clients, affiliated organizations, or property interests.

Because the Committee may discuss land, development, business opportunities, housing, grants, infrastructure, or potential public investment, members shall be especially cautious about conflicts involving real estate, business interests, employment relationships, family interests, or prospective financial benefit.

### **Article XVII. Real Estate, Development Opportunities, and Confidentiality**

The Committee may study and discuss potential economic development opportunities involving real estate, infrastructure, housing, business development, redevelopment, or public investment.

The Committee shall not negotiate, make offers, request options, request appraisals, authorize inspections, represent Town interest, or contact property owners as a representative of the Town unless expressly authorized by the Selectboard.

Any discussion of potential real estate acquisition, lease, sale, option, development agreement, confidential business information, legal advice, or other confidential matter shall be handled carefully and only in accordance with Vermont law.

Executive session may be used only when authorized by Vermont law and only after proper procedure. The Committee should consult the Selectboard, Town Clerk, or Town Attorney before entering executive session.

No final action shall be taken in executive session, except as permitted by law for actions relating to the securing of real estate options.

Any confidential, privileged, or exempt information provided to the Committee shall be protected and shall not be disclosed except as authorized by law or by the Selectboard.

### **Article XVIII. Budget Requests and Expenses**

The Committee shall have no independent budget unless approved by the Selectboard.

The Committee shall not expend, commit, encumber, receive, or manage funds.

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The Committee may submit advisory budget requests or funding recommendations to the Selectboard during the Town's annual budget process. Budget requests should be submitted during November, December, or January of each year, unless the Selectboard establishes a different schedule.

Any budget request shall be submitted in writing and should identify:

1. The purpose of the request;
2. The amount requested;
3. The project, study, service, or activity to be funded;
4. Whether the request is for a one-time or recurring expense;
5. Any outside funding sources identified;
6. Any required Town match;
7. Any potential grant, loan, or donation source;
8. Any expected impact on Town staff, departments, or facilities; and
9. The specific action requested of the Selectboard.

No member may incur expenses, order goods or services, retain consultants, authorize work, accept donations, receive grant funds, or commit Town funds without prior Selectboard authorization.

Any grant, donation, loan, or outside funding opportunity identified by the Committee shall be referred to the Selectboard. The Selectboard shall determine whether the Town will apply for, accept, reject, or administer such funding.

Members shall serve without compensation unless otherwise authorized by the Selectboard and permitted by law.

### **Article XIX. Relationship to Town Staff and Other Town Bodies**

The Committee may request information or assistance from Town staff through the Selectboard, Town Clerk/Treasurer, or appropriate Town official.

The Committee shall not direct or supervise Town employees.

The Committee may coordinate with the Planning Commission, Selectboard, Town Clerk/Treasurer, Zoning Administrator, water and wastewater officials, highway department, regional planning commission, regional development corporation, State agencies, and other partners as appropriate and as authorized.

Where a project overlaps with the authority of another Town board, commission, department, or official, the Committee shall respect that authority and shall coordinate through the Selectboard.

### **Article XX. Attendance, Removal, and Vacancies**

Members are expected to attend meetings and participate actively.

The Committee may recommend that the Selectboard review a member's appointment for repeated absences, failure to participate, misconduct, conflict issues, violation of these bylaws, or conduct detrimental to the Committee's work.

Any member may be removed at any time for just cause by vote of the Selectboard, for reasons given to the member in writing, and after a public hearing on the issue if the member requests one, consistent with 24 V.S.A. § 4433.



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A member who misses three consecutive regular meetings without notice may be considered inactive, and the Committee may ask the Selectboard to review the member's appointment.

Vacancies shall be filled by the Selectboard for the remainder of the unexpired term.

### **Article XXI. Annual Review and Work Plan**

The Committee should annually review its work, priorities, and recommendations.

On or before January 31 of each year, the Committee should submit a brief annual report or work plan to the Selectboard. The report may include:

1. Work completed during the prior year;
2. Projects under review;
3. Recommended priorities for the coming year;
4. Suggested coordination with the Planning Commission or NVDA;
5. Budget or funding requests;
6. Grants, loans, or outside funding opportunities for Selectboard consideration;
7. Infrastructure or land use issues requiring further review; and
8. Any recommended changes to these bylaws.

### **Article XXII. Amendments**

These bylaws may be amended by the Selectboard.

The Committee may recommend amendments to the Selectboard by majority vote.

No amendment shall take effect unless approved by the Selectboard.

### **Article XXIII. Dissolution**

The Committee may be dissolved by vote of the Selectboard.

Upon dissolution, all Committee records, documents, minutes, reports, correspondence, and materials shall be transferred to the Town Office for retention in accordance with law and Town policy.

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**Article XXIV. Effective Date**

These bylaws shall take effect immediately upon adoption by the Canaan Selectboard.

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Dillon Begin, Chairman, ss.

07/09/2026

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Date

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Alfred Buckley, ss.

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Alan Leigh, ss.