



Town of Wayland Massachusetts

Finance Committee

Steven Correia (Vice Chair)

Jen Gorke

Carol Martin (Chair)

Klaus Shigley

Kelly Lappin

George Uveges

Dave Watkins

FINANCE COMMITTEE

Minutes

Wednesday, August 22, 2018

Wayland Town Building

7 P.M.

Attendance: C. Martin, S. Correia, D. Watkins (remote) G. Uveges, K. Lappin, K. Shigley

Call to Order: The meeting was called to order by Chair C. Martin in the Planning Board room at 7:00 pm. C. Martin reviewed the agenda for the meeting. C. Martin announced the meeting was being taped by WayCam. She noted some of the agenda items would be taken out of order. C. Martin stated that D. Watkins was participating remotely, and all votes would be roll call votes.

Announcements: On Sept. 5 the FinCom will be holding a Special Town Meeting Article Workshop. On Sept. 12 there is an Open Meeting Law training in Natick. On Sept. 27 there is a conflict of interest seminar.

Public Comment: None.

Members' Response to Public Comment: None.

Finance Director Updates

Year-end FY18 report

C. Martin asked if the Committee should wait to discuss the FY '18 year end budget status report. The Committee decided to go through the report when B. Keveny is present at the next meeting. A discussion ensued about certain questions they had about parts of the report. Ms. Martin will prepare a list of questions for Mr. Keveny to address at the next meeting.

FY20 Budget including Schedule and Process. The Committee discussed the FY20 Budget schedule proposed by the BoS, FD and TA. A discussion ensued about the changes in the schedule from prior years. One difference is that the FC is being brought into the process later than before. The Committee's first exposure to the budget guideline will be the Sept 17 Financial Summit. D. Watkins stated he thinks the date for publishing the guideline is too late and follows (rather than precedes) significant work effort already put

into preparing the budgets. Mr. Watkins recalled Unibank's advice that budgets needed to be at 2 ½%- 3% range to avoid affecting the levy limit. He believes waiting for others to present us with a guideline too late in the process puts us in an adversarial position if we disagree with the resulting guideline. Mr. Watkins feels that we already know what the guideline should be, 2.5%-3.0%, and that that should be communicated early in the process rather than wait to see what unfolds. K. Shigley said that guidelines should be informed by the level of committed expenses. If committed expenses exceed 3% it doesn't make sense to set a 3% guideline. But he agreed spending at the present rate will cause us to run up against the levy limit. C. Martin asked if the FinCom should send a letter on our expectations on what should be included in the Financial Summit report and the format, to whom and how, for presenting those questions. G. Uveges stated informal is better than formal. D. Watkins said it's better to outline everything in writing. Committee requested that C. Martin send email to Chair of BOS.

FY20 Assigned Special Projects

Stabilization Fund: Review recommendation and possible vote D. Watkins discussed his recommendation to set up a capital stabilization fund. D. Watkins went through the presentation slide by slide. He is looking for support from the Committee to recommend this to the BoS. Several members said this is a solid proposal, but timing this for the fall Town Meeting might not be a good idea. S. Correia said maybe its something the new Town Administrator should take on. C. Martin stated this is not being considered for the fall. It was discussed that this should be part of the BoS's goal in the future. The Committee agreed that the proposal needed to be more fleshed out before forwarding it to the BoS. D. Watkins stated he would draft a letter for the next meeting that articulates the FinCom's recommendation. The objective is to get the BoS to add this to their agenda.

Discussion of Postponed Capital Projects Tabled to a future meeting.

Residential Exemption. C. Martin will ask the Board of Assessors for a presentation.

Article Checklist J. Gorke created an draft article checklist which is in the dropbox. C. Martin asked if anyone had any suggestions. The purpose of the Checklist is to provide guidance to article sponsors on the information required by the Finance Committee in order to draft the article for the Warrant.

OPEB: Review recommendations and possible vote K. Shigley discussed what the Town is currently doing for OPEB. The current approach consists of a contribution to the fund and pay as you go for retirees. He stated that the Town uses a premium based funding approach rather than claims based approach prescribed by GAAP, reason being that the OPEB advisory committee thought a claims based liability approach was too conservative. K. Shigley said he would support moving to GAAP but not until we amend the trust fund documents to make it conform to current law. He recommended that the FC draft a memo to the BoS strongly recommending that the amendment to the trust document become part of their to-do list. K. Shigley and G. Uveges were charged with preparing such a memo to be presented to the BoS.

Chair and Vice Chair's Discussion including

FY20 goals & strategy review and possible vote C. Martin discussed her changes to the FinCom's FY20 goals and strategies. The FinCom members gave C. Martin more suggestions.

G. Uveges moved to approve the FY20 goals and strategy. Seconded by K. Shigley. Roll call vote was 6-0-0 as follows: Watkins – Yes, Martin – Yes, Lappin – Yes, Uveges – Yes, Correia – Yes, Shigley – Yes

Finance Committee webpage C. Martin stated she sent an email requesting some web support and the old

files appear to be on the new website and the prior meeting public documents have been posted. C. Martin discussed the possibility of the FinCom members having town issued iPad which would be configured to have FC documents on them instead of using dropbox. K. Lappin asked why we need both dropbox and google docs. D. Watkins said it is because of privacy and cost. E. Doucette will come in to explain the iPad offer.

Governance Guidelines S. Correia discussed the BoS's Governance policy, which explains how boards and committees should run, including parliamentary rules for running and conducting meetings.

Tweets of the Week, Buzz. The Buzz is doing quick interviews with the Chairs on Sept 26. C. Martin and S. Correia will be featured in October discussing the Special Town Manager Act.

Schedule C. Martin stated the fall schedule includes 9/5, 9/17, 9/24, 10/1, 10/10, 10/22, 11/5, with the Special Town Meeting on 11/13-14.

Members' Reports, Concerns, and Topics K. Shigley stated the FinCom has a draft of the revised High School Athletic Facility Articles 1 and 2.

Topics Not Reasonably Anticipated by Chair 48 Hours in Advance of Meeting, If Any None.

Meeting Minutes – Review and Vote to Approve: June 26th, July 9th, July 30th The minutes of 10/23/17, 11/14/17, 1/29/18, 2/8/18, 2/20/18, 4/2/18, 5/16/18 are either missing or listed on the website but not posted. A discussion ensued about the missing minutes and how they will be recovered.

Adjourn Meeting: G. Uveges moved to adjourn the meeting at 9:07pm. Seconded by K. Shigley. Roll call vote was 6-0-0 as follows: Watkins – Yes Martin – Yes Lappin – Yes Uveges – Yes Correia – Yes Shigley – Yes

Respectfully Submitted,

Katelyn O'Brien

Documents:

Agenda

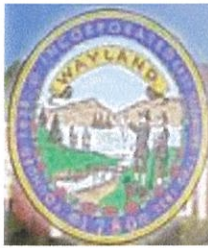
Budget Status Report

Budget Timeline

OPEB Talking Points

FY 20 Goals and Strategy Review

Governance Guidelines



Town of Wayland Massachusetts

Finance Committee

Carol Martin (Chair)
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FINANCE COMMITTEE

Agenda

August 22, 2018

Wayland Town Building - 7pm

Note: Items may not be discussed in the order listed or at the specific time estimated. Times are approximate. The meeting likely will be broadcast and videotaped for later broadcast by WayCAM and may be recorded by others.

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|---------|---|
| 7:00 pm | Review Agenda for the Public
Announcements
Public Comment /Members' Response to Public Comment |
| 7:05 pm | Finance Director Updates
Year-end FY18 report
FY20 Budget including Schedule and Process |
| 7:25 pm | FY20 Assigned Special Projects
Stabilization Fund: Review recommendation and possible vote
Discussion of Postponed Capital Projects
Residential Exemption
Article Checklist
OPEB: Review recommendations and possible vote |
| 8:00 pm | Chair and Vice Chair's Discussion including
FY20 goals & strategy review and possible vote
Finance Committee webpage,
Tweets of the week, Buzz
Schedule

Members' Reports, Concerns, and Topics |
| 8:20 pm | Topics Not Reasonably Anticipated by Chair 48 Hours in Advance of Meeting, If Any |
| 8:25 pm | Meeting Minutes: Review and Vote to Approve: June 26th, July 9th, July 30th |
| 8:30pm | Adjourn Meeting |



TOWN OF WAYLAND

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WAYLAND, MASSACHUSETTS 01778

BRIAN KEVENY
FINANCE DIRECTOR
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www.wayland.ma.us

*Schedule for future
BoS meeting.
9/17/18?*

To: Nan Balmer, Town Administrator
From: Brian Keveny, Finance Director
Date: August 6, 2018
Subject: Fiscal 2018 Budget Status Report

Please find enclosed the budget status reports for the General Fund, Enterprise Funds, Revolving Funds, Health Insurance, Free Cash and Reserve Fund as of June 30, 2018 for the Town of Wayland. The reports detail actual revenues and expenditures to budget as well as a year to year comparison to Fiscal 2017. We closed the accounting system on August 1st and the annual financial audit will commence on August 6th. Free Cash is expected to be certified in September by the Massachusetts Department of Revenue.

General Fund Expenditures:

Town Departments including unclassified and state assessments expended and encumbered \$39,069,517 or 99% of budget. The School Department has expended and encumbered \$39,126,290 or 99% of budget. For your review I have prepared an analysis of the Town and School turn backs. The total combined turn back amounts to \$914,541 compared to \$1,317,789 fiscal year. I am encouraged that both the total turn back dollar amount and percentage of budget are less than the previous three fiscal years. However the Fiscal 2018 rollover amount of \$1,596,720 is greater than last year. The largest departmental turnback amounts were experienced in the Facilities, Fire, Police and Public Works. State Assessment charges were greater than budget by \$44,206. The Health Insurance turn back was \$62,621 which is lower than any previous years. The Finance Committee transferred \$232,175 and the Salary Reserve Fund transferred \$467,826 to various accounts during the fiscal year.

General Fund Revenues:

The Town has collected approximately 100% of Property Tax-net of overlay, Local Receipts, Transfers from Other Fund and State Aid budgeted revenue. The Local Receipts category achieved 112% of budget or \$5.3M. The new Modernization Act requires that any surplus bond premium proceeds be reserved in the General Fund Balance account and not closed to Undesignated Fund Balance as was done previously. The amount of surplus bond premium is \$263,717 and is included in the local receipts total. This receipt is currently under review by our auditors as they are questioning if the funds should be in the Water Fund. At the Fiscal 2018 Annual Town Meeting last year premium was appropriated to Fiscal 2019 capital projects. The Transfer Station was unable to pay the full amount of the indirect charge due to the fund having insufficient funds at year end. The unpaid amount was \$43,762. Total actual revenue was greater than total actual expense by \$23,000. This is the amount that Fund Balance will increase year to year. A total of \$2,053,103 in reserves was allocated to balance all General Fund expenditures. The Fiscal 2019 General Fund budget currently has \$1,676,940 allocated to support expenditures.

Strong collections were achieved in the unbudgeted revenue category. Specifically the collections of Deferred Tax and Tax Title revenue was \$693,884 compared to \$1,293,000 last fiscal year. Directly associated with the collections of these two receivables is the Penalties and Interest account in the local receipts category. Collections of Penalties and Interest was \$276,961 compared to prior year \$575,528. For your review I prepared a report showing the collections in Fiscal 2018 compared to prior year. The total unbudgeted collection amount was \$773,100 compared to \$1,366,024 last fiscal year. The Recreation Beach account transferred \$7,666 to the General Fund which represents surplus funds greater

than \$10,000 at fiscal year end. At some point in the future this receipt will need to be resolved with the Recreation Department.

Free Cash

I had reported in the Fiscal 2018 3rd quarter report that the estimated Free Cash at June 30, 2018 would be approximately \$8.1M or 9.93% of budget. For your review I have prepared the revised adjusted Free Cash estimate and detailed the changes to the 3rd quarter report. The estimated June 30, 2018 Free Cash amount is \$7.4M or 9.03% of the Fiscal 2019 budget. The significant changes in the Free Cash amount are related to a reduction in total turn back, use of Bond Premium and lower than expected revenue over budget.

Wastewater Enterprise Fund:

Revenue:

The Wastewater Enterprise Fund obtained budgeted revenue collections of \$740,680 or 103% compared to \$758,911 or 102% of budget last year. As is evident in the report, a large amount of the revenue is not budgeted revenue. I will continue to review this condition with the Wastewater staff.

Expenditures:

Total expenses were \$699,064 or 98% compared to \$736,783 last year. Except for open purchase orders, all of the Fiscal 2018 liabilities have been paid. Debt service payments annually account for approximately 64% of the expense budget.

Additionally the Wastewater Commission requested a Fiscal 2018 budget increases of \$35,000 due to new expenditures. The budget increase was voted at the Special Town Meeting in November under the Current Year Article Transfer. .

Water Enterprise Fund:

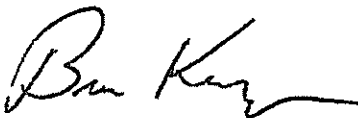
Revenue:

The Water Fund collected 93% of direct budgeted revenue or \$3,732,767 compared to \$3,832,642 last year. Actual budgeted revenue collections were less than prior year in the amount of \$99,875. Total Fund Balance decreased \$392,625 at year end compared to last year. This decrease is related to using Fund Balance to support capital projects and total expenditures greater than actual revenue.

Expenditures:

The Water Fund has expended \$3,552,149 compared to \$3,308,690 in operational expenses last year. Total fund balance in the fund is \$2,425,772 compared to \$2,818,397 the prior year. Total all expenditures were greater than prior year by \$209,443.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Brian Keveny", with a stylized, flowing script.

Brian Keveny
Finance Director

DATE	RESPONSIBLE PARTY	RESPONSIBILITY	SUBMIT TO
JULY 16	BOARD OF SELECTMEN	APPROVE FY 2020 BUDGET POLICY PROCESS	TA, FINCOM, TOWN AND SCHOOL DEPARTMENT HEADS
JULY – AUGUST	FINANCE DIRECTOR, SCHOOL BUSINESS MANAGER	CONVENE A MEETING WITH THE SCHOOL SUPERINTENDENT AND TOWN ADMINISTRATOR TO DISCUSS PRELIMINARY FY2020 BUDGET NEEDS, TREATMENT OF SHARED TOWN/SCHOOL EXPENSES AND PRELIMINARY REVENUE PROJECTIONS; BEGIN PREPARING, FINANCIAL SUMMIT PRESENTATION	
JULY-AUGUST	FINANCE DIRECTOR	DEVELOP AND PRESENT 5 YEAR REVENUE AND EXPENSE BUDGET PLAN SHOWING ALL ASSUMPTIONS AND IDENTIFYING PROPOSED BUDGET POLICIES; SUGGEST DRAFT FY2020 BUDGET GUIDELINE	TA (WITH REVIEW BY ATA, TREASURER, ASSESSOR, SCHOOL BUSINESS MANAGER AND SCHOOL SUPERINTENDENT FOR INPUT)
AUGUST 8	FINANCE DIRECTOR, ASSISTANT TOWN ADMINISTRATOR	REVIEW FY 2020 BUDGET PROCESS, CAPITAL PROJECTS SUBMISSIONS, PERSONNEL REQUESTS	DEPARTMENT HEAD MEETING
SEPTEMBER 4	TOWN ADMINISTRATOR, ASSISTANT TOWN ADMINISTRATOR	SUBMIT PERSONNEL REQUESTS FOR REVIEW AND RECOMMENDATION	PERSONNEL BOARD
BY SEPTEMBER 7	FINANCE DIRECTOR, SCHOOL BUSINESS MANAGER	WORK WITH TA, SCHOOL SUPERINTENDENT AND SCHOOL BUSINESS MANAGER TO FINALIZE FY 2020 FORECAST, 5-YEAR PLAN, FY2020 BUDGET PRIORITIES AND RECOMMENDATION ON BUDGET GUIDELINE	TA, SCHOOL SUPERINTENDENT
SEPTEMBER 17	FINANCE DIRECTOR, TOWN ADMINISTRATOR, SCHOOL SUPERINTENDENT	PUBLIC PRESENTATION AT A FINANCIAL SUMMIT OF FY 2020 FORECAST, 5-YEAR FINANCIAL PLAN, BUDGET PRIORITIES, RECOMMENDATION ON FY 2020 BUDGET GUIDELINE	BOS, FINCOM, SC, DEPARTMENT HEADS, ALL BOARDS, COMMITTEES AND RESIDENTS.
SEPTEMBER 21	ALL DEPARTMENT HEADS	SUBMIT CAPITAL PLANS WITH RECOMMENDATIONS/VOTE OF GOVERNING BODIES	TA, FINANCE DIRECTOR
BY OCTOBER 1 (EARLIER IF POSSIBLE)	TA WORKING WITH FINANCE DIRECTOR AND FINANCE COMMITTEE	ISSUE FY 2020 BUDGET GUIDELINE	DEPARTMENT HEADS, BOARDS AND COMMITTEES
BY OCTOBER 1	TOWN ADMINISTRATOR, PERSONNEL BOARD	SUBMIT FY 2020 PERSONNEL RECOMMENDATIONS	BOARD OF SELECTMEN, FINANCE COMMITTEE, GOVERNING BODIES
OCTOBER 9	FINANCE DIRECTOR	SUBMIT DEPARTMENT CAPITAL PLANS WITH RECOMMENDATIONS OF TA/BOS, SCHOOL SUPERINTENDENT/SC AND FUNDING RECOMMENDATIONS	FINANCE COMMITTEE
OCTOBER 9 – DECEMBER 14	FINANCE COMMITTEE	REVIEW AND MAKE RECOMMENDATIONS ON FY2020 CAPITAL REQUESTS	TA/BOARD OF SELECTMEN, SCHOOL SUPERINTENDENT/SC
BY OCTOBER 19	ALL DEPARTMENT HEADS	SUBMIT DRAFT DEPARTMENTAL OPERATING BUDGETS WITH VARIANCES AFTER APPROVAL BY GOVERNING BODIES (IN MUNIS)	FINANCE DIRECTOR

OCTOBER 19 – OCTOBER 29	TOWN ADMINISTRATOR, FINANCE DIRECTOR	REVIEW OF OPERATING BUDGETS WITH DEPARTMENT HEADS; INCLUDE FINCOM LIAISONS AS SCHEDULES PERMIT	
NOVEMBER 5	TOWN ADMINISTRATOR, FINANCE DIRECTOR	MAKE RECOMMENDATIONS ON ALL OPERATING BUDGETS, EXCEPT SCHOOLS	BOARD OF SELECTMEN, FINANCE COMMITTEE
BY DECEMBER 17	FINANCE DIRECTOR, FINANCE COMMITTEE	CONFIRM FY2020 CAPITAL BUDGET; CONFIRM FY2020 TOWN DEPARTMENT OPERATING BUDGETS	
BY DECEMBER 14	SCHOOL SUPERINTENDENT, SCHOOL COMMITTEE	SUBMIT DRAFT SCHOOL OPERATING BUDGETS WITH VARIANCES <i>AFTER</i> APPROVAL BY SCHOOL COMMITTEE	TOWN ADMINISTRATOR, FINANCE DIRECTOR
BY DECEMBER 31	TOWN ADMINISTRATOR, FINANCE DIRECTOR	PREPARES AND SUBMITS DRAFT FY 2020 OPERATING BUDGET (INCLUDING SCHOOLS)	BOARD OF SELECTMEN, FINANCE COMMITTEE
JANUARY 2 - 28	FINANCE COMMITTEE	REVIEWS ALL BUDGET REQUESTS, ADOPTS PRELIMINARY FY 2020 OMNIBUS BUDGET	BOARD OF SELECTMEN, FINANCE COMMITTEE, GOVERNING BODIES
FEBRUARY 4	FINANCE COMMITTEE	PRESENT DRAFT FY 2020 OMNIBUS BUDGET AT BUDGET HEARING	PUBLIC PRESENTATION
FEBRUARY 25	FINANCE COMMITTEE	ADOPTS FINAL FY 2020 OMNIBUS BUDGET	BOARD OF SELECTMEN, TOWN ADMINISTRATOR, SCHOOL SUPERINTENDENT, SC, GOVERNING BOARDS

OPEB Talking Points: Finance Committee 8/22/2018

Why are we talking about OPEB?

1. Slow season
2. New GAAP disclosure requirements
3. Create and reinforce "institutional memory"

What are we doing today?

1. PAYGO for retirees, plus a "Premium Based" contribution to the "Fund", which if increased 2.5% per year will fund the "Premium based" past service liability by 2039.
2. This approach is currently explicitly defined in the Policies and Procedures Manual for the BoS.

Why are we doing the "Wayland Method" instead of GAAP?

1. Because the OPEB Adv. Committee thought "Claims based Liability" was too conservative. (See Cliff Lewis email).
2. The OAC thought that GAAP forced us to make unrealistic assumptions about the health insurance options being selected by retirees.

What's the real difference between GAAP and the "Premium based method" aka the "Wayland Method"? About 12%.

So the question arises: Should we move to GAAP funding instead of the "Wayland Method"

1. Dave Gutschenritter (member the former OAC) supports going to GAAP.
2. Cliff Lewis (member the former OAC) supports going with current method. (Intergenerational taxpayer equity).
3. Parker Elmore, our actuary: "Premium funding vs GAAP - that's a philosophical choice. We work with about 250 entities that are currently funding OPEB and Wayland is the only one who is not doing it on a GAAP basis. To your [Cliff's] memo, it's a taxpayer generational equity issue. However, as you're funding at a higher level than 99% of your peers, even if one were to argue that you're undercharging today's taxpayers, future Wayland taxpayers are far better off than almost all other Towns".
4. I would support moving to GAAP, but not before we fix the "Fund". (Remember the advice Joseph gave to the Pharaoh- 7 years of plenty, make hay while the sun shines).

What about the OPEB Trust Fund?

1. I have not investigated.
2. Brian and Nan are the Trustees! That's weird.
3. Parker Elmore thinks: "It is my understanding that the Town has adopted Chapter 32b as it relates to the OPEB Trust and therefore those funds may not be reallocated to another purpose by a future Board. They can always tap the fund to pay that year's retiree costs. If you have not adopted that OPEB Trust language, then you don't get to count these funds as OPEB related and your discount rate would drop to about 3.50% and liabilities would increase by over 50%.
4. Cliff thinks: "You correctly point out that there is no set of rules regarding the withdrawing of funds from the OPEB Investment Account."

5. Any decision to change the funding level (to the higher GAAP level) works better/more flexible if we have a fund that can make payments
6. I would support moving this up on the priority list. At least find out what this Trust document does!

Recommendation 3: Consider funding up to the GAAP liability after 2039.

This would take advantage of the otherwise anticipated drop in OPEB expense. And it gets rid of the OPEB balance sheet liability. This is not urgent. But it would be good to make it part of our official policy.

Recommendation 4: Continue to use the expedited approval process at the ATM to secure approval for OPEB funding. (OPEB funding will continue to require the use of an article because contributions from the Enterprise funds are not part of the Omnibus Budget and hence must be voted in an article).

This is a no brainer. The initial objective was to just fund OPEB as part of the Omnibus Budget and treat it just like the defined benefit pension obligation, i.e. as an expense that shouldn't be subject to debate. The only legitimate debate is whether the benefits need to be amended. Expedited approval is almost as good.

Recommendation 5: As we bump up to our levy limit, probably much sooner than 2039, let's consider financial techniques, such as temporary borrowing, which continues the funding program but where the repayment schedule is engineered to take advantage of the expected drop in the funding expense in 2039. There are many arguments for and against this approach. (It's an arbitrage that might backfire). The only reason for considering it is that the funding expense is expected to drop significantly after 2039.

No rush on this. But good to keep it in mind.

Klaus Shigley

FY 2020 Goals

Establish guidelines for operating budgets and capital projects:

- Manage debt service policy to 10% of operating budget and trend downward to 8.5%.
- Manage operating budget increases to 2.5%.
- Manage annual capital spending and resulting borrowing to not exceed \$3 million per year.
- Minimize additional headcount within budget guidelines.
- Maintain AAA rating.
- Maintain a 5 year capital and operating budget forecast for School and Town

FY 2020 Strategy

Implement process and procedure for the ongoing review and oversight of municipal budgets and department operations, and reporting:

- Include school budget in quarterly operating budget review.
- Include as part of capital planning process a 1-year capital plan and a 5-year capital program and publish results in the warrant.
- Complete and close capital budget by 12/15/2018.
- Complete and close operating budget by 1/29/2019.
- Follow and adhere to bylaws.
- Provide method for public access and distribution of meeting information.
- Provide information to voters on favorable and unfavorable financials.
- Begin implementation of 5 year Capital Schedule and Funding Plan

**TOWN OF WAYLAND
GOVERNANCE GUIDELINES FOR
THE BOARD OF SELECTMEN AND
APPOINTED BOARDS, COMMITTEES, COMMISSIONS**

1.0 Volunteer Appreciation

The Board of Selectmen thanks the members of all Boards, Committees and Commissions for giving their valuable time and effort in the improvement of the Wayland community.

2.0 Authority and Purpose of These Guidelines

The Wayland Board of Selectmen adopts these guidelines for the governance of the Board of Selectmen and its appointed Boards, Committees and Commissions, referred to here as "public bodies". This policy will be superseded as required by any federal or state law and town by-laws.

The purpose of this governance policy is to promote among the Town's public bodies decision-making that is open, thoughtful, fact-based, respectful and fair, and in compliance with town bylaws and all state and federal laws.

3.0 Organization

3.1 Annual Organization Meeting: Public bodies must organize annually immediately after Annual Town Election and Meeting. Public bodies will elect a Chair any other necessary officers such as a Vice-Chair or Co-Chair, Clerk and Assistant Clerk.

3.2: Assignment to Department: Each public body will be assigned to a department of the town which will provide a secure location to maintain minutes and records.

3.3: Responsibilities under Charge and Local and State Law: Each appointed public body will conduct its business under town by-law, state statute or under a charge adopted by the Board of Selectmen.

3.4 Annual Reports: Each public body will provide an annual report which will serve as its report to Town Meeting. The report will include detailed summaries on funds under the public body's jurisdiction.

3.5 Rules of Procedure and Voting: Public bodies must establish a quorum before any meeting is called to order. Each public body may establish rules of procedure and voting consistent with local, state and federal law. Rules may include rules for allowable public comment.

3.6 Advisory Committees: The Board of Selectmen may appoint advisory committees for a specific purpose under a temporary charge.

4.0 Role of Members: A member of any public body will:

1. Respect the role of the Chair in setting agendas and facilitating meetings.
2. Recognize that members act only as one member of a public body and may not conduct town business independently of the public body except as authorized by a vote of the public body. Respect decisions of the public body.
3. Recognize that action at an official legal meeting is binding and that he / she cannot bind the public body outside of such meeting.
4. Not make statements or promises about how he / she will vote on matters that come before the public body until he / she has had an opportunity to hear the pros and cons of the issue during the body's public meeting.
5. Uphold the intent of Executive Sessions and respect the privileged communication that exists in Executive Session, holding it in confidence.
6. Assume a high level of integrity, striving toward fact based and objective public statements and deliberations. Make decisions only after all facts on a question have been presented and discussed.
7. Conduct town business through the Chair of the public body so that town staff is not subject to potentially conflicting direction.
8. If appointed by a majority of the public body, serve as a liaison to other public bodies.
9. As a condition of appointment, the Board of Selectmen may require training so members can effectively fulfill their duties. Training may be provided at Town Building, over the internet, or may require out of town travel or require multiple sessions. Whenever training is required by the town so that a volunteer can serve on a public body, the Town will pay for the costs of tuition and travel. All such costs must be approved in advance by the Department Head before the costs are incurred.
10. Except at the end of their appointed term, a member must submit to the Town Clerk a signed letter of resignation, including the date the resignation is effective. A member of a committee member may continue to hold an office until a successor is appointed.

5.0 Role of Chair and Vice Chair: The Chair will set meeting agendas, convene all meetings, and execute documents as authorized by the public body. The Chair will act only under authority provided by a quorum of the public body. The Vice Chair will fulfill the duties of the Chair in his or her absence.

6.0 Role of Clerk: Although town staff may record minutes for some public bodies, the public body is encouraged to elect a Clerk or individual member who will be responsible for ensuring minutes are recorded, created and submitted for approval and filed along with supporting documents as a permanent record with the assigned town department.

6.0 Open Meeting Law

6.1 Requirement to follow Open Meeting Law: Public bodies must comply with all parts of the Open Meeting Law. Public bodies subject to the Open Meeting Law include any sub-committee of two or more members who meet to conduct business assigned by the public body. Please refer to the MA Attorney General's Open Meeting Law Guide which is available on the town website and through the Wayland Town Clerk and includes the following information important for members to know:

1. Definition of a public body
2. Definition of a meeting / 5 exceptions to the definition
3. Definition of a meeting quorum
4. Requirements for posting meetings
5. Ten legal purposes for executive sessions
6. Requirements to allow remote participation
7. Public Participation - What participation must be allowed?
8. Open and Executive Session: Required records
9. Open Meeting Law complaint process

The Town Administrator is available to provide or obtain assistance on Open Meeting Law questions.

6.2 Meeting Postings: All public bodies must comply with the Open Meeting Law, including but not limited to posting meeting agendas with the Town Clerk at least 48 hours in advance of the meeting. Saturdays, Sundays and legal holidays are excluded in the counting of the 48 hours. The posted agenda must be provided to the Town Clerk or it may be e-mailed separately to the Town Clerk at and received byThe agenda must include a list of topics that is sufficiently specific to reasonably inform the public of the items to be discussed at the meeting. The agenda must also include any Executive Sessions planned, specifying one of the 10 legal purposes for calling an Executive Session.

6.3 Revised Agendas: If an agenda item is received by the Chair within 48 hours of a posted meeting, and the agenda item could not be reasonably anticipated by the Chair more than 48 hours before the meeting, the Chair may revise the posted agenda to include the new agenda item. It is preferred that agendas be revised only when the

agenda item arises because of an emergency, defined as a sudden, generally unexpected occurrence or set of circumstances demanding immediate action. All other matters should be heard at a later meeting of the public body.

6.4 Requirement for Meeting Minutes: The Open Meeting Law requires public bodies to create and approve minutes in a timely manner. The Public Records Law requires that existing minutes be made available to the public within 10 days upon request, whether these minutes have been approved or are in draft form. Materials or other exhibits used by the public body in an open meeting must also be made available to the public within 10 days of request. One hard copy, original set of meeting minutes, signed by the public body's Clerk, must be submitted within 5 days of approval by the public body to the public body's assigned department which will maintain the minutes as the permanent record of the public body. Minutes of all public bodies will, upon approval, be posted on the town website.

6.5 Contents of Minutes: Minutes must include the name of the public body, the date, time, and place of the meeting, the names of members present and absent, the names of staff present, and the substance of all discussion including all subjects acted upon or heard. Minutes must include a full and complete record of all motions proposed for vote and will include the exact vote, the names of the mover and the seconder for each motion, and the names of those voting against each motion. A verbatim record of meetings is not required.

6.6 Draft Minutes: Once created, draft regular meeting minutes are a public record available to the public, even if the minutes have not been presented at a meeting.

6.7 Executive Session Minutes: Minutes must be created for all Executive Sessions. Executive Session Minutes must not be released to the public until the reason for calling an Executive Session has ended, after which Executive Session Minutes must be reviewed and released by the public body.

6.8 Recording of Meetings: Any member of the public has the right to make an audio or video recording of an open session of a public meeting but must notify the Chair before recording. The Chair must inform attendees of any such recording at the beginning of the meeting including that the meeting will be broadcast on the Way-Cam government access channel. The Chair may impose reasonable requirements regarding audio or video equipment so recording does not interfere with the meeting.

6.9 Public Participation: Under the Open Meeting Law, the public is permitted to attend open meetings of public bodies but is excluded from an executive session that is called for a valid purpose listed in the law. The amount of time a member of the public will be allowed to speak to a public body will be determined at the discretion of the Chair. While the public is permitted to attend an open meeting, an individual may not

address the public body without permission of the Chair. An individual is not permitted to disrupt a meeting of a public body, and at the request of the Chair, all members of the public will be silent. If after clear warning, a person is disruptive, the Chair may order the person to leave the meeting, and if the person does not leave, the Chair may authorize a police officer to remove the person.

6.10 Remote Participation at Meetings: The Town of Wayland permits remote participation under the requirements of a separate policy.

6.11 Open Meeting Law Complaint Process: Individuals who allege a violation of the Open Meeting Law must first file a complaint with the public body alleged to have violated the OML within 30 days of the date of the violation or the date the complainant could have reasonably known of the violation. The full complaint process, including the required response of the public body to the complainant within 14 days of receipt of the complaint is included in the Attorney General's Open Meeting Law Guide. Please provide a copy of all Open Meeting Law complaints to the Town Administrator's Office.

7.0 Use of E-Mail to Conduct Business

7.1 E-Mail and Public Records Law: E-mail communication created or received by a member of a public body while acting in his or her capacity as a member of the public body is considered a public record and is subject to a public records request under the Public Records Law even if the e-mail is received by or created on a private computer or sent to only one individual. To create a permanent record for e-mail about town business, members of public bodies must list the following town e-mail archive address as a separate recipient: archive@wayland.ma.us. Members of public bodies may also be assigned a separate Town of Wayland e-mail address to be used for all town business.

7.2 E-Mail and Open Meeting Law: Whenever one member of a public body uses e-mail to discuss the public body's business (except for administrative matters such as scheduling and the transmission of documents) with a quorum of the members, it constitutes "deliberation" and is in direct violation of the Open Meeting Law. E-mail communication between less than a quorum of a public body is also in violation of the Open Meeting Law if the e-mail between less than a quorum of members is later forwarded to or discussed with additional members outside of a public meeting, thus unintentionally creating a quorum.

7.3 Board of Selectmen Guideline on E-Mail: To avoid violations of the Open Meeting Law and the Public Records Law, it is preferred that e-mail between members of the town's public bodies be restricted to scheduling meetings and distribution of agendas, documents and reports.

8.0 Code of Ethics and Code of Conduct

8.1 Code of Ethics: All members of public bodies are sworn in by the Town Clerk to uphold all state and local laws applicable to the public body's jurisdiction. Members must comply with the state ethics law (MGL Chapter 268A) regarding the conduct of public officials. Members must complete required ethics training and on-line tests. A member is required under the law to not vote on any matter in which the member or an immediate family member has a financial interest. Members are encouraged to recuse themselves if there is an "appearance" of a conflict of interest.

8.2 Standard of Conduct: All members will treat the public, applicants before the body, town employees and each other with respect and courtesy. The members and Chair of a public body should take time to listen to individuals speaking to the body. The Chair should make sure members of the public who are present also accord those speaking with respect and an opportunity to be heard uninterrupted.

Bullying by public officials (including committee, board and commission members and staff) while in the course of public business is not tolerated. Bullying is the repeated use of a written, verbal, or electronic expression, or a physical act or gesture, or any combination thereof, that:

1. Causes physical or emotional harm to another party or that party's property;
2. Places another party in reasonable fear of harm or of damage to his or her property;
3. Creates a hostile environment within Town Hall or other Town workplace; OR
4. Materially and substantially disrupts the work of the multi-member body, town departments or the orderly process of government.

8.3: Absences: The absence without appropriate explanation of any member of an appointed body from 3 consecutive meetings may serve to vacate the office. The decision to recommend that the office be vacated will be made by a majority vote of other members of the public body and then transmitted to the Board of Selectmen.

8.4 Members are Bound by Applicable Personnel Policies and Law: Members of public bodies, when acting in their official capacity, are subject to any applicable state law and town policies such as those prohibiting sexual harassment, discrimination and workplace violence. Any allegation of misconduct made by the public, town staff or a fellow member will be reported immediately to the Town Administrator.

8.5 Litigation against Town by a Member of an Appointed Public Body: An appointed member of any appointed public body may be temporarily suspended by the

Board of Selectmen during a lawsuit filed by the member against the town in a court of competent jurisdiction in the state of MA.

8.6 Removal under this Section: The Board of Selectmen, under such procedures it may adopt, may remove a member from a public body for violations of this section.

9.0 Town Meeting and Public Bodies: Upon a majority vote, public bodies may sponsor and submit to the Board of Selectmen articles for the Board's consideration for inclusion in Annual and Special Town Meeting warrants. Articles submitted by committees that are advisory to the Selectmen shall be submitted and sponsored by the Board of Selectmen.

10.0 Policy on Legal Services

All requests for legal opinions will be made through the Town Administrator under the Board's policy on legal affairs of the town.

SUPPLEMENTAL POLICIES REFERENCED ABOVE:

1. Remote Participation Policy; 2. Legal Affairs Policy

4/18/16