THE KINGSTON COUNCIL ON AGING BOARD
POLICIES AND PROCEDURES

ARTICLE I – ESTABLISHMENT
The Kingston Council on Aging, hereinafter referred to as the COA or Council, was established by Article 10 of the Town of Kingston General By-Laws pursuant to Chapter 40, Section 8B, of the Massachusetts General Laws.

ARTICLE II – PURPOSE
The Board of the COA is primarily advisory and established for the purpose of coordinating or carrying out programs designed to meet the interests, concerns and problems of the aging. The Board’s basic purposes include:

A. Being a primary advocate for services to seniors in the community;
B. Identifying the needs and interests of all seniors and all others with financial burdens (including limited English-speaking population, nursing home residents, homeless, those with disabilities and the unemployed);
C. Planning, designing and recommending services to fill these needs and/or coordinating existing services;
D. Educating citizens and enlisting the support and participation of all to meet the needs of seniors and to recognize such assistance;
E. Encouraging regular participation in COA programs/activities;
F. Recommending and developing policies with respect to budgets and site operations;
G. Cooperating with the Massachusetts Executive Office of Elder Affairs, the Old Colony Elder Services, Old Colony Planning Council, South Shore Community Action, area agencies on aging, and being cognizant of state and federal legislation and programs regarding seniors.

ARTICLE III – OFFICES
The principal office of the Council shall be located at the Senior Center, 30 Evergreen Street, Kingston, Massachusetts 02364. All mail shall be delivered to this address unless another shall be specified by the Director or Officers of the Council.

ARTICLE IV - MEMBERSHIP
A. Per Town of Kingston By-laws, the Board shall consist of a minimum of three (3) and not more than seven (7) members.
B. Such persons shall be appointed on a rotating basis so that two (2) or three (3) members (approximately one third of all) shall be appointed annually, each for a three-year term.
C. No person shall serve more than two terms in succession, plus any portion of an unfilled term. There shall be at least a one-year hiatus prior to re-appointment after the second full term is served. Members of the Board shall be appointed by the Kingston Board of Selectmen and sworn in by the Town Clerk.
D. Members may be recommended to the Board of Selectmen to be reappointed for a successive term by a vote of the Board. Decision to reappoint will rest solely with the Board of Selectmen.
E. Whenever a vacancy occurs in the membership of the Board, the Board shall endeavor to recommend a candidate to the Board of Selectmen. The decision to appoint will rest solely with the Board of Selectmen. Available positions shall be posted on the Town of Kingston and the COA websites.

F. Insofar as possible or practicable, Board recommendations for membership shall reflect the makeup of the community at large and shall be composed of at least 51% persons sixty years of age or older.

G. A candidate for appointment should, wherever possible, attend at least one Board meeting prior to being recommended by the Board to the Board of Selectmen for appointment as a member of the Board.

H. Associate Members will have served previously on the Board and shall serve in a non-voting advisory capacity.

I. The members of the Board shall serve without pay.

ARTICLE V – VOTING RIGHTS OF BOARD MEMBERS
All voting rights shall be vested in members of the Board, and each member shall be entitled to one (1) vote (in person) with respect to any question or matter that may come before a meeting of the Board.

ARTICLE VI – COA BOARD MEMBER DUTIES
A. As a matter of policy, regular attendance is expected of all members. In the event of absence of any member for three meetings within a six-month period, except for reasons of health or extenuating circumstances as duly reported to the Chair in advance of Council meetings, or regardless of whether such absences occur during overlapping terms of office, the Council shall request resignation of that member through the selectmen.

B. All Board members shall be responsible for bringing information on the needs, news and services of the Senior Center to the community. This may be accomplished through various committees and subcommittees as decided by the Board.

C. Board members may review and approve expenses being submitted by the Director. COA Board members shall endeavor to understand the budget and make recommendations to ensure there is sufficient revenue to carry out the programs, services and activities, and that monies are being used properly.

D. Board members are encouraged to act at all times in a manner that is supportive to the Council on Aging and the Senior Center.

E. In the event a member wishes to resign from the Board, he/she shall notify the Kingston Town Clerk in writing with copies to the COA Board and the Board of Selectmen as a courtesy.

ARTICLE VII – BOARD MEETINGS
Section 1 – Regular Meeting Schedule and Materials
A. The Board shall meet the second Tuesday of every month at 11 am at the Kingston Senior Center (unless a different date and place have been selected and posted as stated in Section B following) as it may deem necessary for the proper exercise of its powers and discharge of its duties. The actual meeting schedule will be established at the Annual Board Meeting.
B. Where possible, the Secretary of the Board shall make available to its members the minutes of the previous meeting at least three (3) days before the meeting. The Chair will post an agenda for the upcoming meeting at least three (3) days prior to each regular meeting and distribute copies at the meeting.

Section 2 – Meeting Notice
Notice of all meetings shall be as provided for in the Open Meeting Law. The Chair shall ensure there is a room available in the Senior Center and then shall submit to the Town Clerk the Notice of Meeting. The Board shall inform the general public through appropriate media in advance of said meeting.

Section 3 – Quorum
At all meetings of the members of the Council, the presence of a simple majority of the total membership shall be necessary and sufficient to constitute a quorum for the transaction of any business. Votes shall be cast only by members in attendance.

Section 4 – Order of Business
At the regular meeting of the Board, the following shall be a sample for the order of business:
- Call to Order by the Presiding Officer
- Secretary’s Report
- Approval of the Minutes of the previous meeting
- Submission and review of the Director of Elder Affairs’ Report and Budget
- Old Colony Elder Services (OCES) Report
- Old Colony Planning Council (OCPC) Report
- Committee Reports
- Unfinished Business
- New Business
- Old Business
- Call for Adjournment

Section 5 – Conduct of Meetings
All meetings shall be conducted in accordance with basic parliamentary procedure.

Section 6 – Executive Session Meetings
Executive Session Meetings of the Board may be called in accordance with Massachusetts General Laws.

Section 7 – Special Meetings
Special Meetings of the Board may be called at any time by the Chair or at the request of three (3) Board members under the provisions and in accordance with the Open Meeting Law. Adequate written and/or verbal advance notice shall be provided to each member of the Board, insofar as feasible.

Section 8 – Annual Meeting
The Annual Meeting of the Council shall be held in June as part of the regularly scheduled monthly meeting for the purpose of electing officers and adopting by-law amendments, as necessary. The
Council shall inform the general public through appropriate media at least two weeks in advance of said meeting.

**ARTICLE VI – COA BOARD OFFICERS**

Section 1 – Background

A. The officers shall consist of Chair, Vice Chair and Secretary.
B. Officers of the Board shall be elected at the Annual Meeting of the COA Board held in June and shall take office upon election.
C. Each officer shall hold the office until the next annual election.
D. Where possible, a member shall have served on the Board for one year prior to his/her election as an officer.
E. Election of officers to fill vacancies created by death, resignation or other cause may take place at any regular or special meeting and shall be for the unexpired term of the previous incumbent; however, the office of the Chair, if vacated, shall be filled by the Vice Chair until the next annual meeting of the Board. The position of Vice Chair should, where possible, shall then be filled by election no later than the next scheduled meeting of the Board.
F. The outgoing Chair will automatically become Chair Emeritus and will serve his/her remaining term as a voting Board member.

Section 2 – Board Officer Duties

**Chair**
The Chair shall preside at all meetings of the Board. He/she is responsible for arranging a time and place to meet, setting the agenda in conjunction with the Director, appointing all committees and their chairs, and be an ex officio member of all committees. The Chair acts in concert with the Director to carry out COA policies and to ensure effective communications.

**Vice Chair**
During the absence or disability of the Chair, the Vice Chair shall exercise all the functions of the Chair and, when so acting, shall have all the powers and be subject to all the restrictions of the Chair.

**Secretary**
The secretary is responsible for taking the minutes of the meeting and distributing them at least three (3) days before the next meeting, where they will be voted upon. After acceptance by the Board, the Secretary will submit the minutes to the Town Clerk to be published online. He/she will also answer all correspondence and assist Committee Chairs with meeting administration, as requested. In the event that neither the Chair nor the Vice Chair can attend a Board meeting, the Secretary will preside over the meeting.

**Chair Emeritus**
The Chair Emeritus will serve as an advisor to the Chair.

**Associate Member**
Associate Members may be nominated and approved by the Board to serve in a non-voting advisory role. Associate Members are to be re-approved at the Annual Board Meeting.
Section 3 – Representation
No member of the Council or its staff shall make written or oral representations on behalf of the Council unless authorized by Council vote (or in pursuance of job requirements).

ARTICLE VIII – RECORDS
A. The Secretary of the Board shall keep and maintain such records as necessary to record the acts and proceedings of the Board; these shall be available at the Town Clerk’s office, the Town of Kingston website and/or in the Senior Center.
B. The Chair, with the aid of the Board, shall prepare and submit in writing an annual report of its activities to the Kingston Board of Selectmen and the Town Clerk for inclusion in the Town of Kingston’s Annual Report and shall send a copy thereof to the Massachusetts Executive Office of Elder Affairs.

ARTICLE IX – BOARD/STAFF RELATIONSHIP
A. The Board is primarily advisory (committee). Members shall refrain from supervisory and day-to-day management activities. Communication, other than in an emergency, shall be directed to the Director and COA staff. The Board shall consult with the Director and other staff, if appropriate, in policy matters.
B. The Board may recommend candidates for the position of Director of Elder Affairs to the Board of Selectmen; the Director shall recommend and recruit all subordinate positions.

ARTICLE X – BOARD COMMITTEES
A. The Board from time to time may establish committees as necessary to further the mission of the organization.
B. The Chair shall appoint a committee and the committee members shall choose the chair.
C. No person shall serve as chair of a committee more than two (2) years in succession.

ARTICLE XI – AMENDMENTS
These Policies and Procedures may be amended or repealed by a majority vote of the Board members at the Annual Meeting or at a special meeting called for that purpose. The proposed change(s) of the bylaws must be approved by majority vote of the members of the Council. In the instance of bylaws (ordinances), such changes must be approved by town meeting. If any part of these bylaws (policies and procedures) is in conflict with municipal bylaws or ordinances, those of the municipality shall have precedence.