

## QUICK-TIPS ON BOARD MEETINGS/GOVERNANCE

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### Meeting Quorum, Approval of Agenda Items, Organizational Meetings

- Meeting must have a majority of members to the number of total seats, and members must meet in person.
- For a vote to be valid, it must have a majority based on number of total seats regardless of the number of members present. For example, 3 of 5 members present are sufficient to hold a valid meeting. If only 2 members of the 3 present vote to approve items, the 2 members are less than a majority of the 5 seats and the vote would fail.
- The board should follow the agenda as printed. However, if an item needs to be shifted during the meeting for a presenter being late, etc., this is acceptable.
- Organizational Meetings should be held in July as it creates a framework for the board and administration functions.
- The approval of Chief Administrative Officer must be a board member, which is usually the board president or treasurer.
- New or re-appointed board members should be sworn in BEFORE the organizational and regular July meeting so there are enough members for a quorum. The school leader or board president can hold the oath of office at any time after SVSU approves the appointment and the date of the first board meeting.
- The board can create committees and appoint members at any time including the organization meeting. Committees can be standing or created just for a specific limited purpose.
- Committees consisting of less than a quorum of board members may (but are not required) keep minutes, post meetings, or hold meetings in public.
- Committees that make decisions MUST comply to all requirements of an Open Meeting under the Act even if less than a quorum of members.
- Group email chats or text messages involving a majority of board members would be considered an Open Meeting Act violation even if decisions are not being made.
- School leaders and board members of less than a majority of board members can have discussions, share information, or answer questions without violating the Open Meetings Act.
- A majority of board members can attend school events such as graduations or other social gatherings without violating the Open Meetings Act if school business is not discussed by that majority of members.

### Public Comments

- There must be at least one public comment section at any board meeting.
- Courts have held that allowing a citizen to speak for less than 3 minutes might be considered insufficient.
- Most schools have a time limit of between 3 and 5 minutes.
- Courts have ruled that citizens have a right to speak about specific employees or board members.
- Board members should not engage with speakers during public comment. It is for comment, not dialog.
- The board president can direct administration to meet with commentors if needed to address any issues.
- Administration should update the board on any issues that are reviewed as to actions, progress, outcomes.
- If additional time is to be given for a public commentor beyond the time limit in board policy, the board must vote on allowing the additional time.

### Special Meetings

- The meeting notice must be posted with the date, time, location, and **reason(s)** for the special meeting.
- The board secretary should sign all meeting notices, along with the board meeting schedule approved for the year.
- All special or re-scheduled meetings must be posted at least 18 hours prior to the meeting start time.

### State Requirements for Closed Sessions

- Closed sessions can only be held for one of the reasons stated in the Open Meetings Act.
- Closed session motions must state which legal reason for the session. **(Reasons pertinent to schools shown below.)**
- Closed session motion must also state if the board will come out of closed session only to adjourn or further meet/take actions.
- A roll call vote must be held on a motion to go into closed session and two-thirds members must approve. **NOTE:** 3 of 5 is not two-thirds.
- Separate minutes must be kept and approved for closed session but are locked up and not publicly shared or discussed.
- Closed meeting minutes can only be shared in compliance with a court order.
- The Board agenda should include the legal reason for the closed session.
- Student names should not be included in regular or closed session minutes as to not violate FERPA. Refer to the students as Student A or Student 1 etc.

### **Legal Reasons for Closed Sessions for Schools Under MCL 267 of 1976, Section 8 of 15.268**

- (a) To consider the dismissal, suspension, or disciplining of, or to hear complaints or charges brought against, or to consider a periodic personnel evaluation of, a public officer, employee, staff member, or individual agent.
- (b) To consider the dismissal, suspension, or disciplining of a student if the public body is part of the school district, intermediate school district, or institution of higher education that the student is attending, and if the student or the student's parent or guardian requests a closed hearing.
- (c) For strategy and negotiation sessions connected with the negotiation of a collective bargaining agreement if party requests a closed hearing.
- (d) To consider the purchase or lease of real property up to the time an option to purchase or lease that real property is obtained.
- (e) To consult with its attorney regarding trial or settlement strategy in connection with specific pending litigation, but only if an open meeting would have a detrimental financial effect on the litigating or settlement position of the public body.
- (f) For a school board to consider security planning to address existing threats or prevent potential threats to the safety of the students and staff.

### **Required Evaluations**

- Annual Evaluation of School Leader – Required by State and SVSU. Submit as required by State law.
- Annual Evaluation of Educational Service Provider – Required by SVSU. Certification of completion required.
- Annual Board Self-Evaluation – Required by SVSU but also a best practice. Certification of completion required.
- Evaluations for school leaders and educational service providers should be based on school, operational, and leadership goals established at the beginning of each school year.
- School leader evaluations can be held in closed session by law if agreed to by the board and school leader.
- Evaluations of employees are subject to disclosure under the Freedom of Information Act.

### **Financial Requirements, Reporting, Purchasing**

- Monthly financials required by SVSU and auditors: Check/disbursement registers, Budget to Actual for each fund, Cash Flow developed for a 15 month period from July to the following September and updated for actual data each month.
- Budgets for each fund must be approved by July 1 and contain no ending fund balance less than \$0.
- Purchases of construction, renovation, repair, remodeling, supplies, equipment, and materials are subject to State bid requirements.
- The State bid threshold is updated each Fall. For reference, the limit for 2023-24 was \$29,572.
- Purchases at or above the limit must be advertised for bid at least one day for each of two weeks.
- Administration must post a time, date, and place for a public bid opening, the bids are opened and read, and later analyzed for a recommendation to the board to award the bid to one of the bidders.
- Board policies can have bid thresholds less than the State limit but not more than the State limit. Board policies can have other more stringent requirements if desired.
- The board is required to APPROVE monthly financial statements and ACCEPT completed annual audit reports.
- While the State is concerned with fund balances that are 5% or less or larger balances that decline rapidly, a reasonable fund balance can range between 15% to 25% of expenditures in a fund.
- All financial information that is created including invoices, salary information, check registers, detail budgets, etc. are subject to disclosure under the Freedom of Information Act.
- Individual employee payroll information deemed personal in nature such as deductions, social security numbers, and tax withholdings are not subject to disclosure under the Freedom of Information Act.

### **Approval Process Steps for Management Agreements/Educational Service Provider (ESP) and Lease Agreements**

- ESP/Lessor sends proposed ESP/Lease agreement to Academy by mid-March.
- Academy representative sends proposed ESP/Lease agreement to SVSU by April 1 via Epicenter.
- Academy Board completes the Due Diligence Questionnaire for ESP/Lease and sends to SVSU by April 15 via Epicenter.
- Academy representative sends completed Non-disapproval Checklist for ESP/Lease to SVSU by April 15 via Epicenter.
- SVSU sends proposed ESP/Lease agreement to Dykema Gossett for review.
- SVSU receives changes from Dykema Gossett and returns ESP/Lease agreement to Academy representative for changes. Academy sends required changes to ESP/Lessor.
- Academy receives agreement back from ESP/Lessor. Academy sends to Board Attorney for review and requests Attorney Opinion on ESP/Lease Agreement.
- Send SVSU final draft of ESP/Lease agreement along with Attorney Opinion letter for final non-disapproval.
- Academy & ESP/Lessor execute ESP/Lease agreement upon final review and a copy is sent to SVSU by or before June 30.