

# **Town Manager or Administrator: Organizational Structures Guide**



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# Town Manager or Administrator: Organizational Structures Guide

## Introduction

Whether you're considering adopting the town manager form of government, looking to hire someone to handle just some of the day-to-day operations of the town, or reconsidering your town government's organizational structure altogether, it is important to understand the legal and practical differences between a town manager and a town administrator.

**The biggest difference between a town manager and town administrator is that a town manager isn't just another position in the local government employment organizational chart, it's its own unique form of government.** A town manager represents a shift in the statutory organizational structure of town government from the selectboard to the town manager model.

**Regardless of which one a town chooses – town manager or administrator – the respective relationships with their selectboards will only work if there is clear communication. It's important for both selectboards and managers/administrators to understand their own and the other's role and responsibilities.**

## Importance of Assessment



We suggest that if a selectboard has identified the need for additional administrative assistance, a helpful next step would be to determine the types of functions and level of expertise necessary to accomplish its goals. This assessment may also inform whether the town manager form of government or a town administrator would best suit the town. While town officials can collect information on necessary tasks, in some cases it's helpful to enlist additional assistance to conduct this assessment.

Learning directly from selectboards and town managers and town administrators about their experiences, procedures and relationships is also recommended for practical information to help evaluate which of these different organizational structures may be most beneficial to the town.

### **Additional Municipal Assistance Center Resources**

This document is one of several resources VLCT's Municipal Assistance Center offers members on this topic (as well as others). Contact us for information about training, to discuss ideas for assessing your town's needs as well as with specific legal questions for our staff attorneys by accessing the Municipal Access Portal, emailing [info@vlct.org](mailto:info@vlct.org) or calling 802-229-9111 or 800-649-7915.

### **Status Statewide**

As of early August 2023, 95 municipalities employ either a town manager or town administrator. According to VLCT's 2022 Municipal Compensation and Benefits Report,



there appears to be a correlation between the size of a town's population and whether it employs the services of a town manager or administrator. Of the 68 respondents, those municipalities with a population over 5,000 almost exclusively retain the services of a municipal manager (16 vs. 3) while those with less than 5,000 inhabitants appear evenly split between the two (25 vs. 24). Regarding experience, on average, town managers tend to have more total municipal experience compared to town administrators (17.26 vs. 11.12 years) as well as more management experience (14.39 vs. 10.72 years).

## Selectboard Default Statutory Structure

While the state and federal governments each have three separate and distinct branches of government – legislative, executive, and judicial – local government in Vermont is unique in the sense that in its basic default form, the selectboard, occupies all three roles, sometimes all at the same meeting. A selectboard's legislative authority includes its ability to make, amend, and repeal local laws. Municipal authority to make law is narrowly defined by statute. A town may not enact an ordinance unless the State has expressly granted it the authority to adopt local legislation on the subject. A selectboard's executive powers are those related to its administration and management of the town and the enforcement and execution of its laws and policies. A selectboard's judicial authority - or more accurately its quasi-judicial authority - is its power to act "like a court." Though selectboards are not judges in the eyes of the law, there are discrete instances in which it asks them to sit in judgment of the legal rights of parties like a court. Selectboards serve in this capacity when they hold vicious dog hearings; hear tax assessment appeals as members of the Board of Civil Authority; or when they lay out or discontinue roads.



The basic, default statutory organizational structure of local government in Vermont is relatively flat with the selectboard overseeing most of the town's employees and appointed officials, and the rest of local government comprised of elected officials operating independently of one another. *Town of Bennington v. Booth*, 101 Vt. 24 (1928). The independence of elected officials creates a separation of powers that has the potential to lend itself to operational dysfunction. Cooperation amongst them therefore is crucial for town government to function. Given their broad powers, including their responsibility for the general supervision of the affairs of the town, it is the legislative body (e.g., selectboard, city council, trustees, etc.) that the voters often look to when local government doesn't function well.

The authority of the selectboard itself derives from the State. Its powers and duties are extensive and while some are very specific and narrow in application (e.g., to levy impact fees, borrow money on behalf of the town, etc.) others exist that, due to the breadth of its responsibilities, are, by necessity, quite broad. One such statute provides that “(t)he selectboard shall have the general supervision of the affairs of the town and shall cause to be performed all duties required of towns and town school districts not committed by law to the care of any particular officer.” 24 V.S.A. § 872(a). More than just a catch-all grant of authority, this provision of law notably reads that the selectboard must “*cause to be performed . . .*” the duties referenced therein. (Emphasis added). These words represent an explicit grant of authority to the selectboard to do what is necessary to execute State law, including employing those it deems necessary to aid in the exercise of its powers and the performance of its duties. This ability to employ assistance can also be said to be implied or incident to the selectboard's express powers or essential to its declared objectives and purposes. (Note: The Vermont Supreme Court has “consistently adhered to the so-called Dillon's Rule that a municipality has only those powers and functions specifically authorized by the legislature, and such additional functions as may be



incident, subordinate or necessary to the exercise thereof." Petition of Ball Mountain Hydroelectric Project, 154 Vt. 189 (1990)). Common hires in furtherance of these goals include road crew employees, administrative assistants, bookkeepers, and town administrators.

Whether it adopts the town manager form of government or hires a town administrator, the selectboard will still retain its legislative and judicial responsibilities.

In contrast, a common attribute of the town manager form of government is that it is more efficient and responsive because there's one person making the day-to-day decisions. When a town adopts the town manager form of government, it alters its organizational structure by inserting a new level of administration (i.e., the town manager) between the selectboard and the town's employees. The town manager becomes the "administrative head of all departments of the town government" and is "responsible for the efficient administration thereof." 24 V.S.A. § 1235. This form of government vests most of the administrative and management functions in a professional manager who reports directly to the selectboard.

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# Town Manager Government Structure

## Adoption

Any municipality can hire an administrator, but only a town can hire a manager. A "town" for purposes of this law includes a town, city, or village. A union of towns (24 V.S.A. § 1232) and a fire district (20 V.S.A. § 2601). Before a "town" can hire a manager though it first must vote at a duly warned special or annual meeting to adopt the town manager form of government. It's only after this form of government is adopted that a town's selectboard can hire to fill the newly created position. A vote on the question must be in substantially the following form:

*Shall the [town name] adopt the town manager form of governance in accordance with the provisions of chapter 37 of Title 24 of the Vermont Statutes Annotated?*

This question can be called by either the selectboard on its own accord, or by petition supported by 5% of the town's registered voters. 24 V.S.A. § 1241. The vote on the question is conducted utilizing whatever system of voting (e.g., from the floor or Australian ballot) a town ordinarily uses to pose public questions. If approved, a vote to adopt the town manager form of government becomes effective 30 days after its date of adoption (barring a vote of reconsideration or rescission) and continues in effect until revoked by the voters at a meeting warned for that purpose.



Once the vote becomes effective, the selectboard must proceed "forthwith" (i.e., immediately, as soon as practicable) to hire a manager.

## What Changes?

Adopting the town manager form of government shifts many of the other powers previously held by the selectboard over to the town manager, including most of its administrative functions.

Under the basic statutory form of local government, the law states that the selectboard, "shall have the general supervision of the affairs of the town..." 24 V.S.A. § 872. Once a town adopts the town manager form of government however that law is overridden by 24 V.S.A. § 1235 which states that it is the manager who, "shall have general supervision of the affairs of the town..."

The relationship between a selectboard and its town manager is analogous to the relationship between a corporate board of directors and the chief executive officer (CEO) of a corporation. The directors establish policy but entrust the execution of everyday business operations to the corporation's CEO -- without interference or operational concurrence as a precondition to the effective exercise of authority.

These managerial activities can be described as encompassing four core functions:

1. directing and coordinating the activity of others;
2. accounting for their performance;
3. obtaining, analyzing, and presenting information;
4. making operational decisions that reflect established policy priorities.



Much like with the board of directors of a corporation, the adoption of the town manager form of government largely removes the selectboard from operational decision-making. Entrusting a town's administrative and managerial functions to one person frees up the selectboard to focus on its leadership role, policy functions, and oversight responsibilities.

Prior to adopting the town manager form of government, all duties required to be performed, but not committed to the care of any particular local official, were performed by the selectboard. 24 V.S.A. § 872. After adoption, all such duties are performed by the town manager. 24 V.S.A. § 1236(1). **This catch-all authority gives the town manager the power to fill in the gaps of municipal government by exercising those powers not exercised by any other official, but stops short of taking it away from them, thereby preserving and respecting the independence of elected offices.**

## **Statutory Authority of Town Manager**

This shift in power represents not a delegation of authority from the selectboard to the manager - as is the case when a selectboard hires a town administrator or an administrative assistant - **but rather in a delegation of authority from the State directly to the town manager.** Even though managers are subject to the "direction and supervision" of the selectboard, they're not just another municipal employee. Managers have the statutory authority to act independently without additional authorization from the selectboard. The relationship between the town manager and the selectboard is dictated by Vermont law and managers may exercise the power conferred upon their office at their discretion. These enumerated powers include:



- purchasing supplies for every department of the town over which the manager has control. 24 V.S.A. § 1236(3);
- supervising the management and repair of all town buildings and overseeing all new building done by the town, unless otherwise provided for by the selectboard. 24 V.S.A. § 1236(4);
- performing all duties ordinarily conferred upon the road commissioner, thereby potentially negating the necessity of electing a road commissioner at the town's annual meeting. 24 V.S.A. § 1236(5).
- doing all the accounting for all town departments and for the town. 24 V.S.A. § 1236(7). Note that the statutes specifically provide the manager with access to all town books and papers for information necessary for the proper performance of their duties. 24 V.S.A. § 1237;
- supervising and expending all special appropriations of the town, as if it were a separate department of the town, unless otherwise provided for by the selectboard. 24 V.S.A. § 1236(8);
- having charge, control, and supervision over the police and fire departments; municipal licenses (not otherwise regulated by law); the system of sewers and drainage; street lighting, highways and bridges; sprinkling of streets; and maintenance of park and playgrounds. 24 V.S.A. § 1236(9);
- collecting current and delinquent taxes for the town if the town so votes. In that capacity, the manager may collect the same fees as a collector of taxes, and those fees must be paid into the town treasury. 24 V.S.A. § 1236(10).

## **Powers and Responsibilities Retained by the Selectboard**



Not all of the selectboard's powers and responsibilities are ceded over to the town manager. By law, managers are prohibited from doing the following as the selectboard retains the authority for:

- Preparing tax bills;
- Signing orders on the general fund of the town;
- Calling special or annual town meetings;
- Laying out highways;
- Establishing and laying out public parks;
- Making tax assessments;
- Awarding damages on behalf of the town;
- Acting as a member of the Board of Civil Authority (BCA); and
- Filling vacancies.

## **Legal Mandate to Render Assistance**

Although town managers don't have the authority to perform any of these acts on their own, they are still required by law to assist the selectboard in their execution. For example: while a manager lacks the authority to call a special town meeting, if directed by the selectboard, they must aid in its preparation and notice. Additional authority and tasks beyond their statutory duties may also be conferred upon managers by virtue of a town's governance charter, a contract for employment, or job description. (Note: Governance charters are, in effect, a constitution for the town that provides a framework for self-rule. Once a town has been granted a governance charter by the legislature, that charter becomes the primary source of power and structure for the town. Where the



charter provides for procedures other than those established by statute, the provisions of the charter will generally prevail unless the statute or charter specifically provides otherwise.)

## **Authority Moved from Other Officials to the Town**

### **Manager**

Adopting the town manager form of government also suspends and transfers to the manager some of the powers granted other officials in town. The law provides that, "(t)he powers, duties, and liabilities imposed upon any other departments of the town inconsistent with the provisions of this chapter shall be suspended and shall be conferred and imposed upon the manager." 24 V.S.A. § 1238.

For example, the law gives the town manager the authority to do "all of the accounting," for "all of the departments of the town," and to "collect all taxes ... if the town so votes." 24 V.S.A. § 1236(7). These are ordinarily duties committed to the care of the town treasurer, however since the law says that any powers and duties inconsistent with the town manager statute are suspended, they would now reside with the manager. The town manager cannot however take over the town treasurer's other duties such as investing town monies, appointing an assistant town treasurer, or signing checks as these are all powers committed to the care of another town officer, the town treasurer.

Only those powers inconsistent with the provisions of the town manager statutes are subject to transfer. This particular grant of authority highlights the primacy of the town manager's office by resolving any conflict between the exercise of the enumerated



powers of the town manager and any other department of the town in favor of the manager – e.g., the manager's statutory authority supersedes that of other officials.

## **Balance of Power Between the Manager and the Selectboard**

As stated earlier, unlike independent elected officials who are accountable only to the voters, town managers answer to the selectboard in the same respect as any other employee must answer to their employer. The question sometimes arises in communities with a town manager form of government whether the manager can act independently from the selectboard, or whether the manager is completely controlled by the board. For example, selectboards and managers occasionally disagree about personnel matters—whether to hire a particular individual or whether a particular employee should be fired. In such cases, 24 V.S.A. § 1233, which subjects the manager to the “direction and supervision” of the selectboard, and 24 V.S.A. § 1235, which grants the manager general supervisory authority over all town matters, must be balanced. As a practical matter, the manager may use their judgment and hire or fire as they see fit. However, if the manager's judgment is averse to the “direction” of the selectboard, it may vote to remove the manager from office for cause. In the end analysis, although the manager derives their authority from the State, they still must exercise that authority to the satisfaction of their employer, the selectboard.

Just because a town manager doesn't need the selectboard's permission to act in certain discrete instances doesn't necessarily mean that they still shouldn't seek it. Despite the measure of protection afforded town managers against being arbitrarily fired for reasons



other than misconduct or poor performance, the selectboard is still the town manager's boss and while the manager has independent authority to do their job, they must perform it in a manner that is satisfactory to the selectboard. For this reason, a prudent manager is going to make sure they have the support of their selectboard before going too far out on any particular limb.

## Rescinding Town Manager Form of Government

Just as the vote to adopt the town manager form of government must occur at an annual or special town meeting called for that purpose, the vote to rescind it must occur under the same circumstances. The question voted upon must be in substantially the following form:

*Shall the [town name] rescind the town manager form of governance in accordance with the provisions of chapter 37 of Title 24 of the Vermont Statutes Annotated?*

As with the vote to adopt the town manager form of government, the vote to rescind it would be conducted by using the same system of voting (e.g., from the floor or Australian ballot) the town ordinarily uses to dispose of public questions. If the vote to rescind passes, it becomes effective 30 days after the date of its adoption. 24 V.S.A. § 1242. The practical effect of such a vote would be that the subject town would no longer employ a town manager upon expiration of the 30 days following a successful rescission vote.

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# Town Administrator Role and Responsibilities

Unlike with a town manager, no town-wide vote is required prior to hiring a town administrator. **Since a town administrator is a non-statutory office, their hiring is not determined by the same conditions that are used when hiring a town manager.**

In contrast with a town manager whose authority comes from statute and emanates almost exclusively from the State, the authority of a town administrator (with the exception of those referenced in municipal governance charters) originates almost exclusively from the selectboard. Like other employees, a town administrator can only exercise those powers explicitly given to them by the selectboard. For that reason, town administrator job descriptions can include a range of duties that best suit the needs of the selectboard and town government.

A selectboard must be mindful of the fact that it can only give that authority which it has; **it cannot empower a town administrator to do anything that it itself cannot do.** The selectboard's ability to entrust others with the authority to act on its behalf is not without limits. The courts inform us that, "(a)s a general rule, absent a statute or act expressly permitting it, a board cannot delegate powers and functions which are discretionary or quasi-judicial in character, or which require the exercise of judgment." In re: Buttolph, 141 Vt. 601 (1982). Consequently, a selectboard can delegate to a town administrator most of its executive (i.e., administrative) functions, but not its legislative or judicial ones.

Authority that is administrative or ministerial in nature, since they largely lack any exercise of discretionary authority or judgment, can be delegated by a selectboard to a



town administrator. Once the selectboard settles on what powers it wants the town administrator to exercise, a description of those powers must be captured. The authority of a town administrator exists exclusively by license and must be captured in a document such as a job description which provides them with the authority to act. For general information about writing job descriptions, please see [PACIF's HR Consultation Program Job Description Toolkit](#).

Beyond these common law (i.e., judge-made) limitations, if a selectboard wants its town administrator to perform a duty or exercise a power that it either doesn't have to give or otherwise cannot give (e.g. legislative or judicial), then it will have to amend its municipal governance charter in order to provide them with this authority.

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# Employment and Compensation Considerations for Town Managers and Administrators

In addition to statutory provisions, there are unique aspects of municipal employment law that warrant special attention by selectboards. PACIF members are encouraged to avail themselves of the [Human Resources Consultation Program](#) staff and resources and [Employment Practices Liability \(EPL\) Referral Program](#) for assistance.

## Town Manager

The manager does not have to be a resident of the town (unless required by a municipal governance charter). The manager cannot hold any elective office in either the town they serve or its school district. 17 V.S.A. § 2647(a)(4). This effectively means that a selectboard member cannot serve as town manager, even in an interim-only capacity. Two or more towns can also vote to form a union to employ one shared manager. 24 V.S.A. § 1232.

The position of town manager is not a political appointment. Accordingly, it must be made without reference to the manager's political beliefs. 24 V.S.A. § 1233. The law governing the hiring of a town manager directs that they must be "selected with special reference to (their) education, training, and experience to perform the duties of such office and without reference to (their) political belief." 24 V.S.A. § 1233.



## **Town Administrator**

Even though the town administrator position doesn't exist in state law, given their similarities, some of the town manager statutory considerations prove to be instructive. Selectboards should still select town administrators with special reference to their education, training, and experience and without consideration of the candidates' personal political beliefs.

While the office of town administrator is not explicitly mentioned in the incompatible office's statute (17 V.S.A. § 2647) this silence shouldn't not be misconstrued as an endorsement for administrators to hold elective office. The close similarity in job functions between the manager and administrator positions should provide ample pause to any town administrator considering running for elective office.

Ultimately, the selectboard will need to check and perhaps update both its town's personnel and conflict of interest policies to see what, if any, dual office holding is prohibited prior to hiring a town administrator.

## **Hiring**

There is no statutory mandate to advertise openings in a specific way for either a town manager or an administrator, unless doing so is required as a condition of federal or state funding, or because the town has a municipal governance charter or policy requiring it.



Typically, advertising any employment opening is viewed as a best practice done to draw from a greater and more qualified pool of applicants.

For employment law requirements and human resources hiring best practices information, please see PACIF's [Hiring Toolkit](#), which includes templates as well as legal guidance for how to handle aspects of hiring in compliance with applicable state law, such as Open Meeting Law considerations for conducting interviews.

## **Bonding**

The town manager must swear to the faithful performance of their duties and give a bond to the town before beginning the job. The amount of the bond, along with other required sureties, is established by the selectboard. 24 V.S.A. § 1234. It's the town itself however that pays for the bond. 24 V.S.A. § 835. No bond is required for the office of town administrator, unless they're empowered to receive or disburse funds on behalf of the town. 24 V.S.A. § 832.

## **Compensation**

Compensation for both offices (manager and administrator) is fixed by the selectboard unless otherwise specifically voted by the town. 24 V.S.A. §§ 932, 933. "A town may vote to compensate any or all town officers for their official services. Such town in annual meeting may fix the compensation of such officers and of town employees." 24 V.S.A. §



932. "When a town does not fix the amount of the compensation to be paid such officers and town employees, the selectboard shall fix and determine the same." 24 V.S.A. § 933. "The manager shall receive such pay as may be fixed by the selectboard, unless otherwise specifically voted by the town." 24 V.S.A. § 1239.

**The way this usually works is that the voters set the compensation for these and other offices by approving the overall budget presented for them by the selectboard at the town's annual meeting.** Alternatively, compensation can be presented as a standalone article to be voted upon separately.

According to the 2022 VLCT Compensation and Benefits Report, data from 57 respondents showed the average salary for a town manager was \$102,047 while the average salary for a town administrator was \$63,912.

## Removal

Practically speaking, and despite the existence of explicit just cause protections for the town manager found in statute, there probably isn't going to be much of a difference between how a town administrator or a town manager is removed from office.

The reason why there probably won't be much of a difference between how the two are fired is because even though the employment relationship between a town and a town administrator is presumed to be "at-will" (i.e. terminable at any time, for any non-discriminatory reason, or for no reason at all), that presumption can, and often times is, overcome by the existence of a statute, charter, collective bargaining agreement, contract, or personnel manual or policy inconsistent with the at-will relationship. For



example, personnel policies containing progressive disciplinary provisions may be sufficient to trigger a requirement that a town can only terminate a town administrator for cause. Consequently, it is very likely that - despite lacking the statutory protections afforded the town manager - a town administrator too may only be removed for cause.

## **Exercise Caution**

Any time a selectboard is considering terminating an employee, whether it be a town manager or administrator, we strongly recommend that it consult with its municipal attorney or, if it is a member of VLCT's PACIF (Property and Casualty Intermunicipal Fund), speak with a PACIF Employment Practices Liability (EPL) Referral Specialist beforehand. An attorney can assist in developing an appropriate course of action and fashioning a decision that will be defensible if challenged in court. The [Employment Practices Liability Referral Program](#) may be able to provide free, specialized legal advice to help PACIF members navigate certain employment situations that could lead to a liability claim. To request an EPL referral, email [EPLReferral@vlct.org](mailto:EPLReferral@vlct.org) or call 800-649-7915.

## **What does cause mean?**

Cause means "some substantial shortcoming detrimental to the employer's interests which the law and sound public opinion recognize as good cause for dismissal." *Work v. Mount Abraham Union High School Bd. of Directors*, 145 Vt. 94, 98 (1984). The purpose behind just cause termination is to remove from the employer the right to arbitrarily fire



employees. Employees, such as the town manager who can only be terminated for cause have a constitutionally-protected property interest in their continued employment, and as such, cannot be fired without first affording them due process – notice and an opportunity to be heard. *Gilbert v. Homar*, 520 U.S. 924 (1997).

## Removing A Town Manager

There are two ways to remove a town manager, (1) firing them for “cause” or (2) a town-wide vote to rescind the manager form of government (see [section name]). The law states that a town manager holds office “at the will of such selectboard, who, by majority vote, may remove him or her at any time for cause.” 24 V.S.A. § 1233. For context, the default rule in Vermont is that employment is “at-will” (“an employment contract for an indefinite term is an “at-will” agreement, terminable at any time, for any reason or for none at all.” *Ross v. Times Mirror, Inc.*, 164 Vt. 13 (1995)) and as such an at-will employee can be fired at any time and for any reason (or no reason at all) so long as that reason is not unlawful (e.g. discrimination based on age, disability, pregnancy, sex, religion, etc. or retaliation for exercising a protected right, such as taking leave, reporting sexual harassment, or filing a workers’ compensation claim, etc.). A town manager “hold(s) office *at the will of such selectboard*, who, by majority vote, may remove him or her at any time for cause.” 24 V.S.A. § 1233. Emphasis added. The Vermont Supreme Court has interpreted the “at the will of such selectboard” language of this sentence as meaning that only the selectboard, and no other authority, may terminate the manager’s employment; not that a town manager is an “at-will” employee. *Nelson v. Town of St. Johnsbury, LaMotte, Oddy, Ruggles, Rust, Timson*, 2015 VT 5. **A town manager therefore holds office at the will of the selectboard but may only be removed for cause after notice and a hearing by**



majority vote of the selectboard.

## **Employment Contracts**

Despite the language of 24 V.S.A. §1233, some municipalities have employed town managers under written employment contracts with a specified term. In fact, of the 28 municipalities with the town manager form of government that participated in our 2021 Municipal Compensation and Benefits Report, all 28 had an employment contract of some kind. In some cases, these contracts may provide for termination of a town manager without cause prior to the expiration of the stated term in exchange for some form of severance payment.

These provisions are generally seen as beneficial to both the town and the town manager, as they are thought to avoid the necessity of a termination hearing and provide a mechanism for both parties to end the employment relationship quickly and amicably.

These provisions probably reduce litigation and can help to mitigate the political, personal, and professional turmoil that can accompany the termination of a town manager. To the extent a town administrator is also subject to just cause removal, their employment relationship would also similarly benefit.

## **Complexity and Contradictions in the Town**

### **Manager/Selectboard Relationship**



The apparent contradictions inherent in the town manager/selectboard relationship can cause confusion and lead to misunderstandings if not properly understood by both sides. On the one hand, because the source of the town manager's authority is from the State, they have the legal authority to act independently of the selectboard and may follow their own judgment, even when the selectboard disagrees. On the other hand, the town manager serves "at the will" or pleasure of the selectboard and must ultimately perform their job to their satisfaction or else face termination for cause.

The nuance of this relationship was perhaps best captured by former VT Under Secretary of State Paul Gillies who said in his Book of Opinions, "(t)he manager has the power to hire and fire most employees of the town...But the select(board) ha(s) the right to direct and supervise the manager...The difference is critical to an understanding of how the town manager system works—the select(board), when there is a town manager, may not hire or fire anyone but the manager, but they may order the manager to do their bidding. The manager, of course, may refuse, so long as he is willing to accept the consequences of (their) act." (see James H. Douglas & Paul Gillies, A Book of Opinions in Two Volumes (1993)).

This represents the interesting complexity in the relationship between the selectboard and the town manager -- the manager has independent legal authority, and the manager may exercise that authority independently of the selectboard, and may follow their own judgment, even when the selectboard disagrees. However, the manager also serves at the pleasure of the selectboard and if the selectboard is not satisfied with the manager's job performance, it may terminate the manager for cause, following consultation through [PACIF's Employment Practices Liability Referral Program](#) as previously recommended.

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# Choosing a Town Administrator or Town Manager

## Which Form of Government is the "Best Fit" for Your Town?

The establishment of the manager form of government, by its very nature, results in a diminution of the powers, prerogatives and authority formerly vested in the selectboard. In broad terms, the town manager is required by law "to perform all duties now conferred by law upon the select[board]," with certain exceptions related to matters that appear to be discretionary in nature. 24 V.S.A. § 1236(2). The town manager is also charged by law with the "general supervision of the affairs of the town, (is) the administrative head of all departments of the town government, and (is) responsible for the efficient administration thereof." 24 V.S.A. § 1235.

An administrator, on the other hand, is not a creature of statute. An administrator's powers come from the selectboard and, generally speaking, do not reflect the broad management authority of the town manager (e.g., overall efficiency of town government or general supervision of the affairs of the town) as their duties are usually laid out as specific delegable tasks captured in a job description.



## Strengths of a Town Administrator

One of the great strengths of the office of town administrator is that the position is whatever the selectboard makes of it—it's flexible and adaptable to a town's needs. The selectboard can largely choose what authority from the town manager chapter it wants a town administrator to exercise. This is one of the features that makes the town manager form of government more desirable for managers. In this regard, **the position of town administrator is much more accountable and adaptable to the needs of the selectboard than that of the town manager.** It is also why the town administrator system of government tends to work best for those selectboards that prefer staying involved in the day-to-day operational decision-making of local government. Compare this to the position of town manager, whose powers and responsibilities are chosen not by the selectboard, but by the State. The relationship between the town manager and the selectboard is dictated by general law. **The selectboard cannot prevent a town manager from exercising the authority granted them by statute.**

## Strengths of a Town Manager

While an administrator can assume some of the duties of a chief administrative officer so long as they are expressly delegated via a job description, some municipalities find that the only way to ensure accountability across the organization is to adopt the town manager form of government. According to the International City/County Management Association (ICMA), a primary strength of the council/manager form of government is "the combination of the political leadership of elected officials with the strong managerial experience of an appointed local government manager."



Under this system of government, the council or selectboard is the elected representative of the community and concentrates on policy issues and is responsive to citizens' needs and wishes. The manager's role is to carry out those policy decisions, and to advise the board in the determination of policy.

This arrangement oftentimes provides for a clearer delineation of authority than can otherwise be achieved by hiring a town administrator. In the town manager form of government, the selectboard sets the vision for the direction of the town and the town manager executes it. An analogy often used to describe this relationship is that a town is a ship; the selectboard serves as its navigator by charting its course to follow and the town manager serves as its captain, steering the ship faithfully to its destination. For this relationship to work, the selectboard must be willing to relinquish the wheel and let the manager do their job. Doing this requires it to be strategically engaged, but operationally distant.

## **In Practice, Both Positions Function Similarly**

Despite the pronounced legal distinctions between these two models of local government, practically speaking, there may be little difference between how a town manager and administrator actually function. The relationship between an administrator and a selectboard may more closely resemble that of the town manager form of government while the relationship between a town manager and a selectboard may more closely resemble that of the town administrator form of government. That's because there are strong and weak versions of each. For example, some municipalities have a strong town manager form of government wherein the selectboard does very little



to direct the manager. Others have a weak town manager form of government wherein the selectboard is more active in its direction and supervision. The same holds true for town administrators. **There's technically no right or wrong way to implement either model. Every town will execute it a little differently depending upon the experience and personalities of their particular manager/administrator and selectboard.**

Regardless of which one a town chooses – town manager or administrator – the respective relationships with their selectboards will only work if there is clear communication. The selectboard will need to communicate its goals and objectives and to evaluate whether they're being achieved. A job description can help capture a selectboard's expectations with each and an annual work plan can help relay its policy priorities. Regular (at least annual) performance evaluations will also assist managers and administrators alike by harmonizing expectations of their performance with the standards they will be held to and by aligning their individual goals with those of the town as communicated by the selectboard.

The relationship between a selectboard and its town manager/administrator is often times a learning experience and a feeling out process. This is partly because there are still gaps in the law in terms of determining who does what, but it's also frequently because expectations are not properly communicated. **It takes both the selectboard and the town manager/administrator to understand the extent and the limits of their own and each other's authority to make the relationship work.** Patience, communication, and understanding from all parties are critical to its success.

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