

TOWN OF FOXBOROUGH

APPOINTED COMMITTEE HANDBOOK



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1.0 INTRODUCTION

1.1 Purpose

The purpose of this handbook is to assist the many appointed boards, commissions, and committees of the Town. It provides a brief description of procedures, which may be well known to many but are less familiar to others. It also provides details about important state statutes, such as the Open Meeting Law and Conflict of Interest Law.

1.2 Additional Publications

All committee members should read the Annual Town Report and the Town By-Laws for information regarding boards and committees. In addition, all committee members should review each set of laws that pertain to a certain board, commission, or committee.

2.0 FORMATION OF COMMITTEES AND MEMBERSHIP

2.1 Committee Formation

The appointing authorities of committees and boards are the Board of Selectmen, and Town Meeting Moderator. State statutes outline the powers and duties of many boards; the Town's by-laws further define the work of some boards. Town Meeting may request the appointment of a committee by approving an article for that purpose. The appointing authority prepares the charge and receives the reports and recommendations of the committee. If appropriate, the committee may also report to Town Meeting.

2.2 Committee Application Procedure

Notices about openings on committees are generally published in a local newspaper. Candidates seeking appointment to a particular committee are asked to fill out a Town of Foxborough "Request for Committee Appointment" form. The form is available in the Selectmen's Office and can also be downloaded from the official town website at http://www.foxboroughma.gov/Pages/FoxboroughMA_Admin/index. The completed form is then submitted to the Selectmen's Office and will be forwarded to the appointing authority and committee chairman. At the beginning of each calendar year, there will be a notice posted to the official town website announcing a request for candidates interested in volunteering on a particular committee.

2.3 Appointment

The goal of the appointing authorities is to appoint qualified and interested Foxborough residents who are broadly representative of the Town. The appointing authorities carefully consider applications and suggestions from many sources including, but not limited to written and verbal expressions of interest, recommendations by committees, interviews, recommendations by the Town Manager, etc. The appointing authorities take into consideration all relevant factors in order to make appointments that are broadly representative of the Town.

2.4 Committee Orientation

New members to a committee or board should be informed about the committee's specific role, powers and duties, and rules and regulations, and any issues frequently encountered by the board or committee. Such information can be provided by the Committee Chairperson, other members, and/or staff personnel.

2.5 Conflict of Interest Statute (MGL Chapter 268A)

2.5.1 Purpose

The purpose of the conflict law is to ensure that public employees private financial interests and personal relationships do not conflict with their public obligations. The law is broadly written to prevent a public employee from becoming involved in a situation which could result in a conflict or give the appearance of a conflict.

The law restricts what a public employee may do: 1. On the job; 2. After hours; and 3. After leaving public service.

2.5.2 Provisions

The law prohibits a variety of actions, including bribery, extra pay, receipt of gifts or privileges because of committee members' official actions, and acting as an agent or attorney for anyone in a claim against or doing business with the Town. The law prohibits all municipal employees from participating in a particular matter in which committee members or any of the following have a financial interest:

- immediate family: includes the employee and his/spouse, and their parents, children, brothers and sisters. Cousins, nephews, aunts, uncles, etc. are not considered immediate family members. Also, under the definition of the immediate family, some brothers-in-law are immediate family, others are not; if your brother-in-law is your spouse's brother - he is immediate family but if he is your sister's husband, he is not immediate family for purposes of the conflict law.
- partner or business associates.

- a business organization in which the committee member serves as an officer, director, trustee, partner or employee (including a non-profit organization).
- any person or organization with whom the committee member is negotiating or has any arrangement concerning prospective employment.

If board or committee members have a conflict of interest or an appearance of conflict in any matter before the board or committee, they should not be counted in the quorum nor participate in or be present for any pertinent discussion or votes. The law provides for the legal determination of conflict of interest status for any employee submitting a request to the appointing authority or State Ethics Commission.* The law also provides for continued service in certain circumstances if full disclosure is made or a special exemption is granted by the Board of Selectmen. If committee members have any questions about their activities, they should file a written request with the Town Counsel. The answer to the request will be in writing and become a matter of public record.

*"Municipal employee" refers to anyone holding any office, position, employment or membership in any municipal agency. Unpaid members of local town boards and committees are municipal employees as are private citizens serving on a special advisory committee.

2.6 Reappointment

Reappointments based on an evaluation by the appointing authority of the citizen's contribution to the committee, the desirability of widespread involvement, and the changing needs of the committee and the Town. The appointing authorities carefully review requests for reappointment and consider all sources of information as described in section 2.3. There is no fixed limit on length of service, except as stated in the Town by-laws. In cases where special training or expertise is required, longer periods of service may be appropriate. A committee member is under no obligation to accept reappointment nor is the appointing authority obligated to offer reappointment.

2.7 Resignation

A committee member who is no longer able to serve should resign promptly so that the vacancy may be filled. A written resignation should be submitted to the Town Clerk, with a copy to the Committee Chair and the appointing authority (MGL Chapter 41, Section 109).

2.8 Other Terminations

In rare circumstances such as continued, unexplained absences or conflict of interest, the appointing authority may ask for a member's resignation or, if necessary, revoke the appointment. Also, the appointment of a committee member who fails to attend three

consecutive meetings may be terminated. Prompt, written notification to the committee member will be given by the appointing authority in the event of such action.

3.0 OFFICERS

3.1 Elections

Committees elect a chair, vice-chair and a secretary annually,* usually at the first meeting after new terms begin in July. It is the responsibility of the chair to notify the appointing authority, the Town Manager, and the Town Clerk of changes in officers. Committees are not required to elect a secretary if that committee has a paid, staff secretary (i.e. the Conservation Commission and the Planning & Zoning Committee).

*Unless otherwise provided by state law, or by-law.

3.2 Chair

The chair presides at all meetings, decides questions of order, calls special meetings, and signs official documents that require the chair's signature. The chair has the same rights as other members to offer resolutions, make or second motions, discuss questions, and vote thereon.

3.3 Vice-Chair

The vice-chair acts for the chair whenever the latter is absent from meetings and performs other necessary duties.

3.4 Secretary

The secretary is responsible for the following duties of the committee:

1. Take and transcribe the committee's minutes and post approved minutes on the town website.
2. Prepare agendas and any other materials. The tentative agenda for the next meeting should be mailed to committee members and the Town Manager's Office and posted on the town website.
3. Copy meeting materials and mail packets to committee members using, if necessary, facilities and materials at the Town Hall. The Town Manager will provide staff assistance in training the Secretary in the use of Town facilities.
4. Schedule place, date, and time of meeting and post meeting agenda with the Town Clerk no later than 48 hours before a meeting. The meeting should also be posted on the Town Office bulletin board and the town website.

3.5 Rotating Secretary

A committee may choose to have a rotating secretary. The responsibilities of the rotating secretary are identical to those of a secretary. At the beginning of the next meeting, the rotating secretary should request that the chair designate a successor. If one is not designated, the previously appointed secretary continues in that capacity.

3.6 Staff Assistance

If a committee determines that its workload or meeting schedule is such that the secretary's responsibilities will have an adverse impact on the committee's operation, the committee may request a budget for paid, part-time assistance by applying in writing to the Town Manager.

4.0 MEETINGS

4.1 Definition

A public meeting occurs at any time a quorum of the committee or subcommittee members get together to discuss or consider any public business or policy over which the committee has some jurisdiction or advisory power. No action of the committee or subcommittee is valid or binding unless ratified by the affirmative vote of the majority of the full body.

4.2 Open Meeting Law

The Massachusetts Open Meeting Law requires that all meetings of elected or appointed boards, committees or subcommittees be open to the public except in eight specific situations where Executive Session is required (See Section 4.4, Executive Session). No votes taken in open session by a governmental body, other than Town Meeting, may be by secret ballot.

The law does not apply to chance meetings or social occasions; however, such meetings cannot be used to circumvent the requirement of discussing and deliberating at public meetings. The law does not apply to administrative meetings or to a group appointed by a single administrator to advise on administrative responsibilities.

The Open Meeting Law does not contravene other laws, such as the Privacy Act. If clarification is needed, particularly concerning Executive Session and the rights of individuals, the committee chair may request that the Town Manager obtain advice on specific questions from legal counsel.

Any person may record a meeting with a tape recorder or any other means of sonic reproduction and/or videotape equipment provided there is no active interference with the

conduct of the meeting. The manner in which this right is to be exercised is subject to the reasonable direction of the chair.

4.3 General Guidelines

A committee may adopt formal rules of order. Although most small committee discussions may seem too casual to be called debate, it is advisable for the committee to observe a minimum of generally accepted procedures. Attentive guidance by the chair and adherence to adopted procedures can increase efficiency as well as maintain objectivity.

The chair should limit all participants to concise, nonrepetitive statements. Although desirable, it is not necessary for the committee to continue discussion until complete consensus is achieved. Other actions such as calling for a vote, postponing until more information is available, or referring to a subcommittee may be required.

Careful preparation before meetings, e.g., organizing agenda items, distributing information in advance, and anticipating possible questions, can expedite discussion, facilitate action and avoid long and exhausting meetings.

The Open Meeting Law does not require that visitors be allowed to participate. It may be advisable for the chair to remind speakers of time and repetition limits. No one may speak at a committee meeting without permission of the chair. If a speaker refuses to be silent after warning from the chair, the chair has the authority to order the speaker removed from the meeting by the police. Nevertheless, all committee members represent and serve the Town. They should treat all visitors and other committee members with courtesy and consideration. Whenever possible, it is advisable to permit public participation in some form, such as a short period at each meeting or occasional meetings for public hearings.

4.4 Executive Session

An Executive Session is closed to the public, but the committee must first convene in an Open Session for which notice has been posted. A majority of the members must vote, by roll-call vote entered into the minutes, in favor of a motion to go into Executive Session. Records of any Executive Session remain closed to the public only as long as publication may defeat the purposes of the Executive Session. Topics discussed in Executive Session are confidential. Attendees do not discuss these matters with anyone until the purpose for the Executive Session no longer exists and the minutes can be released to the public. Releasing minutes is completed by majority vote of the appropriate committee.

Executive Session may be held only for the following purposes:

1. To discuss the reputation, character, physical condition or mental health of an individual provided that the individual is accorded notice and certain rights.
2. To consider complaints against an individual provided that the individual is accorded notice and certain rights.
3. To discuss collective bargaining or litigation strategy if open discussion may have a detrimental effect on the position of the governmental body; to conduct collective bargaining sessions; and to conduct contract negotiations with nonunion personnel.
4. To discuss security measures.
5. To investigate alleged criminal misconduct or to discuss filing criminal complaints.
6. To consider the purchase, exchange, lease, or value of real property if open discussion may have a detrimental effect on the position of the governmental body.
7. To comply with the provisions of any general or special law or federal grant-in-aid requirements.
8. To review resumes and interview candidates for employment if an open meeting will have a detrimental effect in obtaining qualified applicants. However, "finalists" must be publicly interviewed. For assistance with this issue, please see the Town Manager or Town Counsel.

4.5 Meeting Schedule

Depending on a committee's workload, meetings may be held weekly, bimonthly, monthly, or less frequently. The chair calls each meeting except for the first one which is called by the appointing authority. When possible, a regular meeting day, hour, and location should be established. Except in cases of emergency, Town committees do not meet on major religious or official holidays.

4.6 Meeting Location

Meetings must be held in a place which is open to the public. Ideally, the location should also be accessible to the handicapped. Committees are urged to meet in a Town building because meetings held in private homes or restaurants may give the appearance of being secret and discourage the public from attending. A committee may reserve a room in a Town building by contacting the Town Manager's Office.

4.7 Posting

It is the responsibility of the committee to give notice to the Town Clerk of the committee's meeting with time, date, and place. Except for emergency meetings, meetings must be posted 48 hours in advance by the Town Clerk; Saturdays are counted; Sundays and holidays are not. In the case of emergency meetings (sudden, unexpected occasions which require immediate action by the body) or adjourned meetings if scheduled for less than 48 hours from the adjournment, prior posting is not required; however, the Town Clerk must be informed and the meeting posted as soon as possible. The Town Clerk is responsible for maintaining a current listing of all posted meetings on the bulletin board at Town Hall. The committee should post the meeting notice on the town website.

4.8 Recordkeeping

State law requires that a committee keep accurate records of its public meetings. The committee must vote to accept all minutes. The records of each regular meeting are public information, and chairs or their designees must maintain a copy of all approved minutes for public inspection. In addition, a copy of all approved minutes must be filed with the Town Clerk's Office and posted on the town website.

Minutes must include:

- the names of committee members present and absent at the meeting.
- the names of others present if Executive Session.
- date, place, time convened, and time adjourned.
- all agreements reached by vote or consensus.

Minutes should include:

- assignments to committee members.
- mention of topics discussed.
- exact wording of all motions including who made the motion and who seconded. Also, the vote of each member and those members who did not participate in the vote should be recorded.
- names of additional participants (not press or observers).

Minutes may include:

- summaries of discussions
- schedule of future meetings.

Once minutes are accepted by committee vote they become the only official record of the meeting. Any secretarial notes or shorthand should be destroyed once the official minutes

are accepted. Verbatim copies of proceedings, such as audio or video recordings, may be retained however.

4.9 Public Records Law

The Massachusetts Public Records Law (MGL Chapter 4, Section 7 (26), 1986, 1989) provides right of access to public records, broadly defined to include all documentary materials except eleven specific exemptions such as personnel and medical files, proposals and bids, and appraisals of property. The minutes, informational data, memoranda and circulating materials of any Town board or committee are mostly all public information. The committee should consult the Town Manager if questions arise concerning freedom of information.

5.0 BUDGETS

5.1 Committee Budgets

In general, an individual committee does not have a budget unless one is authorized by Town Meeting at the time of its formation. If a committee anticipates a need to expend funds, it can request a budget for the next fiscal year through the Town Manager; or, if funds are needed during a fiscal year, it can make a request to the Advisory Committee for a transfer from the Reserve Fund. If such a request is made, a copy must be sent to the Town Manager's Office. Such a request is subject to a review and evaluation of need and the availability of funds.

5.2 Disbursements

As bills are incurred by the committee, the committee's secretary completes bill schedules, attaching all appropriate receipts, paperwork, etc., and submits the paperwork to the Town Accountant's Office for approval. Upon approval, the invoices are processed for payment.

5.3 Purchases

Purchase orders must be completed for all purchases over \$500, signed by the committee chair and submitted to the Accounting Office. The Town Accountant completes its portion of the purchase order, and the Town Manager signs it.

Purchases must comply with the Town purchasing policy and the Uniform Procurement Act. Purchases in excess of \$10,000 must go through the bid process and comply with MGL 687, the Uniform Procurement Act. In addition three (3) quotes must be obtained for purchases between \$1,000 - \$10,000. Forms must be completed and forwarded to the Procurement Officer for signature.

6.0 FUND RAISING

6.1 Background Information

The provisions of MGL Chapter 44, Section 53A enable a Town committee to raise and disburse funds according to specific procedures.

6.2 Procedures

6.2.1 Donations

All funds received by the committee go into the General Fund and may not be dispersed by the committee on its own without special arrangements. Sometimes donations are made to the Town for specified purposes. Donations or gifts of money must be accepted by the Board of Selectmen. The committee's designee completes a turnover form for contributions received and transmits this document and funds to the Town Treasurer. Revolving funds are available for some purposes, which allow a committee to retain control of its funds. This should be discussed with the Town Accountant's Office.

6.2.2 Disbursements of Funds (See Section 5.2)

6.2.3 Purchases (See Section 5.3)

6.2.4 Alternative Fund Raising

An individual or group may purchase and donate equipment, supplies, or manpower to a particular committee to help achieve the committee's charge and to avoid going through the channels listed above.

7.0 PLANNING

7.1 Charge and Plan of Action

The committee should review the charge prepared by the appointing authority at an early meeting and periodically thereafter in order to keep its work focused and moving toward its goals. When the committee is established because of Town Meeting action, the appointing authority usually incorporates the purpose of the article within the charge.

The committee, with advice from staff and the appointing authority, should develop a plan of action to accomplish the objectives. The plan should include reporting major milestones so that the committee and the appointing authority may assess committee progress.

Permanent committees are usually part of the Town's annual goals and objectives process.

8.0 REPORTING PROCEDURES

8.1 Appointing Authority

The Board of Selectmen recommends that the committee chair report regularly to the appointing authority about the committee's actions and plans. If needed, the chair may request a meeting with the appointing authority to resolve problems and report progress.

8.2 Liaison with Board of Selectmen

The Town Manager may serve on a committee or act as a liaison between the committee and the Board of Selectmen. The Town Manager may chair the first meeting of a newly established committee, explain the charge, and preside over the election of a chair who will then take over the meeting. If the Town Manager is not appointed to a particular committee by the appointing authority, he may request an appointment by the Board of Selectmen. Once a chair is elected, the Town Manager serves as a regular voting member of the committee subject to the same rules of conduct as all other members.

8.3 Liaison with Town Manager

The Town Manager may appoint a staff member, usually a department head to serve as a liaison to a committee or all committees if desired. The staff member may be formally appointed to a committee by the appointing authority at the request of the Town Manager as a voting member. The responsibility of the staff member is to provide technical support and information and is responsible to the Town Manager. He/she keeps the Town Manager informed of the committee's work and any items of significance which may come up. Request for legal assistance from Town Counsel should be directed to the Town Manager directly or through the staff liaison.

8.4 Public Information Meetings

The success of a committee's endeavors often depends on effective communication with the public. The committee should hold public meetings and hearings when needed both to inform citizens of work in progress and to gain public reaction and response. The committee should issue press releases periodically to keep the public informed.

8.5 Town Meeting

If a relevant article is on the warrant or if the committee's charge specifies a report to Town Meeting, the committee should prepare information for Town Meeting. The committee should make these reports clear, concise and brief, keeping in mind the large volume of articles Town Meeting deals with.

A committee may request inclusion of an article in the Town meeting warrant by a letter to the Board of Selectmen from the committee if a majority of the committee consents to the submission. Articles may be reworded by the Board of Selectmen upon advice of Town Counsel. All articles should be submitted to the Board of Selectmen by the established deadlines. Committee members sometimes find that they wish to discuss and consider making recommendations on other articles at their meetings. In such cases, the committee should send written notice of the scheduled discussion to the sponsors of the article.

8.6 Annual Town Report

All appointed committees should file an annual report of committee activities for the Annual Town Report. The chair or other designated member should detail committee membership, including changes, and a one-to-three paragraph explanation of major accomplishments and future plans. A request for committee reports is issued each year, but they are due in the Selectmen's Office no later than January 31st of each year regardless of notice.

SOURCES OF INFORMATION

- "Appointed Committee Handbook", Town of Easton, MA 1992.
- Massachusetts General Laws:
 - Chapter 4, Section 7 (26): Public Records Law
 - Chapter 39, Section 23B: Open Meeting Law
 - Chapter 268A: Conflict of Interest
- "Massachusetts Conflict of Interest Law for Municipal Employees", State Ethics Commission.