

**OWASA Board-Director Work Session**  
Thursday, February 9, 2012 – 4:30-7:30  
OWASA Board Room (First Floor), Jones Ferry Road, Carrboro, NC

*Meeting notes prepared by SOG Facilitators, Lydian Altman and Margaret Henderson*

**Meeting Objectives:**

1. Greater clarity on and agreement about board members' responsibilities to each other and the organization versus other interests.
2. Communicating that message within the group and beyond.

**Application of open meetings law to OWASA**

1. Majority (of the board or of any committee) requires public notice of the meeting.
  - a. Public notice requires posting notice on the front door
  - b. Alerting media through normal channels
2. Meeting is defined as:
  - a. A majority of members (committee or board)
  - b. Gathering in physical space\*
  - c. For the purpose of deliberating/conducting/transacting OWASA business.
3. Casual conversation is defined as:
  - a. Not for the purpose of conducting or transacting business.
  - b. Does not constitute a meeting or require public notice. If OWASA business does come up in casual conversation where a majority (of Board or committee) is present, stop the discussion. That would violate open meetings law.

Next Step:

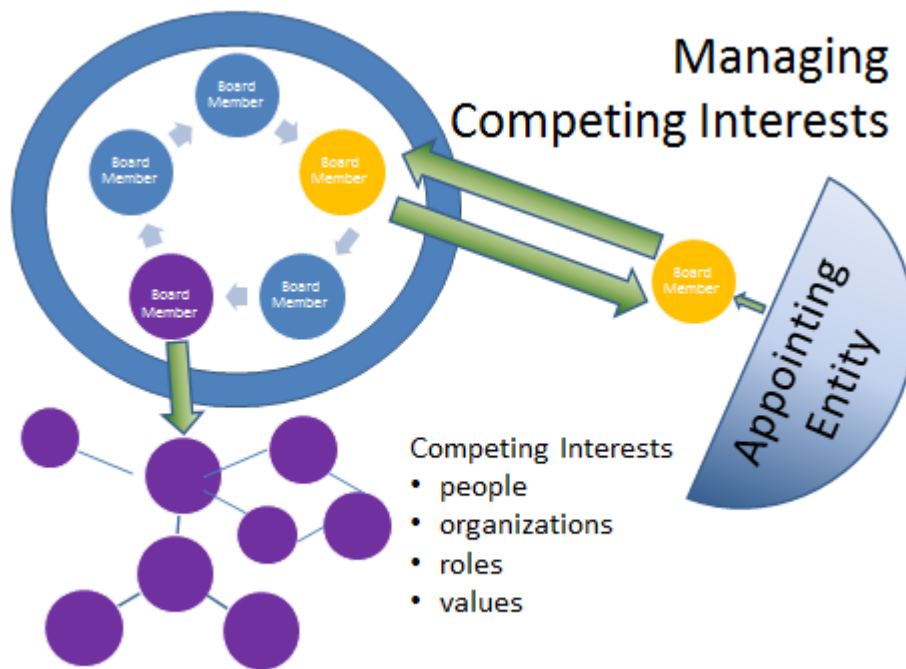
- OWASA Attorney Bob Epting will do some additional research\* since at least one Board member remembers hearing a different definition about what constitutes a meeting (telephone vs. in-person) during School of Government training.

**Public Records**

1. Email is considered a written record and is subject to being reviewed by the public by request
2. Use OWASA email address instead of personal addresses so:
  - a. OWASA can find the mail to respond to requests for public records
  - b. Your private emails are protected in the event of a court case.
3. If you do use your personal email account, copy OWASA so it goes into their system and can be tracked as part of any public records request.

Next Step:

- Decide what this board's policy is about open meetings that are not conducted face-to-face (working online or through the phone).
  - Audience should be able to listen or witness proceedings, but not participate.



### Appointment/removal authority by appointing body

1. Appointments can be changed by the appointing board. (Yes, you can be removed from the OWASA board.)
2. We assume any appointing board would use this authority sparingly.
3. It is more likely the appointing entity will not reappoint an OWASA board member rather than remove that person before the end of a term.

### How does this legal summary influence how the board wants to approach decisions that may not align with others' viewpoints?

We agreed that:

- Board members have an obligation to listen to the concerns of appointing boards and communicate those concerns back to the OWASA board.
- All OWASA Board members should proactively exchange information and reengage in dialogue with appointing authority.
  - The communication should flow both ways.
  - How that happens can vary by jurisdiction.
- If OWASA Board members' positions and opinions are based on careful deliberation of factual information, then hold on to them rather than change out of fear of not being reappointed.
- We want appointing boards to be educated about specific OWASA issues. As such, we should be more intentional in sharing information about upcoming issues with each other and with all three appointing bodies. Make sure everyone knows what will happen.

Concern:

- When differences of opinion exist (among members appointed by the same authority or among OWASA Board members) about a particular course of action:
  - Other OWASA Board members can attend meetings with appointing authorities; they are open meetings.

- Checking out people’s assumptions and meaning is more effective in person than by email, especially for complex discussions.
  - Schedule special meeting or
  - Put it on the regular agenda if it is complex and affects other decisions.

**Presenting our dissenting positions (to these bodies in order) to practice transparency**

- Explain our rationale for the ‘oaths not taken’ to these bodies (we’ve done our homework).
- If we have made our decision, it is too late to ask for their input or to ask, “Is that okay?” In that case, we are there to share information only.
- Let’s identify all the pieces for which we are in agreement and build on that, building towards consensus.
- We are learning how to be more sophisticated in our communication/exchanges/decisions. What does this mean for how we document, explain, or engage? \*\*
  - New Idea: Have an observer go along for staff/board presentations to take notes on questions asked, reactions from audience. Use to strengthen our presentations.

\*\*To think about:

- Is OWASA evolving in a way that makes our decisions more open for public scrutiny or involvement?
- Do our citizen engagement practices reflect what we think we should be doing right now?
- Are there other venues for raising local governments’ and others’ knowledge and information about potential issues and implications simultaneously? (e.g., Assembly of Governments meetings)

**Our process for bringing up issues for discussion (internally)**

- Some topics—such as budget—are seasonal, regularly recurring events.
- To cancel meetings, the advice is to check with all board members to get feedback before cancelling.
- When a big, new, solitary, one-time issue arises, make a plan to address it and calendar it.
- Shift to proactive mode of addressing major issues. Think strategically. Consider an annual retreat to develop annual work plan.

Next Steps:

- Staff will present a calendar of ‘coming attractions.’
- A suggested useful practice:
  - At the end of a meeting, ask, “What do we need to bring forward at the next meeting?” This helps build the next agenda and provides a chance to practice proactive planning and thinking.
  - Reconsider this practice in six months to see if it is helping all anticipate issues.
- Identify issues at meetings that require a vote so we can be adequately prepared ahead of time. If you are not ready to vote, say so.

**How should we share our dissenting opinions for the benefit of public analysis?**

- New community outreach committee is working on getting the word out, but still needs to figure out how to incorporate that feedback into board and staff decision-making
- Board can use the resources of the Community Outreach Committee, such as writing op ed pieces.

**Proposed Topics for Next Session:**

- What is staff business? What is board business? When is it both?
- What are limits on how much time board members can use of staff time? When are we being too demanding and decreasing their effectiveness?
- How do new board members, in particular, get oriented and educated on the issues?