

**BYLAWS OF SUDBURY COUNCIL ON AGING
(PURSUANT TO SUDBURY TOWN BYLAWS, Article XI(a)
and the Board of Selectmen-Town Manager Act)**

SECTION 1. The Board of Selectmen shall appoint a Council on Aging to consist of nine residents of the Town. Appointments shall be for terms of three years. The Selectmen shall annually appoint three members. No less than two of the members shall be over sixty-five years of age. Members may serve no more than two consecutive terms. However, upon the expiration of one year after completion of a second consecutive term, a former member shall be eligible for reappointment.

SECTION 2. The duties of said council on aging shall be to:

- (1) Identify the total needs of the community's elderly population
- (2) Educate the community and enlist the support and participation of all citizens concerning these needs
- (3) Design, promote or implement services to fill these needs or coordinate present existing services in the community.
- (4) Promote and support any other programs which are designed to assist the elderly in the community.

SECTION 3. The Council on Aging shall cooperate with the Commonwealth of Massachusetts Office of Elderly Affairs and shall be cognizant of all State and Federal legislation concerning funding, information exchange and program planning which exists for better community programming for the elderly.

SECTION 4. The Council on Aging shall give an annual report, in writing, to the Board of Selectmen with a copy of that report directed to the Commonwealth of Massachusetts Office of Elderly Affairs.

In addition to the Town By-Law the COA has voted to following:

Administrative Guidelines for the members of the COA

I.

While performing its duties the Council shall maintain a positive working relationship with the Friends of Sudbury Senior Citizens, and the Sudbury Seniors Activities Committee.

II. MEMBERSHIPS

Members shall be appointed pursuant to Section 1 of Article XI (A) of the Town of Sudbury Bylaws. Members will be appointed for a three year term with no member serving more than two consecutive terms. All terms expire on May 31. Upon appointment and prior to participation in Council business, members shall be sworn to the faithful performance of their duties by the Town Clerk or a Notary Public. A member wishing to resign shall notify the Secretary or Chairperson of the Council and the Board of Selectmen in writing. Absences will be treated as required by Article III, Section B of the Town By-Laws.

III. OFFICERS

Section 1. Officers

The officers of the Council shall be a chairperson, vice- chairperson, secretary and treasurer. The officers of the Council shall be elected by the members, by majority vote, at the May meeting of the Council, and shall take office at the June meeting. If the office of chairperson shall become vacant, it shall be filled by the vice-chairperson for the remainder of the unexpired term. Vacancies in any other office may be filled by election at any regular or special meeting of the Council and said election shall be for the remainder of the unexpired term. No person shall hold the same office (that is, of officer) for more than two consecutive years.

Section 2. Chairperson

The chairperson shall be the chief executive officer of the Council on Aging and shall have charge of the business affairs of the Council in its general operations. Chairperson will preside at all meetings, appoint all committee members, and be an ex-officio member of all committees.

Section 3. Vice-Chairperson

The Vice-Chairperson shall, during the absence or disability of the chairperson, exercise all functions of the chairperson and, when so acting, shall have all the powers of the chairperson. Vice Chairperson shall take on additional responsibilities as directed by the Chairperson.

Section 4. Secretary

The Secretary shall:

- Record the proceedings of meetings of the Council;
- Provide all recordings and proceedings to the Director of the Senior Center for appropriate filing with the Town;
- perform all duties relevant to the office of secretary.

Section 5. Treasurer

The Treasurer shall: Work with the Director of the Senior Center to insure:

- Appropriate controls are in place for the Senior Center.
- Reporting for all accounts of all business or financial activity of the Senior Center.
- Confirm that the above controls are approved by the Town Finance Director
- Quarterly reports are prepared of the financial condition of the Senior Center activities.
- An Annual Financial Report for the Senior Center is prepared following the close of each Fiscal Year. This report shall contain summaries of Grants Activity, Van Receipts, Donations, Payroll, and such other income/expenses as are pertinent to Senior Center operations;

IV. REPRESENTATION

Unless authorized by Council vote, no member person shall make written or oral representations on behalf of the Council.

V. MEETINGS

Section 1. Regular Meetings

All meetings shall comply with the Commonwealth of Mass open meeting law

Regular meeting of the Council shall be held once a month except during either July or August, when one meeting may be held, at the convenience of the Council. Special meetings of the Council may be scheduled at any time if requested by any three members.

Section 2. Exceptions

- a. When the scheduled meeting falls on a legal holiday or other day on which by law the meeting may not take place, the meeting shall be held within ten days or at other times per the Open Meeting Laws;
- b. The date of the meeting may be changed to accommodate special events.

Section 3. Annual Meeting

The annual meeting shall be held during the month of in June.

Section 4 Procedures governing Council Meetings

All meetings shall be conducted in accordance with Robert's Rules of Order. The presence of a simple majority of the members of the Council shall constitute a quorum for the transaction of business. Only those members present shall be permitted to vote.

VI. COMMITTEES

Section 1.

The Chairperson may appoint temporary or permanent committees as needed whose purpose and duration shall be defined at the time of initial appointment.

Section 2.

There shall be the following permanent committee of the Council:

The Nominating Committee to allow for open recruitment for new members.

The Nominating Committee shall have a minimum of three (3) members, and shall have the following duties:

- maintenance of a file of possible new members;
- convene no later than January to begin recruitment process for potential Council members to recommend as nominees to the full Council;
- present to Council for approval at the May meeting, the recommendations of persons to be recommended by the Council On Aging to the Board of Selectmen for appointment as members;
- provide an orientation program for new members;

VII. STAFF

Section 1.

In accordance with the Town personnel policies, to discharge its duties, the Council may request clerical or other assistance from the Town Manager, after consulting with the Town's Assistant Town Manager/Human Resources Director. Town Manager is the appointing authority and no one may be engaged without such appointment by the Town Manager. Town Manager signs all contracts for Town Boards and committees as well, which would cover any services engaged on a contract basis.

Section 2.

Annually, in April the Chairman shall meet with the Senior Center Director and the Assistant Town Manager/Human Resources Director to suggest annual goals as recommended by the COA for the Senior Center Director.

Section 3.

Annually, in March (the Chairperson shall prepare a memorandum to the Assistant Town Manager/Human Resources Director, with a copy to the Senior Center Director summarizing the performance of the Senior Center Director towards the goals established for the current year.

Section 4.

The chairman will convene an Annual Planning meeting of the Council once a year for the purpose of discussing and approving of the major priorities for the next fiscal year.

VIII. AMENDMENTS-AND REVIEW

The members shall review these guidelines that are set by the COA annually, or more often if necessary.

Amendments of these rules and regulations may be made upon the vote of a majority of the members of the Council at any regular or special meeting called for such purpose. The notice [for the meeting](#) shall include a summary of the proposed amendments, the full text of the amendments and a statement of the purpose of the amendments.

IX. EFFECTIVE DATE

The effective date of these amended rules and regulations shall be the date of that meeting of the Council at which they are approved.

SIGNATURES OF COUNCIL MEMBERS AS OF: DATE XXXX

Final 12/20/12