

## **RULES OF PROCEDURE:** **SEARLES SCHOOL AND CHAPEL TRUSTEES:**

### **SECTION I: GENERAL**

Formerly known as the Historical Commission, the Searles School and Chapel Trustees (hereinafter "Trustees") were established in 1975 by the Board of Selectmen of the Town of Windham to preserve, protect, and facilitate the restoration of the Searles School and Chapel (hereinafter "the Building"), as well as promote its use and educate the public about its history and functions.

### **SECTION II: DEFINITIONS**

- A) *Trustee*: A resident of the community duly appointed by the Board of Selectmen to serve as a member of the Trustees.
- B) *Building Coordinator*: Individual employed by the Town to promote the use of the Building, to market the Building, and to schedule and oversee authorized functions taking place within the Building and on the grounds.

### **SECTION III: FUNCTIONS**

The Trustees shall:

- A) Function as the primary organization charged with oversight of the Building and the Building Coordinator.
- B) Facilitate and encourage the appropriate use of the Building.
- C) Foster activities that generate income to support the continued operation and restoration of the Building.
- D) Oversee the ongoing restoration and renovation of the Building.
- E) Promote activities that emphasize the historic and/or unique architectural features of the Building and grounds.
- F) Document and educate the public about the history of the Building and its namesake, philanthropist Edward Francis Searles.
- G) In cooperation with the Building Coordinator, exchange regular financial and operational reports with the Town Administrator.
- H) Develop an annual budget for presentation to the Board of Selectmen.
- I) Monitor the duties and responsibilities of Building Coordinator; making recommendations regarding changes to same when appropriate.
- J) Establish sub-committees, as deemed necessary, which may include members of the greater Windham Community.
- K) Prepare an annual report for inclusion in the Town Report.

### **SECTION IV: ADMINISTRATION**

#### A) MEMBERSHIP:

1. As established by the Board of Selectmen, the Trustees shall consist of the following:

- a) No less than seven (7) but no more than nine (9) residents of the Town of Windham appointed by the Board of Selectmen.
  - b) Except as may be required to fill the balance of vacancies involving unexpired terms, appointments shall be for a term of three (3) years.
  - c) There will be no limit to the number of consecutive terms to which a Trustee may be re-appointed.
  - d) Upon the initial adoption of these Rules of Procedure, all then existing members' terms shall be converted to staggered terms not to exceed three (3) years such that, henceforth, no more than three (3) members' terms shall expire in a given year.
- 2. When a vacancy occurs, the Trustees shall notify the Town Administrator to request that the Board of Selectman fill said vacancy in accordance with the Town's Appointment Guidelines (#WIN 1:00:11:98).
  - 3. The Trustees have the option to recommend to the Board of Selectmen the replacement of any member with unexcused absences at three (3) consecutive meetings in one year, or a total of six (6) unexcused absences in one year.
  - 4. Liaison positions may be established with groups that have a need to be represented or consulted.
  - 5. Matters involving conflict of interest will be handled in accordance with the Town of Windham's Conflict of Interest policy (#WIN 1:00:05:87).

B) MEETINGS:

- 1. In order to conduct an official meeting of the Trustees a quorum must be present which shall consist of a majority of the appointed Trustees.
- 2. A meeting schedule will be established for the subsequent year by recommendation of the Chair and adoption by the Trustees.
- 3. The Chair may call additional meetings as necessary, and may cancel scheduled meetings when a meeting proves unnecessary or for other good cause shown.
- 4. Notice of said meetings will be published in a local newspaper of general circulation, or posted in two (2) public places one of which may be the Town's official website.

C) ELECTION OF OFFICERS: The Trustees shall conduct yearly elections in the month of April to elect the following officers: Chair, Vice Chair, and Secretary.

D) DUTIES OF OFFICERS:

- 1. The duties of the Chair will be to:
  - a) Preside at all meetings.
  - b) Prepare and distribute the agenda for each meeting three (3) days prior to the scheduled meeting date, including financial and operational reports from the Town administration.
  - c) Communicate the direction of the Trustees to the Building Coordinator.

- d) Coordinate with the Trustees to provide information to the Town Administrator for use in the annual performance evaluations of the Building Coordinator.
- 2. The duties of the Vice Chair will be to assume the duties of the Chair in his or her absence.
- 3. The duties of the Secretary will be to:
  - a) Record and prepare the minutes of each meeting in accordance with the provisions of NH RSA 91-A (*“Access to Governmental Records and Meetings”*).
  - b) Distribute draft copies of meeting minutes for the next meeting.
  - c) Supply a copy of each set of minutes to the Town Administration Office.

**SECTION V: WAIVERS**

Any provisions of these Rules may be temporarily waived by a majority vote of the Board of Selectmen for good cause shown.

**SECTION VI: AMENDMENTS**

At least annually, the Trustees shall review these Rules and, if deemed necessary, make recommendation to the Board of Selectmen to amend same. Said recommendation shall be made in the form of a vote, passed by a 2/3 majority, and submitted to the Board of Selectmen.

Any proposed amendment(s) shall be submitted in writing to the Trustees and, at least one (1) month prior to voting on same, be read into the record at a regularly scheduled meeting of the Trustees.

**SECTION VII: EFFECTIVE DATE**

These Rules of Procedure shall be effective upon a vote of the Trustees and approval by the Board of Selectmen.

**Adopted by the Board of Selectmen this 8<sup>th</sup> day of March, 2016.**

*Al Letizio Jr.*

*Joel Desilets*

*Roger T. Hohenberger*

*Ross McLeod*

*Bruce Breton*

Board of Selectmen, Town of Windham