

INTERIM REPORT TO THE TOWN OF DARTMOUTH ON THE COUNCIL ON AGING

By Michael Metzler

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OVERVIEW

I was engaged by the Dartmouth Town Administrator to do a management report on the Council on Aging following the departure of the last Director after only five months of employment. The Administrator was concerned about the Council's ability to attract a strong new Director after her quick departure and an exit interview in which she expressed the COA was a "hostile environment." His concern was heightened as he noted there were four Directors over the last twelve years and felt there might be some common reasons to explain this turnover rate. More broadly, he desired to conduct a study to identify strengths and weaknesses and develop an outline to serve as a COA roadmap for the future.

This report is an interim report since a special Board session to discuss my recommendations is still pending due to six Board resignations and the challenge of assembling a quorum. I felt it was important to report my findings at this stage since there is uncertainty as to when this process will continue.

The resignations are disheartening since the only activity around changes has been a list for discussion (see Attachment 3) and a By-Laws Committee meeting where there was a discussion of By-Law recommendations of the State Executive Office of Elderly Affairs. I, along with three others at this meeting had attended a training session conducted by Emmett Smarsow of that Office a few days earlier and the Committee used the materials

distributed at the training session as a resource for the By-Laws Committee. The By-Laws Committee recommendations were to be discussed at a COA Board meeting which could not be held for lack of a quorum.

I believe there is a feeling by some that changes in policies and practices are unnecessary and that my charge was only to address the reasons for the prior Director leaving. My charge was broader, i.e., to offer recommendations on policy and practice that would have a positive impact for COA success, and ultimately benefit the elderly residents of Dartmouth. Organizations typically go through such an exercise from time to time either alone or with help from others. I did find a number of opportunities for positive change. None of these should be considered controversial as they are consistent with the advice of the State Office of Elderly Affairs, State Law, Dartmouth General By-Laws and generally accepted basic principles for effective management and governance. As the COA Board is re-built, I encourage that the change process continue.

From time-to-time the interrelationships between the COA Board, the Friends organization and staff have been strained. There are a variety of causes unique to each situation. I would offer that the overarching cause has been the lack of written policies, procedures and principles to assure consistency over time. Without these there is the risk of doing different things at different times by different people under the same circumstances. This leads to breakdowns in communication and morale. Communication must become open, timely and appropriate. I am optimistic that once these new policies, practices and By-Laws are adopted, the COA Board will be well positioned to recruit a very competent new Director whose

strengths will include strong skills in leadership, communication, and management, not simply technical expertise.

PROCESS AND RECOMMENDATIONS

The major part of my work was holding individual meetings as follows:

- Ten of the eleven COA Board members
- All four Select Board members in office at the time
- Telephone meetings with two past Directors
- Paula Shiner, Exec. Director of Coastline Elderly Services which is a strong partner with the COA
- Five staff members at the Senior Center
- Town Administrator
- Town Treasurer

As mentioned above, I also attended a training session in New Bedford for board members of COA's in the region along with three Dartmouth COA Board members. Emmett Smarsow of the State Executive Office of Elderly Affairs conducted the training.

Attachments 1 and 2 are the question lists I used as a guide in my meetings with COA Board members and staff. I conducted the meetings informally rather than work from the list. Near the end, I reviewed the list with the attendee to see if there was anything we missed or something giving rise to another thought.

My purpose was not to establish blame. I listened for any "threads" through all the conversations that might indicate areas for positive change. The ultimate goal was to have

the COA Board reach a consensus on necessary changes and then work towards them. Given the events of recent months, this would better position them to attract strong candidates for the Director position.

There are a number of observations I gleaned from the meetings. I have had no direct experience with the Board or staff, so I was relying on what I heard. My conclusions and recommendations are based on the principle that if you hear something a number different times from different people, there is high probably there is something to it. These are my general observations:

- The last COA Director was respected for her new ideas and her professional and caring manner. However, a number of people felt she needed more time to adapt to a much larger operation than the one from which she came.
- The prior Director spoke of a "hostile environment." I did not speak to the prior Director and I want to respect her feelings. A number of staff and Board members were upset about this quote being public and they personalized it. No one spoke of any situations they observed to be hostile towards the Director or among others. However, it would be difficult to ever be conclusive on this matter. I have encouraged everyone to put this in the past and move forward on any ways the environment can be improved.
- The staff spoke of limited communication from the Director and I heard of instances where discussions among some individuals took place without others participating. This may have been avoided if the Director had regular meetings with all staff as well as more informal communications. It is now important to put this in the past and focus on hiring a new Director who can foster strong and frequent communications.

- Given the foregoing observations on the tenure of the last Director, there may be an inclination to think there is no need for change. I do not find this to be the case. After reviewing written recommendations of the Massachusetts Executive Office of Elderly Affairs for well-functioning COA's, I find my recommendations represent opportunities consistent with these as well as a State Law, the Dartmouth General By-Laws and generally accepted basic principles for effective management and governance.
- The staff is excellent, hardworking and caring. A Director who would be a mentor, and a strong communicator would greatly benefit them. They are eager for this opportunity.
- The COA Board should become more formally engaged in planning and goal setting. Ideas and needs have been processed sporadically rather than systematically.
- Most Board members understand their role as advisory to the Town on elderly needs and services, rather than involving themselves in COA operations. However, this should become a written policy signed off by all and subsequently enforced.
- Although there have been four Directors over twelve years, their reasons for leaving do not indicate a consist pattern of a particular frustration with the environment strong enough to induce resignation as was the case with the last Director. However, there has been a need for various changes over a number of years which argue against the return to the status quo prior to the last Director.
- It is necessary to amend the By-Laws [Attachment 5] from the last revision in 1992. Many changes are necessary including a limit on the number of Board member terms. This would open the way to pro-actively recruit new members.

- Over many years the Friends organization has played a valuable and important role in serving the Town's elderly population. However, it is necessary to define the appropriate sequencing of communications among the COA Board, the Director, and the Friends Board regarding projects and programs that may be funded by the Friends. It also should be decided how to manage the projects.
- There may be an opportunity to recruit a Director with a broader role on identifying and meeting a variety of elderly resident needs. Perhaps the title could be "Director of Elderly Affairs." The main focus of the COA has been the Senior Center and the Social Day Program. These are a source of pride for the Town and the envy of other towns. However, with the right Director there could be a broader reach to the Town's elderly.
- Select Board members understand that the COA Board is advisory and that it reports directly to them. They are supportive of recruiting a strong Director, perhaps with a more expansive role. This would require budgeting the right salary to attract such a person. Given all their responsibilities, the Select Board members have no desire to micro-manage the COA and want to feel secure in strong COA leadership. It is important for them to receive thorough and timely communication on the plans and activities of the COA.

Upon completion of the individual meetings, I listed my suggestion for further discussion in areas where I concluded there were opportunities for change [See Attachment 3]. I presented these to the COA Board and to the key staff members at a separate meeting. Much of the opportunity relates to the interrelationships and communication among the COA Board, Friends members, the Director and staff.

I recommended to the Board that a special 3-hour meeting be conducted to discuss the topics on the list and to complete the following:

1. A new set of By-Laws. This was underway as I started my engagement.
2. A set of policies, practices or principles on the operation of the COA which would be signed by current and future COA Board members.
3. Assuming a new By-Law provision limiting Board members to two 3-year terms, a plan to transition some members off the Board and transition new members onto the Board. It may be necessary for some Board members who now exceed two 3-year terms to stay in awhile longer to keep the pattern of one-third of member terms expire each year.

Once this work is completed, the COA would write a new job description for the Director and begin a search.

As of this writing, the 3-hour meeting has not been scheduled. There have been six Board member resignations leaving only five sitting members. It may be difficult to have a quorum in attendance at meetings. The current COA By-Laws requires that seven of eleven members be present for a quorum. The Town General By-Laws in Article 25 {Attachment 4} call for a total of nine COA Board members. At some time in the past the Town reduced the number from eleven to nine, but the COA continued with eleven. The Dartmouth General By-laws supersede the COA By-Laws, so nine are authorized. In order to determine a quorum for the five sitting Board members, Town Counsel conducted a review of the State's Open Meeting Law and the Town Charter and discussed the matter with the State Attorney General's Office. He determined a quorum to be a majority of Board members in office. This State Law sand the Town Charter supersedes the definition of a quorum as being seven in the COA By-Laws.

In summary, at this writing there are five sitting Board members and the required quorum is three members.

I recommend that four new Board members be pro-actively recruited. Once these positions are filled, the process of considering recommended changes herein, and any others, would then proceed.

I contemplated a meeting with the Board and staff together at some point in this project. The 3-hour meeting under discussion would have very beneficial for me to strengthen my observations and recommendations and perhaps develop additional ones. Should the 3-hour meeting take place sometime in the future, I would present my list of priority recommendations, which follow. These could be written into the By-Laws and/or set of policies and principles to be signed by all Board members.

Recommendations for COA Board: Governance Structure, Role, and Membership

- Reduce Board to nine members as required by the General By-Laws of the Town.
- Define a quorum to be a majority of sitting Board members.
- Limit COA Board members to two 3-year terms followed by at least one year off the Board.
- Officers should continue to serve for two years.
- Eliminate the Board's Personnel Committee. A strong Director will want control of the staff selection process. Board members may be chosen to interview candidates for certain positions. The COA has access to the services of the Town's HR Director.
- Establish new committees.

- Establish attendance expectations. The Town's General By-Laws do not provide a process for removal if a Board member does meet attendance expectations. However, most boards don't remove people, they just respectfully talk to people not attending and ask if they wish to continue, and this is usually successful. A review should be made of attendance records and the results may call for a few such conversations.
- Institute an annual Board self-evaluation.
- Actively recruit a few new Board members. Be selective on backgrounds and experience. A Board member with a clinical background may be considered as well as representatives from partner organizations like Coastline Elderly Services.
- Indicate in the By-Laws that COA Board members are considered "municipal employees" under the State's Conflict of Interest Laws and therefore subject to these Laws. Therein it is interpreted that Board members have a conflict if they solicit donations.
- COA Board members may be on the Friends Board so long as they do not solicit donations.
- There may be a perceived conflict if the Friends Board members on the COA Board are in a majority and in a position to control decisions. This is not the current situation. Although there is no direct legal requirement to disallow such a majority, it would appear to apply under the State Conflict of Interest Law. Aside from a legal requirement, this makes good practical sense by freeing up more positions for residents to be advocates for the elderly across both the COA and Friends Boards.
- Establish a non-voting Friends Liaison position on the COA Board to be filled by the Friends President or designee.
- Progress on annual goals should be a standing agenda at every Board meeting.

- Board minutes should be to record motions and areas where there is a consensus for future action. There should be a general summary of discussion, but not specific comments by individuals.

Recommendations for Planning, Collaboration, Communication, Mission, Practices

- Establish an annual planning process for the Board with the Director and the Town Administrator. It should precede the budget process.
- Expand the activity and planning of the Board and Director beyond the Senior Center in accordance with the "Duties and Purpose" expressed in Article 25 of the Town's By-Laws:

"There hereby is established a Council on Aging under the provision of Chapter 40, Section 8B of the General Laws. Said Council on Aging shall be for the purpose of identifying the needs of the elderly; of enlisting the support and participation of the Town and of its people in the interest of the elderly; of planning, promoting, implementing and coordinating services for the benefit of the elderly.

- The staff has a strong desire for regular staff meetings, which did not take place under the last Director. This should change. The staff should attend COA Board meetings, but this should not be the substitute for staff meetings and informal means of communication with the Director.
- In reviewing the Town's capital budget process, there is a noticeable absence of a 5-year projection of capital needs for the COA. The new Director should make this a priority in the planning process.

- Goals should be established each year for the Director in an evaluation conducted by the Board Chair and Town Administrator with input from Board members. The evaluation would be principally based on the Director's success in meeting goals and objectives.
- Clearly establish that COA Board members are advisory only. They have no role in operations. They are not to confer privately with the staff on operations. Staff members should be advised to go to the Director. Board members should bring any operational concerns to the Director.
- The practice over the years, as I have understood it, is that the Friends not only fund projects, but also manage them. It is not clear to what degree and at what point the Town becomes involved. The Friends do not appear to follow Town policies on bidding and procurement. At times this may be beneficial as being more cost effective. However, under State Law this is not acceptable if the Town has any role in the management or funding of the project. If the Town were completely at arms length, State Law would require the Select Board to vote acceptance of the completed project as a gift. The sequence for projects and new programs should be as follows:

1. The COA Board with the Director and Town Administrator discuss them through the planning process, or as they come up. The Town is involved in the planning from the beginning. Once there is a decision to go forward, the COA Board, Director and Town Administrator decide on potential funding sources. At that point they may decide to approach the Friends for funding.

2. If the Friends have agreed to fund the project, and it is a construction project, the Friends seek permission from the Select Board to build on Town property.

3. After permission is received, The Town Administrator, COA Board and the Friends decide whether the project will be completely controlled and funded by the Friends. If so, the Friends can proceed without following the Town's bidding or procurement policies. However, the Town Administrator may feel it is best for the Town to control the project using its expertise to assure quality and avoid future maintenance costs. In such instance , the bidding and procurement policies would be followed.

4. The Select Board votes to accept the project as a gift at the appropriate point in the process in accordance with Massachusetts General Law.

- The operations budget, as it is presented for Town Meeting approval, does not show any transactions not funded from the Town's accounts. These would include expenditures from grants and gifts from the Friends or others. I recommend that such records be kept.
- There were varying opinions on the adequacy of staffing at the Senior Center. It was not my charge to do a full operational review. This is a task for a new Director.

Director: Role and Recruitment

- A more expansive role. (Director of Elderly Affairs for the Town?) Add "advocacy" and possible other duties related to serving the needs of the elderly beyond services provided at the Center.
- Candidates must be strong in background, education, experience, managerial skills, people skills, conflict management, and teambuilding. Consider requiring a minimum of a Bachelor with a Masters preferred.

- Strong communication skills with Board, staff, community partners and Town representatives are essential.
- The new Director should be pro-active on Board involvement particularly in planning/budgeting/goal-setting cycle.
- The new Director must be a mentor to staff for their development of technical and soft skills.
- The relationship between the Social day Program and the COA have varied over time. The Director of the Social Day Program reports to the COA Director. It is not necessary for a new Director to have experience in social day programs, but should be a strong advocate for the Program and have a strong desire to be actively engaged in its success.
- Candidates could include individuals with experience that is not directly related to elderly services.
- The search committee should include a representative from Coastline Elderly Services, which is a strong and important partner.

NEXT STEPS

I have agreed to continue my engagement to include facilitating the change process with the Board, serving in an advisory capacity during the Director search process, and be a coach or confident to the new Director for the first few months of their employ. This was not contemplated as part of my engagement, but I am willing to serve in these ways billing no more the contracted maximum without reasonable regard to how many hours I spend.

ATTACHMENT 1

TOPICS FOR MEETINGS WITH BOARD MEMBERS

Dartmouth Council on Aging **Information for Project to Develop Roadmap for the Future**

1. PURPOSE

2. CONSULTANT'S ROLE AND BACKGROUND

3. BOARD MEMBER BACKGROUND AND HISTORY WITH COA

4. WHAT IS GOING WELL?

5. OPERATIONS

- Structure (2 separate organizations)
- Finances
- Outside partners
- Planning process and existence of plan and goals
- Adequacy of staffing
- Staff quality
- Staff selection
- Program mix
- Opportunities for expansion and growth
- Evaluation of Director and staff
- Staff engagement and communications
- Feedback from Seniors

6. BOARD

- COA Mission
- Planning
- Minutes
- By-Laws
- Mix of members
- Committees
- Types of decisions and how they are made
- Conduct of meetings
- Fund-raising
- Role of the Board
- Communication with staff
- Self-evaluation
- Board development and orientation
- Role of Select Board and Town Administrator

7. DIRECTOR POSITION

- Reasons for turnover
- What needs to change?
- Success in selecting a new Director
- Selection Process

8. WHO SHOULD I SPEAK TO?

9. ANYTHING ELSE?

10. CONTACT INFORMATION

ATTACHMENT 2

TOPICS FOR MEETINGS WITH KEY STAFF MEMBER

Your background and current work at COA.

Role of Director Historically (contrast past Directors). How have they been different?

Daily operations.

Communications.

Major projects.

Programs.

Interaction with Day Program.

How did they feel when they left?

Talk about Heather.

What is different since Heather gone?

Role of the Board

Interaction with staff and Director. How has it been over time?

Do you attend Board meetings?

Do you take direction from Board members?

Communication with Board members. What do you go to them for?

What should change with the Board over time, if anything?

Friends: do you do their work? (e.g., Fashion Show)

How would you describe the culture?

Interaction with Partners.

Interaction of staff with each other.

Interaction with seniors.

Interaction with Director.

What do you like about your work?

What don't you like about your work?

Anything need to change?

What would you want the new Director to be?

How should new Director be selected?

Improvements of any type?

ATTACHMENT 3

OUTLINE FOR DISCUSSION **MEETING WITH COA BOARD** **March 28, 2016**

ITEMS FOR DISCUSSION

GENERAL

Focus on the role of the Director and the role of the 2 Boards. It is important to not look back and establish blame, but focus on what is right for the future. Trust must prevail. Through this process we want to position the COA to recruit the best Director ever.

DIRECTOR

- A more expansive role. (Director of Elderly Affairs for the Town?) Add "advocacy" and possible other duties related to serving the needs of the elderly beyond services provided at the Center.
- Candidates must be strong in background, education, experience, managerial skills, people skills, conflict management, and teambuilding. Consider requiring a minimum of a Bachelors with a Masters preferred.
- Strong communication skills with Board, staff, community partners and Town representatives are essential.
- New Director should be pro-active on Board involvement particularly in planning/budgeting/goal-setting cycle.
- Although donations do not go directly to the COA, the Director, together with COA Board members, could work with members of the Friends on raising money. *[Later determined this would not be allowed under the Massachusetts Conflict of Interest Law.]*
- New Director must be a mentor to staff for their development of technical and soft skills.
- Clarify that the Social Day Director reports to the COA Director. Look at other possible changes to org. chart.

COA BOARD

- Role and responsibility of Board members must be defined in writing. Overall, the role is one of advice and policy-setting and not intervening in operations.
- Revise by-laws a.s.a.p.

- Eliminate the Personnel Committee.
- Recruit new Board members.
- Term limits should be set. Opens opportunity for new Board members. A transition plan would be necessary.
- There should be an orientation for new members.
- Institute an annual Board self-evaluation.
- Define relationship of Friends Board to COA Board.
- Introduce planning and goal-setting with the Director as an annual activity with review of goals at Board meetings.
- Board developmental activities should take place periodically.
- Board members should visit the Center and understand what takes place.

ROLE OF THE FRIENDS

- Fundraising for mutually agreed projects. Director manages the projects.
- What is the right level of participation of Friends on the COA Board?

SELECT BOARD

- Determine role and degree of intervention.
- They must support changes.

STAFF

- Evaluate staff and Director.
- Attend Board meetings?
- Staffing levels.

NEXT STEPS

- Start right now to define roles, re-do By-Laws, revise Director job description.
- Selectively recruit new Board members.
- Agree on Search Committee members.

MY ROLE

- Facilitate the change process under “Next Steps” with Board members, and the Town Administrator. Create buy-in.
- Guide the search process and be a resource for candidates.
- Be a resource for the new Director.
- Write report.

FURTHER INVESTIGATION

- Meet with other successful COA's to learn best practices on roles.
- Meet with other Dartmouth Committees that have been successful and learn best practices on roles.
- Consider any recommendations on financial management and reporting.
- Learn best practices and resources from State Executive Office of Elder Affairs.
- Tour the Center.
- Meet with Interim Director.

ATTACHMENT 4

**FROM DARTMOUTH
GENERAL BY-LAWS**

ARTICLE 25

COUNCIL ON AGING

Section 25.1 Purpose and Duties

There hereby is established a Council on Aging under the provision of Chapter 40, Section 8B of the General Laws. Said Council on Aging shall be for the purpose of identifying the needs of the elderly; of enlisting the support and participation of the Town and of its people in the interest of the elderly; of planning, promoting, implementing and co-ordinating services for the benefit of the elderly.

11-18-70 1-6-71 1-13-71

Formerly Codified As: Council On Aging, Section 1: Purpose, Page: C-2

Section 25.2 Requirements for Appointment

The members of the Council on Aging shall consist of nine residents of the Town of Dartmouth. With respect to any vacancy on the Council, whether due to resignation, death, inability to act, or the expiration of a term, said Council shall receive all applications for the position, shall review those applications, and shall forward the same to the Select Board with its recommendations. Except with respect to any unexpected resignation, death, or inability to act, such recommendations shall be provided to the Select Board at least one month prior to the expected date of the vacancy. Otherwise, such recommendations shall be provided to the Select Board as soon as possible, but not more than one month after the unexpected vacancy. All such recommendations shall be advisory only, and nonbinding upon the Select Board.

The membership of said Council shall include at least one person of at least sixty-five years of age, shall consist of a cross-section of professionals from the community, and shall serve without pay from the Town.

4-27-76 8-4-76 8-30-76
6-7-11 9-15-11 9-20-11

Formerly Codified As: Council On Aging, Section 2: Membership, Page: C-2

Section 25.3 Manner of Appointment

Within a reasonable time following the adoption of this By-Law, the Select Board shall appoint three members of the Council on Aging to serve for a period of three years, three members of said Council to serve for a period of two years and three members to serve for a period of one year. As the term of office of each member expires, his successor shall be appointed for a term of three years.

11-18-70 1-6-71 1-13-71
6-7-11 9-15-11 9-20-11

Formerly Codified As: Council On Aging, Section 3: Appointment by Board of Selectmen, Page: C-2

Section 25.4 Filling a Vacancy

Whenever a vacancy shall occur in the membership of the Council on Aging by reason of death, resignation, inability to act, or for any other reason, the vacancy shall be filled by appointment by the Select Board for the remainder of the unexpired term.

11-18-70 1-6-71 1-13-71
6-7-11 9-15-11 9-20-11

Formerly Codified As: Council On Aging, Section 4: Vacancy, Page: C-2

Section 25.5 Internal Procedures and Rule Creation

The Council on Aging shall meet regularly to carry out the intent of its establishment, and for that purpose may enact rules and elect such officers as it deems necessary.

11-18-70 1-6-71 1-13-71

Formerly Codified As: Council On Aging, Section 5: Meetings, Page: C-2

ATTACHMENT 5

VOTED 5-18-92

April 13, 1992

DARTMOUTH COUNCIL ON AGING
628 DARTMOUTH STREET
SOUTH DARTMOUTH, MA 02748
BOARD OF DIRECTORS

Article I NAME

Section 1. Dartmouth Council on Aging

Article II PHILOSOPHY

Section 1. Create an atmosphere that recognizes and values the older adult and affirms their dignity and self worth.

Article III PURPOSES

- Section 1. To act as a unified body for serving the senior citizens of Dartmouth, being qualified as people who have attained the age of 59 and who resides in Dartmouth.
- Section 2. To provide a resource foundation to be available as needed for either participants of the senior center or for members of the community as they may need assistance in the care of an elderly individual and/or themselves.
- Section 3. To provide a forum for the exchange of ideas and information on subjects which are of interest to the senior citizen thereby encouraging growth and development.
- Section 4. To encourage an active interest and involvement of seniors in local, state, regional and national affairs in order to enable them to be contributing members of our society at every level.
- Section 5. To cooperate with the wide spectrum of public and private agencies working in the field of elder affairs.
- Section 6. To provide a haven of caring, sharing, respect and trust and opportunities for the senior to exercise their skills and develop their potential enabling each individual to bring their wisdom and insight to the community.
- Section 7. To provide a unique center dedicated to the concern of the total older individual where strengths are developed and independence is encouraged, while at the same time, providing support systems where needed.

Article IV MEMBERSHIP

- Section 1. The Board of Directors shall consist of 11 (eleven) members appointed by the Dartmouth Board of Selectmen.
- Section 2. The Director, Secretary and Heads of Operations of the Council shall be ex-officio members, the Secretary taking Board minutes; (without vote)
- Section 3. The Dartmouth Board of Selectmen shall appoint members as vacancies shall occur, considering candidates suggested by the Board.
- Section 4. The Board, on occasion, may recognize faithful service of a member with an Honorary Membership which maintains lifetime board status ex-officio.

Article V OFFICERS

- Section 1. Officers shall be the Chair, Vice-Chair, Treasurer and Corresponding Secretary.
- Section 2. These Officers shall constitute an Executive Committee to act on the business between regular board meetings.

Article VI ELECTION AND TERM OF OFFICERS

- Section 1. A committee of (3) shall be appointed by the Chair in April and nominations shall be made at the May meeting, the nominees' willingness to serve having been previously ascertained. Election shall take place at the June meeting with the newly elected taking office at the next meeting.
- Section 2. Officers shall serve for a (1) one year term and shall not serve more than 2 consecutive terms.

Article VII MEETINGS

- Section 1. The Board shall normally meet monthly, preferably on the fourth Monday at 2:30 P.M.
- Section 2. Special Meetings may be called by the Executive Committee when deemed necessary, with (48) hours notice posted on the bulletin board at the Town Hall.
- Section 3. Seven out of eleven members shall constitute a quorum.

Article VIII AMENDMENTS

- Section 1. Amendments to the BY-Laws must be submitted in writing to the Executive Committee and mailed to each member at least seven days prior to the next meeting when they shall be considered. A two-thirds vote shall be necessary for acceptance at a following meeting.

Article VIII (A) AMENDMENTS

Section 1 (A) Amendments to the By-Laws must be submitted in writing to the Executive Committee and mailed to each member at least seven days prior to the next meeting when they shall be considered. A two-thirds vote shall be necessary for acceptance at a following meeting.

Article IX (A) PROCEDURES

Section 1 (A) Robert's Rules of Order shall govern the procedure of the Council.

Section 2 These By-Laws maybe ^{Amend} suspended on occasion, when appropriate, by two-thirds vote of the Board.

Section 3 A copy of these By-Laws shall be given to each new Board member upon appointment.

