

Board Meeting Procedures

1. Quorum

A quorum will consist of the majority of the members of the Board.

2. Vote Needed for Exercise of Powers

The affirmative vote of the majority of Board members will be necessary for the exercise of any of the Board's powers.

3. Board Member Voting

The vote of each member on all motions will be recorded in the minutes.

4. Abstaining From Vote: Robert's Rules of Order, revised, allows for a Board member to abstain from voting. Robert's Rules of Order, revised, describes the effect of an abstention as if the member had voted on the prevailing side of the vote. Therefore, Board member abstentions will be recorded. It is the policy of the Board, in cases where Board action is necessary, to deem any abstentions as votes in favor of the prevailing side.¹

¹The following guidance was received from the Oregon Government Ethics Commission on October 26, 2009, regarding cases where an actual conflict of interest exists for a majority of the Board members but a vote is required on a matter involving all the members of a class. In this case, the class was specifically the members of the Classified bargaining unit:

Stated Facts: If three of our five school board members have spouses that work for the district as classified employees (each employee has a different rate of pay and each works in different positions but all under the same collective bargaining agreement), does the class exception under ORS 244.120(2)9b)(B) apply to a motion where they are being asked to ratify an MOU or collective bargaining agreement (CBA) that would affect every member of the classified union? In the specific case of the MOU, if approved, each member will take a 12-day reduction in pay, changes to the CBA will be established through negotiations but will either raise, reduce or freeze pay for all classified members under the CBA.

A secondary question is if the "class exception" applies do the three board members mentioned above have to declare an actual conflict of interest then remain silent during the discussion and debate prior to the vote and then vote?

Thank you for your recent inquiry into the application of Oregon Government Ethic laws. It would appear based on the stated facts that although those affected are at different pay levels the conditions of the decision is the same for all. Each person will take a 12 day reduction in pay; ORS 244. 020(14)(b) provides an exception to conflicts of interest when an official action affects all members of a "class" to the same degree. Sometimes a public official may take action that would have a financial effect on that official, a relative of that official or a business with which the official or a relative of that official is associated. If a significant number of other persons or entities are also affected to the same degree" by that action, the official would be exempt from conflict of interest requirements on the basis of a "class exception. "

If the "class exception" applies to any board member, statute requires the board member to declare an actual conflict of interest and not participate as a public official in any discussion or debate on the issue out of which the actual conflict arises, and when time to vote be able to vote on the issue.

5. Parliamentary Procedure

Official business of the Board will be transacted by motion or resolution at duly called regular or special meetings.

Except as otherwise provided by state law and/or Board policy, the rules of parliamentary procedure comprised in *Robert's Rules of Order Newly Revised*, "Procedure in Small Boards" as modified by the Board will govern the Board in its deliberation.

The chair will decide all questions relative to points of order, subject to an appeal to the entire Board.

END OF POLICY

Legal Reference(s):

[ORS 192.650](#)
[ORS 244.120\(2\)](#)

[ORS 332.045](#)
[ORS 332.055](#)

[ORS 332.057](#)
[ORS 332.107](#)

38 OR. ATTY. GEN. OP. 1995 (1978)

41 OR. ATTY. GEN. OP. 28 (1980)