Adopted 12/18/24

TOWN OF MILLIS
SELECT BOARD
OPERATING POLICIES AND PROCEDURES

I. PURPOSE

The Select Board of the Town of Millis, recognizing the need to codify the traditional and accepted working relationships among members of the Board, between the Board and the Town Administrator, and between the Board and other Town boards, committees, officials, and citizens, as well as the need to consolidate Town policies and procedures, has undertaken to create operating procedures for the Select Board. Acceptance of the policies and procedures embodied herein shall supersede all previous policies and procedures accepted by past Select Boards/Boards of Selectmen. Unless otherwise noted, the term "Board" shall refer to the Millis Select Board. The term "MGLA" shall refer to the Massachusetts General Laws, as amended.

II. NATURE OF POLICIES AND PROCEDURES

These policies and procedures shall address those topics that cannot be dealt with elsewhere. Its content should be considered supplemental and subordinate to language embodied in state statute and Town Bylaw. Subjects which are more appropriately addressed in statute, home rule charter, bylaw or regulation shall not be included in this format, except in reference. The individual policies and procedures embodied herein are severable. If any of them is held to be unconstitutional or invalid, the remaining policies and procedures shall not be affected thereby.

III. PROCEDURE FOR ESTABLISHING POLICIES AND PROCEDURES

A policy may be initiated by a member of the Board, the Town Administrator, a Town employee, or by a resident of the Town by requesting that the Chair provide for discussion of the proposed policy in the agenda of a regular meeting of the Board. The individual initiating the discussion shall provide the Board with a written draft of the proposed policy for distribution to the Board. The Board may schedule any hearing or meetings it deems necessary for discussion. The Board may distribute a draft for comment to appropriate officials as it deems necessary, and shall notify of the discussion, any Town boards, committees, or employees who may be affected by the policy.

The Board shall not vote on a policy until the second meeting following its introduction. A vote by two of the Board's three members shall be required for the adoption of a new or amended Board policy. A new or revised policy adopted by the Board shall take effect immediately unless otherwise voted, and shall be carried out until it is rescinded or amended. In the event of an emergency, the Board may immediately institute a policy which shall be effective for a period of up to ninety (90) days.

The Town Administrator shall be responsible for the maintenance of all policies and procedures, for updating the Policy Manual with new and amended policies, and for ensuring that copies of the Board's policies and procedures are distributed to newly elected Board members. Copies of the Policy Manual shall be made available to the public at the Select Board's Office, at the Office of the Town Clerk, and shall be posted on the Town's Official Website.

IV. AUTHORITY AND ROLE OF THE SELECT BOARD

The Select Board is an elected board and derives its authority and responsibilities from the statutes of the Commonwealth of Massachusetts, and from the home rule charter and bylaws of the Town of Millis. When a vacancy occurs on the Board, the Board's remaining members shall determine whether there is a need to call a special town election to fill the unexpired term or terms in accordance with the MGLA, or to leave the seat(s) vacant until the next town election.

The Board is vested with the executive powers of the Town. The Board is responsible for Town policy development and review. The Board works with the Town Administrator on policy development, and oversees the Town Administrator in his/her role as supervisor of town departments.

The Board, through the Town Administrator, is responsible for supervising the following departments of general government: Fire, Police, DPW, Inspection, Economic/Community Development, Facilities Maintenance, Finance, IT, and other Departments as assigned. The Board will refrain from involvement in day-to-day operations. Concerns or questions regarding the operation of departments, and suggestions for improvements should be addressed to the Town Administrator. The Board may be called upon to settle disputes that cannot be resolved by the Town Administrator.

No actions representing the Board shall be taken by a member or members of the Board without the prior consent of a majority of the Board. This shall be modified in the event of an emergency should immediate action be required, in which case the Chair, Vice Chair, or any Board member shall call an emergency session of the Board prior to the emergency action.

A Board member wishing an in-depth inquiry into a department's policies, procedures, or operations should make such a request during a regular Board meeting in open session and receive approval by the Board by consensus or Board vote. Requests by Board members for written legal opinions must be channeled through the Chair and the Town Administrator, and all such written opinions must be made available to all Board members.

V. ROLE OF THE TOWN ADMINISTRATOR

The Board is responsible for appointing a Town Administrator, who functions as the Town's Chief Administrative Officer, and serves at the pleasure of the Board. The primary responsibilities of the Town Administrator are outlined in the charter, bylaws, the Town Administrators employment agreement, and his/her job description. The Town Administrator shall appoint an Acting Town Administrator if he/she is expected to be away from the office for more than three working days. The Select Board shall appoint an Acting Town Administrator in the event that the Town Administrator is incapacitated or otherwise unable to make the temporary appointment.

The Town Administrator must maintain a close working relationship with all members of the Board. He/she shall brief the Board of all important issues in a timely manner.

In order to provide the Town with continuity of professional management and the highest quality Town Administrator, the Board is committed to maintaining an employment agreement with the Town Administrator, as permitted by statute.

VI. DUTIES, RESPONSIBILITIES, AND OBLIGATIONS OF BOARD MEMBERS

A member of the Board, in relation to his/her responsibility to the community, shall:

- recognize that his/her primary role is to set policy, with responsibility for administration delegated to the Town Administrator;
- recognize that he/she is a member of a team, and shall abide by all Board decisions once they are made;
- be well informed concerning the duties of a board member on both state and local levels;
- recognize that all board members are elected by the community and therefore have an obligation to make decisions that they believe will best support the entire community;
- accept the office of Select Board member as a means of unselfish public service, not to benefit personally or professionally from his/her Board activities;
- in all appointments, avoid political patronage by judging all candidates on merit, experience and qualifications only;
- be familiar with and abide by the provisions established by the Commonwealth in MGLA Ch 268A as they apply to municipal officials;
- Be familiar with and abide by the open meeting law and the public records law as they apply to municipal elected officials;
- (https://www.sec.state.ma.us/arc/arcpdf/Electronic_Records_Guidelines.pdf)

A Select Board member shall:

- endeavor to establish sound, clearly defined policies which will direct and support the administration for the benefit of the people of the Town;
- recognize and support the administrative chain of command and refuse to act independently on complaints as an individual outside the administration;
- give the Town Administrator full responsibility and authority for discharging his/her decisions and solutions;
- set annual performance goals for the Town Administrator;
- provide a formal review of the Town Administrator on an annual basis.
- not make statements or promises of how he/she will vote on matters that will come before the Board until he/she has had an opportunity to hear all sides of the issue at a Board meeting;
- make decisions only after all facts have been presented or discussed;
- uphold the intent of executive session and respect the privileged communication that exists therein; and
- treat with respect the rights of all members of the Board despite differences of opinion.

VII. ORGANIZATION OF THE BOARD AND ELECTION OF OFFICERS

Officers of the Board (Chair, Vice Chair, and Clerk) shall be elected annually at a meeting of the Board to be scheduled within one week after the Annual Town Election. The election of officers is by majority vote. If a vacancy occurs among any of the officers of the Board, the Board shall elect a successor at its next regular meeting. Nominations of officers shall require both a nomination and a second.

The Board may at any time by majority vote remove the Chair or any of the officers from their positions with or without cause. In the event that the Chair is not re-elected, the Vice Chair shall serve as Chair Pro-Tem until the new officers of the Board are elected.

VIII. RESPONSIBILITIES OF THE OFFICERS OF THE BOARD

The Chair shall:

- preside at all meetings of the Board at which he/she is present. In doing so, he/she shall maintain order in the meeting room, recognize speakers, call for votes, and preside over the discussion of agenda items;
- sign official documents that require the signature of the Chair, following a vote of the Board;
- call special meetings of the Board in accordance with the Open Meeting Law;
- prepare meeting agendas with the Town Administrator;
- represent the Board at meetings, conferences, and other gatherings unless otherwise determined by the Board or delegated by the Chair;

- serve as spokesperson of the Board at Town Meetings and present the Board's position unless otherwise determined by the Board or delegated by the Chair;
- make liaison assignments, as appropriate, and assign overview responsibilities for projects and tasks to Board members unless otherwise determined by the Board;
- arrange for the orientation of new members, unless otherwise noted;
- ensure that the Board maintains a legal and open level of communication; and
- ensure that information is equally distributed to all members of the Board.

The Chair shall have the same rights as other members to offer and second motions and resolutions, to discuss questions, and to vote thereon. The Vice Chair shall act in the place of the Chair during his/her absence at Board meetings. Should the Chair leave office, the Vice Chair shall assume the duties of Chair until the Board elects a new Chair, at the next meeting where all remaining Board members are present.

IX. MEETINGS OF THE BOARD

Regular Board meetings are generally held on the first and third Monday of each month. The Board shall not hold regular meetings on days which are designated legal holidays. The Town Administrator is responsible for the posting of all Board meetings in compliance with the Open Meeting Law.

Meetings called for any time other than the regular meetings shall be known as "special meetings". The same rules as those established for regular meetings shall apply, unless an unforeseen emergency requires a special meeting to be scheduled on a legal holiday. Special meetings shall be called by the Chair, in consultation with the Town Administrator, and with the informal consent of a majority of Board members.

The Board may conduct informal "working session" meetings from time to time. Such meetings will be posted in accordance with the Open Meeting Law. A synopsis of transactions of informal meetings shall be made a part of the record of meeting minutes.

X. MEETING PROCEDURES

Board meetings shall be conducted in accordance with generally accepted rules of parliamentary procedure and the Open Meeting Law. It is the practice that application of said procedure may be on a relatively informal basis.

A quorum shall consist of two members of the Board. As a practical courtesy, action on critical or controversial matters, the adoption of policy, or appointments shall be taken, whenever practicable, with the full Board in attendance. Actions and decisions shall be by motion, second, and vote. Split votes will be identified by name in the meeting minutes. The Town Administrator shall designate a town employee to take the minutes

of all Select Board Meetings to be subsequently reviewed by the Board and made available to the public in accordance with the Public Records Law.

The Town Administrator is expected to be in attendance at all meetings of the Board. The Town Administrator shall attend in order to keep the Board informed and advised, and to recommend in all matters that fall within the jurisdiction of his/her office. He/she shall carry out the actions of the Board as they relate to the conduct and administration of Town affairs under his/her jurisdiction.
Should the Town Administrator be unable to attend a meeting of the Board, he/she shall delegate another individual for the purpose of assisting the Board with administrative matters during such meeting.

XI. BOARD MEETINGS: EXECUTIVE SESSIONS

Where practicable, executive sessions shall be scheduled at either the beginning or the end of the open meeting of the Board. Only items clearly allowed under the Open Meeting Law shall be included in executive session. Prior to calling for a motion to adjourn into executive session, the Chair shall state the reasons for which an executive session is sought. The Chair shall also state whether or not the Board will reconvene in open session. A majority of the members present and voting must vote to enter and exit executive session by roll call vote.

XII. AGENDA PROCEDURES

The Town Administrator bears primary responsibility for coordinating and planning the agenda for regular meetings of the Board. The Town Administrator, in consultation with the Chair, shall approve the agenda. The Chair shall have the ultimate authority in the determination of the meeting agenda. In order for items to be considered for the agenda, they must be submitted to the Town Administrator by 2:00PM on the fourth business day prior to the board's meeting date. Items added to the agenda after this time will be considered out of necessity or due to being routine in nature. Agenda items shall be:

Call to order
Chair's Announcements
Scheduled Appointments/Hearings (as required)
Scheduled Business (as required)
Acceptance of meeting minutes (as required)
Administrator's Update (as required)
Executive Session (as required)
Adjournment

The order of the above listed items may be changed at the discretion of the Chair.
Each agenda item shall state the action anticipated of the Board, as appropriate.

If a request for an agenda item is accepted by the Chair, the proponent shall be notified and asked to submit relevant documentation no later than 12:00PM on the third business day prior to the meeting. Members of the Board, staff, the Town Administrator or others who prepare background materials for the meeting should have such material available for Board members a minimum of 48 hours prior to the meeting start time. The agenda materials so provided to the Select Board will be posted on the Town website for public access by noon on the day of the meeting. If background information is insufficient or complicated, or if complex memos or motions are presented at the meeting which were not included in the Board's meeting packet, any Board member may request that the relevant item be tabled to allow Board members time for careful study of the material.

The agenda for regularly scheduled meetings shall be available to the public and the press at the Select Board's Office by 12:30PM on the Friday prior to the meeting. Completed meeting packets shall be made available electronically and in the Select Board's Office for collection by Board members by 12:30PM on the Friday preceding the Regular Select Board Meeting.

The core materials contained within the agenda packet shall be posted to the Select Board's page on the Town's website by 4:00PM on the day of the Select Board's meeting.

In accordance with state law, the Chair of the Board reserves the right to waive these requirements if an agenda item is deemed to constitute an urgent and time sensitive matter.

XIII. MEETING MINUTES

The Town Administrator shall ensure that open meetings of the Board are recorded electronically. The Town Administrator shall ensure that written minutes are drafted and made available to Board members in a timely manner.

Minutes circulated to members of the Board on or before the agenda is set for the subsequent meeting shall be considered at that meeting. Changes in the text of minutes shall be reviewed and agreed upon by a majority of voting Board members. The Town Administrator shall periodically review and present for the Board's vote the minutes of meetings held in Executive Session which may be released to the public. The Board shall release minutes of Executive Session at the earliest opportunity without compromising the nature of the matter discussed therein.

Minutes shall contain a full statement of all items discussed and actions taken by the Board and of the disposition of all proposals for action. Approved minutes shall be recorded in a Minutes Book. Minutes of Board meetings held in Executive Session shall be kept separately and recorded in accordance with the procedures dictated above. Minutes (other than those of meetings in Executive Session which the Board has not voted to release) shall be open for public inspection.

XIV. BOARD APPOINTMENTS

The Board shall endeavor to make its annual appointments in June. Appointments made in June shall have terms beginning on July 1 and expiring on June 30. In addition, as the need arises, the Board may make appointments throughout the year for terms to take immediate effect, with expiration dates of June 30, or consistent with the seat being filled. Terms shall not exceed three years, unless specifically allowed by MGLA.

Appointments shall be based on merit and qualifications. Where possible the Board will seek variety in backgrounds, interests, ages, genders, and geographic areas of residents, so that town boards and committees will reflect a true cross-section of the community. In order to attract qualified and interested persons, vacancies will be made public as much in advance of the appointment as practicable

As Board-appointed vacancies occur, the Town Administrator will ensure that vacancy notices are posted on the Town bulletin board inside the Veterans' Memorial Building and advertised on the local cable access television channel, as well as the Town's website. Vacancies shall be advertised for no less than fifteen (15) days. The Town Administrator will ensure that the Chair of the board on which a vacancy occurs is advised of the vacancy, and will seek nomination recommendations of a majority of the relevant committee.

As part of the annual appointment process, the Town Administrator will ask incumbents whose terms will expire on June 30th about their interest in being considered for reappointment. The Town Administrator will ensure that the Board receives a list of appointment vacancies to be filled by the Board. Interviews of applicants, including individuals requesting re-appointment, shall take place when there are more applicants for a position than available positions (seats).

The Board may from time to time appoint standing or advisory committees to aid on matters under the Board's jurisdiction. The use of such committees provides greater expertise and more widespread citizen participation in the operation of government. The Board will give each advisory committee a written charge, which shall include the work to be undertaken, the time in which it is to be accomplished, and the procedures for reporting to the Board. Each committee must report in writing at least annually to the Select Board. The Select Board's Office shall be sent copies of all committee agendas and minutes. The Board will discharge committees upon completion of their work. In addition, each Committee shall be provided with information on parliamentary procedures and the conduct of meetings under the Open Meeting Law. The charges and membership of advisory committees shall be reviewed at least annually to assess the necessity and desirability of continuing the committee.

XV. RELATIONS WITH OTHER TOWN BOARDS AND COMMITTEES

The Board is aware that coordination and cooperation is needed among the Town's major boards, committees, and commissions, not only in the day-to-day operations of government, but also to set town-wide goals and priorities; identify and anticipate major problems, working together toward their resolution; and develop a process for dealing with the state and federal government. In particular, it is the desire of the Select Board to continue to convene at least two joint meetings with the School Committee and the Finance Committee per year (Tri-Board) to foster cooperation, efficiency and enhance communication among the three groups prior to each Town Meeting.
The Town Administrator is responsible for inter-board communications in day-to-day operations of government. The Town Administrator shall develop a process for the exchange of information and the provision of advice and recommendations among the boards, committees, and commissions with common interest.

XVI. RELATIONS WITH RESIDENTS

In recognizing that it both represents and is accountable to the residents of the Town, it is the policy of the Board to make every effort to strengthen communications with residents. The Board will act to increase resident participation, encourage citizen input into government decisions, and to keep residents informed of all actions contemplated or taken by the Board which will affect them. To this end, the Board will take the following steps:

- In addition to Resident Participation, a resident or group of residents may request a meeting with the Board by contacting the Select Board's Office, stating precisely the reason for the appearance and the Board's action desired and by naming a spokesman for the group. As circumstances permit, such a meeting will be incorporated into the agenda of the next regularly scheduled Board meeting. Participants shall be allowed to make a reasonable presentation through the spokesman and to express opinions, and to ask for pertinent information. Residents making such presentations are encouraged to prepare written materials for the Board's review.
- The Town Administrator will make reasonable efforts to ensure that persons who will be directly affected by proposed Board discussion or action will be notified of the date and time of the meeting at which the matter will be discussed or acted upon by the Board.
- If the Board is considering matters of residents' concern at a regular meeting, the public will be allowed to ask questions or make statements relative to the matter under consideration at the discretion of the Chair.
- The Town Administrator and Chair will ensure that all residents' questions and complaints are answered promptly. Matters requiring the attention of the full Board shall be included in the agenda of the next regular Board meeting.
- The Town Administrator shall place all anonymous letters received by the Town in an "Anonymous Letter File" to be included as a part of the Select Board's general files. Anonymous letters shall be subject to the public records law and shall be retained by the Town for the period proscribed by

law. The Board and the Town Administrator shall take no further action regarding any anonymous letter unless it has been determined by the Town Administrator that the content of the letter represents an immediate health or safety hazard to individuals or property.

XVII. HEARINGS BEFORE THE BOARD

Hearings before the Board shall be conducted in accordance with the following procedures, Modifications may be necessary to comply with statutory requirements applicable to particular matters.

- The Town Administrator will ensure that the hearing is advertised and notice given to interested persons, such as abutters, as required by statute or bylaw, or as directed by the Chair in the absence of statutory requirements.
- Hearings will be held in open session unless otherwise voted by the Board in compliance with Open Meeting Law.
- At the time advertised for the hearing, the Chair will announce the nature and purpose of the hearing, identify the particular matter, and recite the notice given. All questions shall be addressed to the Chair.
- The order of presentation will be: presentation by the proponent; receipt of recommendations from any Town board or officer; questions from Board members; and statements by opponents, advocates, and members of the public.
- At the conclusion of the hearing, the Board may render its decision or take the matter under advisement, announcing the intended date of decision.

XVIII. TOWN MEETINGS

The Annual Town Meeting warrant is the Select Board's warrant by statute. The Board may insert articles in the warrant of the Board's initiative, or by written petition signed by ten (10) registered voters at any Annual Town Meeting (as required by law). The Board may also insert articles on the warrant at the request of another committee.

The Board may call a Special Town Meeting when deferment of the particular matter(s) proposed for inclusion on the warrant for the Annual Town Meeting would not serve the interests of the Town. The Select Board must call a Special Town Meeting if they receive a written request signed by two hundred (200) registered voters. The Select Board may insert articles in the warrant on their own initiative or by written petition of one hundred (100) registered voters for Special Town Meeting.

Notwithstanding the above, in the interest of economy of operations and the imposition on the voters, the Board shall strive to limit the calling of Special Town Meetings to the minimum necessary as is otherwise in the Town's best interest. The Board will consult with the Moderator and Town Clerk prior to calling a Special Town Meeting.