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POLICY 2.1: MEMBERSHIP ON THE BOARD OF DIRECTORS

A. POSITIONS AND TERMS

1. The Board of Directors of the District shall consist of [number] members serving [number] year [staggered] terms. No person shall be eligible to be a Board member who is not at the time of election or appointment a resident or property owner in the District.
2. [The District's Organic Act may provide for each Board member to be identified by a position number. If so, position numbers shall be transferred to the successors of each Board member.]
3. All Board members shall [serve at large] [or] [be nominated and elected from subdistricts.]

B. ELECTION OF BOARD MEMBERS

The election of Board members shall be conducted as provided by [the District's Organic Act] and ORS Chapter 255.

C. QUALIFICATIONS

No person elected or appointed to the Board shall be sworn in unless such person meets the qualifications for office set forth in [the District's Organic Act]. If questions exist regarding the eligibility of any candidate, the Board shall obtain an opinion from legal counsel prior to swearing in such person.

D. OATH OF OFFICE

Each newly elected or appointed Board member shall take an oath of office at a Board meeting prior to assuming the duties of the position.

E. TERM OF OFFICE -- STARTING DATE

Except where the Board or the [County Court] [or] [County Commission] is filling a vacancy on the Board, terms of office shall start on [date].

F. VACANCIES

Vacancies on the Board shall be filled by appointment by a majority of the remaining members of the Board. If a majority of the membership of the Board is vacant, or if a majority cannot agree, the vacancies shall be filled promptly by the [County Court] [or] [County Commission] of _____ County. The period of service of a person appointed to fill a vacancy shall expire on the June 30 after the next regular District election at which a

successor is elected. The successor shall be elected to serve the remainder, if any, of the term of the position for which the appointment was made. If the term for which the appointment was made expires June 30 after election of the successor, the successor shall be elected to a full term. In either case, the successor shall take office July 1 next following his or her election.

POLICY 2.2: POWERS AND DUTIES OF THE DISTRICT'S BOARD OF DIRECTORS

A. MEETING THE NEEDS OF THE DISTRICT

It is the policy of the Board of Directors to exercise those powers granted to it, and to carry out those duties assigned to it by law, in such a way as to best meet the needs of the District.

B. FORMULATION AND INTERPRETATION OF DISTRICT POLICY

The most important activity of the Board is the formulation and interpretation of District policies. The Board shall establish policy, reserving to itself all authority and responsibility not expressly assigned to other District officers and personnel.

C. BOARD MEMBERS AUTHORIZED BY OFFICIAL BOARD ACTION ONLY

No individual Board member may speak for or act on behalf of the Board or District, except as authorized to do so by official Board action as recorded in the official minutes, guidelines or policies of the District.

D. ETHICAL STANDARDS

Board members act as representatives of the citizens of the District. Therefore, Board members shall adhere to the highest ethical standards in the conduct of District business.

E. BOARD MEMBER EDUCATION

In order to effectively carry out their duties, Board members must be adequately informed. Members are encouraged to attend such conferences and other training programs as the Board may authorize.

POLICY 2.3: BOARD MEMBER ORIENTATION

A. COOPERATION WITH BOARD CANDIDATES

The Board, through its staff, shall cooperate impartially with candidates for the Board and provide them with

information about Board policies, administrative regulations and other aspects of the operation of the District.

B. ORIENTING NEW BOARD MEMBERS

The Board and its staff shall assist each new member-elect and appointee to understand the Board's functions, policies, and procedures before he/she takes office. The following methods shall be employed:

1. New members shall be invited to attend and participate in public Board meetings prior to being sworn in.
2. The Chief Executive Officer shall provide material pertinent to District meetings and respond to questions regarding such material.
3. New members shall be invited to meet with the Chief Executive Officer and other District personnel to discuss the services each performs for the District.
4. The Chief Executive Officer shall give each new Board Member:
 - a. An updated copy of the District's Policy and Procedure Manual.
 - b. A copy of the Attorney General's "Public Records and Meetings Manual."
 - c. Copies of the minutes of all Board meetings, except for executive sessions, for the preceding twelve (12) months.
 - d. Copies of the District's last five (5) budgets.
 - e. Copies of the District's insurance policies.
 - f. Copies of all such documents as the attorney[s] for the District may recommend with respect to any pending claims or lawsuits.
 - g. A list of all District personnel by position.
 - h. Such other materials as the Board may direct or the Chief Executive Officer deems appropriate.

POLICY 2.4: REIMBURSEMENTS OF BOARD MEMBER EXPENSES

A. BOARD MEMBER COMPENSATION AND REIMBURSEMENT

Pursuant to ORS 198.190, Board Members may receive daily compensation not to exceed \$50.00 for their services on the Board. Such compensation shall be set by majority vote of the Board.

Board Members shall also be reimbursed for their actual and reasonable travel and other expenses incurred in the performance of official District duties.

B. REIMBURSEMENT DOCUMENTATION

Board Members incurring reimbursable expenses shall submit proper documentation of such expenses to the Chief Executive Officer or such officer's designee for reimbursement by the District.

POLICY ~~3.1~~^{2.5}: DUTIES OF THE PRESIDENT

A. DUTIES OF THE PRESIDENT

1. The President of the Board shall preside at meetings of the Board of Directors. The President shall perform all of the duties prescribed by the Oregon Revised Statutes.
2. The President shall consult with the Clerk of the Board regarding the preparation of each Board meeting agenda.
3. The President shall have the same right as other members of the Board to discuss and to vote on questions before the Board.
4. The President may call Special Meetings of the Board as described by the Oregon Public Meetings Law and Policy 4.4.
5. The President of the Board shall sign official District documents on behalf of the Board when authorized to do so by a majority of the Board.

POLICY ~~3.2~~^{2.6}: DUTIES OF THE VICE-PRESIDENT

A. DUTIES OF THE VICE-PRESIDENT

In the President's absence, or during any disability of the President, the Vice-President shall have the powers and duties of the President of the Board as prescribed in Policy 3.1. The Vice-President shall have such other powers and duties as a majority of the Board may from time to time determine.

POLICY ~~3.3~~^{2.7}: DUTIES OF THE SECRETARY-TREASURER OF THE BOARD

A. DUTIES OF THE SECRETARY-TREASURER OF THE BOARD

1. The Secretary-Treasurer of the Board shall cause accurate minutes of each Board meeting to be taken, transcribed and distributed to each Board Member in a timely manner for review prior to approval. The Secretary-Treasurer shall maintain properly authenticated official minutes in chronological order. Any of the foregoing responsibilities may be delegated to staff members under the supervision of the Secretary-Treasurer.

2. The Secretary-Treasurer of the Board shall assure that accurate accounting and financial records are maintained by the District.
3. The Secretary-Treasurer shall annually review the District's financial audit with District personnel prior to submitting the audit to the balance of the Board. The Secretary-Treasurer shall send copies of the audit to state or local agencies requiring its submission.

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POLICY ~~3-4~~: DUTIES OF THE CLERK OF THE BOARD

A. DUTIES OF THE CLERK OF THE BOARD

The Clerk of the Board shall be the Chief Executive Officer of the District or such other person as may be designated by the Board. The duties of the Clerk of the Board are:

1. Respond directly to routine correspondence.
2. Handle correspondence of special interest to the Board as follows:
 - a. Draft replies in advance, when possible, for Board consideration.
 - b. Seek instruction for reply when necessary.
 - c. Prepare correspondence as the Board directs.
3. Prepare for Board meetings.
 - a. Prepare the agenda with the advice of the President.
 - b. Maintain a calendar for the Board's unfinished business.
 - c. Call to the Board's attention legal requirements and those matters for which the District is responsible.
 - d. Draft policy motions at the request of any Board member.
4. Board meeting duties:
 - a. Attend all Board meetings or designate an alternate.

- b. Make physical arrangements for Board meetings.
 - c. Provide notice of Board meetings in accordance with the Public Meetings Law.
5. Maintain and update the District's Policy and Procedure Manual.

POLICY ^{2.9}~~4.1~~: PREPARATION FOR BOARD MEETINGS

A. DISTRIBUTION OF MATERIALS TO BOARD MEMBERS

The Agenda, Chief Executive Officer's Report, Treasurer's Report, and Statement of Bills shall be given to each member of the Board of Directors at least four (4) days prior to any regularly scheduled Board meeting.

At the same time, the Chief Executive Officer shall provide members detailed information relative to the Agenda, including existing Board policy pertinent to Agenda items.

B. DISTRIBUTION OF AGENDA TO THE PUBLIC

The proposed Agenda will simultaneously be distributed to all District offices and other facilities, local and other news media, and posted at one or more locations convenient for review by District personnel and the public.

POLICY ^{2.10}~~4.2~~: BOARD MEETING AGENDA

A. MEETING AGENDA

The Clerk of the Board shall draft the Agenda after conferring with the President of the Board. The following general order shall be observed:

1. Call to order; Pledge of Allegiance to the flag.
2. Roll call by Secretary-Treasurer or designee.
3. Approval of the minutes.
4. Audience participation (testimony from citizens).
5. Secretary-Treasurer's report.
6. Statement of bills.
7. Old business.
8. Correspondence.
9. New business.
10. Chief Executive Officer's report.

11. Items not on agenda open to public, Board and staff participation.
12. Agenda suggestions for future meetings from Board members and District personnel.

POLICY ^{2.11}~~4.3~~: NOTICE AND LOCATION OF MEETINGS

A. APPLICATION

This policy applies to all meetings of the Board of Directors of the District, and to any meetings of subcommittees or advisory groups appointed by the Board if such subcommittees or advisory groups normally have a quorum requirement, take votes, and form recommendations as a body for presentation to the Board of Directors.

B. COMPLIANCE WITH LAW

All meetings shall be conducted in accordance with the Oregon Public Meetings Law, ORS 192.610-192.710, and 192.990, a copy of which appears as an Appendix to this Manual.

C. LOCATION OF MEETINGS

All meetings shall be held within the geographic boundaries of the District, except for training sessions held without any deliberative action. No meeting shall be held in any place where discrimination on the basis of race, creed, color, sex, age, national origin or disability is practiced. All meetings shall be held in places accessible to the handicapped.

D. MEETINGS HELD BY TELEPHONE

Meetings held by telephone or other electronic communication are subject to the Public Meetings Law if they otherwise qualify by virtue of their deliberative purpose and the presence of a quorum. ORS 192.670(1). Notice and opportunity for public access shall be provided when meetings are conducted by electronic means. At least one location shall be provided where meetings held by telephone or other electronic means may be listened to by members of the public. ORS 192.670(2). The media shall be provided access to a listening location whenever executive sessions are conducted electronically, unless such executive sessions are exempt from media attendance pursuant to ORS 192.670(1) and 192.660(3).

E. REGULAR MEETINGS

The Board shall hold regular monthly meetings on the [day, e.g. the first and third Wednesday] of each month. Such meetings shall be held at [location], at [hour, a.m./p.m.], or at such other places and times as the Board may designate from time to time.

F. SPECIAL MEETINGS

The Board shall hold special meetings at the request of the President or any three members of the Board. If the President is absent from the District, special Board meetings may be held at the request of the Vice-President. No special meeting shall be held upon less than 24 hours' public notice.

G. EMERGENCY MEETINGS

Emergency meetings may be held at the request of persons entitled to call special meetings, upon less than 24 hours' notice in situations where a true emergency exists. An emergency exists where there are objective circumstances which, in the judgment of the person or persons calling the meeting, create a real and substantial risk of harm to the District which would be substantially increased if the Board were to delay in order to give 24 hours' notice before conducting the meeting. The convenience of Board members is not grounds for calling an emergency meeting.

At the beginning of any emergency meeting, the Director or Directors calling such meeting shall recite the reasons for calling such meeting, and the reasons the meeting could not have been delayed in order to give at least 24 hours' notice, which reasons shall be noted in the minutes. The Board shall then determine if the reasons are sufficient to hold an emergency meeting and, if not, shall immediately adjourn such meeting. Only business related directly to the emergency shall be conducted at an emergency meeting.

H. NOTICE OF MEETINGS

Notice of the time, place, and principal subjects to be considered shall be given for all meetings. For regular meetings, the notice shall be in the form of an agenda, which shall be sent to all Board members, local media, and to all persons or other media representatives having requested notice in writing of every meeting. The agenda shall also be posted at the following locations within the District:

Written notice shall also be sent to any persons which the District knows may have a special interest in a particular action, unless such notification would be unduly burdensome or expensive. For special meetings, press releases shall be issued or phone calls made to wire services and other media; and interested persons shall be notified by mail or telephone. For emergency meetings, the District shall attempt to contact local media and other interested persons by telephone to inform them of the meeting. A sample "Notice of Meetings" is contained in the Appendices to this Manual in the "Outline of the Oregon Public Meetings Law."

I. EXECUTIVE SESSIONS

Notice for meetings called only to hold executive sessions shall be given in the same manner as notice for regular, special and emergency meetings set forth above, except that the notice need only indicate the general subject matter to be considered at the executive session, but it shall also set forth the statutory basis for calling the executive session. A sample "Notice of Executive Session" is contained in the Appendices to this Manual in the "Outline of the Oregon Public Meetings Law."

J. INTERPRETERS FOR THE HEARING IMPAIRED

The District shall comply with ORS 192.630(5) regarding the provision of interpreters for the hearing impaired at Board meetings, in accordance with the following rules:

1. The District shall make a good faith effort to have an interpreter for hearing impaired persons provided at any regularly scheduled meeting if the person requesting the interpreter has given the District at least 48 hours' notice of the request, provided the name of the requester, the requester's sign language preference, and any other relevant information which the District may require. "Good faith efforts" shall include contacting the Oregon Disabilities Commission, or other state or local agencies that maintain a list of qualified interpreters.
2. If a meeting is held upon less than 48 hours' notice, the District shall make reasonable efforts to have an interpreter present.
3. The requirement for an interpreter does not apply to emergency meetings.
4. The Chief Executive Officer shall be responsible for developing and maintaining a list of qualified

interpreters, and shall have the responsibility for making the required good faith effort to arrange for attendance of an interpreter at any meeting for which an interpreter is requested.

POLICY ^{2.12}~~4.4~~: CONDUCT OF BOARD MEETINGS

A. PRESIDING OFFICER

The President shall preside at Board meetings. In the President's absence, the Vice President shall preside. If both the President and Vice-President are absent, any other member of the Board may preside.

B. AUTHORITY TO CONDUCT MEETINGS

The President or other presiding officer at any Board meeting shall have full authority to conduct the meeting. Meetings shall be conducted in such a manner as to provide a full and fair opportunity for discussion of the issues in an efficient and timely manner. Any decision of the President or other presiding officer at the meeting may be overridden by a majority vote of the Board.

C. PUBLIC PARTICIPATION

If public participation is to be a part of the meeting, the presiding officer may regulate the order and length of appearances, and limit appearances to presentations of relevant points. Persons failing to comply with the reasonable rules of conduct outlined by the presiding officer, or causing any disturbance, may be asked or required to leave. Upon failure to do so, such persons become trespassers.

D. ELECTRONIC EQUIPMENT

The authority to control the meetings of the District Board extends to control over equipment such as cameras, tape recorders and microphones. The presiding officer shall inform persons attending any meeting of the District Board of reasonable rules necessary to assure an orderly and safe meeting. The physical comfort and safety of members of the Board and the public attending the meeting shall be of primary concern in formulating such rules.

E. RECORDING OF VOTES

Votes shall be recorded. Any member may request that his or her vote be changed, if such request is made prior to consideration of the next order of business.

F. QUORUM REQUISITES

[Number] members shall constitute a quorum. If only a quorum is present, a unanimous vote shall be required to take final action.

G. VOTE EXPLANATIONS

Members of the Board may append to the record, at the time of voting, a statement indicating either the reason for their vote or abstention.

H. CONFLICT OF INTEREST/EX PARTE CONTACTS

In the event of a conflict of interest, a member of the Board shall declare such conflict and abstain from voting. In the event any member of the Board has had any ex parte contact regarding a matter, the member shall declare such contact prior to participating in any vote on the matter.

I. SMOKING

Pursuant to ORS 192.710, no person shall smoke or carry any lighted cigar, cigarette, pipe or other smoking equipment into a room where a meeting is being held by the Board or is to continue after a recess. For purposes of the statute, a meeting is deemed to have started at the time the agenda or meeting notice indicates it is to commence, regardless of the time the meeting actually begins. This rule shall apply at any regular, special or emergency meeting at which the Board intends to "exercise or advise in the exercise of any power of government." No quorum requirement shall apply for this smoking ban to apply. If the Board intends to reconvene after leaving a meeting room for an executive session, the Board will be deemed to be in a "recess" during which smoking shall be prohibited in the meeting room.

1. Smoking Policy at Other Locations: If a meeting is held at a location other than one which is "rented, leased or owned" by the State or a political subdivision, such as a hotel meeting room, where no separate charge is made for the room, the smoking ban of ORS 192.710 shall not apply, but other laws prohibiting smoking except in designated areas, such as that found in ORS 433.845, may apply.
2. Smoking Reminder: Whenever members of the public are in attendance at a meeting, the presiding officer shall remind those present of the no smoking rule at the beginning of the meeting to avoid potential embarrassment.

J. ADJOURNMENT

The meeting shall be adjourned by a majority vote or as a result of the loss of a quorum.

POLICY ²¹³~~4-5~~: EXECUTIVE SESSIONS

A. NOTICE

Public notice of executive sessions shall be provided in accordance with Policy 4.3.

B. NO FINAL DECISIONS

The Board shall not take any votes during any executive session, nor make any final decisions during any executive session. This policy, however, shall not prohibit full discussion of Board members' views during executive sessions.

C. PURPOSES

Executive sessions shall be held only for the following purposes:

1. Employment of Personnel: ORS 192.660(1)(a). To discuss the employment of a public officer, employee, or staff member, but only if the following requirements have been met:
 - a. The vacancy for the position has been advertised;
 - b. Regularized procedures for hiring have been adopted;
 - c. There has been opportunity for public input into the employment of such employee or officer;
 - d. Where employment of a Chief Executive Officer is under consideration, the standards, criteria and policy directives to be used in hiring such officer must have been adopted at a meeting open to the public at which the public has had an opportunity to comment. No executive session may be held under ORS 192.660(1)(a) for purposes of filling a vacancy in an elective office.
2. Discipline of Public Officers and Employees: ORS 192.660(1)(b). To consider the dismissal or

disciplining of a public officer, employee, staff member or individual agent, or to hear complaints or charges brought against such persons, unless the person complained against requests an open hearing.

3. Consultation with Labor Negotiator: ORS 192.660(1)(d). To conduct deliberations with persons designated by the Board to carry on labor negotiations on its behalf. News media representatives may be excluded from executive sessions called under this section.
4. Real Property Transactions: ORS 192.660(1)(e). To conduct deliberations with persons designated by the Board to negotiate real property transactions.
5. Exempt Records: ORS 192.660(1)(f). To consider records that are exempt by law from public inspection. Examples of such records include medical records pertaining to personnel, confidential communications from legal counsel, employment tests or examination materials, and other materials exempted from public disclosure under the Public Records Law, ORS 192.501 and 192.502.
6. Litigation/Consultation with Legal Counsel: ORS 192.660(1)(h). To consult counsel concerning the District's legal rights and duties, as well as current litigation or litigation likely to be filed. Whenever written legal advice received from counsel is to be discussed, the Board may utilize an executive session to discuss the writing under the authority of ORS 192.660(1)(f), as well. This section authorizes an executive session to consider records which are exempt by law from public inspection.
7. Performance Evaluations: ORS 192.660(1)(i). To review and evaluate the employment-related performance of the chief executive officer, other officers, employees or staff members, pursuant to standards, criteria and policy directives adopted by the District, unless the person whose performance is being reviewed and evaluated requests an open hearing. The standards, criteria and policy directives to be used in evaluating chief executive officers must first have been adopted by the Board in meetings open to the public in which there was an opportunity for public comment. Executive sessions called pursuant to this section may not include a general evaluation of any District goal, objective or operation, and may not include any directive to the

Chief Executive Officer or other District personnel concerning agency goals, objectives, operations or programs.

8. Labor Negotiations: ORS 192.660(2). Labor negotiations may be held in executive session if either side requests an executive session.

D. CONDUCT OF EXECUTIVE SESSION

The President or other presiding officer shall announce the statutory authority for the executive session before going into closed session. Once the executive session has been convened, the President shall direct any representatives of the news media who are present not to report certain specified information from the executive session. In general, the extent of the non-disclosure requirement should be no broader than the public interest requires, and the news media will ordinarily be allowed to report the general topic of discussion in the executive session. Board members, staff and other persons present shall not discuss or disclose executive session proceedings outside of the executive session without prior authorization of the Board as a whole.

POLICY ^{2.14}~~4.6~~: MINUTES OF MEETINGS

A. WRITTEN MINUTES

The Board shall keep written minutes of all of its meetings in accordance with the requirements of ORS 192.650. Minutes of public meetings shall include at least the following information:

1. All members of the Board present.
2. All motions, proposals, resolutions, orders, ordinances and measures proposed and their disposition.
3. Results of all votes, including the vote of each member by name.
4. The substance of any discussion on any matter.
5. Subject to ORS 192.410 - 192.505 relating to public records, a reference to any document discussed at the meeting.

B. MINUTES OF EXECUTIVE SESSIONS

Minutes of executive sessions shall be kept separately from minutes of public meetings. Minutes of executive sessions may be kept either in writing, in the same manner as minutes of public sessions, or by tape recording. If minutes of an executive session are kept by tape recording, written minutes are not required, unless otherwise provided by law. ORS 192.650(2).

C. DISCLOSURE OF EXECUTIVE SESSION MATTERS

If disclosure of material in the executive session minutes would be inconsistent with the purpose for which the executive session was held, the material may be withheld from disclosure. No executive session minutes may be disclosed without prior authorization of the Board. ORS 192.650(2).

D. RETENTION

Any tape recordings or written minutes of public Board meetings or executive sessions shall be retained by the District until such time as their disposal is authorized by the State Archivist pursuant to ORS 192.105.

E. AVAILABILITY TO THE PUBLIC

Written minutes of public sessions shall be made available to the public within a reasonable time after the meeting. ORS 192.650(1).