

## Cooperative Boards

### **Exhibit - Board Treatment of Closed Meeting Verbatim Recordings and Minutes**

The following procedures govern the verbatim audio recordings and minutes of Operational and Governing Board meetings that are closed to the public.

<b>Actor</b>	<b>Action</b>
<i>Before any Board meeting:</i> Executive Director or designee	<p>Arranges to have an audio recording device with adequate storage capacity and a back-up audio recording device in the Board meeting room during every Board meeting regardless of whether a closed meeting is scheduled.</p> <p>The Board may close a portion of a public meeting without prior notice; it cannot, however, have a closed meeting unless it can record the session.</p>
<i>Before a closed meeting:</i> Chairperson or presiding officer (#3 and #4 may be delegated to the Board Secretary or Recording Secretary)	<p>On the closed meeting date: (1) convenes an open meeting, (2) requests a motion to adjourn into closed meeting making sure the reason for the meeting is identified in the motion, (3) takes a roll call vote, (4) ensures that the minutes record the vote of each member present and the reason for the closed meeting with a citation to the specific exception contained in the Open Meetings Act authorizing the closed meeting (5 ILCS 120/2a), and (5) adjourns the open meeting.</p>
<i>Before a closed meeting:</i> Executive Director or Board Secretary	<p>Immediately before a closed meeting, tests and activates the audio recording device.</p>
<i>During a closed meeting:</i> Chairperson or presiding officer	<p>Convenes the closed meeting stating:</p> <p style="padding-left: 40px;">Seeing a quorum of the Operational/Governing Board gathered today, ___ date, at ___ o'clock, at ___ location, for the purpose of holding a closed meeting in order to confidentially discuss ___, I call the meeting to order. In order to record who is present, I request that each individual state his or her name and position with the Cooperative. (Note: This script is an example.)</p> <p>Limits discussion to the topics that were included in the motion to go into a closed meeting.</p> <p style="padding-left: 40px;">The failure to immediately call a person out-of-order who strays from the purposes included in the motion may result in an appearance of acquiescence. This responsibility to call a person out-of-order falls on each Board member in the event of the Chairperson's failure.</p> <p>Once the closed meeting is finished, announces a return to an open meeting or adjournment, and states the time.</p>

Actor	Action
<p><i>After a closed meeting:</i> Executive Director or Board Secretary</p>	<p><b><u>For Verbatim Recordings:</u></b></p> <p>Takes possession of the audio recording of the closed meeting and labels it with identification information, specifically the date and items discussed.</p> <p>Adds the identification information contained on the audio recording's label to a cumulative list of closed meeting recordings.</p> <p>As soon as possible, puts the recording of the closed meeting in the previously identified secure location for storing recordings of closed meetings.</p> <p>Upon request of a Board member:</p> <ol style="list-style-type: none"> <li>1. Provides access to the verbatim recordings at a reasonable time and place without disrupting Cooperative operations;</li> <li>2. Supervises the access to the verbatim recording or delegates it to one of the following individuals in the Cooperative: <ol style="list-style-type: none"> <li>a. The Board Secretary</li> <li>b. The Executive Director or designated administrator, or</li> <li>c. Any Board member; and</li> </ol> </li> <li>3. Logs the access to the recordings in 2:220-E7, <i>Access to Closed Meeting Minutes and Verbatim Recordings</i>.</li> </ol> <p><b><u>For Closed Meeting Minutes:</u></b></p> <p>Prepares written closed meeting minutes that include:</p> <ul style="list-style-type: none"> <li>• The date, time, and place of the closed meeting</li> <li>• The Board members present and absent</li> <li>• A summary of discussion on all matters proposed or discussed</li> <li>• The time the closed meeting was adjourned</li> </ul> <p>Upon request of a Board member:</p> <ol style="list-style-type: none"> <li>1. Provides access to the closed session minutes at a reasonable time and place without disrupting Cooperative operations;</li> <li>2. Supervises the access to the closed session minutes or delegates it to one of the following individuals in the Cooperative: <ol style="list-style-type: none"> <li>d. The Board Secretary</li> <li>e. The Executive Director or designated administrator, or</li> <li>f. Any Board member; and</li> </ol> </li> <li>3. Logs the access to the minutes in 2:220-E7, <i>Access to Closed Meeting Minutes and Verbatim Recordings</i>.</li> </ol>
<p><i>After a closed meeting:</i> Operational/Governing Board</p>	<p>Approves the previous closed meeting minutes at the next open meeting.</p>

<b>Actor</b>	<b>Action</b>
<p><i>In preparation for the semi-annual review:</i> Executive Director or designee</p>	<p>Every six months, prepares a recommendation concerning the continued need for confidential treatment of all of the closed meeting minutes; includes this recommendation in the packet for the meeting in which the Board will conduct its semi-annual review.</p> <p>This step is in preparation of the Board's meeting to decide whether the need for confidential treatment of specific closed meeting minutes continues to exist.</p> <p>If the Board wants to discuss closed meeting minutes in closed session, places "review of unreleased closed meeting minutes" on a closed meeting agenda.</p> <p>Places "result of Board's review of unreleased closed meeting minutes" as an item on a subsequent open meeting agenda.</p>
<p><i>In preparation for the semi-annual review:</i> Individual Board members</p>	<p>Before the meeting in which the Board will conduct its semi-annual review, examines the material supplied by the Executive Director.</p> <p>Individual Board members should consider: (1) the Executive Director's recommendation, (2) the recommendation of the Cooperative Attorney, (3) other Board members' opinions, (4) the minutes themselves, and/or (5) whether the minutes would be exempted from public disclosure under the Illinois Freedom of Information Act.</p>
<p><i>During the semi-annual review:</i> Operational/Governing Board</p>	<p>The Board decides in open session whether: (1) the need for confidentiality still exists as to all or part of closed meeting minutes, or (2) the minutes or portions thereof no longer require confidential treatment and are available for public inspection.</p> <p>The Board may have an earlier meeting in closed session to discuss the continued need for confidential treatment.</p>
<p><i>After the semi-annual review:</i> Executive Director or designee</p>	<p>Re-labels and re-files closed meeting minutes as appropriate.</p>
<p><i>Semi-annually:</i> Operational/Governing Board</p>	<p>Approves the destruction of particular closed meeting recording(s) that are at least 18 months old and for which approved minutes of the closed meeting already exist.</p>

LEGAL REF.: 5 ILCS 120/, Open Meetings Act.

Implemented: 1/2012

Updated: 3/2017

Updated: 5/2022