



## **VILLAGE OF NEW PALTZ BOARD OF TRUSTEES**

### **Meeting Rules of Procedure**

STATEMENT OF UNDERSTANDING: It is incumbent upon all members of the board to ensure that the board function according to the guidelines outlined here. The success of the board in its fulfillment of its duties cannot be achieved without the active cooperative participation of all members.

#### **Regular Meetings**

- Regular meetings of the Board of Trustees (hereinafter referred to as “Board”) shall be held on the Second and Fourth Wednesdays of each month.
- Regular meetings shall commence at 7:00 PM and be held in the boardroom of Village Hall.
- Any deviation from the rules set forth in the two preceding paragraphs may only be authorized by a majority vote of the Board.
- All Board meetings will start on schedule and will strive to end no later than 10:00 PM.

#### **Joint Meetings**

- The Board will conduct a joint meeting with the Town of New Paltz on the third Thursday of the month at their meeting place alternating with the second Wednesday of the month at Village Hall.

#### **Workshop Meetings**

- On an as-needed basis, workshop meetings shall be held on the Third Wednesday of each month.
- Workshop meetings shall commence at 7:00 PM and be held in the boardroom of Village Hall.
- The purposes for which workshop meetings are to be held are: (i) to receive reports and updates from the Chair and/or designated member(s) of Village Boards, Commissions, Committees or Departments; (ii) to give opportunity to Village residents or invited guests to bring ideas to and/or discuss ideas with the Board; (iii) to give opportunities for members of the Board to discuss one or more proposals with his/her colleagues to ascertain interest before pursuing such proposal(s) and/or to receive input/guidance from colleagues as to further information needed before placing an item on a regular meeting agenda for action; (iv) to explore in detail and discuss fully an idea being proposed for action of the Board; and (v) to give approval timely for bills and claims and to take action respecting time sensitive matters.

#### **Special Meetings**

- Special meetings of the Board are all those Board meetings other than regular meetings, workshop meetings and emergency meetings.
- A special meeting may be called by the Mayor or any Trustee upon notice to the entire Board which states the purpose of the special meeting.

- Notice may be given by telephone, in person, or in writing at least 72 hours in advance unless an emergency exists.

### **Emergency Meetings**

- Emergency meetings may be called as necessary by a majority of the Board. For such meetings, notice may be given by telephone, in person or in writing at least 24 hours in advance.
- In addition, the Mayor may call an Emergency meeting as provided in the Laws of the State of New York.

### **Committee Meetings**

- Board members will additionally attend meetings as appropriate for their committee and board assignments (made during the annual Reorganization Meeting).

### **Open Meetings Law**

As per [New York State Open Meetings Law](#), Board dialogue and decisions can only take place at the board table at a public meeting, therefore:

- Private dialogue of Board quorums, both in person and electronically, cannot replace public discussion and decision making;
- When under a quorum in number, members are not just permitted but encouraged to discuss Village-related business outside of Village Board meetings amongst themselves, with community members, and in other venues.
- Members are expected to contribute what they have heard and learned at the Board table, e.g. two Board members may both serve on and contribute to a subcommittee together that reports back to the full Board;
- When a situation occurs where a quorum of the Board are physically together outside of Board business, members shall practice due diligence to assure no Board business is conducted; and
- Electronic communication such as emails and social media conversations that include a quorum of the Board may only be used for informational purposes, that is, information can be sent or posted to provide information but cannot initiate dialogue or decision making.
  - Board members will preface emails for such purposes with the header, FOR INFORMATION PURPOSES ONLY.
  - Social media may be used to encourage community dialogue. Comments on social media are permitted when Board members are speaking as individuals.

### **Meeting Preparation**

- Members will notify the Village Clerk ahead of time about planned absences.
- In order for the Board to fully prepare for meetings:
  - The Mayor will provide the Village Clerk all packet information no later than noon on the Wednesday preceding the next week's Wednesday meeting.
  - The Village Clerk will email a draft agenda to the full Board no later than 4:00 on the Wednesday preceding the next week's Wednesday meeting.
  - The Village Clerk will email meeting packets to the full Board no later than 2:00 on the Friday preceding the next week's Wednesday meeting.

- Board packets will include:
  - the planned agenda (which cannot be changed again until the Board is at the meeting table); and
  - related documentation for all agenda items including memos, references to earlier emails, or new and previously shared information. However, the Board should be prepared for verbal updates from the mayor (or his/her replacement) when written information is not available yet when the packet is prepared.
- Since some issues are discussed across many months, Board members are encouraged to maintain their own individual folders/files for ongoing topics. As such, the clerk's office may refer to previously sent information in packets or on the agenda instead of repeating or recopying supporting documentation, and packets will only include new information.
- Board packets will be read in their entirety in preparation for each meeting. Problems and concerns about packet contents, including FYI's, suggestions, and questions that may require or help the Mayor (or his/her replacement) better prepare for the meeting, should be brought to the attention of the mayor prior to the meeting, by 9:00 AM on the Tuesday preceding that week's Wednesday meeting.

#### **Quorum**

- A quorum of the Board must be present to conduct business
- A quorum of the five member Board is three.

#### **Executive Sessions**

- Executive sessions shall be held in accordance with Public Officers Law Section 105 (which includes providing a legal reason pursuant to the statute for entering into executive session as part of the motion to go into executive session).
- All executive sessions shall be commenced and shall end in a public meeting.

#### **Regular Meeting Order of Business**

- Call to order;
- Pledge to the Flag;
- Public Comment;
- Public Hearings, as needed
- Announcements;
- Agenda Changes and Approval;
- Consent Agenda
  - Approval of Previous Meeting(s) Minutes
- Report of Officers and Committees, if any (list);
- Unfinished Business;
- New Business;
- Interviews, as needed
- Bills and Claims;
- Other Discussion;
- Adjournment.

## **Agendas**

- The agenda of every meeting of the Board shall be prepared by the Clerk's Office..
- Any agenda item submitted by noon on the Wednesday prior to the scheduled meeting, by any Board member, whether it be the Mayor or any Trustee, must be placed on the agenda.
- Due to the fact that important matters occasionally come up immediately before a meeting and need to be addressed, items may be placed on the agenda at the board table.
- No items shall be added at the table unless the item is:
  - A time-sensitive issue which would be moot or create a hardship if not approved (or denied) at the meeting in question; or
  - A member of the public would be harmed due to the actions of an officer (elected or appointed), a staff member or an employee of the Village of New Paltz. And,
  - informational items that require no needed or anticipated action.

## **Voting**

- Pursuant to Village Law, each member of the Board has one vote. The Mayor may vote on any matter, but must vote in case of a tie.
- A vote upon any question will be taken by "aye", "nay" or "abstain". In the event that a Board Member abstains because of a conflict of interest, the reason for abstaining shall be disclosed by such member at the time of the vote.
- When taking votes, the Clerk must record in the minutes for each Trustee whether he or she voted aye, nay, abstained from voting, or was absent. Abstentions and absences are neither positive nor negative votes; they are simply no vote at all. If the Clerk believes that he/she may not have heard the vote accurately, he/she may direct a roll call vote.
- Unless otherwise specified by state law, a majority of the entire Board must vote aye for the matter to pass.

## **Minutes**

- Minutes shall be taken by the Clerk or Deputy Clerk.
- Minutes must consist of a record or summary of all motions, proposals, resolutions and any other matter formally voted upon and the vote thereon.
- While NYS Open Meeting Law permits actions taken by formal vote during Executive Session so long as recorded in minutes taken during said Executive Session, the Board will not take such actions during Executive Session and will instead hold all votes during the regular meeting proceeding. Minutes will thus record the entering and exiting of Executive Sessions...Minutes must be taken at executive session of any action that is taken by formal vote and must consist of a record or summary of the final determination of the action, and the date and vote thereon. The summary need not include any matter which is not required to be made public by the New York Freedom of Information Law (FOIL).
- Minutes must include the following:
  - Name of the Board;
  - Date place, and time of the meeting;

- Notation of whether a Board member is present or absent, and the Board member's time of arrival or time of departure if different from the time the meeting was called to order and adjourned;
- Name and title of other village officials and employees present and the approximate number of attendees;
- Record of communications presented to the Board;
- Record of reports made by Board or other village personnel;
- Record of all votes taken by the Board;
- Time of Adjournment;
- Signature of Clerk or person who took the minutes if not the Clerk
- A draft of the minutes shall be sent to all Board members within three (3) business days following the meeting and Board members shall provide the Clerk with any corrections within the three (3) business days after that. The proposed minutes shall be put on the agenda of the next regularly scheduled meeting of the Board
- The minutes may be amended only upon Board approval.
- In the event that the Board has not approved the minutes within two (2) weeks after a meeting, the Clerk shall mark the minutes "unapproved" or "draft" and shall make them available to the public.

### **General Rules of Procedure**

- The Mayor presides at the meeting. In the Mayor's absence, the Deputy Mayor presides;
- The presiding officer may debate, make motions, and take any other action that other Board members may take;
- Motions require a second;
- A member, once recognized, may not be interrupted when speaking unless it is to call him or her to order. If a member is called to order, he or she must cease speaking until the question of order is determined. If the member is in order, he or she may proceed;
- A Board member may not be limited in the number of times he or she speaks on a question; and
- While *Robert's Rules of Order, Newly Revised* has not been adopted in its entirety as the procedure authority for meetings of the Board of Trustees, the presiding officer may rely thereon to handle the following: a motion to amend a motion; a motion to postpone to a certain time; a motion to lay on the table, a motion to raise a question of privilege; a motion to raise a point of order, a motion to challenge (appeal) the ruling of the presiding officer; a motion to recess and a motion to adjourn.
- At the board table:
  - the Board will work to bring closure to any topic under discussion while assuring that all members have had an equal opportunity to speak;
  - members will model active listening skills; such skills include listening for understanding, asking clarifying questions, not interrupting, and waiting to be recognized by the mayor (or his/her replacement); and
  - the Board will allow for a "two meeting rule," not as a default, but available to any Board member who seeks to call for it -- because they seek additional information and/or time to process information -- so that voting will not take place until after there has been at least one

- meeting discussing the item, with interim time transpired for reflection and/or further research, with the earliest a vote on the particular item occurring at the next meeting; and
  - the Board will not vote on any legal document or proposed law until after it has been vetted by the Village's attorneys and the other parties' attorneys, unless it is something straightforward or a simple update to a document previously vetted by attorneys, and is agreed to unanimously.
- Employee/public input will be sought as it relates to a topic under discussion if such input is deemed appropriate for informative purposes.

### **Participation and Communication**

- Board members will strive to sincerely build respectful relationships with one another and with the Village staff
- “Do unto others,” respect and listen to each other. Disrespectful behavior and comments are inappropriate. Feedback should consist of comments that are specific and non-judgmental. Attack the problem, not the person.
- When talking with Village employees, whether formally or informally, members should always bear in mind that they may be viewed as a person of authority. In all instances interaction should be amicable and non-coercive. In no instance may a Trustee require or appear to require any specific action or position from any Village employee.
- In their communication with the press or public, including via social media, members are to express only personal opinions and not speak for the full Board unless they are relaying a formal board decision.
- The Mayor will cc: liaisons on all communications related to their appointments; while liaisons are not expected to cc: all communications, they should regularly update the Board and the Mayor

### **Guidelines for Public Comment**

- Other than at a Public Hearing, the public may speak only during the meeting's Public Comment period and at any other time as determined by the presiding officer (or as determined by a majority of the Board if such majority does not agree with the presiding officer);
- Speakers shall be allowed to address the Board only on topics which are germane to the business of the Village as determined by the presiding officer (or a majority of the Board if such majority does not agree with the presiding officer)
- Speakers must limit their remarks to three minutes unless the presiding officer agrees to give the speaker more time (or as determined by a majority of the Board if such majority does not agree with the presiding officer);
- Speakers must be recognized by the presiding officer;
- All speakers shall be invited to step to front of the room and stand or sit at the south end of the board table to address the Board;
- A speaker shall be requested to give his/her name, neighborhood or street address, and organization, if any;
- Speakers may not yield any remaining time they may have to another speaker;
- Board members may, when the speaker has finished his/her remarks, with the permission of the presiding officer, ask questions of the speaker for the purpose of clarification or information;

- All remarks must be addressed to the Board as a body and not to individual Board members or other persons who may be present at the meeting;
- Speakers must observe the commonly accepted rules of courtesy, decorum and dignity; and
- Interested parties or their representatives may address the Board by written communication. Any such communication shall be read publicly and the Board shall determine what action, if any, should be taken with respect thereto.

### **Community Relations**

- The Board will be conscientious of the image created of the Board by their behavior at the Board table.
- The Board will listen actively to the residents of the Village on matters concerning the district and its governance.
- The Board will be responsive to public input; all communications to the Board will receive a prompt, courteous response from the Mayor or staff.

### **Guidelines for Use of Recording Equipment**

- All members of the public and all public officials are allowed to tape or video record public meetings;
- As a courtesy, it is requested that those wishing to tape a meeting advise the Clerk in advance of the meeting;
- Recording is not allowed during executive sessions;
- The recording must be done in a manner which does not interfere with the meeting;
- The presiding officer may make the determination that the recording is being done in an intrusive manner, taking into consideration, but not being limited to, brightness of lights, distance from the Board, size of the equipment, the amount of noise generated by the activity, and the ability of the public to still participate in the meeting; and
- If the presiding officer determines that the recording is interfering with the meeting, the presiding officer may request the individual to alter his or her behavior to eliminate the interference. If the presiding officer's request is not complied with, the presiding officer may have the individual removed from the meeting room.

### **Adjournment**

- Meetings must be adjourned by motion.

### **Productivity and Amendments to these Rules of Procedure**

The Board will:

- Evaluate Board rules of procedure on an annual basis. These procedures may be amended from time to time by a majority of the Board.
- Conduct annual operational self-evaluations followed by an improvement plan if indicated.
- Not micromanage by emphasizing planning, policy making, and public relations.
- Initial orientation for new Board members will occur prior to the reorganizational meeting; it is recommended that the new members solicit a mentor as needed.