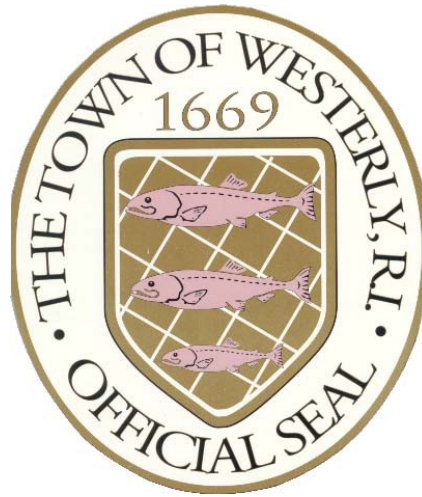


# TOWN OF WESTERLY



## **HANDBOOK FOR BOARDS, COMMISSIONS & COMMITTEES**

2018

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# INTRODUCTION

Congratulations on your appointment to a Town of Westerly Board, Commission or Committee. You have made a positive step in being an active participant in the Town.

Whether you now sit on a board that meets regularly or “as-needed,” your participation and viewpoints will have both an immediate and long-term effect on the Town and its residents. While you hear proposals, present ideas, and vote on outcomes, remain conscious of how you see the future of Westerly and whether your decisions assist in reaching those goals.

This handbook has been developed to provide guidance to newly appointed officials. Please use this handbook as a reference and as a guide to your dealings with other board/commission/committee members, constituents, the media, and others.

Again, the Town is grateful for your service and hope that you find your time on your board/commission/committee very fulfilling and that you feel you have made a difference in the lives of your friends, family, and neighbors.

# MEMBER RESPONSIBILITIES

Being on a board/commission/committee comes with a responsibility to the Town as well as to board/commission/committee members.

## ATTENDANCE

All boards, commissions and committees are beholden to a “quorum.” Without a quorum, the board/commission/committee cannot hold an official meeting, as there would not be enough voting members to constitute a majority. Without a quorum present, the board/commission/committee can do only a limited number of things, such as set the time and place for another meeting. Any substantive action taken in the absence of a quorum is invalid. It is vital to be an active member of your board/commission/committee.

Board/commission/committee members, whether they are regular or alternate members, should notify the board/commission/committee chairman whenever they are unable to attend.

## REGULAR VERSUS ALTERNATE MEMBER

If you have been appointed to a board/commission/committee as a regular member, it means that you immediately are a voting member of the group. You will be called upon to be at all regular and special meetings.

If you have been appointed to a board/commission/committee as an alternate member, it means that you are a “stand-by” member of the group. If, for whatever reason, a regular member is not able to perform their duties, you may be called upon to vote. Alternate members should attend all regular meetings to stay informed of board/commission/committee decisions and how the group has reached their decisions.

## ATTENDANCE & RESIGNATIONS

If you are unable to meet the requirements of the board/commission/committee, you should speak with the chairman about your role and, if agreed upon, you should submit the original letter of resignation to the Town Clerk, with a copy to the board/commission/committee chair. The Town Clerk will place the letter of resignation on the next regular council meeting agenda for acceptance, after which the recruiting of a replacement can begin.

## APPOINTMENT/RE-APPOINTMENT

Vacancies on boards/commissions/committees are posted on the Town's website, are announced at council meetings and are listed on council agendas, which are published in the local newspaper and on the Town's website.

### Application

Persons interested in serving on a board, commission or committee should complete a standard application, which is available on the Town's website. Applications will be kept on file for consideration through the term of the current council and will be posted on the Town's website pending appointment. Persons wishing to be re-appointed to a board, commission or committee must also submit an application to the council. First consideration may be given to alternate members for elevation to full membership on boards, commissions and committees when a vacancy occurs, provided the alternate members submit a letter of interest to the council in being elevated to said vacant position.

### Interview

The council appointment liaisons will review applications and conduct an interview with each applicant before bringing forth a recommendation to the full council.

### Appointment/Orientation

Newly appointed board/commission/committee members will be notified of their appointment by the Town Clerk's Office and to appear at said office to be administered the oath of office. New board/commission/committee members should schedule an orientation with the appropriate Town department head.

### Residency

Persons serving on boards/commissions/committees must be residents and qualified to vote in the Town of Westerly, unless otherwise specified by ordinance.

# OFFICER RESPONSIBILITIES

Being an officer on a board/commission/committee comes with a greater responsibility than regular members. You are looked to for guidance and leadership. In many cases, your opinion or concerns may carry more weight than others – whether that be real or perceived.

## CHAIRPERSON

It is the chair's responsibility to be the "director" of the board/commission/ committee. With that comes: making sure there is quorum prior to the meeting, opening the meeting at the appropriate time, looking for motions and discussion on agenda items, directing debate/discussion on topics, and closing the meeting.

With regards to the topics to be discussed at any regular or special board/commission/committee meeting, it is up to the chair to set the agenda. An agenda may include:

- Call to order
- Approval of minutes of last meeting
- Citizens comments
- Old business
- New business
- Adjournment

Some boards/commissions/committees may need other items permanently on their agendas, such as reports or fiscal matters. These items will depend on the mission of the board/commission/committee. Items under "new business" or any new items that will be discussed must be listed on the agenda prior to the meeting to give citizens an understanding of what the meeting will entail and whether their presence is necessary. Please refer to your board/commission/committee by-laws for guidance on setting an agenda.

**IMPORTANT** – According to Freedom of Information Act (FOIA), agendas for all regularly-scheduled meetings must be posted within 48 hours of the meeting, excluding weekends and holidays, in the Town Clerks office, on the Secretary of State's website and in 2 public places, such as the Town Hall and the Police Station.

\*As of January 1, 2018, the Open Meetings Act excludes weekends and state holidays from the calculation of the 48 hours notice requirement

The board/commission/committee should select someone from among its members to record the proceedings, or the chair should make sure that someone is responsible for doing so, taking special care to record who made motions, who seconded the motions, and how board members voted on agenda items. This is important, since pursuant to RIGL 42-46-7, all votes must be available to the public at the office of the public body within 2 weeks of the date of the vote. Minutes shall be available at the office of the public body within 35 days of the meeting or at the next regularly scheduled meeting, whichever is earlier.

The board/commission/committee should also select someone from among its members to be the filer for the purpose of posting agendas and minutes on the Secretary of State's website. The filer can be the member who has been selected to record the proceedings. Once selected, the filer should contact the Town Clerk's Office for instructions on receiving access to and posting to the Secretary of State's website.

#### VICE CHAIRPERSON

The vice chair's sole responsibility, outside of being a regular voting member of the board/commission/committee, is to conduct the meeting in the absence of the chair. In this circumstance, upon assuming the role of chair, the vice chair should be well-versed in how to conduct a meeting, making sure the agenda has been developed and posted in the proper time frame, making sure there is a secretary for the meeting to take minutes, and that those minutes are properly posted with the Town Clerk in the proper amount of time.

#### SECRETARY

The secretary (or clerk) of the board/commission/committee has the responsibility of recording all motions, seconds, votes, and any discussions of each meeting. However, prior to the meeting, the secretary should have the agenda established, with the guidance of the chair, and posted at least 48 hours, excluding weekends and state holidays, prior to the meeting in the Town Clerk's Office, on the Secretary of State's website and in two public places as noted above. After the meeting, the secretary must make available to the public all votes of the members of the board/commission/committee pursuant to RIGL 42-46-7. After approval of the minutes by the board/commission/committee, the secretary (filer) must post said minutes to the Secretary of State's website.

\*As of January 1, 2018, the Open Meeting Act requires that minutes of all public bodies be posted to the Secretary of State's website.

# MEETING CONDUCT

Each meeting must abide by and follow certain rules, procedures, and precedents. These come in the form of by-laws that pertain to the specific board, commission or committee, rules of order on how to open, conduct, and close a meeting, along with other useful guidance on meeting conduct (*Robert's Rules of Order*), and the Westerly Code of Ordinances. Each board/commission/committee member should familiarize themselves with the ordinance specific to the Board/commission/committee on which they serve.

## BY-LAWS

Typical by-laws will outline the purpose, make-up, and organization of the board/commission/committee, and may include: location, date, and time of meetings, or any other provision that adds to the overall mission of the board.

### Purpose

Within the by-laws, the most important component is the purpose, or mission, of the board/commission/committee. This will specifically outline the reason why the board/commission/committee has been established and what is its end goal. The purpose should clearly define why the board/commission/committee is in place.

## RULES OF ORDER

While there are other "rules of order" guidebooks, all meetings in Westerly are governed by *Roberts Rules of Order*. The chair of the board/commission/committee should be aware of these rules, such as, how to make a motion, how to second a motion, allowing discussion, calling for votes, recusals, abstentions, comments from the public, executive sessions, recording minutes, and other basic meeting procedures.

These guides are available online, in local bookstores, and in the Town Hall, if you need a reference or clarification of the rules.



## ORDINANCES

Within the Code of Ordinances there are created boards, commissions and committees. The ordinances for some outline the membership, powers and duties and any other requirement pertaining to a board, commission or committee. All members of boards, commissions and committees should familiarize themselves with the ordinance specific to the board/commission/committee on which they serve.

## MAKING A MOTION – SECOND – DISCUSSION - VOTING

### Motions

Other than the chair, any member of a board, committee or commission can make a motion, so long as they “have the floor,” meaning it is their turn to speak to the board or they have an opportunity to speak and there are currently no other questions or motions to the board/commission/committee.

A motion is made as simply as stating, “I move that...” followed by the action that the board/commission/committee member seeks to address. After making a motion, the person making the motion has the first opportunity to speak in debate of the motion. Motions are, and should only be, the executable action desired by the person making the motion. Discussion on a motion is given during the “discussion” period of motions, as motions should not be preceded by a speech, but following a “second to the motion.”

### Seconds

Once a motion is made, any board/commission/committee member should “second” the motion (seconding a motion does not necessarily mean that you agree with the motion). To “second” a motion, a board/commission/committee member simply needs to state, “I second the motion,” “I second it,” or, “Second.” If there is no “second,” the chair will make sure that all have heard the motion. If there is still no “second,” the chair will so state and further state, “the motion is no longer before the board/commission/committee,” immediately followed by, “the next item of business is...”

### Debate/Discussion

After the motion has been seconded, the chair of the board/commission/committee will restate the question/motion and ask if there is any debate/discussion. As stated above, the maker of the motion is the first to discuss, if they have anything to contribute to the discussion. If they do not have anything to debate/discuss, any other board/commission member may contribute to debate/discussion. Members can only speak twice on a motion and debate should be limited to ten minutes per person.

## Voting

After debate/discussion has been exhausted, the chair will “put the question/motion to vote.” Board/commission/committee members will vote based on the typical voting style of the board/commission/committee, such as “ayes” and “nays”. The chair will always call for the affirmative votes first, followed by the negative votes. The negative tally must always be called, regardless of how unanimous the affirmative votes appear.

All voice votes are taken in the fashion: “All those in favor, say ‘aye.’” “All those opposed, say ‘nay.’”

After the vote has been taken, the chair will announce, “the ‘ayes’ have it and the motion carries,” or “the ‘nays’ have it and the motion is defeated.”

ABOVE REFERENCES ARE FROM *ROBERTS RULES OF ORDER, NEWLY REVISED, 11<sup>th</sup> EDITION.*

# FREEDOM OF INFORMATION ACT (FOIA)

After the Freedom of Information Act passed Congress in 1975, Federal, State, and Local governments have been subject to lawful inspections of records. Included in these records are agendas and minutes of local board/commission/ committee meetings. These laws are very specific, pertain to every meeting, are meant to allow the public to be aware of upcoming meetings, and provide a summary of those meetings. Violation of these rules can result in lawsuits, court appearances, and fines. (See RIGL 42-46-7 Minutes and RIGL 38-2-3 Right to inspect and copy records – Duty to maintain minutes of meetings – Procedures for access)

## THE BASICS

Every meeting is open to the public. This does not mean that the public may participate, but they may attend. There are no closed meetings. The only exception is for Executive Sessions, which are limited to the following specific issues: 1) personnel matters; 2) collective bargaining or litigation; 3) matters of security; 4) investigative proceedings; 5) acquisition/disposition of real property for public purposes; 6) prospective business or industry; 7) investment of public funds; 8) executive sessions of school committees affecting students; 9) hearing or discussions regarding grievances filed pursuant to a collective bargaining agreement. (See RIGL 42-46-5) If you think you have cause to hold an executive session, check with the Town Solicitor or the Town Clerk before you schedule it.

### Regular Meetings

Every board/commission/committee must file with the Town Clerk a schedule of their regular meetings at the beginning of each calendar year. The notice shall include the dates, times, and places of the meetings and shall be provided to the members of the public upon request and shall be transmitted electronically to the Secretary of State at the beginning of each calendar year.

### Meeting Notice

Every board/commission/committee shall give supplemental written public notice of any meeting within a minimum of 48 hours before the meeting date, excluding weekends and holidays. This notice shall include the date the meeting was posted, the date, time and place of the meeting, and a statement specifying the nature of the business to be discussed (agenda). If the meeting is to be held, the notice (agenda specifying the nature of the business to be held), must be received in the Town Clerk's Office to be date stamped and must be posted on

the Secretary of State's website and in 2 public locations, such as the Town Hall and the Police Station. If the meeting is not held, a notice of cancellation must be posted on the Secretary of State's website, at Town Hall and at the Police Station. If no meeting commences due to lack of a quorum, documentation of that fact must be posted – a kind of non-minutes for a non-meeting.

If a meeting is cancelled at the last minute, so that there was no opportunity to post notice in accordance with RIGL 42-46-6, notice must be posted on the door of the meeting room and the doors of the building.

### Special Meeting

A special meeting, one that is not included in the list of regular meetings, must also have a posted agenda pursuant to RIGL 42-46-6, and no business may be transacted at such a meeting unless it is listed on the agenda.

### Emergency Meeting

An emergency meeting may be held upon an affirmative vote of the majority of the members of a board/commission/committee when the meeting is deemed necessary to address an unexpected occurrence that requires immediate action to protect the public. If an emergency meeting is called, a meeting notice and agenda shall be posted as soon as practicable and shall be electronically filed with the Secretary of State pursuant to RIGL 42-26-6(f).

### Notice of Decisions/Minutes

For either a regular or special meeting, notice of decisions made (votes) shall be available to the public at the office of the public body within 2 weeks of the date of the vote. Minutes shall be available at the office of the public body within 35 days of the meeting, or at the next regularly scheduled meeting, whichever is earlier. The minutes of a closed session must be made available at the next regularly scheduled meeting, unless the majority of the public body votes to keep the minutes closed pursuant to RIGL 42-46-4 and 42-46-5. Minutes must be posted to the Secretary of State's website after approval by the board/ commission/committee, excluding those minutes that have been closed by the public body.

Minutes must include, at minimum, date, time and location of meeting; call to order; those members recorded as present and absent; a record by individual members of any votes taken (motion, second, decision); any other information relevant to the business of the public body that any member of said body requests be included or reflected in the minutes; and time of adjournment.

\*As of January 1, 2018, the Open Meetings Act requires that minutes of all public bodies be posted to the Secretary of State's website.

## Executive Session

Executive Sessions are closed to the public pursuant to RIGL 42-46-4. An executive session must be listed on the agenda and shall be limited to matters allowed to be exempted from discussion at open session by RIGL 42-46-5. A specific motion to go into executive session must be made, seconded, and approved by a majority of the members present. The vote of each member on the question of holding a meeting closed to the public and the reason for holding such meeting, by citing the subdivision of RIGL 42-45-5(a) and issuing a statement specifying the nature of the business to be discussed, shall be recorded and entered into the minutes of the meeting.

If any person who is affected by an executive session is invited to attend, that person shall have been notified in advance in writing and advised that they may require that the discussion be held in an open meeting. Failure to provide such notification shall render any action against the person null and void. Before going into executive session, the public body shall state for the record that any persons to be discussed have been so notified and this statement shall be noted in the minutes of the meeting. (See RIGL 42-46-5(a)(1))

## Votes in Executive Session

Upon reconvening in open session, the public body shall report on the nature of the business that was discussed in closed session. All votes taken in closed session shall be disclosed once the session is reopened; provided, however, a vote taken in a closed session need not be disclosed for the period of time during which its disclosure would jeopardize any strategy, negotiation or investigation undertaken pursuant to discussions conducted under RIGL 42-26-5(a).

## Conduct of Meetings

Public meetings are for the purpose of the orderly transaction of public business. In the event that any meeting is interrupted by any person or group of persons, so as to render the orderly conduct of the meeting unfeasible, and order cannot be restored by the removal of those individuals willfully interrupting the meeting, the public body may order the room cleared and continue in session to consider matters appearing on the agenda.

## Disclaimer

This section of the handbook is intended as the barest minimum of guidelines relative to the Freedom of Information Act.

# CODE OF ETHICS

Just as the Freedom of Information Act preserves openness and transparency for governmental meetings and by-laws govern local boards, commissions and committees, codes of ethics govern the members of those boards/commissions/committees.

As a board/commission/committee member, you are bound to the State Code of Ethics, which is attached. You should be well-versed in all aspects of this policy.

If at any time you have a question or concern regarding the Code of Ethics or are unsure about a potential ethics issue, you can contact the Rhode Island Ethics Commission.

# DEALING WITH THE PRESS

Opportunities may arise where a member of the press would like to speak with you regarding a board/commission/committee decision or upcoming discussion. Understanding your role, that of the chair, that of the Town Manager, and that of the Town Council President will greatly diminish the chance of “misspeaking” or saying something you wish you could later repeal.

The ability to differentiate between being a citizen and being a representative of the Town or board/commission/committee is vital. When not representing the board/commission/committee, citizens are free to speak on any issue. However, it should be understood that as a member of a town board/commission/ committee, your public persona may change into that of being perceived as a “representative” of the town.

## BOARD/COMMISSION/COMMITTEE

In most cases, the chair of the board/commission/committee will be the spokesperson for the group. Unless given authority by the chair of the board/commission/committee, members should be careful to politely delegate all questions and answers to the chair. More importantly, when given authority, board/commission members should make sure all comments are directly related to board/commission/committee activities and actions.

## TOWN-WIDE

In all cases, when a reporter asks a question regarding a town policy or an area outside the realm of the board/commission/committee on which the member serves, the Town Manager’s Office is responsible for answering questions, coordinating press conferences, or anything else with regards to media relations. In the event a board/commission/committee needs to promote or arrange an event that relates to the board/commission/committee, all aspects should be coordinated through the Town Manager’s Office.