

Commonwealth of Massachusetts
County of Plymouth
The Superior Court

Plymouth, ss

CIVIL DOCKET# **PLCV2014-00199**

Brockton, City of, William G. Carpenter III, as Mayor of the City of Brockton, Plaintiff(s)
vs.

Brockton City Council, Robert Sullivan

, Defendant(s)

SUMMONS AND ORDER OF NOTICE

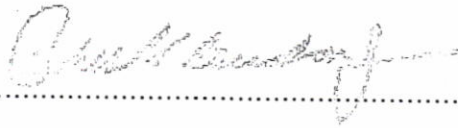
To the above-named:

You are hereby summoned and required to serve upon **Harvey Peters, Esquire**, plaintiff's attorney, whose address is **Peters & Moscardelli 8 Winter Street, 12th floor, Boston, MA 02108**, an answer to the complaint/cross claim/counterclaim which is herewith served upon you. This must be done within 20 days after service of this summons upon you, exclusive of the day of service. If you fail to do so, Judgment by default will be taken against you for the relief demanded in the complaint/ cross claim/counterclaim. You are also required to file your answer to the complaint/ cross claim/counterclaim in the office of the Clerk of this Court at Brockton either before service upon plaintiff's attorney or within a reasonable time thereafter.

Unless otherwise provided by Rule 13(a), your answer must state as a counterclaim any claim which you may have against the plaintiff which arises out of the transaction or occurrence that is the subject matter of the plaintiff's claim or you will thereafter be barred from making such claim in any other action.

WE ALSO NOTIFY YOU that application has been made in said action, as appears in the complaint, for a preliminary/ permanent injunction and that a hearing upon such application will be held at the court house at said Plymouth County Superior Court, in Brockton on **03/03/2014, at 02:00 PM in CtRm 5 (72 Belmont Street, Brockton)**, at which time you may appear and show cause why such application should not be granted.

Witness, Barbara J. Rouse, Esquire, Chief Justice of the Superior Court, at Brockton, Massachusetts this 24th day of February, 2014.



.....
Clerk

(AFFIX RETURN OF SERVICE ON BACK OF SUMMONS)

COMMONWEALTH OF MASSACHUSETTS

PLYMOUTH, ss.

SUPERIOR COURT
CIVIL ACTION NO.

_____)
)
CITY OF BROCKTON, and,)
WILLIAM G. CARPENTER, III,)
in his official capacity as MAYOR)
of the CITY OF BROCKTON,)
 Plaintiff,)
)
)
 v.)
)
)
BROCKTON CITY COUNCIL,)
and ROBERT SULLIVAN, in his)
official capacity as CITY)
COUNCIL PRESIDENT,)
 Defendants.)

VERIFIED COMPLAINT AND APPLICATION FOR INJUNCTIVE RELIEF

NATURE OF THE ACTION

In this action, Plaintiffs, City of Brockton (hereinafter "City") and Mayor William G. Carpenter, III (hereinafter "Mayor") (collectively "Plaintiffs"), seek injunctive and declaratory relief due to a city ordinance granting appointing authority that is inconsistent with the city's adopted charter which preempts and invalidates the ordinance.

Irrespective of the finding with respect to the Ordinance's validity, Plaintiffs' seek injunctive and declaratory relief based upon the actions of Defendant, Robert Sullivan, (hereinafter "Defendant") in appointing a member of the City of Brockton's Water Commission ("the Commission") and his intent to continue appointing members of the Commission in excess of his authority and in violation of the plain meaning of Section 23-30(a) of the Ordinances of Brockton.

Plaintiffs seek a preliminary and permanent injunction to prevent the immediate and irreparable harm to the City and the substantial and significant risk to the public welfare that will result from Defendant's continued invalid appointments. Plaintiffs ask this Court to invalidate Section 23-30(a) of the Ordinances of Brockton insofar as it grants appointing authority in express contradiction to the City's Plan B Charter. In the event the Court finds the Ordinance

valid on this point, Plaintiffs ask that Defendant be enjoined and restrained from making any further appointments to the City's Water Commission in violation of the express and clear language of the ordinance granting appointment authority solely to the Mayor. Plaintiffs further request that Defendant's recent appointment of a Water Commission member be invalidated so that the Mayor may exercise his right to appoint a member to the vacancy.

JURISDICTION AND VENUE

1. This is an action seeking equitable and injunctive relief. The jurisdiction of this Court is invoked pursuant to M.G.L. c. 223A.
2. The venue of this Court is proper in that the City of Brockton, where the complained of acts took place, is located in Plymouth County, Massachusetts.

PARTIES

4. The Plaintiff, City of Brockton, (the "City") is a duly organized municipal corporation with a usual place of business at City Hall, 45 School Street, Brockton, MA 02301.
5. The Plaintiff, William G. Carpenter, III, (the "Mayor") is the Mayor of the City of Brockton, Massachusetts and resides at 86 Bates Road, Brockton, Massachusetts.
6. Defendant Brockton City Council (the "City Council") is a duly constituted council of the City of Brockton, with its principal office at Brockton City Hall, 45 School Street, Brockton, Massachusetts.
7. The Defendant, Robert Sullivan (the "Defendant") is the President of the City Council, and resides at 4 Rock Meadow Drive, Brockton, Massachusetts. His actions as alleged in this complaint were taken under the color of law. He is sued in his official capacity as President of the City Council.

GENERAL ALLEGATIONS

8. On or about January 1, 1962, the City adopted a Plan B Charter (G.L. c. 43, §§1-45 & §§53-63) under which the mayor is the chief executive officer with the authority to appoint all members of municipal boards. (See Exhibit A)
9. On or about January 1, 1996, the City enacted Section 23-30 of the Ordinances of the City of Brockton (the "Ordinance") establishing a water commission. (See Exhibit B)
10. Pursuant to §23-30(a) of the Ordinance, the mayor was granted the authority to appoint three members to the Commission, subject to confirmation by city council,

and the president of the city council was granted authority, in his or her sole discretion, to appoint two members of the Commission.

11. The Ordinance provided that: "Thereafter, the mayor, subject to confirmation by the city council, shall appoint successors for a term of three (3) years..."
12. On or about January 6, 2014, the Mayor took office and commenced his administration in the City.
13. On or about, February 6, 2014, the Mayor received correspondence from Defendant advising him that the Defendant had made an appointment of a member to the Commission pursuant to his perceived authority granted to the president of city council under the Ordinance and that he further intended on making an additional appointment in the "near future." (See Exhibit D)
14. Defendant reiterated his intentions during a recent City Council Meeting ("Meeting") stating that he would make the additional appointment to the Commission at the next Meeting scheduled on Monday, February 24, 2014.

COUNT I

VIOLATION OF MASS GENERAL LAW CHAPTER 43, SECTION 60 (APPOINTMENTS BY MAYOR)

15. Plaintiffs re-allege and incorporate by reference their allegations in Paragraphs 1-12, above, as if fully set forth in Count I.
16. Massachusetts General Law, Chapter 43, Section 60 (the "Plan B Charter"), provides that:

"Upon the adoption of Plan B, all heads of departments and members of municipal boards, except the school committee...shall be appointed by the mayor, subject to confirmation by the city council;..." (emphasis added) (See Exhibit A)
17. The City adopted and has operated under a plan B form of government specified in G.L. c. 43, §§1 to 45, inclusive and sections 53 to 63, inclusive since on or around 1957.
18. Thereafter, on or about 1996, the City enacted Sections 23-30 of the Ordinances of the City of Brockton granting appointment authority of two members of the City's Water Commission to the President of the City Council.
19. The Ordinance as enacted is inconsistent with the express provisions of the City's Plan B Charter and is thus invalid and unenforceable.

20. Accordingly, Defendant's appointment of a member of the Commission on or about February __, 2014, was in excess of his authority, constitutes a violation of the Plan B Charter and is therefore invalid.
21. Defendant's act of appointing a member of the Commission is inconsistent and in violation of the Plan B Charter and thus poses a substantial risk to the public interest and an immediate threat of irreparable harm to the Plaintiffs. Injunctive relief is required in order to enforce the City's Charter in furtherance of public policy.

COUNT II

VIOLATION OF CITY ORDINANCE SECTION 23-30 (WATER COMMISSION)

22. Plaintiffs re-allege and incorporate by reference their allegations in Paragraphs 1-19, above, as if fully set forth in Count II.
23. Section § 23-30(a) of the Ordinances of the City of Brockton, provides that:

“There is hereby established a water commission (hereinafter referred to as commission”) which shall consist of three (3) residents of the city to be appointed by the mayor, subject to confirmation by the council,... and two (2) residents of the city appointed by the president of the city council, all members being for a term of three (3) years....Of the members first appointed, one (1) shall serve in office for a term expiring on March 31 in the year following adoption of this section, and one (1) for a term expiring on March 31 in the second year following adoption of this section and one (1) for a term expiring on March 31 in the third year following adoption of this section. *Thereafter, the mayor, subject to confirmation by the city council, shall appoint successors* for a term of three (3) years or, in the case of an appointment to fill a vacancy, for the unexpired term and until his successor is appointed and qualified. Any member of the commission may be removed at any time for cause upon recommendation of the mayor and approval of city council.” (emphasis added)

24. The Ordinance as enacted is inconsistent with the express provisions of the City's Plan B Charter and is thus invalid and unenforceable.
25. In the event the Ordinance is upheld, the Defendant's appointment of members of the City of Brockton's Water Commission constitutes a violation of § 23-30(a) and is therefore invalid.

26. Defendant's violation of § 23-30(a) poses a substantial risk to the public interest and an immediate threat of irreparable harm to the City of Brockton. Injunctive relief is required in order to enforce the City Ordinance in furtherance of public policy.

COUNT III – DECLARATORY JUDGMENT, M.G.L. CH. 231A

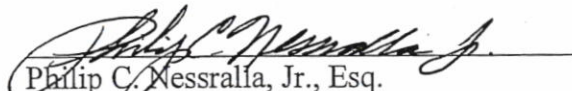
27. Plaintiffs hereby adopt and incorporate by reference, as if fully stated herein, the allegations contained in paragraphs 1 through 24.
28. Defendant has appointed of a member of the City of Brockton's Water Commission in excess of his authority and in violation of both state and local laws.
29. The Defendant's actions constitute a violation of the City's Plan B Charter and/or Section 23-30(a) of the Ordinances of the City of Brockton, both of which provide that the mayor, subject to confirmation by the city council, has exclusive authority to appoint all members of the Water Commission.
30. An actual controversy exists as to the validity of the City's Ordinance, Section 23-30, in light of its inconsistencies with the Plan B Charter.
31. Irrespective of the validity of the Ordinance, a controversy has arisen regarding the parties' respective rights under Section 23-30(a) of the Ordinance.
32. Plaintiffs are entitled to a declaration that Section 23-30(a) of the City's Ordinance is invalid and unenforceable due to its inconsistencies with the City's previously adopted Plan B Charter.
33. Plaintiffs are entitled to a declaration that Defendant has violated the provisions of the City's Plan B Charter by appointing a member of the Commission despite the express language of the statute which vests exclusive appointment authority in the Mayor.
34. Plaintiffs are entitled to a declaration that the recent appointment by Defendant of a member of the City's Water Commission was in excess of his authority and is thus void.
35. Plaintiffs are entitled to a declaration that Defendant has violated the provisions of Section 23-30(a) of the Ordinances of the City of Brockton and thus his appointment of a member of the Water Commission is void.
36. In addition to a declaratory judgment, Plaintiff is entitled to such other and further relief as may be available under M.G.L. Ch. 231A, including, but not limited to, injunctive relief.

RELIEF

WHEREFORE, the Plaintiffs respectfully request that this Honorable Court:

1. Issue a Short Order of Notice to the Defendant for a hearing on the Motion for a Preliminary Injunction in this action.
2. Issue a preliminary injunction enjoining and restraining Defendant from making any further appointments of members to the City of Brockton's Water Commission in violation of the City's Plan B Charter (M.G.L. c. 43, §60).
3. Issue a permanent injunction enjoining and restraining Defendant from making any appointments of members to the City of Brockton's Water Commission in violation of the City's Plan B Charter (M.G.L. c. 43, §60).
4. Declare that Section 23-30 of the Ordinances of the City of Brockton is inconsistent and conflicts with the express provisions of the City's Plan B Charter pursuant to M.G.L. c. 43, §60 and is therefore unenforceable and invalid.
5. Issue a preliminary injunction enjoining and restraining Defendant from making any further appointments of members to the City of Brockton's Water Commission in violation of Section 23-30(a) of the Ordinances of the City of Brockton.
6. Issue a permanent injunction enjoining and restraining Defendant from making any appointments of members to the City of Brockton's Water Commission in violation of Section 23-30(a) of the Ordinances of the City of Brockton.
7. Order the Defendant to cease, desist and refrain from impeding or interfering with the Mayor's rights to all future appointments of members of municipal boards, including the Water Commission.
8. Enter judgment in favor of Plaintiff on each and every Count of the Complaint.
9. Grant such other relief as the Court may deem just and proper.

Respectfully submitted,
City of Brockton,
By His attorney,



Philip C. Nessralla, Jr., Esq.
City Solicitor
BBO#369360
City Hall- 45 School Street
Brockton, MA 02301
(508) 580-7110

Dated: February 24, 2014

PART I ADMINISTRATION OF THE GOVERNMENT
(Chapters 1 through 182)

TITLE VII CITIES, TOWNS AND DISTRICTS

CHAPTER 43 CITY CHARTERS

Section 60 Appointments by mayor subject to confirmation; exceptions

Section 60. Upon the adoption of Plan B, all heads of departments and members of municipal boards, except the school committee, officials appointed by the governor, and assessors if elected by the people, as their terms of office expire, shall be appointed by the mayor, subject to confirmation by the city council; but the city solicitor shall be appointed, and may be removed, by the mayor, without confirmation by the city council. This section shall apply to the city solicitor in office when Plan B becomes operative.

Sec. 23-30. Water commission.

- (a) There is hereby established a water commission (hereinafter referred to as "commission") which shall consist of three (3) residents of the city to be appointed by the mayor, subject to confirmation by the city council, which members shall include one (1) member with extensive experience in the field of administration or business, one (1) member with extensive experience in the field of finance or accounting, and one (1) member with extensive experience in the field of engineering, and two (2) residents of the city appointed by the president of the city council, all members being for a term of three (3) years. The public works superintendent for the city shall serve as a non-voting member of the commission. Of the members first appointed, one (1) shall serve in office for a term expiring on March 31 in the year following adoption of this section, and one (1) for a term expiring on March 31 in the second year following adoption of this section and one (1) for a term expiring on March 31 in the third year following adoption of this section. Thereafter, the mayor, subject to confirmation by the city council, shall appoint successors for a term of three (3) years or, in the case of an appointment to fill a vacancy, for the unexpired term and until his successor is appointed and qualified. Any member of the commission may be removed at any time for cause upon recommendation of the mayor and approval of the city council.
- (b) The commission shall annually elect one (1) of its three (3) appointed members as chair. Its meetings shall be governed by Robert's Rules. The provisions of sections 23A to 23C, inclusive of chapter 39 of the Massachusetts General Laws, shall apply to all meetings of the commission and section 10 of chapter 66 relating to the availability of public records as defined in clause twenty-six of section 7 of chapter 4 shall apply to the commission.
- (c) The commission shall annually elect one (1) of its members as clerk. The clerk of the commission shall keep a record of the proceedings of the commission and shall be custodian of all books, documents and papers filed with the commission, the minute book or journal of the commission and its official seal.
- (d) There is hereby established the position of water systems manager who shall be appointed by the commission for a term of five (5) years. The commission, acting for the city, shall develop responsibilities for the position of a full-time professional water systems manager experienced in the management of public water systems. The water systems manager shall report to and be supervised by the commissioner of the department of public works.
- (e) The water commission shall have charge of the water system of the city and all improvements, extensions and equipment pertaining thereto, and shall have charge and supervision over all employees assigned to work thereon. Provided, however, that no connection to the water system of the city that is estimated to exceed one million (1,000,000) gallons per day shall be allowed without a two-thirds (2/3) vote of the city council and the approval of the mayor. The water systems manager shall have such other powers and duties as the water commission may from time to time direct.
- (f) The commission shall be the authority to:
- (1) Adopt by-laws for the regulation of its affairs and the conduct of its business;
 - (2) Promulgate rules, regulations and procedures in connection with the performance of its functions and duties;
 - (3) Supervise Brockton employees or contractors who operate any aspect of the city's water works;
 - (4) Promulgate rules and regulations governing the use of and connections with the water distribution system of the city, provided that a copy of all such rules and regulations

shall be submitted to the city council for its approval and thereafter to the mayor for his approval;

- (5) Assess, enforce and collect penalties for the violation thereof;
- (6) Establish and revise the rates to be charged for water consumption in the city, subject to review and approval of the city council. The commission shall annually, during the month of February, review the rates charged for water consumption. As part of its review, the commission shall hold a public hearing on the issue of water rates, said public hearing to be held on any Monday through Thursday at 6:00 p.m. or after. On or before March 1, the commission shall provide to the city council recommended water rates to be effective July 1 for the city council's review or amendment and approval.
The rates established by the water commission shall include a provision that for subscribers inside of Brockton that are an organization of unit owners of a condominium, which has been submitted to the provisions of M.G.L. c. 183A by a master deed and which condominium units are used for residential purposes and do not have separate water meters, the usage in any semiannual period for purposes of establishing a rate under this section shall be determined, upon written request by the trustees of the relevant condominium trust accompanied by a certified copy of the master deed, by dividing the total usage in the semiannual period by the number of units established by the master deed.
- (12) The commission shall develop a master plan to implement Brockton's long term water supply strategy. Said master plan shall carefully consider economic impact, public input, technical, social, regional and other considerations, and shall be re-evaluated on a periodic basis, at least every four (4) years, to address the changing water supply needs of the city;
- (7) Collect and abate reasonable fees, rates, assessments and other charges for water service; and for provision of other services, such as facilities and commodities, ancillary and necessary for the provision of water service;
- (8) Research, evaluate, negotiate and recommend to the mayor and city council, any agreements for water sharing with any other municipality or entity; any such agreement shall require the approval of the mayor and city council;
- (9) Research, evaluate, negotiate, and recommend to the mayor and city council, any agreements for emergency and contract services necessary to ensure the delivery of fit and pure drinking water. Any such agreement shall require the approval of the mayor and city council.
- (10) Within seventy-five (75) days after the annual organization of the city government, the commission shall submit to the mayor a proposed budget for the next fiscal year which shall be a statement of the amounts recommended by the commission for proposed expenditures for the operation of the water system of the city for the next fiscal year;
- (11) Evaluate overall regional water needs and the manner by which the city's long-term water needs relate to regional needs and opportunities.
- (12) The commission shall develop a master plan to implement Brockton's long term water supply strategy. Said master plan shall carefully consider economic impact, public input, technical, social, regional and other considerations, and shall be re-evaluated on a periodic basis, at least every four (4) years, to address the changing water supply needs of the city;
- (13) The commission may enter into short term written agreements, with a maximum term of six (6) months for the purpose of supporting and effective water utility, without utilizing additional appropriations beyond the approved budget, and without approval from the mayor or city council. Any agreement shall be subject to review and approval by the city

solicitor pursuant to section 2-184

(Ord. No. D373, 9-28-95; Ord. No. G050, 4-28-08; Ord. No. G073, 8-26-10; Ord. No. G076, 1-27-11)



4 Rock Meadow Drive
Brockton, MA 02301
(508) 846-1208

City Council

CITY OF BROCKTON

ROBERT F. SULLIVAN
COUNCILLOR AT LARGE
CITY COUNCIL PRESIDENT - 2014

February 6, 2014

City of Brockton
Department of Public Works
Water Commission
39 Montauk Road
Brockton, MA 02301

Attn: Mr. Brian Creedon - Water Systems Manager

Dear Mr. Creedon and Members of the Water Commission,

As President of the Brockton City Council, under Section 23-30(a) of the City Ordinances, I have the right to appoint two (2) city residents to a three (3) year term if there is an opening on the Water Commission. As of this date, it is my understanding that there are two (2) openings due to a Commission Member's resignation and also a Commission Member whose term has expired in 2012 and who has not been Re-appointed.

Effective immediately, I will be appointing Ms. Kathryn R. Archard, now of 6 Woodard Avenue, Brockton, MA 02301, to serve on the Water Commission for a three (3) year term.

In addition, I will be providing my second Appointment to you in the immediate near future. I appreciate your attention to this matter. Thank you.

Very truly yours,

Robert F. Sullivan

Cc: Ms. Kathryn Archard

BY-LAWS OF THE CITY OF BROCKTON - WATER COMMISSION

ARTICLE 1. THE ACT

The City of Brockton Water Commission (the "Commission") is created by and exercises powers and responsibilities in accordance with provisions of the Revised Ordinances of the City of Brockton Chapter 23 (the "Enabling Act"). These by-laws have been adopted for the purpose of regulating the affairs of the Commission and the conduct of its business pursuant to Section 23-30 of the Enabling Act.

ARTICLE II. PURPOSE AND POWERS

Section 1. **Purposes.** The purposes of the Commission are, *inter alia*, (a) to have charge of the water system of the city and all improvements, extensions and equipment pertaining thereto, (b) to have charge and supervision over all employees assigned to work thereon, (c) and to manage the water system as authorized in section 23-30 of the Enabling Act sub-section F. The Commission is authorized by the Enabling Act ~~(a) to~~ (a) establish rates, assess, enforce, and collect penalties, (b) research, evaluate, negotiate and recommend to Mayor and City Council any short and/or long term water needs; agreement and central service necessary to ensure the delivery of fit and pure drinking water, (c) submit to the Mayor a proposed budget for operation of water system, (d) evaluate overall regional water needs and the manner by which the City's long term water needs relate to regional water opportunities, (e) develop master plan ~~and produce re-evaluation~~ to address the ~~changing~~ water supply needs of the City, and to reevaluate on an annual basis (f) enter into short term (6 months) written agreement for purpose of supporting and effective water utility without utilizing additional appropriations beyond the approved budget. Any agreement shall be subject to review and approval by the City Solicitor pursuant to 2-184.

Section 2. **Powers.** The Commission shall have such powers as are now or may be hereafter granted by law.

ARTICLE III. SEAL, LOCATION AND FISCAL YEAR

Section 1. **Seal.** The official seal of the Commission shall ~~(consist of a flat face circular die with the words "City of Brockton Water Commission" cut, embossed or engraved on its outer rim and in the circle within the figures "1995")~~ and into center seal of the City of Brockton further words or figures or design, if any, as may be determined by resolution of the Commission; and upon the adoption of such resolution the ~~Water System Manager, acting as Clerk of the~~ Commission, shall obtain such seal and shall cause an impression thereof to be made on the margin of the page of the records containing this Article of the by-laws.

Section 2. **Location.** The principal office of the Commission shall be at 39 Montauk Road in the City of Brockton, Massachusetts, or the Commission may be resolution from time to time determine. The Water Commission may from time to time establish and maintain an additional office or offices at such place or places as it may by resolution determine.

Section 3. Fiscal Year. The fiscal year of the Commission shall end on June 30 of each calendar year.

ARTICLE IV. MEETINGS OF THE BOARD OF TRUSTEES

3 Section 1 **Regular Meetings.** A Regular Meeting of the Water Commission for the transaction of any lawful business of the Commission shall be held without call or formal notice, except as provided in Article IV, Section 4 of these by-laws, at the principal office of the Commission, or at such other place as is determined by the Chairman after consultation with the Members, on the first and third Tuesday of each month, provided that if any Regular Meeting of the Water Commission falls upon a holiday or a day which, for any reason, may be inappropriate as a meeting day, the Meeting shall be held upon such other day as may be determined by the Chairman after consultation with the Members. Any Regular Meeting of the Commission may be dispensed with by appropriate resolution adopted by the Members at any prior Regular or Special Meeting of the Commission or as may be determined by the Chairman of the Commission and of at least one other Commissioner.

Section 2. **Special Meetings.** Special Meetings of the Commission may be held at any time and at any place within the Commonwealth when called by the Chairman (or the Vice Chairman if the Chairman is absent or incapacitated) for the purpose of transacting any business. Reasonable notice shall be given to each Commissioner by the Water Systems Manager, as Clerk of the Commission, or, in the event of the failure or refusal of the Chairman to call a Meeting as provided below, by the Members calling the Meeting. In any case, notice to a Member shall be deemed sufficient if sent by mail at least 72 hours or by telegram, by-hand or telecopy at least 48 hours before the time fixed for the Meeting. Notice of a Special Meeting shall include a general summary of the business expected to come before the Meeting.

Special Meetings may also occur without call or formal notice, except as provided in Article IV, Section 4 of these by-laws, provided all Members are present or those not present shall have waived notice thereof in a written statement filed with the records of the Meeting either before or within five days after the meeting.

In the event of the failure or refusal of the Chairman or the Vice Chairman to call a Meeting within two business days after written request therefor by three Members of the Water Commission directed to the Chairman by mail or by telegram or telecopy, a Meeting may be called by said three Members, whose certificate as to said request to the Chairman or Vice Chairman, and his or her failure or refusal to call the Meeting, shall constitute conclusive evidence thereof.

Section 3. **Annual Meetings.** The Regular Meeting of the Water Commission scheduled to be held on the third Tuesday in the month of March each year shall be the Annual Meeting of the Commission for all purposes, including the election of a Chairman and Vice Chairman and such other officers and agents as may be elected or appointed for an annual term. The election of the Water Systems Manager shall be made at this meeting at the expiration of his 5 year term. If no Annual Meeting is held, a Special Meeting may be held in lieu thereof, and any action taken at such Special Meeting shall have the same effect as if taken at the Annual Meeting.