

VLCT Member Inquiry Service Terms of Use

The Vermont League of Cities and Towns (“VLCT”) Member Inquiry Service (“Inquiry Service”) assists municipal officials by answering their questions (“inquiries”) concerning general municipal law and local government operations. The purpose of this document is to explain the Inquiry Service and its conditions by specifying the types of member questions covered as well as its scope and limitations. The provision of the Inquiry Service is a benefit of each municipality’s membership in VLCT. As such, the use of the Inquiry Service is restricted to VLCT member municipalities. Inquiries from non-VLCT members (e.g., the public) or from municipal officials that fall outside the scope of these Terms of Use should be directed to either the municipality’s attorney, a personal attorney, or the [Vermont Secretary of State’s Municipal Division](#) at sos.municipal@vermont.gov or (802) 828-9130, as appropriate.

Use of the Inquiry Service creates an attorney-client relationship. For that reason, the Inquiry Service is also governed by the [Vermont Rules of Professional Conduct](#), which governs attorney ethics and professional behavior.

ATTENTION: These Terms of Use are agreed upon as a condition of the use of the VLCT Member Inquiry Service and are not subject to change or alteration by any member municipality.

What is the VLCT Member Inquiry Service (“Inquiry Service”)? The Inquiry Service assists municipal officials by answering their questions related to general municipal law and local government management. It is designed to help members understand their statutory roles and carry out their duties lawfully and effectively.

Who Provides VLCT’s Inquiry Service? The Inquiry Service is provided by VLCT Inquiry Service Staff (“Staff”). For purposes of this Terms of Use, “Staff” refers to VLCT’s Municipal Assistance Center (MAC) attorneys and Municipal Operations Support (MOS) staff who are non-lawyer professionals with expertise in the fields of management, administration, finance, operations, project development, planning, grants, and funding. All Staff work under the MAC staff attorneys’ licenses.

Who can use the Inquiry Service? In general, any elected or appointed municipal official, a municipal volunteer, or a municipal employee may use the Inquiry Service, so long as their municipality is a VLCT member. Because the Inquiry Service is a VLCT membership benefit, Staff cannot answer inquiries from or on behalf of the public.

Scope and Limitations. The Inquiry Service is for member municipal officials to ask questions related to municipal law, management, administration, and finance. It is not for comprehensive legal services. It is a benefit of each municipality’s membership in VLCT and does not constitute a right to an attorney for any particular municipal official. Staff endeavor to serve the best interests of VLCT’s member municipalities by helping all its officials fulfill their statutory roles and responsibilities and to perform their duties lawfully and effectively.

Due to the volume of inquiries associated with assisting all of Vermont’s municipalities, the Inquiry Service does not provide direct legal representation, such as providing litigation or mediation services. Nor does it typically develop or review complex documents, such as contracts, or decisions of local

boards. Inquiries that depend upon a set of complex or voluminous facts and documents, or those that involve litigation, potential litigation, or litigation strategy, should be directed to the municipality's attorney in most instances. Members seeking formal legal opinions or other comprehensive legal review services may make a request for a [MAC fee-based service](#) (see below).

There will also be occasions when Staff cannot advise a member, given that the provision of the Inquiry Service creates an attorney-client relationship, governed by the Vermont Rules of Professional Conduct.

Staff can only respond to inquiries that are relevant to the municipal official's job duties or statutory responsibilities. As such, Staff cannot advise municipal officials on their own private legal matters, questions that may pose a conflict for VLCT's municipal clients, or questions unrelated to their job duties or statutory responsibilities. However, if an unrelated question is being asked on behalf or at the direction of the affected municipal official, Staff may be able to assist. Further, Staff cannot advise on questions that are, or may be, adverse to the municipal corporation, the municipality's legislative body (e.g., selectboard, trustees, council, aldermen, prudential committee, etc.), or that call its actions into question.

Because the Inquiry Service is available to all member municipalities, Staff also cannot advise one member municipality in a matter involving a dispute, or potential dispute, with another member municipality without the express written consent of all members. Even then, providing advice in that instance must be deemed appropriate to do so by Staff.

The Inquiry Service is not intended to interfere with or replace local legal representation, nor is it meant to fulfill the role of the municipality's attorney. Accordingly, Staff cannot advise on matters that have already been directed to or discussed with the municipal attorney. In such circumstances, a member municipality's attorney may use the Inquiry Service on behalf of the municipality.

Staff do not advise or represent VLCT's Property and Casualty Intermunicipal Fund (PACIF) or its Employment Resource and Benefits Trust (VERB), nor do they act as VLCT's corporate attorney. Staff do not speak on PACIF or VERB's behalf, nor do they advise on insurance coverage or on matters concerning insurance policy language. While Staff may discuss issues of general liability, any advice provided is unrelated to a member municipality's PACIF or VERB coverage or other insurance and should not be construed as a guarantee or representation of coverage, either generally or in any specific case. All insurance and coverage-related inquiries should be directed to the municipality's VLCT PACIF or VERB representative at underwritingdept@vlct.org or at kavery@vlct.org respectively, or its other insurer.

Who's the Client? Use of the Inquiry Service creates an attorney-client relationship, governed by the Vermont Rules of Professional Conduct, which governs the provision of the Inquiry Service by Staff. According to those rules, the attorney-client relationship is between Staff and the member municipality. The client is the member municipality acting through the majority of its legislative body (e.g., selectboard, village trustees, city council, prudential committee, alderpersons, etc.) and not with any individual municipal official.

Confidentiality. Pursuant to the Vermont Rules of Professional Conduct, an attorney generally cannot reveal information related to the representation of a client unless that client gives informed consent. The attorney-client relationship exists between Staff and its member municipality acting through the

majority of its legislative body (e.g., selectboard, village trustees, city council, prudential committee, alderpersons, etc.).

Because an attorney-client relationship exists between Staff and the member municipality's legislative body, the right to keep information confidential belongs to the municipality. This means that information produced or received while using the Inquiry Service will, in most instances, not be publicly disclosed by Staff. However, because the right to confidentiality belongs to the municipality and not with any particular official, Staff may disclose confidential information with other affected officials in the municipality who use the Inquiry Service, provided that official is a member of the municipality's legislative body or such information pertains to the official's statutory roles and responsibilities.

Information disclosed to Staff by a member of a municipality's legislative body, however, will not be disclosed to another municipal official outside of that body, even when that information also pertains to that municipal official's duties.

Information disclosed to Staff through use of the Inquiry Service may be disclosed to other VLCT MAC and MOS staff, VLCT's Intergovernmental Relations (IGR) staff, and VLCT's Executive Director, all of whom agree to the confidentiality provisions set forth in this document. Information may also be disclosed by Staff when deemed necessary to either facilitate responding to the inquiry posed or to otherwise serve the best interests of the member municipality. Information shared with Staff is not shared with the VLCT Risk Management Services department (PACIF and/or VERB) without the express consent of the municipality's legislative body or its duly authorized representative.

Non-identifiable information disclosed to Staff may be disclosed to other federal and state officials and local officials of other municipalities, and their attorneys; other state municipal leagues; academic researchers, and others, to assist member municipalities and further their collective interests.

MAC Fee-Based Services. Members seeking formal legal opinions or other comprehensive legal review services may make a request for a [MAC fee-based professional service](#). Inquiries requiring more than one hour of MAC staff attorney's time will typically be treated as a fee-based service, billed at an hourly rate set by VLCT's Board of Directors, but only after consultation with and contingent upon the express approval of the member municipality's legislative body. Members will not be billed without their express consent for services.

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