

**BY-LAWS
BOARD OF SELECTMEN
SALEM, NEW HAMPSHIRE**

A. PURPOSE:

These By-Laws describe the duties and methods of operation of the Salem Board of Selectmen. In addition, the Board of Selectmen will adhere to the Code of Ethics for Selectmen Chapter 33, Article 1.

B. AUTHORITY:

The Board of Selectmen is an elected Board and derives its authority from NH RSA 41:8, other RSA 's, and Town of Salem Ordinances. The Town Manager derives his/her authority from NH RSA 37.

C. ORGANIZATION:

1. Responsibilities of Members:

- (a) All members shall make every effort to attend each scheduled meeting.
- (b) Members of the Board have authority only when acting as a Board legally in session. The Board shall not be bound by any action or statement of any individual Board member except when such statement or action is pursuant to instructions from the Board.
- (c) Members are expected to sign various paperwork (including payroll manifests, etc.) in a timely manner, unless impending absence has been noted and the Chairman notified. The signing of this paperwork may either performed via physical means or by electronic document signature. All such signatures shall be in conformance with State Law.

2. Officers:

- (a) Election - A Chairman, Vice-Chairman and Secretary shall be elected at the first regularly scheduled meeting following the swearing in of members elected at the annual Town Meeting. Election shall be by a majority vote of those present.

Board of Selectmen vacancies created during the year shall be filled within forty-five (45) days of the effective date of the vacancy. Such vacancies shall be filled via appointment of the Board of Selectmen by the remaining Board members. The Chairman will issue a call for candidates, set the parameters for the applications, and schedule a public meeting for the purpose of making the appointment. All such appointments and related timing will adhere to the then current New Hampshire State law.

- (b) Duties - The Chairman shall preside at all meetings of the Board and perform all duties required by law.

In the absence of the Chairman, the Vice-Chairman shall preside and assume all duties and responsibilities of the Chair.

The Secretary shall preside in the absence of the Chairman and Vice-Chairman. The Secretary is the custodian of the official minutes and shall sign them as revised and approved and shall forward them to the Town Manager's office for filing and storage.

3. Committees:

The Chairman may delegate members of the Board to investigate Town matters, to serve on committees, and to perform other duties.

D. OPERATION:

1. Meetings:

- (a) Organizational Meetings - An organizational meeting to elect officers shall be held in accordance with C.2(a). The Board may adopt the previous Board's policies and procedures, subject to amendment as provided in these by-laws. The Board shall establish a schedule for meetings.
- (b) Regular Meetings - A more formalized meeting of the Board generally conducted in accordance with the order of the "Agenda" contained herein.

The Chairman may allow, but is not required to allow, public input and/or participation during discussion of the Board at time other than public hearings or public comment. This will be limited to comments on the motion under consideration.

- (c) Workshop Meetings - A less formalized meeting of the Board generally conducted for the purpose of providing Board members with a more detailed understanding of a limited number of issues or to permit discussion of issues in greater depth.
- (d) Non-Public Meetings - A meeting of the Board held for town legal and personnel issues in accordance with RSA 91-A:3. All non-public meetings requested by a member of the Board of Selectmen will follow the Non-Public Meeting Requests & Rules of Procedure as adopted by the Board of Selectmen in 2012. Further, for the purpose of Non-Public Meeting Minutes, the Secretary shall list any documents that the Board is provided for review and discussion. This list shall contain the document title, date and author.

- (e) There are a few specific situations where the Board of Selectmen is permitted under law to conduct official business without posting notice of a meeting or taking minutes as set forth in RSA 91-A:2, I. These non-meetings may be held during the course of a non-public session or at any other time that is convenient to the participants. The scheduling of any such meeting will be managed by the Chairman.
- (f) Special Meetings - May be called by the Chairman in accordance with RSA 91-A:2,II; upon demand of three (3) members of the Board; or at the request of the Town Manager through the Chair. The Chairman shall notify each member in accordance with RSA 91-A:2,II.
- (g) Committee Meetings - Meetings shall be called by the Chairman of the committee under the rules governing special meetings.

2. Schedule of Meetings:

Shall be published monthly. Each meeting shall be posted in accordance with RSA 91-A.

3. Reports of Committees:

Written/Oral reports from committees received by the Board shall be filed with and distributed with the minutes of the Board.

4. Review of Audit Reports:

The Board shall review the audit report as soon as the report is made available and take any action related thereto.

5. Water & Sewer Commissioners

As part of their responsibilities as Water & Sewer Commissioners, the Board shall conduct an annual review of the Unreserved Water and Sewer Funds with the Town Manager and Finance Director each September. The Board shall then vote to set Water and Sewer Rates no later than October 1st for billing the following January 1st. A vote shall be recorded even if the determination is made that the rate(s) should not change.

6. Town Manager

Annually, the Board of Selectmen are responsible for evaluating the job performance of the Town Manager. It is the Chairman's responsibility to coordinate the evaluation, including obtaining input from the other members of the Board, aggregating that information, and presenting to the Board a comprehensive draft of the evaluation document. The current seated Board of Selectmen must complete the final evaluation document prior to the next annual election.

The final evaluation document shall remain on file in the Human Resources Department.

E. RULES OF ORDER:

1. **Quorum** - A quorum shall consist of three (3) members of the Board. In the event that three (3) members are absent from a meeting, no official meeting can take place and therefore no decisions can be made.
2. **Remote Participation in Meetings** – The provisions of RSA 91-A:2, III shall apply to the remote participation of a Selectman at a public meeting of the Board by telephone or video conference, only upon the consent and majority vote of the remaining members of the Board.
3. **Votes** – It is illegal for the Board of Selectmen to make any decisions by use of a secret ballot or by email or in such a way that is contrary to the Right-to-Know Law. Further, Selectmen should disqualify themselves from the Board and step down from all participation in deliberations (including voting) on any subject matter where there is a conflict of interest or perceived conflict of interest. A Selectmen should disqualify himself/herself whenever he/she has a direct personal or pecuniary interest in the outcome.
4. **Voting Abstentions** – In the event that a Selectman should voluntarily abstain from voting, such action shall not count towards the tally of a vote for the purpose of determining the majority viewpoint. If more than one Selectman abstains from a vote, no action shall be taken.
5. **Agenda** – The Town Manager bears the primary responsibility for coordinating and planning the Agenda. The Chairman has the final authority over the final approved agenda, timing, schedules and related matters. The Agenda shall be published with meeting notice, and included in the minutes. A suggested agenda is provided below. It may be changed by the chair or by vote of the Board.

AGENDA

- Call to Order
- Meeting Minutes
- Chairman Comments
- Agenda Items
- Town Manager's Report & Board Questions
- Old Business/Tabled and Pending
- Additions and/or Requests by Public or Board by Vote
Please note that unscheduled matters are limited to a 15-minute discussion
- Adjourn

- (a) Selectmen wishing to place an item on the agenda must make the request to the Town Manager and Chairman before Wednesday at 12:00 p.m. prior to a Monday meeting. Citizens wishing to place an item on the Selectmen's agenda and plan to make a presentation must provide a copy

of all presentation material and documentation to be included in each selectman's "packet" by Thursday at 9:00 a.m.

- (b) Adjournment - A motion for adjournment will usually not be in order until after the completion of the order of business, unless a motion has been made at the start of the meeting to adjourn at a specified time.

3. Role of the Chairman:

The Chairman's duties are as follows:

- To open the session at the time at which the Board is to meet by calling the members to order; to announce the business before the Board in the order in which it is to be acted upon;
- to recognize members entitled to the floor;
- to state and put to vote all the questions which are regularly called or necessarily arise in the course of the proceedings and to announce the result of the vote;
- to protect the Board from annoyance;
- to assist in expediting all business in every way compatible with the rights of the members, as by allowing brief remarks when un-debatable motions are pending or by calling a brief recess to permit restoration of order or clarification of an obscure point if he thinks it advisable;
- to restrain the members when engaged in debate within the rules or order;
- to enforce on all occasions the observance of order and decorum among the members, deciding all questions of order (subject to an appeal by any two (2) members) unless he prefers to submit the question for the decision of the Board;
- to inform the Board on a point of order or practice pertinent to pending business;
- to ensure that Board communication abide by all aspects of the NH Right-to-Know Laws;
- to authenticate by their signature, when necessary, all acts, orders and proceedings as directed by vote of the Board.

The Chairman shall issue calls for candidates and specify dates for return of applications for positions appointed by the Board.

The Chairman shall vote as a member of the Board.

Discussions which are not addressing the business before the Board, or which are conducted in a disorderly or disrespectful manner, shall be ruled out of order. The Chairman shall take whatever action is necessary to achieve and maintain order, including ordering the removal of any person who continues disorderly conduct.

4. Role of the Vice-Chairman:

Please see section C.2(b) above.

5. Role of the Secretary:

Please see section C.2(b) above.

6. Conduct of Meetings:

Meetings shall be conducted in accordance with generally accepted practices of order and decorum. In the event of dispute regarding procedural matters, Robert Rules of Order shall serve as a guideline with a vote of the Board being the final deciding authority.

7. Recording of Votes:

Votes shall be by a show of hands or by a roll call. The vote of each member present shall be recorded. No action shall be considered at a subsequent meeting in the same calendar year except by majority vote of the members present and voting.

8. Requests for Information:

(a) Should it become apparent to the Chairman or an individual Board member, in the interim between meetings, that additional information relative to a specific item may be needed for Board use at the next regularly scheduled meeting, a request for this information shall be submitted to the Chairman and Town Manager before the agenda is set.

(b) Requests for information from other Board members from the Town Manager, Town Counsel, Department of Revenue Administration, or the Attorney General's Office shall be made through the Chairman. The Chairman shall decide if he/she wants the Town Manager to proceed with the request. Should the Chairman deny the request, the requesting member may bring the issue to the full Board at its next regular meeting for the majority to rule on.

Any information provided to any individual Selectman shall be provided to the rest of the Board.

F. EMPLOYEES:

1. Duties:

The Recording Clerk shall be the official recorder of the minutes of the Board of Selectmen and an official copy of the records are to be filed in the Selectmen's Office and open to inspection by any person at reasonable times. In addition to keeping the minutes of the meetings, it is the duty of the Recording Clerk to keep a roll of members and to call the roll when required. The Recording Clerk shall record the essentials called "the minutes" of the proceedings as follows:

- (a) The kind of meeting - regular, special, work session, or recessed.
- (b) Time of meeting and place of meeting
- (c) The presence/absence of Board members
- (d) The presence of Town staff, attorneys or other participants
- (e) Whether the minutes of the previous meeting were approved or amended.
- (f) All main motions and points of order and appeals, whether sustained or lost, and all other motions that were not lost or withdrawn.
- (g) The hour of adjournment.

The Recording Clerk shall record the essentials of the proceedings, the name of the member who introduced a main motion or amendment and the name of the second, and should enter the number and names of votes on each side.

In addition to the strict record of what is done, the public minutes should contain the list of speakers on each side of every question with an abstract of all relevant points.

Reports of committees should be printed exactly as submitted. The minutes should show what action was taken by the Board in regard to them.

G. LIMITATION ON SELECTMEN'S DUTIES:

- 1. The duties and responsibilities of the Board of Selectmen as set forth in these guidelines and as otherwise enumerated under NH State Law, are almost always subject to certain conditions, limitations and exclusions that require further examination to determine the full extent of the Board's authority as it pertains to each specific set of circumstances.
- 2. The Board of Selectmen has no direct authority over the personnel other than the Town Manager.

H. AMENDMENT PROCEDURE:

An amendment to these By-Laws may be moved at one Board meeting but shall not be voted upon until the next regularly scheduled meeting, not less than seven (7) days later. A copy of any amendment shall then be certified and submitted to the Town Clerk for inclusion in the Town Records.

I. APPOINTMENT TO BOARDS AND COMMISSIONS:

1. The Chair shall request from members their choices of committees, boards and commissions they wish to serve on as Selectmen's Representative. The Chairman shall distribute to the Board all choices and set a meeting date as to when the Chair shall make appointments.
2. The term of all appointments of Selectmen Representatives, including the terms of any ex-officio members (voting members) of the Board of Selectmen serving on local land use boards (i.e., Planning Board, Conservation Commission, and Historic District Commission) shall be for one (1) year, or until next Town Meeting, whichever is sooner.

J. ANNUAL REVIEWS/ACTIONS:

As a matter of business and protocol the Board of Selectmen will execute the following matters on a timely and annual basis.

1. Review and reaffirm/dissolve existing committees previously established by the Board of Selectmen (March-April).
2. Establish the Water and Sewer Rate for the coming calendar year (no later than October 1st of each year).
3. Set the new Tax Rate for the coming tax year (no later than October 31st of each year).
4. Review and adopt the Annual Road Program Plan (October).
5. Review and adopt the Annual Capital Improvement Plan (September-October).
6. Establish Annual Board of Selectmen Goals (March/April).
7. Provide the Town Manager with a target percentage tax rate increase/decrease as input into the annual budgeting process (no later than July 1st of each year).
8. Discuss major budgetary impact items prior to the formal submission of the annual town operating budget (May – August).

Amended and approved effective August 9, 1993.
Affirmed - effective March 24, 1997.
Reaffirmed - March 22, 1999
Reaffirmed - April 5, 2000
Amended - May 21, 2001
Reaffirmed – April 1, 2002
Amended/Accepted – April 14, 2003
Reaffirmed – March 29, 2004
Amended/Accepted – March 28, 2005
Reaffirmed – April 3, 2006
Reaffirmed – March 19, 2007
Reaffirmed – March 17, 2008
Not amended nor Reaffirmed in 2009
Amended/Accepted – April 26, 2010
Amended (Added Section C6) – November 29, 2010
Amended/Accepted –April 18, 2011
Reaffirmed – April 2, 2012
Amended/Accepted – April 22, 2013
Amended/Accepted – April 14 2014
Amended/Accepted – May 4, 2015
Amended/Accepted – May 9, 2016
Reviewed/No Amendments – March 30, 2017
Reviewed/No Amendments - April 2, 2018
Reviewed/No Amendments – April 1, 2019
Reviewed/No Amendments – April 6, 2020