

### **PURPOSE**

The purpose of this policy is to be clear and fully transparent to the public, to Select Board members, and to staff regarding the process by which the Select Board reviews, comments, approves, and releases minutes, and to provide guidance on content and format.

### **APPLICABILITY**

The Select Board is required to create minutes of all open sessions and executive sessions according to M.G.L. c. 66, § 5A, and M.G.L. c. 30A, § 22. Documents and other exhibits, such as photographs, recordings, or maps, used by the Select Board at an open session or executive session shall be listed in the minutes.

### **POLICY**

The Executive Director shall designate a staff member to draft minutes of all open sessions by reviewing the recording of the meeting or by reviewing staff notes if no recording is available.

Minutes shall include the following:

- The date, time, and place of the meeting.
- The members present or absent and a notation indicating that a member participated remotely, when applicable.
- A summary of the Select Board's discussion on each topic addressed in the meeting.
- All actions taken by the Board and the Board's determinations on any proposed actions.
- A list of documents and other exhibits used at the meeting.

The minutes shall include enough detail and accuracy so that a member of the public who did not attend the meeting could read the minutes and have a clear understanding of what occurred. However, minutes are not a transcript and do not need to include every remark or opinion presented (see M.G.L. c. 66, § 5A; OML 2019-163).

Minutes shall be open for public inspection with the exception of any executive session minutes that the Board has not yet approved for release.

Minutes of executive sessions shall be prepared by the Executive Director or designated staff according to the guidelines outlined in this policy. Minutes of executive sessions should be considered for release at reasonable intervals, ideally at least three times a year, or if the Board receives a record request, as outlined below.

### **PROCEDURE**

See Appendix for guidance on content and format for minutes.

- 1. Draft Preparation and Timing:** Following a meeting, designated staff shall prepare minutes and the Board shall approve them in a timely manner, which is defined by the Attorney General as "within the next three public body meetings or within 30 days, whichever is later, unless the public body can show good cause for delay" (940 CMR

29.11).

2. **Draft Distribution:** Staff shall distribute draft minutes to all Select Board members for review in the first Friday Night Mail packet practicable following the meeting at which they were taken.
3. **Board Comments:** By noon on the Tuesday following distribution, Board members shall submit comments, suggested edits, or confirmation to the staff that no edits are forthcoming. Board members should make every effort to review the minutes and submit comments in advance of the deadline.
4. **Draft Posted with Comments:** The staff shall post a draft of the minutes on the Town website consolidating all suggested edits without attribution by the end of business on Friday following the Tuesday receipt of comments. The minutes will be added to the agenda for the next meeting and so indicated in the Friday Night Mail.
5. **Final Changes and Approval:** After the draft consolidating comments has been posted, any further changes must be proposed in a meeting. By majority consent during a meeting, approval of draft minutes may be postponed until a subsequent meeting.
6. **Executive Session Minutes:** Executive session minutes shall follow the procedure outlined in this policy, unless otherwise stated below:
  - a. The draft executive session minutes shall not be shared with the Board outside an executive session unless they are shared electronically under attorney-client privilege.
  - b. Members shall bring comments and proposed edits to the executive session for consideration.
  - c. Separate matters taken up in the same executive session shall have separate minutes for ease of distribution and release of minutes on specific topics. These separate minutes shall be referred to by date and letter (e.g. “05.13.2024 Minutes A” and “05.13.2024 Minutes B”).
7. **Release of Executive Session Minutes:**
  - a. Executive session minutes should be reviewed by the Executive Director or designee ideally at least three times a year to determine whether the Board should consider releasing them. The staff member’s recommendation shall be submitted to the Board for consideration in executive session.
  - b. The Board’s decision relative to the executive session minutes shall be announced at the Board’s next open session meeting and such announcement shall be included in the minutes of that meeting.
  - c. Upon receiving a request for executive session minutes that have not been reviewed for release within the last four weeks, the Board shall review the minutes at its first meeting after receipt of the request to determine whether

continued non-disclosure is warranted. If the Board is unable to meet within ten calendar days of the request, the Executive Director shall notify the requester in writing within such ten-day period that the minutes are under review and a response from the Select Board will be provided once the Board has reviewed the minutes. The review by the Select Board must occur within 30 calendar days of the request.

- i. If, upon review, the Board determines that disclosure of the minutes would not defeat the lawful purpose of the executive session, and the minutes may not otherwise be withheld under the Public Records Law or the attorney-client privilege, the Board shall disclose the minutes.
- ii. If, upon review, the Board determines that disclosure of the minutes would defeat the lawful purpose of the executive session or that the Public Records Law or the attorney-client privilege permits withholding of the minutes, in whole or in part, the minutes shall be withheld, and the Executive Director shall notify the requester of the Board's determination in writing.

#### **DEFINITIONS**

1. **Consensus:** The unanimous opinion of the Board, which may be expressed through discussion rather than a formal vote.
2. **Minutes:** The written report of a meeting created by a public body required by M.G.L. c. 66, § 5A, and M.G.L. c. 30A, § 22A.

#### **REGULATORY/STATUTORY REFERENCES**

This policy is subject to the requirements set forth in M.G.L. c. 66, § 5A; M.G.L. c. 30A, § 22; 940 CMR 29.11; OML 2019-163.

#### **APPROVED BY THE SELECT BOARD**

June 11, 2024

Thomas H. Ulfelder (Chair), Colette E. Aufranc (Vice Chair), Elizabeth Sullivan Woods (Secretary), Lise M. Olney, Marjorie R. Freiman.

#### **REVISED AND APPROVED BY THE SELECT BOARD**

June 24, 2025

Colette E. Aufranc (Chair), Marjorie R. Freiman (Vice Chair), Thomas H. Ulfelder (Secretary), Elizabeth Sullivan Woods, Kenneth C. Largess, III.

**APPENDIX  
Guidance on Content and Format of Minutes**

The following guidance on content and format is provided to create consistency in how minutes are presented.

**1. General:**

- a. For ease of reference, line numbers shall be included in all draft minutes and draft minutes shall be designated as “draft.”
- b. For general style questions, refer to *The Chicago Manual of Style*.

**2. Meeting Participants:** Minutes shall specify all those who participated in any discussion during the meeting.

- a. List Select Board members (present in person, present remotely, and absent) and participating staff at the top of the document, including first and last name and relevant title (e.g. “Executive Director Meghan Jop”). Subsequent mention may be by last name only (e.g. “Ms. Jop”).
- b. In the body of the document, under an agenda item, state the name and title of anyone who joined the meeting to participate in the discussion (e.g. “Facilities Director Joe McDonough joined the meeting”). Thereafter, describe that person by last name (e.g. “Mr. McDonough”).
- c. The chair or member of another board/committee shall be named with their title when representing their board/committee (e.g. “Audit Committee Chair Arthur Anderson joined the meeting” or “William Cooper, member of the Audit Committee, joined the meeting”). Other board/committee members need not be named unless they participated in the discussion (e.g. “Audit Committee Chair Arthur Anderson and members of the Audit Committee joined the meeting”).
- d. For a joint meeting, all board/committee members present shall be named alphabetically, following the chair.
- e. Other meeting participants shall be named in full, if possible, with any relevant title (e.g. “Krystal Ball of Powers and Sullivan”). Anyone representing a local organization should be named in full with their title and organization (e.g. “Wellesley Rotary President Sylvia Whitlock” or “Jennifer Jones of the Wellesley Rotary”).

**3. List of Meeting Documents:** Minutes shall specify all documents that were circulated before and during the meeting, listed at the top of the minutes, in the same order as the agenda. Documents should be identified by title and date, if possible (e.g. “October 5, 2024, background notes from Executive Director to Select Board,” “June 30, 2024, memo from Advisory Committee”).

**4. Time and Place of the Meeting:** Minutes shall specify the meeting time and location, including whether the meeting was held remotely or hybrid (both in person and remote).

**5. Citizen Speak:** The first and last name of all speakers shall be listed under “Citizen Speak” in the minutes, when known. In addition:

- a. The street address of the speaker should be included in the minutes if shared during the meeting, unless the speaker is a minor (under the age of 18), in which

case “Wellesley resident” where applicable, should be included after the speaker’s name.

- b. For speakers who are not Wellesley residents, state the place of residence, if known (e.g. “Dwayne Johnson of Natick”). If not known, state “place of residence unknown.”
  - c. Speakers representing a local organization should be named in full, with their title and organization (e.g. “Wellesley Rotary President Sylvia Whitlock” or “Jennifer Jones of the Wellesley Rotary”).
  - d. The topic covered by the speaker should be included in brief (e.g. “Maria Callas, 10 Main Street, commented on the need for an arts and culture center in Wellesley”). If the speaker indicated support for or opposition to an issue, a general statement of the reason should be included (e.g. “Ted Williams, 20 Main Street, spoke in support of greater investment in sports facilities to promote mental health among young people in the town.” “Erica Walker, 30 Main Street, spoke in opposition to the proposed sound policy due to concerns about noise pollution.”).
6. **Agenda Items:** Minutes shall include all topics listed on the original agenda, including bulleted topics listed under numbered agenda items. If a topic on the agenda was not taken up, the minutes shall state “not discussed.” Minutes shall also indicate if agenda items were discussed out of order.
7. **Framing the topic:** The person who framed the topic shall be named and key elements of the topic should be summarized. Typically, the person framing the topic will be the Executive Director, Assistant Executive Director, Select Board chair, or Select Board member. If a Board member introduces a topic in their capacity as chair of a subcommittee, as a member of another body, or as a liaison to another body, that capacity should be specified (e.g. “Ms. Aufranc, chair of the Policy Subcommittee,” or “Ms. Sullivan Woods, member of the Playing Fields Task Force,”).
8. **Board discussions:** Summaries shall capture the following, if possible:
- a. **Key points** made by the person framing the topic to provide context.
  - b. **Identity of a particular individual** and their comments briefly summarized if the individual spoke at some length or is the only person to offer an argument for or against a proposal.
  - c. **Differing views on a matter of significant debate** briefly summarized to reflect opposing viewpoints when one or more members of the body and/or the public disagree with the decision ultimately taken by the Board (e.g. “Some Board members objected to moving forward, citing the following concerns: [a, b, c]. The majority of the Board expressed a desire to move forward, citing the following reasons: [a, b, c].”).
  - d. **Consensus and majority opinions** of the Board, whether or not a formal vote is taken.
  - e. **Summary of reasoning** if the Board declines to take action or support a proposal.
  - f. **Action items or next steps** to be taken and a timeline for completion.
  - g. **Board guidance** to staff regarding any issue that requires staff action.

- 9. Use of Acronyms:** Proper names should be spelled out on first use with acronym in parentheses (e.g. “Facilities Management Department (FMD)”), after which the acronym may be used.
- 10. Board Votes:** The language of the Board motion preceding a vote shall be included with the following:
  - a.** The names of the Board members who made and seconded the motion.
  - b.** The outcome of the vote in parentheses.
  - c.** An alphabetical list of Board members and how they voted (Aye, No, Abstained, Recused).
  - d.** In the case of an abstention or a recusal, the reason should be summarized in one sentence. If no reason is stated in the meeting, note that the member did not state a reason.