

# Article 2

## Board Meetings

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## BOARD MEETINGS

### Section 1      Location of Meetings

The traditional meeting place for Board meetings will be the board room at the ESU's principal office. The President or Administrator may designate a different meeting place for individual meetings with advance notice to the members. The alternative location may not be outside the boundaries of the ESU unless approved by the Board at any preceding meeting.

Legal Reference:	§ 84-1412(5)
Date of Adoption:	September 10th, 2009

### Section 2      Regular Meetings

The regular meetings of the Board shall be held on the second Tuesday of calendar months September thru April, and commence at 10:00 a.m. For calendar months May thru August the regular meetings of the Board shall be held on the second Tuesday and commence at 7:00 p.m. A regular meeting may be scheduled for a different date or time when approved by the Board at any preceding meeting.

Legal Reference:	
Date of Adoption:	September 10th, 2009

### Section 3      Annual Organizational Meeting

An organizational meeting of the Board shall be held at the regular Board meeting in January each year for the purpose of seating any new members and electing officers.

The order of business for the annual organizational meeting shall be as follows:

1. Call meeting to Order, announce posting of Public Meetings Act and Roll Call (the Administrator shall chair the meeting until the new President is elected)
2. Administer oath of office to any new Board members
3. Elections of Officers
  - a. President (upon being elected the new President shall chair the remainder of the meeting)
  - b. Vice President
  - c. Secretary

Upon call for nominations for each office by the Chair, nominations shall be made by written or oral ballot. Voting will be by oral or written ballot on all members nominated and repeated until a majority is achieved for a nominee. If the tie is not broken after five ballots, the Chair will determine the winner by the flip of a coin, followed by a vote ratifying such selection. The vote may be taken by secret ballot, but the total number of votes for each candidate shall be recorded in the minutes of the meeting.

The term of the elected officers shall begin immediately upon election at the annual organizational meeting and end upon the election of a successor at the next following annual organizational meeting.

4. Committees, positions, and designations
  - a. Select Treasurer
  - b. Select Recording Secretary
  - c. Select legal counsel
  - d. Select members of Board Committees
  - e. Designate depository bank(s)
  - f. Designate newspaper(s) of record
5. Approval of current Board policies and regulations
6. Designate date for the annual review of Board policies
7. Disseminate conflict of interest statutes to each Board member and code of ethics for signature by each Board member
8. Other items on the meeting agenda

Legal Reference:	§ 79-1218; § 84-1413 (3)
Date of Adoption:	September 10th, 2009

#### **Section 4 Special Meetings**

A special meeting of the board may be called by the President. A special meeting may also be called by a majority of Board members.

Legal Reference:	
Date of Adoption:	September 10th, 2009

#### **Section 5 Emergency Meetings**

An emergency meeting may be held without advance public notice. An emergency is any event or occasional combination of circumstances which calls for immediate action or remedy; pressing necessity; exigency; a sudden or unexpected happening; an unforeseen occurrence or condition. In the event of an emergency meeting:

1. the nature of the emergency shall be stated in the minutes,
2. any formal action taken in such meeting must pertain only to the emergency,
3. the meeting may be held by means of electronic or telecommunication equipment,
4. news media must be contacted, and
5. complete minutes that specify the nature of the emergency and any formal action taken at the meeting shall be made available to the public by no later than the end of the next regular business day.

Legal Reference:	§ 84-1411 (5)
Date of Adoption:	September 10th, 2009

**Section 6      Notice of Meeting**

A.      Notice to Public

Reasonable advance publicized notice shall be given for meetings that are subject to the Public Meetings Act. The notice shall give the time and place of the meeting and contain an agenda of subjects known at the time of the notice or a statement that the agenda, which shall be kept continually current, shall be readily available for public inspection at the principal office of ESU 17 during normal business hours.

The public notice shall be given by a method designated by the Board. The designated methods are publication or posting a reasonable time in advance of the meeting. Two days advance notice shall be considered sufficient. If notice is given by publication, the notice shall be published in a newspaper of general circulation in the ESU. If notice is given by posting, the notice shall be posted on the front door of the principal office of the ESU. The notice may in addition be posted at post offices, banks and other public places in the boundaries of the ESU or such other places at which the public may reasonably be notified.

For an emergency meeting, notice shall not be required to be given; however, the Board will complete minutes for such an emergency meeting as required by law.

The Board meetings that are subject to the notice requirement include all regular, special, or called meetings, formal or informal, of the ESU for the purposes of briefing, discussion of public business, formation of tentative policy, or the taking of any action of the ESU.

The notice requirement does not apply to:

1.      Chance meetings or attendance at or travel to conventions or workshops of members of the Board at which there is no meeting of the Board intentionally convened, if there is no vote or other action taken regarding any matter over which the Board has supervision, control, jurisdiction, or advisory power.
2.      Meetings of subcommittees unless a quorum of the Board attends or unless such subcommittees are holding hearings, making policy, or taking formal action on behalf of the Board.
3.      Judicial or quasi-judicial proceedings, such as termination hearing proceedings.

Legal Reference:	§ 84-1409; § 84-1410 (5); 84-1411 (5)
Date of Adoption:	September 10th, 2009

B.      Notice to Board Members

Notice of meetings shall be transmitted to all members of the Board. The Administrator shall mail or otherwise deliver the meeting notice, agenda, minutes of the preceding meeting, and such other materials pertinent to the meeting as the President may direct, to the Board members.

For regular meetings, the notice packet shall be mailed or delivered on or before the Thursday preceding each meeting. For special meetings, the notice packet shall be mailed or delivered the later of three days prior to the meeting or the same day that notice to the public is given.

Legal Reference:	§ 84-1411 (1)
Date of Adoption:	September 10th, 2009

C. Notice to Media

The Secretary shall maintain a list of the news media requesting notification of meetings and make reasonable efforts to provide advance notification to them of the time and place of each meeting and the subjects to be discussed.

Legal Reference:	§ 84-1411 (4)
Date of Adoption:	September 10th, 2009

**Section 7      Agenda**

A. Agenda Construction

Control of the agenda is the responsibility of the President. The Administrator is responsible for preparing agendas, subject to modification by the President. Any Board member may suggest agenda items to be placed on the agenda.

Except for items of an emergency nature, the agenda shall not be altered later than 24 hours before the scheduled commencement of the meeting. The Board shall have the right to modify the agenda to include items of an emergency nature only by action taken at the public meeting at which the item is to be considered.

Agenda items shall be sufficiently descriptive to give the public reasonable notice of the matters to be considered at the meeting.

The Board shall not act on any matter unless the same is on the agenda for the meeting.

Legal Reference:	§ 84-1411 (1)
Date of Adoption:	September 10th, 2009

B. Agenda Availability

The agenda for each meeting shall be kept continuously current. The agenda shall be readily available for public inspection at the principal office of the ESU during normal business hours.

Legal Reference:	§ 84-1411 (1)
Date of Adoption:	September 10th, 2009

**Section 8      Board Member Attendance**

A. Personal Presence at Meeting and Telephone Conference or Videoconference Meetings

Board members must be personally present at the Board meeting in order to vote or otherwise participate at the meeting in their position as a board member. Attendance via telephonic or videoconferencing means is permitted if the procedures for a telephonic or videoconference meeting are followed, and for emergency meetings, if the procedures for an emergency meeting are followed.

The procedures for a telephonic or videoconference meeting are as follows:

1. Reasonable advance publicized notice must be given which identifies each telephone conference or videoconference location at which a Board member will be present;
2. All telephone conference or videoconference meeting sites identified in the notice are located within public buildings used by Board members or at a place which will accommodate the anticipated audience;
3. Reasonable arrangements are made to accommodate the public's right to attend, hear, and speak at the meeting, including seating, recordation by audio recording devices, and a reasonable opportunity for input such as public comment or questions to at least the same extent as would be provided if a telephone conference call or videoconference was not used;
4. At least one copy of all documents being considered is available to the public at each site of the telephone conference call or videoconference;
5. At least one Board member is present at each site of the telephone conference call or videoconference identified in the public notice;
6. The telephone conference call lasts no more than one hour (there is no time limit for videoconference calls); and
7. No more than one-half of the Board's meetings in a calendar year are held by telephone conference call and no more than one-half of the Board's meetings in a calendar year are held by videoconference call.

Legal Reference:	§ 84-1411 (2) (3), (5) and (6)
Date of Adoption:	September 10th, 2009

B. Quorum

A majority of the members of the Board shall constitute a quorum for the transaction of business.

Legal Reference:	
Date of Adoption:	September 10th, 2009

**Section 9 Public Attendance and Participation**

A. Open Meetings Act Poster

At least one current copy of the Open Meetings Act shall be posted in the meeting room at a location accessible to members of the public. At the beginning of each meeting the public shall be informed about the location of the posted information by announcement of the Chair.

Legal Reference:	§ 84-1412 (8)
Date of Adoption:	September 10th, 2009

B. Attend

Members of the public shall be permitted to attend and to speak at board meetings. They will not be required to identify themselves in order to be admitted to the meeting.

The Board may allow advisors, consultants, and other persons who are not participating as Board members to appear at the meeting via telephone or other similar means.

The Chair has the authority to ensure that people conduct themselves in an orderly manner at the meeting. Undue interruption or other interference with the orderly conduct of business will not be allowed. The Chair may order persons who are disorderly to be removed from the meeting.

Legal Reference:	§ 84-1411 (3) and (6) § 84-1412 (1) and (3)
Date of Adoption:	September 10th, 2009

C. Hear

The Board shall, upon request, make a reasonable effort to accommodate the public's right to hear the discussion and testimony presented at the meeting.

Legal Reference:	§ 84-1412 (7)
Date of Adoption:	September 10th, 2009

D. Record

Members of the public may use recording devices (tape recorder, video camera, etc.) to record any part of a meeting of the Board, except for closed sessions. No recording, other than note taking, shall be done without informing the President in advance.

The President shall control the placement of any recording device so the device does not obstruct the view of Board members or other members of the public attending the meeting and does not otherwise interfere with the meeting.

Legal Reference:	§ 84-1412 (1)
Date of Adoption:	September 10th, 2009

E. Access to Written Materials

At least one copy of all reproducible written material to be discussed at an open meeting will be made available at the meeting for examination and copying by members of the public.

Legal Reference:	§ 84-1412 (8)
Date of Adoption:	September 10th, 2009

F. Speak

Members of the public will be permitted to speak at Board meetings at which a public forum is on the Agenda. Members of the public may also speak when invited to make a presentation or when recognized by the Chair. The Board is not required to allow members of the public to speak at each meeting. However, the Board will not forbid public participation at all meetings.

Members of the public will not be required to have their name placed on the agenda prior to the meeting in order to speak about items on the agenda.

Member of the public who desire to address the Board will be required to identify themselves.

The President or Chair of the meeting shall have the authority to establish reasonable time limits for individual speakers and for the duration of public forum sessions.

Speakers will be permitted to address the Board consistent with free speech rights. However, offensive language, defamatory remarks, and hostile conduct will not be tolerated. Further, charges or complaints against an ESU 17 employee are not to be made for the first time at a public Board meeting without having followed the ESU 17 complaint procedure, except in the case of a personnel hearing before the Board.

Legal Reference:	§ 84-1412 (1) (2) and (3)
Date of Adoption:	September 10th, 2009

**Section 10 Closed Sessions**

A. When Closed Sessions May Be Held

The Board may hold a closed session by the affirmative vote of a majority of its voting members if a closed session is clearly necessary for the protection of the public interest or for the prevention of needless injury to the reputation of an individual and if such individual has not requested a public meeting.

Items for which closed sessions may be held include but are not be limited to:

1. strategy sessions with respect to collective bargaining, real estate purchases, or litigation;
2. discussion regarding deployment of security personnel or devices;
3. investigative proceedings regarding allegations of misconduct; and



4. evaluation of the job performance of a person when necessary to prevent needless injury to the reputation of a person and if such person has not requested a public meeting.

A closed meeting may not be held for the purpose of discussing the appointment or election of a new member to the Board.

The term “closed session” includes within its meaning any “executive session” or “executive meeting,” all of said terms being interchangeable.

Legal Reference:	§ 84-1410 (1)
Date of Adoption:	September 10th, 2009

B. Procedure for Closed Sessions

1. Vote to Hold Closed Session: The subject matter and the reason necessitating the closed session shall be identified in the motion to close. The motion requires the affirmative vote of a majority of the voting members and shall be taken in open session.
2. Restate Subject Matter Limitation: If the motion to close passes, the Chair shall restate on the record the limitation of the subject matter of the closed session immediately prior to the closed session.
3. Restrict Discussions in Closed Session: The Board will restrict its consideration of matters during closed sessions to only those purposes set forth in the motion to close as the reason for the closed session.
4. No Action in Closed Session: The meeting shall be reconvened in open session before any formal action may be taken. For purposes of this policy, formal action shall mean a collective decision or a collective commitment or promise to make a decision on any question, motion, proposal, resolution, order, or ordinance or formation of a position or policy. Formal action shall not, however, include negotiating guidance given by Board members to legal counsel or other negotiators in closed sessions relating to strategy sessions with respect to collective bargaining, real estate purchases, pending litigation, or litigation which is imminent as evidenced by communication of a claim or threat of litigation to or by the ESU.
5. Challenge to Continuation of Closed Session: Any Board member shall have the right to challenge the continuation of a closed session if the member determines that the session has exceeded the reason stated in the original motion to hold a closed session or if the member contends that the closed session is neither clearly necessary for (a) the protection of the public interest or (b) the prevention of needless injury to the reputation of an individual. Such challenge shall be

overruled only by a majority vote of the Board. Such challenge and its disposition shall be recorded in the minutes.

6. Minutes of Closed Session: The minutes of a meeting at which a closed session is held will set forth the entire motion, the vote of each member on the question of holding a closed session, and the time when the closed session commenced and concluded. Minutes of matters discussed in closed or executive session need not be kept.

Legal Reference:	§ 84-1410 (2) and (3)
Date of Adoption:	September 10th, 2009

## Section 11 Voting and Board Operating Procedures

### A. Voting

Any action taken on any question or motion duly moved and seconded shall be by roll call vote in open session. Each Board member must vote on all matters, except when the member has a conflict of interest that precludes voting.

The roll shall be called and votes recorded for or against each motion. The record shall state how each member voted, or if the member was absent or not voting.

A majority vote of the quorum present shall be sufficient to adopt a motion or other action except where the law or Board policy specifies otherwise.

Legal Reference:	§ 84-1413 (2)
Date of Adoption:	September 10th, 2009

### B. Parliamentary Procedures

The rules of parliamentary procedures shall govern the Board in its deliberation when the issue in question is not covered by Board policy. All procedural matters related to motions and parliamentary procedures that are not covered by statute or ESU policy will be governed by parliamentary procedures embodied in the current edition of Robert's Rules of Order. The Chair shall decide all questions of order, subject to an appeal to the Board.

Legal Reference:	
Date of Adoption:	September 10th, 2009

## Section 12 Minutes

The Board shall keep minutes of all meetings showing the time and place, members present and absent, the substance of all matters discussed, and other matters required by law.

The minutes shall be prepared by the Secretary immediately following the meeting. The minutes shall be written and available for inspection by the public and for distribution to the members of

the Board within 10 working days, or prior to the next convened meeting, whichever occurs earlier. The minutes shall be a part of the agenda for the next regular meeting at which time they shall be corrected, if necessary, and approved. The minutes shall be kept in the office of the Administrator. The minutes are public records and are open to public inspection during normal business hours.

Legal Reference:	§ 84-1413
Date of Adoption:	<u>September 10th</u> , 2009