

Rocky Mountain Risk Insurance Group/Rocky Mountain Risk

POLICY NO. B-11

DATE: November 11, 2020

Subject: BOARD MEETINGS

ARTICLE I

Agenda

1.1 To expedite the Board's proceedings and provide a framework for the orderly conduct of business, the Executive Director, in consultation with the Board president from time to time as appropriate, shall prepare an agenda outlining the matters to be brought to Board attention at meetings.

1.2 The Board shall follow the order of business set by the agenda unless the order is altered, or new items added by vote of the Board during the meeting. The Board may add to or take action on matters not appearing on the printed agenda at regular meetings only by unanimous vote of Board members present. Items may be added to the agenda of a special meeting only when all Board members are present and cast a unanimous vote.

LEGAL REF.: C.R.S. 22-5-105

C.R.S. 22-32-108(4)

ARTICLE II

Board Meetings

2.1 All meetings of the Board at which any public business may be discussed, or any formal action taken shall be open to the public at all times except for periods in which the Board is in executive session. All such meetings will be properly noticed, and minutes will be taken and recorded as required by law.

2.2 No business may be conducted unless a quorum is present. A quorum shall consist of a simple majority (more than half) of the members serving on the Board.

2.3 A recording shall be made of regular and special meetings as required by law and at a minimum shall be an audio recording. Recordings shall be maintained for 90 days.

Regular meetings:

2.4 Regular meetings of the Board shall be held at least quarterly at the Rocky Mountain Risk Insurance Group and Rocky Mountain Risk offices, or such other location as the Board may establish.

Special meetings:

2.5 Special meetings of the Board may be called by the Board president at any time and shall be called by the president upon the written request of a majority of the members.

2.6 The Board shall be responsible for giving a written notice of any special meeting to each Board member at least 72 hours in advance of the meeting if mailed and 24 hours in advance if hand-delivered personally to the member. The notice must contain time, place and purpose of the meeting and names of the members requesting the meeting.

2.7 Any member may waive notice of a special meeting at any time before, during or after such meeting, and attendance at a special meeting shall be deemed to be a waiver.

2.8 No business other than that stated in the notice of the meeting shall be transacted unless all members are present and agree to consider and transact other business.

Meetings by video teleconferencing or audio conferencing:

2.9 The Board may elect, from time to time, to conduct its meetings using video teleconferencing that allows Board members to view each other during the meeting and fully participate in the discussion and voting. However, at least one quarterly meeting of the Board members must be in one physical location.

2.10 Provision will be made to allow access by the public to any video teleconference, either at the Rocky Mountain Risk Insurance Group and Rocky Mountain Risk offices, or at one or more of the locations where Board members are attending the conference.

2.11 The Board shall not go into executive session during any video teleconference meeting. Further, the Board may specify any item that it will not consider or discuss during such teleconference.

2.12 A quorum for any video teleconference meeting will be determined based on the number of Board members participating in the meeting, i.e., whether there are three members present.

LEGAL REFS.: C.R.S. 22-5-104
C.R.S. 22-32-108

ARTICLE III
Executive Sessions

3.1 All meetings of the Board shall be open to the public except that at any regular or special meeting the Board may proceed into executive session upon affirmative vote of two-thirds of the quorum present.

3.2 The Board shall not make final policy decisions, nor shall any resolution, policy or regulation be adopted or approved, nor shall any formal action of any kind be taken during any executive session.

3.3 Prior to convening in executive session, the Board shall announce the topic(s) of the executive session which shall be reflected in the minutes. The Board shall include the specific citation to statute authorizing it to meet in executive session when it announces the session and identify the particular matter to be discussed in as much detail as possible without compromising the purpose for which the executive session is authorized.

3.4 The Board may hold an executive session for the sole purpose of considering any of the following matters:

Purchase, acquisition, lease, transfer, or sale of any real, personal, or other property. However, no executive session shall be held to conceal the fact that a member of the Board has a personal interest in such property transaction. C.R.S. [24-6-402\(4\)\(a\)](#).

Conferences with an attorney for the purpose of receiving legal advice on specific legal questions. C.R.S. [24-6-402\(4\)\(b\)](#). The mere presence or participation of an attorney at an executive session shall not be sufficient to satisfy this requirement.

Matters required to be kept confidential by federal or state law or regulations. C.R.S. [24-6-402\(4\)\(c\)](#). An announcement will be made indicating the specific citation to state or federal law which is the reason the matter must remain confidential.

Specialized details of security arrangements or investigations. C.R.S. [24-6-402\(4\)\(d\)](#).

Determination of positions relative to matters that may be subject to negotiations, development of strategy for negotiations and instruction of negotiators. C.R.S. [24-6-402\(4\)\(e\)](#).

Personnel matters except if an employee who is the subject of an executive session requests an open meeting. C.R.S. [24-6-402\(4\)\(f\)](#). If the personnel matter involves more than one employee, all the employees must request an open meeting. Discussion of personnel policies that do not require discussion of matters specific to employees are not considered "personnel matters."

Discussions concerning a member of the Board, any elected official or the appointment of a Board member are not considered personnel matters.

Consideration of any documents protected under the mandatory nondisclosure provision of the Open Records Act, except that consideration of work product documents and documents subject to the governmental or deliberative process privilege must occur in a public meeting, unless an executive session is otherwise allowed. C.R.S. [24-6-402\(4\)\(g\)](#).

Discussion of individual students where public disclosure would adversely affect the person or persons involved. C.R.S. [24-6-402\(4\)\(h\)](#).

3.5 Only those persons invited by the Board may be present during any executive session regardless of the topic of the session (including personnel matters).

3.6 The Board shall cause an electronic recording to be made of the executive session in accordance with applicable law. Such record shall be retained by the Board for 90 days following the session.

LEGAL REFS: C.R.S. 22-5-105
C.R.S. 22-32-108(5)
C.R.S. 24-6-402

NOTE: The Rocky Mountain Risk Insurance Group must make an "electronic recording" of any executive session, which shall include the specific statutory citation to the executive session law that allows the Board to meet in executive session. However, if the executive session is held to receive legal advice from an attorney on a particular matter, an electronic record must be made of the statutory citation to the executive session law that allows the Board to meet in executive session to receive legal advice, but the Board is not required to make an electronic or written record of the discussion that occurs in the executive session, on the basis that it constitutes privileged attorney-client communication. If no electronic recording is made because the discussion constitutes a privileged attorney-client communication, this must be stated on the electronic recording, or the attorney representing the board must provide a signed statement attesting that the portion of the executive session that was not recorded constituted a privileged attorney-client communication. The Board should put a procedure in place to assure that the record of any executive session is routinely destroyed once the 90-day deadline expires.

ARTICLE IV **Minutes**

4.1 Minutes of any Board meeting at which the adoption of any policy or formal action occurs or could occur shall be taken and promptly recorded. Such records shall be open to public inspection.

4.2 Official minutes of the meetings of the Board constitute the written record of all proceedings of the Board. Therefore, the minutes shall include:

- The nature of the meeting, whether regular or special; time and place; members present; approval of the minutes of the preceding meeting or meetings.
- A record of all actions taken by the Board, the motion, the name of the member making the motion and seconding it; the record of the vote, with the vote of each member recorded. Reports and documents related to a formal motion may be omitted if they are referred to by title and date.
- A record of all business that comes before the Board through reports of the superintendent and others and through communications from the staff and the public.
- The names of all persons who speak before the Board and the topic of their remarks.
- A record that an executive session was held, including the names of those present and the topic of discussion, unless including names of individuals would reveal information that should remain confidential, and the specific citation to the statute that authorizes the Board to meet in executive session.
- The record of adjournment.

4.3 Copies of the minutes of a preceding Board meeting, including executive session, shall be subject to review and correction, and approval by the Board at its next regular meeting before commencing with further business at such regular meeting.

4.4 An original copy of the minutes, as approved by the Board, shall be signed by the President of the Board, and maintained as a permanent record.

4.5 The official minutes shall be in the custody of the Board secretary and shall be made available to the public at the administrative offices of the Rocky Mountain Risk Insurance Group upon request during normal office hours.

LEGAL REFS.: C.R.S. 22-5-105
C.R.S. 22-32-106 (duties of the secretary)
C.R.S. 24-6-402(2)(d)(II) (open meeting law)

ARTICLE V
Notification of Board Meetings

5.1 The Board shall give full and timely notice to the public of any meeting of three or more Board members at which public business may be discussed or any formal action taken, including special, regular and work session meetings and retreats.

5.2 Dates of regular meetings of the Board shall be provided in annual announcements and made available in printed form to the news media and public. At its first regular meeting of the fiscal year, the Board shall designate the public place or places at which notice of all Board meetings shall be posted. In the event such action is not taken annually, the designated public places used in the previous year shall continue as the official posting sites.

5.3 At a minimum, the Board shall cause notice of regular and special meetings to be posted at the designated public place no less than 24 hours prior to the meeting. This notice shall include specific agenda information where possible and will be posted on the Rocky Mountain Risk Insurance Group' web site.

5.4 Copies of the agenda shall be available to representatives of the community and staff and others at the Rocky Mountain Risk Insurance Group' administrative offices, and optionally may be made available at each members district's Administrative Offices upon publication and dissemination to the Board.

5.5 The Rocky Mountain Risk Insurance Group shall maintain a list of persons who, within the previous two years, have requested notification of all meetings or of meetings when certain specified policies will be discussed. These individuals will be provided reasonable advance notification of Board meetings unless the meeting is a special meeting and there is insufficient time prior to the meeting to mail notice to persons on the list.

Notice to the Board:

5.6 The Executive Director shall mail the agenda, together with meeting materials and the minutes of the last regular meeting, to Board members no later than 72 hours before the next regular meeting.

LEGAL REFS.: C.R.S. 22-5-105

C.R.S. 22-32-108(2), (3)

C.R.S. 24-6-402(2)(c)

ARTICLE VI
Public Participation at Board Meetings

6.1 All regular and special meetings of the Board shall be open to the public. Because the Board desires to hear the viewpoints of all citizens throughout the Rocky Mountain Risk Insurance Group' member districts and needs to conduct its business in an orderly and efficient manner, it shall schedule time during some Board meetings for brief comments and questions from the public. Some public comment periods may relate to specific items on the agenda. The Board shall set a time limit on the length of the public participation time and a time limit for individual speakers.

6.2 During times of public comment at a regular meeting, comments and questions may deal with any topic related to the Board's conduct of the Rocky Mountain Risk Insurance Group operations. Comments at special meetings must be related to the call of the meeting. During times of public comment on specific agenda items, comments shall be confined to the topic of the agenda item being considered by the Board. Speakers may offer such criticism of BOCES operations and programs as concern them but are encouraged to exercise their speech rights responsibly. The Board encourages the discussion of all personnel matters to be conducted in executive session.

6.3 The Board president shall be responsible for recognizing all speakers who shall properly identify themselves, for maintaining proper order and for adherence to any time limits set. Questions asked by the public shall, when possible, be answered immediately by the president or referred to staff members present for reply. Questions requiring investigation shall be referred to the Executive Director for consideration and later response.

6.4 Members of the public will not be recognized by the president during Board meetings except as noted in this policy.

6.5 Members of the public wishing to make formal presentations before the Board should make arrangements in advance with the Executive Director so that such presentations, when appropriate, may be scheduled on the agenda.

LEGAL REFS.: C.R.S. 24-6-401, et seq.

ARTICLE VII

Rules of Order

- 7.1 Except as otherwise specified by state law or Board policies pertaining to its own operating procedures, the Board shall operate by the rules prescribed in Robert's Rules of Order, Newly Revised as those rules can reasonably be applied to the conduct of school board business.
- 7.2 It shall be the responsibility of the Board president to utilize such rules when appropriate to do so.

ARTICLE VIII

Voting Method

- 8.1 All voting shall be by roll call with each member present voting "Aye" or "No" alphabetically. However, election of the president and vice president may be by secret ballot.
- 8.2 A member may abstain from voting only if excused by the Board for good cause.
- 8.3 A Board member who has a personal or private interest in any proposed or pending matter which presents a conflict of interest in accordance with Board policy shall disclose such interest and shall not vote unless participation is necessary to obtain a quorum or otherwise enable the Board to act. Under such circumstances, the member shall comply with the voluntary disclosure requirements set out in state law.
- 8.4 To pass, any motion must be approved by a majority of the members present except as state law or policies of this Board may require a majority of full membership or a two-thirds majority.

LEGAL REFS.: C.R.S. 22-5-105

C.R.S. 22-32-104(3) (president and vice president must be elected by majority of the entire membership)

C.R.S. 22-32-108(6) (voting by roll call, excused for good cause)

C.R.S. 24-6-402(4) (a two-thirds majority of the quorum present is required to go into executive session)

C.R.S. 24-18-109(3) (conflict of interest and voting)

C.R.S.24-18-110 (voluntary disclosure of conflict of interest)