

Guide for Town Committees, Boards and Commissions

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This document reflects the understanding of the author and should not be considered a legal interpretation of the laws.

The purpose of this guide is to inform Town boards, committees, and commissions, known as governmental bodies (hereafter referred to as just committees) about usual and expected practices for a governmental body. The word “should” has been used to indicate recommendations for an open and effective practice.

Committees may wish to refer to the listed references or Robert’s Rules of Order Newly Revised (10th edition, or In Brief) when there are no official guidelines for the procedures on running committee meetings.

Suggestions for making this a more useful document are always welcome.

Elected boards are:

- Board of Selectmen
- Planning Board
- Library Board of Trustees
- School Board of Trustees,
- Regional Vocational School Committee
- Edgell Grove Cemetery Trustees
- Housing Authority

Moderator-appointed committees are:

- Finance Committee
- Capital Budget Committee
- Real Property Committee
- Technology Advisory Committee
- Government Study Committee
- Personnel Board

Town Meeting Standing Committees are:

- Rules Committee
- Ways and Means Committee
- Public Works Committee
- Public Safety Committee
- Education Committee
- Community Service Committee
- Planning and Zoning Committee

Selectmen appointed committees include:

- Agricultural Advisory Commission
- Bicycle and Pedestrian Advisory Committee
- Board of Health
- Cable Advisory Committee
- Cemetery Commission
- Community Development Committee
- Conservation Commission
- Council on Aging
- Cultural Council
- Cushing Memorial Chapel Advisory Committee
- Disability Commission
- Economic Development and Industrial Corporation (EDIC)
- Fair Housing Committee
- Historical Commission
- Historic District Commission
- Human Relations Commission
- Parks and Recreation Commission
- Retirement Board
- Sign Appeals Board
- Zoning Board of Appeals (ZBA)

Town Manager appointed Committee includes:
Loring Arena Committee

A listing of the members of elected and appointed Boards and Committees are on the web at <http://www.framinghamma.gov> under the Government tab.

Guide for Town Committees, Boards and Commissions

1. The Open Meeting Law

The Open Meeting Law (OML) applies to every board, committee, and commission. It does not apply to Town Meetings but does apply to Town Meeting Standing Committees (MGL: c. 30A §§ 18-25). The Open Meeting Law also applies to all subcommittees, including subcommittees of Town Meeting Standing Committees. Any citizen is welcome to attend any meeting except a meeting held in executive session.

Each committee shall determine its rules and order of business, unless otherwise provided by bylaw. Each committee shall designate a time at each of its meetings for members of the public to ask questions, state opinions, and otherwise exchange information with the committee. The rules and procedures should be written and kept with the committee chair or in the office of the committee, in the Framingham Public Library, and on file in the office of the Town Clerk available for public review. (Bylaws: Art I, Sec 5.9).

2. Membership

Appointments (or re-appointments) to committees should be made before the expiration of the term of a member or soon after a member resigns. The term of a member appointed to a committee usually ends on June 30th and is for one year or for three years (Bylaws: Art. I, Sec. 5.3). Appointed committee members should know when their terms expire.

Town Meeting Standing Committee members are elected at a meeting of precinct members during the Annual Town Meeting. The term of an elected Standing Committee Member begins at the adjournment of the Annual Town Meeting at which the member is elected and continues through to the adjournment of the following Annual Town Meeting (Bylaws: Art. III, Sec. 2.2).

When a Standing Committee member resigns or is no longer a Town Meeting Member, the precinct chair should appoint a member of the precinct to fill a vacancy before the next Town Meeting following the occurrence of such vacancy (Bylaws: Art. III, Sec 2.2 and 2.3). The member filling a vacancy serves for the remainder of the term of the member being replaced. When a precinct chair fills a vacancy, the chair must notify the Town Clerk of the new appointment.

When a committee includes a representative from another committee, and the representative cannot attend a meeting, another member cannot stand-in for the regular representative. Similarly, when a Town Meeting Standing Committee member does not attend the Standing Committee meeting, another precinct member cannot stand-in for the elected or appointed committee member. Of course, if the regular representative resigns, then the appointing committee or precinct chair could, and should, appoint a replacement member.

Committee members hold their positions until a successor has been appointed and sworn in (Bylaws: Art. I, Sec. 5.3), unless they have resigned. A committee member who resigns from a committee must submit a signed letter of resignation to the appointing authority and should copy the Town Clerk and the Town Manager. Vacancies of elected positions are filled by a joint meeting of the remaining members and the Board of Selectmen. The votes are by roll call vote.

Members appointed to a committee may be relieved of their appointment by the appointing authority, but only after the committee votes, by a majority vote, to have the member removed from the committee (Bylaws: Art. I, Sec. 5.8). The most likely reason for such a vote is that a member has not attended several meetings of the committee. Elected members can only be removed from a committee according to the Framingham recall procedures (Chapter 97 of the MGL Acts of 2006).

Whether appointed or elected, re-appointed or re-elected, a member of a committee (except a member of a Town Meeting Standing Committee) must see the Town Clerk to be sworn in (Bylaws: Art. I, Sec. 5.2). The Town Clerk provides each new member with a copy of the Open Meeting Law (MGL: c. 30A, § 18-25). The names of all committee appointments with their mailing address, email address, and the year their term expires should be posted on the Town website. This posting is initiated by the Town Clerk for elected members and by the Town Manager for appointed members.

Subcommittees may be appointed by the chair of a committee and may contain others not on the committee as well as members of the committee. The number of subcommittee members who are members of the committee must be less than the quorum of the committee membership. When the subcommittee meets guests who are members of the committee may not participate in the discussion of the subcommittee.

3. Committee Officers

Each committee should elect a chair, vice-chair, and clerk who will hold those offices until the next election of officers. For appointed committees the election usually occurs at the first meeting held after the beginning of the fiscal year, July 1st. For elected committees the election usually occurs at the first meeting after the election of the committee members. Of course, an officer may resign from the position at any time.

The clerk of the committee should provide the appointing authority with the names of the officers elected (Bylaws: Art. I, Sec. 2.2). The chair of elected committees, including Town Meeting Standing Committees, should provide the Town Clerk with the names of the officers. The chair of appointed committees should provide the Town Manager with the names of the officers. The names of officers of committees should be noted on the web listing of committee members.

If an officer of a committee resigns, the committee should elect a replacement at the next regular meeting of the committee. The replacement will fill the remainder of the term of that officer.

4. Meeting Date, Time and Location

Before a meeting is adjourned, the committee should schedule its next regular meeting. The chair of a Standing Committee, or three (3) members of the committee, can call a meeting at any time (Bylaws: Art. III, Sec. 2.4).

The committee clerk must notify the Town Clerk of the meeting date, time and location, and provide an agenda for the meeting (listing the topics to be discussed) no less than 48 hours before the meeting (not counting weekends and holidays) so that the Town Clerk can post the meeting notice. Note that if an Executive Session will be held, the meeting notice should indicate this. The committee clerk (or committee chair) must notify the Town Clerk if a meeting is cancelled or if there was no quorum present.

Meetings must be held in a building open to the public and preferably a Town-owned building. Meetings can be held in one of the following locations in the Memorial Building which may be scheduled by calling or sending an email to the administrator in the Town Manager's office. Meetings are sometimes held in the Framingham Public Library, the Roll Call room at the Police Station, or the meeting room in the Public Works Building. Boards usually meet in the conference rooms of their respective departments. The Framingham Housing Authority holds their meetings in a building owned by the Housing Authority.

Meetings are usually held on Mondays, Tuesdays, Wednesday, or Thursdays. Meetings can be held on weekends or holidays, but this is not usual.

All committee meetings, except the Framingham Retirement Board, Council on Aging, Registrar of Voters, Cemetery Trustees and Finance Committee, shall begin no earlier than 7:00 p.m., except in emergency situations and for executive sessions. During emergency meetings and executive sessions, the first order of business shall be the recording of the reason for the meeting (Bylaws: Art. I, Sec. 2.3). Town Meeting Standing Committees can meet at 6:30 p.m. when Town Meeting is in session. Subcommittees can meet at any time.

5. Quorum

The quorum for a meeting is a majority of the authorized members or as specified in the enabling bylaw. Though, many committees consider a quorum to be a majority of the appointed members. Note that the quorum of a Town Meeting Standing Committee is five (5) members (Bylaws: Art III, Sec 2.4).

A committee should not meet without a quorum since the members cannot discuss a subject that will be discussed at a posted meeting of the committee. That is, committee members should not discuss outside of a posted meeting a subject/issue that will be discussed at a meeting of the committee.

If a quorum of a committee is present at a posted sub-committee meeting, the members of the committee who are not members of the sub-committee are guests and cannot participate in the discussion at the sub-committee meeting.

6. Motions and Voting

A meeting leader is the chair or vice-chair or person designated by the chair or vice-chair. A motion made at a meeting should be seconded before discussion on the motion proceeds. If the committee wants to reconsider a motion, it should vote to reconsider the motion, not just re-vote the motion. All motions, including a motion to reconsider a previous motion, require a majority vote of those present. The results of an unofficial "straw" vote must be included in the minutes of a meeting.

If a committee has an alternate or associate member, that member votes when one of the regular members is not in attendance. A member of a committee who has a direct personal or monetary interest in a question should not vote on a motion.

The chair of a committee can vote as any other member but is not obliged to. A motion is passed by a majority vote of the members in attendance at a meeting and not based on the total membership. Votes in an executive session must be taken by a roll call vote.

7. Minutes and Handouts

Minutes of all meetings (public and executive sessions) are required by the Public Records Law (MGL: c. 66, § 5A). The minutes should include the following:

- a) the names of the members in attendance, the members not in attendance, and any guests,
- b) a list of the documents distributed before and at a meeting,
- c) the topics discussed, not necessarily what each person said. However, a brief summary of the key discussion points is useful,
- d) all votes taken (indicating the number who voted for the motion, number who voted against the motion, and the number abstaining) in the following sequence: for-against-abstain,
- e) a list of action items and deferred items, and
- f) the date and time of the next meeting.

Action items and deferred items should be reviewed at each subsequent meeting until the items have been disposed of.

Minutes of meetings are considered historical documents and are official when recorded. They should be approved at a future meeting (before the end of the fiscal year) with the approval of minutes noted in the minutes of that meeting. The clerk for the committee meeting must send the minutes to the Town Clerk within 45 days of the meeting (Bylaws: Art I, Sec 5.11). A committee need not vote to adopt or approve open session minutes before releasing them to the public. Corrections can be made before minutes are sent to the Town Clerk or, if draft of minutes had previously been sent to the Town Clerk, the corrections made must be noted in the minutes of the meeting where the minutes are approved and the corrected and approved minutes must then be sent to the Town Clerk.

Minutes should also be sent to ***webmaster@FraminghamMA.gov*** in electronic form, as Word (.doc) or Adobe (.pdf) files so they can be posted on the web in the directory for the committee. The file name should be in the form: ***mm-dd-yyyy Committee_Name Minutes.doc*** (Bylaws: Art I, Sec 5.10).

All documents distributed at a committee meeting are public records, but they do not have to be attached to the minutes of the meeting (Public Records Law). The documents must be retained for 6 months unless they are covered by another section in the Records Retention Schedule (Public Records Law MGL c. 66, § 5A and Municipal Record Retention Manual Item 1.072).

All minutes must be written (SPR Bulletin 2-92) and the designated records custodian (committee chair or committee clerk or their successor) must preserve the minutes indefinitely (Public Records Law (MGL: c. 66, §§ 5A, 10, 15, 17C and Municipal Record Retention Manual, Item 1.074). Neither the Town Clerk nor the Library is the designated custodian of all minutes.

All public records must be made accessible to the public on request.

Committees or attendees at a committee may make an audio tape or video tape of any committee meeting, excluding executive sessions.

8. Executive Sessions

Committees must vote at a public meeting, by a majority vote, to go into executive session. The motion to go into executive session must state the reason for executive session, and a roll call vote is required. A roll call vote is also required for votes taken in an executive session. A vote to go out of executive session and go into public session must also be taken by a roll call vote.

Release of minutes of an executive session must be made when the purpose of the executive session is no longer relevant. The minutes of executive session must be reviewed periodically (annually) as to whether they can be released and be made public. When previous minutes of an executive session are released, this fact must be noted in the minutes of the meeting when the vote is taken to release the previous minutes.

Unlike the case with open sessions, however, executive sessions may not be taped.

9. Committee Communications

The Town Clerk provides a copy of the Open Meeting Law, MGL c.30A, ss18-25 effective July 1, 2010, to each committee member. The law describes procedures for calling meetings, requirements for minutes, and constraints on members.

Despite the convenience and speed of communication by email, its use by members of a governmental body carries a high risk of violating the Open Meeting Law. For these reasons, the District Attorney recommends that email messages among members of governmental bodies are best avoided except for matters of a purely housekeeping or administrative nature.

Proper uses of email may be to permit members of a governmental body to communicate with town department heads or staff. Both members of governmental bodies and town employees must take care not to utilize such communications to poll board members or otherwise engage in deliberations. Additionally, the District Attorney recommends that whenever a member of a governmental body sends or receives an email message a hard copy be created and immediately placed in a central file, where it can be provided as a public record on request.

Note that communications from the Town Counsel is not a public record and is not for release to third parties unless such release is approved by the Board of Selectmen.

10. Reports

Town Meeting Standing Committees and Moderator-appointed committees are required to make reports to Town Meeting on warrant articles falling within their areas of concern (Bylaws: Art. III, Sec. 2.2). Other committees may also make reports to Town Meeting.

All committees must send an annual report of the activities of the committee to the Town Manager's office for publication in the Annual Town Report. The Town Manager specifies the due date (which is usually in January) and the format for the report.

References

Massachusetts General Laws (MGL) at <http://www.malegislature.gov/Laws/GeneralLaws>

Open Meeting Law (OML) (MGL c. 30A, § 18-25) at

<http://www.mass.gov/ago/government-resources/open-meeting-law/>

Public Records Law (MGL c. 66, § 5A) at

<http://www.malegislature.gov/Laws/GeneralLaws/PartI/TitleX/Chapter66/Section5A>

Municipal Record Retention Manual at

http://www.sec.state.ma.us/arc/arcpdf/MA_Municipal_Records_Retention_Manual.pdf

Town Bylaws at <http://www.framinghamma.gov> under the Government tab then About Town Government