

**BYLAWS AND ADMINISTRATIVE GUIDELINES  
OF THE SUDBURY COUNCIL ON AGING  
(Pursuant to Sudbury Town Bylaws, Article XI (A) and consistent with the Board  
of Selectmen-Town Manager Act)**

**Article XI (A) of the Sudbury Town Bylaws:**

SECTION 1. The Select Board shall appoint a Council on Aging to consist of nine residents of the Town. Appointments shall be for terms of three years. The Select Board 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, and
- (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 Select Board with a copy of that report directed to the Commonwealth of Massachusetts Office of Elderly Affairs.

**In addition to the applicable Town By-Laws set forth above, the Council on Aging has voted to adopt the following Administrative Guidelines for the operation of the Council and its coordination with the Senior Center Director:**

**I.**

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

**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. All terms expire on May 31 of the third year of the term. 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 Chair of the Council and the Select Board in writing. Absences will be treated as required by Article III, Section 8 of the Town By-Laws.

### **III. OFFICERS**

#### **Section 1. Officers**

The officers of the Council shall be a Chair, Vice- Chair, and Secretary. 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 Chair shall become vacant, it shall be filled by the Vice-Chair 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, unless there is a majority vote of the Council to extend that person's term of office to a third year, but not to exceed that person's then current term on the Council.

#### **Section 2. Chair**

The Chair 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. The Chair will preside at all meetings, appoint all committee members, and be an ex-officio member of all committees.

#### **Section 3. Vice-Chair**

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

#### **Section 4. Secretary**

The Secretary shall:

- (1) Record the proceedings of meetings of the Council;
- (2) Provide all recordings and proceedings to the Director of the Senior Center for appropriate filing with the Town; and
- (3) Perform all duties relevant to the office of Secretary.

### **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**

- (1) All meetings shall comply with the Commonwealth of Massachusetts Open Meeting Law.
- (2) 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**

- (1) 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 Law.
- (2) The date of any meeting may be changed to accommodate special events or special needs of the Council or its members.

### Section 3. 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. If permitted under Massachusetts Open Meeting Law, Council meetings may be conducted utilizing remote or hybrid participation technologies, and, in such cases, members participating remotely shall be confirmed to the satisfaction of the Chair, considered present, and permitted to vote.

## **VI. COMMITTEES**

### Section 1.

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

## **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. The Town Manager is the appointing authority and no one may be engaged without such appointment by the Town Manager. The 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 Chair shall meet with the Senior Center Director and the Assistant Town Manager/Human Resources Director to suggest annual goals as recommended by the Council for the Senior Center Director.

### Section 3.

Annually, in March the Chair 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 Chair 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 Council shall review these guidelines annually, or more often if necessary. Amendments to these guidelines 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 any such meeting](#) shall include a draft of all changes proposed to be made to these guidelines.

**IX. EFFECTIVE DATE**

The effective date of any amended guidelines shall be the date of that meeting of the Council at which such amendments are approved.

SIGNATURES OF COUNCIL MEMBERS AS OF: \_\_\_\_\_

\_\_\_\_\_  
Jeffrey A Levine

\_\_\_\_\_  
Robert Lieberman

\_\_\_\_\_  
Anna Newberg

\_\_\_\_\_  
Don Sherman

\_\_\_\_\_  
Carmine Gentile

\_\_\_\_\_  
Paul Marotta

\_\_\_\_\_  
Marilyn Tromer

\_\_\_\_\_  
Colin Warwick

Rev.: 4/14/2023