

**Village of Arden, Governance Task Force  
Meeting Minutes: March 22, 2023**

**Attendance:**

Ray Siegfied (Chair), John Scheflen, Barbara Macklem, Beverly Clendening, Kate Threefoot, Lynda Kolski (via Zoom)

Guest: Chris Griffith

Meeting called to order 7:31 PM

Chris Griffiths, the Government Attorney retained by Arden at the request of the GTF, was asked to attend this meeting to clarify several issues and questions raised by the Charter Sub-Task Force regarding the content of a municipal Charter such as Arden's and the process of enacting a revised Charter.

Mr. Griffiths began by defining the purpose of a municipal charter. A charter governs the municipality; it is a contract between residents and the Village. Ideally everyone in the Village would be familiar with the Charter. Therefore, changes in the Charter should be done slowly and sparingly. Usually, such changes would require a super-majority to pass. It is important to change things that have become impractical. The Task Force must make sure the changes are constitutional. Any changes must be approved by the Delaware House of Representatives.

Regarding the content of ordinances and codes, both have the force of law. Resolutions, on the other hand, are aspirational. Ordinances are typically more specific than the Charter. Ordinances can be changed more quickly. Section 1 of the Charter of Arden states that if a rule or procedure is needed, an ordinance should be written and approved by the Town Assembly. The Charter is a broad document stating powers. County Title 22 covers many things that may not be in Charter. State and county code take precedence over municipal rules. Our codes must be at least as stringent as County code. They can be more stringent but not less stringent. Municipalities can get exceptions to County code.

Charter Section 4 - Definition of the Town Assembly: ALL residents constitute the Town Assembly. This does not mean that all members must be present to take action at the Town Meeting. Section 5 defines the rules and procedures governing the meetings of the Town Assembly.

Example of items that may need to be updated:

- Notice of meeting of the Town Assembly must be mailed at least 5 days prior to the meeting.
- Section 3: a majority of eligible voters is needed to pass a referendum.
- Section 5 c - 35 members = a quorum
- Section 8 c change budget to proposed budget

Questions arose about reallocation of funds between committees and how gifts and donations are handled. Section 8c states that “the Town Assembly may modify or amend all or any portion of the budget. However, this is before the budget is approved at TA meeting and then sent for approval by referendum vote. The budget is specific and approved by referendum. Does TA have the right to change the budget after referendum? The referendum governs each line item so shuffling money within the budget may not be allowed. The problem could be solved by using the contingency fund or a budget can be changed by ordinance. Mr. Griffiths suggested that an ordinance for budget amendments might be needed to deal with on-going budget issues. Reallocation of funds happens somewhat routinely at present. There should be an ordinance or some language in the budget committee statement in the charter to codify this policy.

Unbudgeted funds can be handled in Town Assembly or a method for handling these types of funds could be put in an ordinance. There should be an ordinance that deals with all adjustments to the budget. The budget is approved by referendum, but an ordinance could allow changes to the budget that are not approved by referendum. A clause that states that large adjustment would need to go to referendum could be included. The Charter may need to be amended to allow adjustments to the budget. (Note last line of 8c.) There should be a mechanism for adjusting the budget in the case of extreme emergency.

What are the next steps when the GTF has completed its work? Does the charter have to go out for referendum? There is nothing in the Charter that says that this is necessary. Logically, changes to the Charter are so important there is probably a need for referendum. Enactment of charter changes need to be approved by the State House of Representative. Arden must present them with a resolution to change the Charter that has been approved by the Village. GTF should outline the steps to be taken to get a resolution to State.

There was a short discussion about an up-coming resolution to change the procedure for passing a referendum. Mr. Griffiths pointed out that a referendum is typically reserved for large social changes. The budget may be such an issue in Arden. If the method used to approve the budget becomes impractical it can be changed.

Finally, there was a discussion about the statement in Section 11 “eminent domain shall be and is vested exclusively in the town Assembly.” The Trust holds the claim to the land. The Trustees can consent or not to the use of the land. This does not mean that the State will not do what it wants but would need to compensate Village and property owner. This sentence is probably trying to take the onus off the trustees and places it on Town Assembly.

Meeting was adjourned at 9:07.