

# COMMITTEE HANDBOOK TOWN OF SOUTHBOROUGH

The handbook is intended as a guide for all Department Heads, Town Boards and Committees. Because it describes in general terms some important requirements involved in the conduct of Town business, the handbook should prove useful to new and current members alike.

Certain sections of the handbook refer to various provisions of the general laws. Some committees are governed by individual statute, identified in the guide as MGL (Massachusetts General Laws) followed by the appropriate chapter and section. It is recommended that these sources be consulted whenever a specific problem is encountered involving a state statute or local by-law or regulation.

Copies of several state statutes are included in the Appendix: these may change from time to time. Current copies are always available from the Town Administrator. In specific instances the assistance of Town Counsel may be needed.

Your comments and suggestions for future revisions are always welcomed.

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## **1.0 INTRODUCTION**

### **1.1 Purpose**

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

### **1.2 Additional Publications**

Information regarding boards and committees is available in the Annual Town Report and the Town By-Laws. It is advisable for all committee members to review each set of the laws that pertain to their specific board, commission or committee.

### **1.3 Use of Town Counsel**

Town Counsel provides legal services to the Board of Selectmen and through that Board, to other town committees and departments. Prior to making a new legal service request to Town Counsel, you must contact the Town Administrator for authorization. The request should be in writing on a form provided by the Selectmen's Office and should include the subject and probable duration of Town Counsel review. The utilization of legal counsel, other than Town Counsel must be directed to the Town Administrator who will forward the request to Town Counsel for his recommendation. Copies of correspondence to and from Town Counsel are to be provided to the office of Board of Selectmen.

### **1.4 Liability**

Prior to 1978, the Town and Town officers (including appointed members of Town bodies) were protected by the doctrine of sovereign immunity from lawsuits based on actions taken within the scope of officials duties. Part of that immunity was removed by statute (General Laws Chapter 258 Sections 1-13) which holds a town liable up to \$100,000 for certain negligent or wrongful acts or omissions by its officers or employees. In many cases, there is no immunity for Town officials or Town employees, but the law allows a municipality to indemnify its officials and employees from personal financial loss in certain instances. The Town has purchased various liability insurance policies that cover public officials and employees against liability in those instances that the law allows indemnification of employees or officials who have charges brought against them when acting on behalf of the town within the scope of their duties. This provision does not allow for indemnification for criminal acts nor willful violation of civil rights.

## **2.0 FORMATION OF COMMITTEES AND MEMBERSHIP**

### **2.1 Committee Formation**

The appointing authorities of committees and boards are the Board of Selectmen, Town Moderator, School Committee and Regional School Committee. 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

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article for that purpose. The appointing authority should prepare the committee charge outlining its purpose and functions and receives the reports and recommendations of the committee. When appropriate, the committees may report to Town Meeting.

## 2.2 Committee Application Procedure

**Appointed Committees** – When openings on committees become available, the committee with the vacancy should notify the Board of Selectmen promptly in writing. The vacancy will be posted on the Town bulletin board, the Town web site, and the municipal access channel. The Selectmen’s Office will maintain a list of all committee openings. The posting should include the following: a brief description of the position, deadline date for applications by interested candidates and that the goal of the Town is to appoint qualified and interested residents who are broadly representative of the Town.

**Elected Boards and Committees** – Interim appointments on elected boards and committees are governed by the provisions of MGL Chapter 41 Sections 10 and 11 unless otherwise provided by statute.

If there is a vacancy in the office of Selectmen, the remaining Selectmen may call a special election; or an election must be held upon written petition of 200 or 20% of registered voters whichever is less.

When a vacancy occurs, other than for the Board of Selectmen, the remaining members of the Board on which the vacancy occurs must inform the Board of Selectmen in writing, within one month of the position becoming vacant. The Board of Selectmen will schedule a joint meeting with the remaining members of the Board, and the members of the combined boards vote by ballot then roll call to fill the vacancy. One week’s public notice is required in advance of the meeting at which the vacancy is filled. A majority vote of those present and voting is required to “elect” a replacement. Whoever is selected must be a registered voter in the Town and will perform the duties of the office until the next town election or until another person is qualified.

If the remaining members of the Board on which the vacancy occurs do not inform the Board of Selectmen within one month, the vacancy may be filled by the Board of Selectmen acting alone.

## 2.3 Appointment

In filling vacancies, the goal of appointing authorities is to find qualified and interested individuals who are broadly representative of the Town. Appointing authorities take into consideration all relevant factors. They may consider applications and suggestions from many sources, written and verbal expressions of interest, and recommendations by committees for which the appointment is to be made. Committee recommendations should include the number of applicants for the position, qualifications of the candidate recommended, and a copy of the person’s resume.

Non-residents may serve on committees when the appointing authority deems it in the best interest of the committee and the Town, except when prohibited by bylaw or other statutory provision or as otherwise provided.

The appointee receives written notification of appointment and term of office from the appointing authority and must be sworn in by the Town Clerk prior to attending a committee meeting as an official member. The Town Clerk is responsible for giving committee members a copy of the Open Meeting Law (MGL Chapter 30, Section 23B), a summary of the conflict of interest law, and the Town's Sexual Harassment Policy which must be signed and returned to the Town Administrator's office.

## 2.4 Committee Orientation

New members to a committee or board should be informed about the committee's specific role, powers and duties as well as the rules, regulations and any issues frequently encountered by the board of committee. Such information may be provided by the appointing authority, committee chair or designee.

## 2.5 Conflict of Interest Law (MGL Chapter 268A)

**Purpose** – The purpose of the conflict law is to ensure those 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.

**Provisions** – The following is only a general description of the provisions of the law. In the event of specific involvement by any member of a board or commission, recourse should always be sought from legal counsel and/or the State Ethic Commission.

The Conflict of Interest Law Chapter 268A prohibits a variety of actions, including the receipt of gifts or privileges because of a committee member's status or in return for performing actions or duties in the member's official capacity. The law also generally prohibits municipal employees from participating in a particular matter in which that employee, or certain family members as defined in the law, or any business associates or organizations, have a financial interest. In order to avoid conflicts of interest or the appearance of conflicts of interest, all board or committee members should familiarize themselves with the provisions of Chapter 268A, and direct any questions regarding potential conflicts of interest to either Town Counsel, through the Board of Selectmen, or to the State Ethics Commission.

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 nor be present for any discussion or votes. The law provides for the legal determination of conflict of interest status for any municipal employee<sup>1</sup> 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 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 Town Counsel (see Section 1.3) or the State Ethics commission. When in doubt, ask.

<sup>1</sup>"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 the private citizens serving on a special advisory committee. (This definition is specific to the Ethics Laws.)

## 2.6 Reappointment

Reappointments are based on an evaluation by the appointing authority of the citizen's contribution to the committee, attendance and the desirability of widespread involvement and the changing needs of the committee and the Town. There is no fixed limit on length of service. 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 must be submitted to the Town Clerk, with a copy to the Committee Chair and the appointing authority (MGL Chapter 41 Section 109). Section 2.2 details the procedure for selecting a new member to fill the vacancy.

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

## 2.0 OFFICERS

Committees are required to take official minutes and file a copy with the Town Clerk. Committees have the option of establishing various officers within the committee.

### 3.1 Elections

At a minimum a Chairman and a Secretary/Clerk should be elected. The Chairman should notify the Town Clerk and the appointing authority of changes in officers when they occur.

### 3.2 Duties of Officers

**Chairman**-presides at all meetings, prepares agenda, decides questions of order, calls special meeting. The Chair has the same rights as other members to offer resolutions, make or second motions, discuss questions and vote thereon. The committee may wish to designate a Vice Chair to act in the Chairman's absence. It is the Chairman's responsibility to insure all appropriate documents are filed with the Town Clerk or any other agency as required.

**Secretary or Clerk**-is generally responsible for taking and circulating minutes and any other duties assigned.

### 3.3 Other Duties

It should be clear who is responsible for scheduling and posting the meeting with the Town Clerk, as well as composing and mailing correspondence. Additionally, each committee should have a vote of authorization if any member is to sign a document on behalf of the committee.

### **3.0 MEETINGS**

#### **4.1 Definition**

A public meeting occurs at any time a quorum of the committee or subcommittee members get together to deliberate 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 members voting. If a five member committee has three members present (which is a quorum), then a 2-1 vote is a valid, majority vote.

Some municipal by-laws or state statute may specify situations (i.e. Zoning Board of Appeals) in which the vote of a majority of the entire membership is required. A review of your by-laws or ordinances is recommended to identify any such situations.

A board member who is present may abstain from voting and not affect the outcome. In the State of Massachusetts, the court has stated under no circumstances can one vote constitute a majority of a quorum of a three-member board. In these limited circumstances of a three member board, an abstention has the effect of a negative vote.

#### **4.2 Open Meeting Law**

As of July 1, 2010 a revised Open Meeting Law went into effect and can be found at [MGL Chapter 30A](#), Section 18-25 and still provides for mandatory open meetings, with certain exceptions. The law requires that all meetings of elected or appointed boards, committees or subcommittees be open to the public except in ten specific situations where Executive Session may be held (See Section 4.4, Executive Session). Roll call votes to enter into Executive Session must be made in open session.

The law does not apply:

- On site inspections, provided there is no deliberation
- Attendance by a quorum of a public body at a conference, training program, media, social or other event provided there is no deliberation

Attendance by a quorum without a posted notice at a meeting of another governmental body that has complied with the open Meeting law requirements, as long as the visiting committee members do not deliberate. However, such meetings cannot be used to circumvent the requirement of discussing and deliberating at public meetings.

Deliberation (discussion) by telephone, email or conference calls among members of a governmental body on an issue of public business is a violation of the open meeting law **and will not be tolerated by the Town of Southborough**. At this time members are not allowed to participate in meeting via telephone. This is even true where an individual telephone conversation or email occurs in a serial fashion. In addition emails (from town and personal computers), regarding town business are considered a public document and are discoverable in a court of law.

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Excluded from the definition of deliberation, provided no opinions of members are expressed are:

- Distribution of a meeting agenda
- Scheduling information; or
- Distribution of other procedural meeting materials, or reports or documents that may be discussed at the meeting.

Similar types of electronic communication, such as blogging, electronic chatrooms, and social networking sites may also fall within the scope of “deliberation” **and substantive discussion in those contexts must be avoided.**

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 through the Town Administrator advice on specific questions from Town Counsel or contact the Attorney General’s office directly.

Any person, after informing the Chair, 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 Chair is required to inform everyone in the room of the recording.

**It is extremely important that timely and accurate minutes of Board and Committee meetings be kept. Please refer to Section 4.8.**

#### 4.3 Helpful Suggestions

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. **All points of substantive discussion must be shared with all Board Members only within the Open Meeting context.**

The chair should consider limiting all participants to concise, non-repetitive 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, distribution informational packets in advance and anticipating possible questions, will expedite discussion, facilitate action and avoid long and exhausting meetings. **All pertinent information to be discussed by the Committee, must be furnished to all members without exception.** Agendas must include a listing of topics that the chair reasonably anticipates will be discussed at the meeting and must be posted with the meeting notice.

The Open Meeting Law does not require that the public 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 or 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. On an adjudicatory proceeding, the public has no right to participate after the close of the hearing and the commencement of discussion among the members of the adjudicating Board.

#### 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. It is essential not to discuss any topic during Executive Session that does not relate specifically to the purpose of the Executive Session specifically stated in the vote to convene the Executive session.

### REASONS FOR CONVENING EXECUTIVE SESSION (MGL Chapter 30A. S. 21)

- ❑ To discuss the reputation, character, physical condition or mental health rather than the professional competence of an individual, or discuss the discipline or dismissal of, or complaints or charges against, a public officer, employee, staff member or individual. —*See Rights of Individuals below.*
- ❑ To discuss strategy sessions in preparation for negotiations with non-union personnel or to conduct collective bargaining sessions or contract negotiations with non-union personnel
- ❑ To discuss strategy with respect to collective bargaining or litigation if an open meeting may have a detrimental effect on the bargaining or litigating position of the public body and the chair so declares.
- ❑ To discuss the deployment of or strategy regarding security personnel or devices, e.g. a sting operation.
- ❑ To investigate charges of criminal misconduct or to discuss the filing of criminal complaints.
- ❑ To consider the purchase, exchange, taking, lease, or value of real property if the chair declares that an open meeting may have a detrimental effect on the negotiating position of the public body.
- ❑ To comply with, or act under the authority of any general or special law or federal grant-in-aid requirements (generally privacy).
- ❑ To consider or interview applicants for employment by a preliminary screen committee, if the chair declares that an open meeting would have a detrimental effect in obtaining qualified candidates. This shall not apply to any meeting regarding applicants who have passed a prior preliminary screening.
- ❑ To meet with a mediator regarding any litigation or decision, provided that (i) any decision to participate in mediation shall be made in open session and the parties disclosed and (ii) no action taken with respect to the issues involved without deliberation and approval of the action at an open session.
- ❑ To discuss trade secrets or confidential or proprietary information regarding activities by a governmental body as energy supplier, municipal aggregator, or energy cooperative, if an open session will adversely affect conducting business relative to other entities making, selling or distributing energy.

## PROCEDURES FOR CONVENING EXECUTIVE SESSION

- ❑ The session must be convened in an open posted meeting, with executive session listed on the agenda when reasonably anticipated by the chair for which notice has been correctly given (48 hours in advance not including Saturday, Sundays and Holidays)
- ❑ The Chair states the purpose of the executive session, stating all subjects that may be revealed without compromising the purpose of the executive session.
- ❑ A majority must vote in a recorded roll call to enter into executive session
- ❑ The Chair announces whether the meeting will reconvene in open session
- ❑ Accurate minutes and other records of the executive session must be maintained and all votes recorded by roll call.

Executive Session continued:

## RIGHTS OF INDIVIDUALS

- ❑ When a governmental body wishes to discuss (a) the reputation, character, physical or mental health of an individual; or (b) the discipline or dismissal of or complaints or charges brought against a public officer, employee, staff member or individual, it must notify that person in writing at least 48 hours in advance of the meeting, not including Saturdays, Sundays or holidays.
- ❑ Written notice may be waived by the individual.
- ❑ The individual may request that the meeting be held in open session.
- ❑ If an executive session is held, the individual has the right to be present for deliberations and to speak, and to have counsel or a representative of choice present, for the purpose of giving advice but not for active participation.
- ❑ The individual may have an independent record of the executive session created by audiorecording or transcription at the individual's expense.

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. Executive session minutes are to be reviewed by the committee chair at reasonable intervals to determine if continued nondisclosure is warranted. Releasing minutes is completed by majority vote of the appropriate committee.

The foregoing is only an outline and summary of the provision of Chapter 30A Section 21. Specific questions and situations should be referred to Town counsel for guidance via the Town Administrator.

### 4.5 Meeting Schedule

Depending on a committee's workload, meetings may be held weekly, bimonthly, monthly or less frequently. When possible, a regular meeting day, time and location should be established. Boards and Committees not allowed hold meetings that conflict with Town Meeting, Elections or Holidays as noted in the Salary Administration Plan.

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#### 4.6 Meeting Location

Meetings must be held in a place which is open to the public. The location should also be accessible to the disabled in order to comply with the Federal Americans With Disabilities Act (ADA). Committees are urged to meet in a Town building and may reserve a room in a Town building by contacting the receptionist in the Town House at 508 485-0710 extension 3001 or 0 for operator.

#### 4.7 Posting

It is the responsibility of the committee to give notice to the Town Clerk of the time, date and place of meetings. In addition to the meeting posting, the agenda, with a list of topics that the chair reasonably anticipates will be discussed, must be posted. Except for emergencies, meetings must be posted 48 hours in advance by the Town Clerk; Saturday, Sundays and Holidays are not counted as part of the 48 hours notice. Prior posting is not required for 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. 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 and board or committee agendas on the bulletin board at Town Hall. Postings may also be found on the municipal access channel or the town website [[www.southboroughtown.com](http://www.southboroughtown.com)].

#### 4.8 Record Keeping

State law **requires** the committee must keep accurate records of its public meetings, and vote to approve all minutes. The records of each regular meeting are public information and chairs or their designee must maintain a copy of all approved minutes and documents for public inspection within a reasonable period of time. Under most circumstances, two to four weeks is considered reasonable.

Minutes must include record of the date, time and place of the meeting, the members present or absent, and any actions taken at each meeting, including executive sessions. In addition, minutes must include the following;

- ❑ Assignments to committee members
- ❑ Summary of the discussions on each subject
- ❑ Documents and other exhibits such as photographs, recordings or maps used by the committees shall along with the minutes be part of the official record of the meeting.
- ❑ Exact wording of all motions, including who made the motion and who seconded; also the vote of each member and of those members who did not participate in the vote should be recorded as abstentions.
- ❑ Votes to enter into executive session must be recorded in the minutes by roll call

Minutes may include a schedule of future meetings. Once minutes are accepted by committee vote they become the official record of the meeting. Any secretarial notes or shorthand if not destroyed once the official minutes are accepted, are considered a public document under the public records law.

NOTE: In the opinion of the Secretary of State any video or audio proceedings once made, are public records (unless done in executive session) which may be subject to

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disclosure despite the adoption of official minutes. Therefore, it is recommended that any video or audio tape recordings which the board itself has made should be reused once the official minutes have been accepted by the Board.

You should note that the Secretary of State, Supervisor of Public Records has promulgated “schedules” regarding record retention requirements of certain public records, such as Board of Health records. If you have any questions regarding the length of time documents must be maintained, or the manner in which they must be maintained, you should contact the Records Management Division of the Secretary of State, supervisor of Public Records Office.

#### 4.9 Public Records Law

The Massachusetts Public Record Law (MGL Chapter 4, Section 7(26), ) provide right of access to public records, broadly defined to include all documentary materials except eleven specific exemptions such as personnel and medical files and appraisals of property. Anyone may request a copy of a public record, other than the specific exemptions and expect to receive a response within ten (10) days, although the request should be filled sooner, if possible. Failure to receive a response within the ten (10) day period may be reported to the Secretary of State, Supervisor of Public Records. 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 Administrator if questions arise concerning freedom of information.

### 4.0 BUDGETS

#### 5.1 Committee Budgets

In general, an individual committee does not have a budget unless one is authorized by Town Meeting. If a committee anticipates a need to expend funds, the Chairman may request a budget for the next fiscal year through the Board of Selectmen; or if funds are needed for unforeseen emergency expenditures, a request may be addressed to the Advisory Committee for a transfer from the Reserve Fund.

#### 5.2 Disbursements –see attachments 2 and 3

Any item(s) from a single vendor which equals \$5,000 or more must have a purchase order. All bills for payment must be approved for payment by majority vote of the committee and must be signed by a majority of the full committee, unless the committee has voted to authorize one member to sign all bills and a notice of such is on file annually with the Town Accountant (see Attachment 3 Signature Authorization Form) . No payment will be made from a statement unless invoices are attached. A request for reimbursement must have all appropriate receipts attached and no sales tax will be reimbursed. All paperwork must be submitted to the Town Accountant’s Office for approval. Please review Attachment 2 Contract, Payable and Donation Approval Procedure

#### 5.3 Purchases-see attachment 4

Many purchases must comply with MGL Chapter 30B, **The Uniform Procurement Act (UPA)**. This act governs certain municipal purchases and is frequently amended. Therefore, it is advisable to consult the current statute whenever procuring goods and

services. Generally under 30B, the awarding authority has discretion to purchase goods and services under \$5,000 using sound business practices; between \$5,000-\$24,999 by soliciting either 3 written or telephone quotes. Goods \$25,000 and more require a sealed bid or proposal based on an RFP, a legal notice and a responsible process. .

Any questions regarding the requirements of the **UPA** should be referred to the office of the Town Administrator.

## **6.0 FUND RAISING**

### **6.1 Background Information**

The provisions of MGL chapter 44 Section 53A enable a Town committee to accept grants or gifts (donations) of funds for a public purpose and to disburse funds in accordance with Section 53A. All donations must be accepted by the Board of Selectmen at a public meeting.

### **6.2 Procedures**

Donations-General receipts received by the committee go into the General Fund and may not generally be disbursed by the committee on its own without special arrangements. Gift and grant accounts must be set up through the Town Accountant and Town Treasurer. Sometimes donations are made to the Town for specified purposes. 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. These allow a committee to retain control of its receipts and expenses. This should be discussed with the Town Administrator and Finance Director.

Alternative Fund Raising-An individual or group may purchase and donate equipment, supplies or manpower to a particular committee or department to help achieve the committee's charge.

## **7.0 PLANNING**

### **7.1 Charge and Plan of Action**

**Permanent Appointed Committees**-Permanent committees should prepare a mission statement to keep their work focused. Those committees which are statute mandated must be certain the statement is consistent with the law. The mission statements of appointed committees should be forwarded to the appointing authority for review, comment and final approval. Periodically, statements should be reviewed for relevancy to the changing needs of the Town and revised as appropriate, subject to approval of the appointing authority.

It is recommended that committees also establish goals at the beginning of each fiscal year, with a copy provided to the appointing authority.

**Ad Hoc Committees**-Ad Hoc committees should review the charge prepared by the Board of Selectmen at an early meeting and periodically thereafter in order to keep their work focused and moving toward its goal. The Selectmen's charge should include goals, expectations, specific responsibilities, budget (if applicable), periodic reporting dates, and anticipated date of solution.

The Ad Hoc committee should prepare a plan of action with an appropriate timeline in response to its charge and submit it to the Board of Selectmen for review and advice.

## **8.0 REPORTING PROCEDURES**

### **8.1 Appointing Authority**

**Permanent Appointed Committees**-The committee chair should report regularly to the appointing authority about the committee's actions and plans. As needed, the chair may request meeting with the appointing authority to resolve problems and report progress.

**Ad Hoc Committees**-Periodic progress reports should be made to the Board of Selectmen to include current status versus plan of action, time and finances. Reports should specifically outline any legal ramifications, potential problems or pitfalls, revised estimates, etc. to assist in assessing progress.

### **8.2 Town Meeting**

The Annual Town Meeting consists of two parts. The first is held at one or more sessions at which registered voters consider the town budget for the fiscal year and any other articles on the warrant published by the Board of Selectmen. The second portion consists of the Town election. The time of the Annual Town meeting is established by Town by-law.

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 at Town Meeting.

A committee may request inclusion of an article in the Town Meeting Warrant by a letter to the Board of Selectmen, if a majority of the committee consents to the submission. Articles may be reworded by the Town Administrator upon advice of Town Counsel. All articles must be submitted to the Board by the established deadlines. Committee members sometimes find that they may 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.

### **8.3 Annual Town Report**

Appointed committees are required to file an annual report of committee activities for the Annual Town Report. The chair or other designated member should provide a paragraph explanation of major accomplishments and future plans. A request for committee reports is issued each year.

## **9.0 ATTACHMENTS**

Committee Handbook Signature Form  
Contract, Payable and Donation Approval Procedure  
Signature Authorization Form  
Uniform Procurement Act  
Employment Facts about ADA

Revised August 3, 2010

Further revised November 23, 2010 and approved Nov. 30, 2010

Revised Nov. 23, 2010

ATTACHMENT 2  
Town of Southborough  
Contract, Payable and Donation  
Approval Procedure

The following guidelines will be adhered to for any Town Committee or Board proposal or project:

Various committees throughout Town have funding approved by Town Meeting for projects and other expenses that they oversee and manage. This can present issues in the timely payment of vendors and the management of projects that impacts other departments if the proper protocol is not followed.

- Before plans are finalized, whether for seeking funding or planning purposes, the Department Head(s) that are responsible for maintaining the affected town property or resources must be consulted.
- Once the Department Head has been consulted, the proposal will be brought before the BOS at a Selectmen's meeting.
- At the time the project is approved: The Board of Selectmen will determine the level of department head oversight and who is responsible for following the appropriate Massachusetts General Laws for procurement.
- The Committee will take a majority vote at a meeting giving a board member and/or the department head (if assigned to the project) the authority to sign off on invoices. Written majority approval of the vote must be on file with the Town Accountant. It is suggested an alternate individual is voted as well in case of illness or absence. (See form attached)
- Any expenses authorized by a committee member and/or department head should be presented at the next committee meeting for disclosure to the full Committee and included in the meeting minutes.
- The originators of the proposal will continue to be a part of the project on a consulting basis for design changes and miscellaneous items.
- If the approved project requires a change order that is significant in nature (outside the scope of the original contract) the Committee and Department Head should seek approval through the Board of Selectmen. Change orders that are not significant in nature can be approved through consultation with the Department Head.
- The CPC Committee is required to follow the above review prior to the funding being approved at Town Meeting.

## **Donations and Gifts**

The following guidelines will be adhered to for donation of funds or property that is given to the Town.

Donations are always welcome, but the Selectmen and Department Heads need to consider if the donation will require additional maintenance, and if receiving the gift results in a conflict of interest.

- Before plans are finalized, the Department Head(s) that are responsible for maintaining the affected town property or resources must be consulted.
- Once the Department Head has been consulted, the proposal will be brought for final discussion at a Board of Selectmen's meeting.
- At the time the donation is approved: The Board of Selectmen will determine the level of department head oversight and who is responsible for following the appropriate Massachusetts General Laws for procurement.
- Monetary donations will go into the General Fund unless special arrangements are made for that donation to go towards a specific purpose. This requires a gift or grant account that is set up through the Town Accountant and Finance Director.

All donations of any kind must be formally accepted at a Board of Selectmen public meeting.

If you have any questions please contact the Town Administrator.

ATTACHMENT 3

Date: \_\_\_\_\_

Carla McAuliffe Town Accountant  
Southborough Town Hall  
17 Common Street  
Southborough, MA 01772

Dear Mrs. McAuliffe

The following vote was taken and affirmed at a duly posted meeting on \_\_\_\_\_.  
A copy of the approved minutes are attached.

For the Approved Project: \_\_\_\_\_ (if Applicable)

The Southborough \_\_\_\_\_ votes to authorize the individual(s)  
below to sign invoices. It is understood that this provision does not eliminate the  
responsibility of the other members of the Commission.

Department Head Name: \_\_\_\_\_ (if Applicable)

Board Member Name: \_\_\_\_\_

Board Alternate Name: \_\_\_\_\_

Very Truly Yours,

\_\_\_\_\_ Chair \_\_\_\_\_ Member

\_\_\_\_\_ Member \_\_\_\_\_ Member

\_\_\_\_\_ Member \_\_\_\_\_ Member