

DECISION PAPER



August 18, 2020

RECOMMENDED ACTION(S)

By Motion: Direct staff to lead and collaborate with the association committee chairs in drafting policy on committee meeting proceedings to include a provision requiring recording of committee meetings.

By Motion: Direct staff to agendize and prepare discussion on the topic to develop and implement an on-line member portal at an appropriate board meeting.

BACKGROUND

The topic of committee proceedings, specifically, recording and posting of meetings on the website arose out of the board's prioritization of increasing member participation in association meetings, and providing additional ways for members offsite to participate and/or review association business discussions.

The board-initiated discussion and action at the board level at the March 28, 2020 board of directors meeting where they took action to adopt a policy which required meetings to be recorded. Following this action, committees voiced their concern on the action and asked for clarification and discussion on topics including limited committee outreach prior to bringing the initiative forward for action, privacy concerns of participating committee members, public access to association business meetings via worldwide web, and exclusion of closed sessions from recordings. The board acknowledged their concerns raised. During board comments at the June 26, 2020 board of directors meeting, asked staff to contact the committees to ask for feedback and specifics regarding their concerns with the aim of coming back to the board to readdress the action through policy and clarify processes and expectations. The outreach included:

- Request made to each committee to provide feedback on recording meetings
- Committees provided written feedback
- Held meeting with Architectural Standards and Covenants committee chairs to discuss member discipline hearings closed sessions relating to meeting recordings, as well as other privacy concerns shared by committee members

ANALYSIS

To summarize, the committees are generally support of the idea of recording committee meetings for the benefit of member involvement. The major concern voiced in the outreach effort revolved around whether the meetings were to be posted on the website and available for the public to see. They are not opposed to posting, but recommend that a member portal be established prior to moving forward with posting the recordings.

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Closed sessions of the committees which discuss and take action on sensitive matters, should not be recorded and made available. Examples of closed session meetings include member discipline hearings occur, private information such as donor information as is the case for the TD Giving Fund, or attorney-client privilege discussions, should not be recorded and made available.

While discussing the topic of committee meeting recordings, a broader area of improvement for committee governance was identified; consistency across all association committees for meeting proceedings. Upon further review, the Association Bylaws provide the requirement of committees to follow the same meeting provisions set forth for the board meetings unless written otherwise in a resolution policy and/or charter. These procedures are not always practiced uniformly by committees or other board appointed task forces.

The Association adopted Resolution 2008-02 Committee Policy describes the means of how committees are formed and the requirements for the charters. The policy does not detail policy on committee meeting proceedings. The logical next step would be to direct staff to work with committee chairs to develop a broad resolution policy on committee meeting proceedings, which can also wrap up details on meeting recordings. A sample template of what this resolution policy could include is attached.

Additionally, should the board decide that posting of committee meetings continues to be a priority, a plan and budget should be developed for this new project and prioritization with other initiatives will need to occur prior to a decision to move forward. There is business and legal reasoning outside of committee meetings recordings to review in consideration of developing a member portal which can be elaborated in justification for the investment.

ALTERNATIVES

1. Continue status quo of committee meetings.
2. Postpone any further discussion regarding the development of a member on-line portal.

FISCAL IMPACT

No financial impact for collaboration with committee chairs on drafting resolution policy. There is an unknown financial impact for website development and rollout of a member portal.

ATTACHMENT(S)

Working Template – 2020-XX Committee Meeting Proceedings Policy Resolution

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General Manager Approval: _____ **Board Meeting Date:** August 28, 2020