

## Meetings and Minutes

1. Extended Child Care Coalition Board Meetings. It is the policy of this Board of Directors to hold a monthly meeting to fulfill the required functions and duties of oversight for Extended Child Care Coalition. In so doing the following actions will occur:
  - a. **Notice Requirements**—All Directors will be notified at least 48 hours in advance of the Meeting. Noting the date, time and location of a Board Meeting on the monthly agenda will constitute sufficient notice. Changes to published meetings within 72 hours of a scheduled meeting will require unanimous concurrence of the full Board.
  - b. **Attendance**—All Directors are expected to attend every Board Meeting. The Executive Director is included in all Board Meetings according to the terms of the Executive Director contract. Selected staff members may be invited as dictated by the agenda and needs of the Board. From time to time, it is necessary for outside participants to contribute to the Board Meeting. Normally, outside guests will only participate in the relevant portion of the meeting. Members, spectators, and other visitors may attend Board Meetings providing their attendance is approved by a majority vote of the Board and that care is given to safeguard Member information and other confidential information.
  - c. **Absences**—Director absences will be noted at the beginning of the meeting. An absence will generally be considered unexcused. A Director's absence may be excused upon an advance request with a majority vote. A Director may either protest or waive their 'right to notice' during the roll call. 'Right to notice' actions should be recorded in the minutes in the roll call section. Three consecutive unexcused absences may result in Board declaring the Board Office vacant.
  - d. **Agenda Requirements**—The agenda will be drafted by the Agenda Committee and available to Directors 72 hours before the Board Meeting. Changes to the agenda may be acted upon with a majority vote.
  - e. **Quorum Requirements**—Nine Directors constitutes the Board of Directors for Extended Child Care Coalition. As such, five Board Members are required for a quorum. A majority vote of three of the five members is an "act of the Board."
  - f. **Executive Session Option**—From time to time the Directors may wish to discuss sensitive topic in private. Executive Session allows a forum for such discussion. Directors may ask others to

leave the room during these discussions. Minutes will not be kept during Executive Session other than noting that “the Board entered into Executive Session.” Should the Board wish to take action as a result of the Executive Session, the motion, the second, and vote needs to be recorded in Open Session minutes. Documents presented as part of the Executive Session will not be included in the minutes of the meeting unless approved by a majority vote of the Board of Directors.

- g. **Minute Preparation**—The Board Secretary is charged with the duties of preparing meeting minutes. As a practical matter, a staff member (assigned by the Executive Director) will assist in taking notes and preparing minutes for Board approval. The Board packet will normally be included as part of the meeting minutes.
  - h. **Approval of Minutes and Signature**—The prior month’s Board Meeting minutes will be approved by a majority vote at the soonest practical meeting of the Board. Minutes may be approved with “corrections noted” or deferred until any such corrections can be made. The Board Secretary will sign the approved minutes.
  - i. **Record keeping and retention**—The Extended Child Care Coalition Secretary will maintain signed copies of Board Meeting minutes. Board Meeting minutes will be maintained in perpetuity. Access to Board Meeting minutes will be limited to Directors, Senior Staff, Auditors, and Examiners. Others wishing access to Board Meeting minutes may do so with a majority vote of the Board.
2. Standing Committee Meetings
- a. Committee meetings do not carry the same obligation for notification, attendance, quorum, and Executive Director attendance.
  - b. The following Board Committees will submit meeting minutes as part of their Committee Report to the Board of Directors. These minutes will be the Director record of the committee actions and will be the method for record retention.
    - 1. Finance Committee
    - 2. Audit Committee
    - 3. Governance Committee
    - 4. Executive Director Evaluation Committee