

Virginia State University
Policies Manual

Title: Participation in Board of Visitors Meetings by Electronic Communication

Policy: 1125

Purpose

This policy sets forth the circumstances under which members of the Virginia State University Board of Visitors (“the Board”) may remotely participate in full Board meetings and Board committee meetings through electronic communication means. This policy applies to the entire membership irrespective of a requesting member’s identity or any contemplated issue brought before the Board.

Authority, Responsibilities, and Duties

Pursuant to Va. Code § 2.2 – 3708.2 and § 2.2-3708.3, Board members may participate in meetings through electronic communication means.

Definitions

All virtual public meeting: a public meeting (i) conducted by the Board of Visitors using electronic communication means, (ii) during which participating Board members do so remotely rather than assembling in one physical location, (iii) with public access via electronic communication means.

Electronic communication: the use of technology having electrical, digital, magnetic, wireless, optical, electromagnetic, or similar capabilities to transmit or receive information.

Meeting or meetings: Meetings including work sessions, when sitting physically or through electronic communication, as a body or entity, or as an informal assemblage of (i) as many as three members or (ii) a quorum, if less than three, of the constituent membership, wherever held, with or without minutes being taken, whether or not votes are cast, of any public body. Additionally, to constitute a meeting, the gathering of members must be for the purpose of *or* result in discussing or transacting the public body’s business.

Remote participation: Participation by an individual member of a public body by electronic communication means in a public meeting where a quorum of the public body is otherwise typically assembled.

University: Virginia State University

Policy Statement

The provisions of Va. Code § 2.2.-3708.2 and § 2.2-3708.3 govern meetings held using electronic communication means during declared states of emergency and situations other than declared states of emergency, respectively. Board members must fulfill the statute’s requirements associated with each circumstance to participate in meetings using electronic communication means.

Meetings through Electronic Communication Means during a Declared State of Emergency

If the governor declares a state of emergency in accordance with Va. Code § 44-146.17 or the locality in which the University resides declares a local state of emergency pursuant to § 44-146.21, the Board may meet by electronic communication means without a quorum physically assembled at one location. To do so, the Rector must determine that physically assembling a quorum to meet in one location is impracticable and unsafe and the meeting’s purpose must be to provide continuity of operation or to discharge the Board’s lawful purposes, duties, and responsibilities.

The Board must:

1. Give public notice of the meeting contemporaneously with notice to Board members using the best available method in light of the emergency;
2. Make arrangements for public access to the meeting through electronic communication means, including videoconferencing if already used for meetings;
3. Provide the opportunity for public comment during the time public comment is customarily received; and
4. Otherwise comply with the provisions of the Virginia Freedom of Information Act (Va. Code § 2.2-3700, *et seq.*).

The provisions of Va. Code § 2.2-3708.2 no longer apply when the state of emergency ends.

Meetings through Electronic Communication Means without a Declared State of Emergency

Participation by members of the Board of Visitors in meetings through electronic means of communication where there is no declared state of emergency may occur as outlined below.

A. *All-Virtual Public Meeting.* The Board and any of its committees separately may conduct all-virtual public meetings in which all who participate do so remotely, provided that the following requirements are met:

1. Designation of an all-virtual meeting and the electronic communication means by which members of the public may access the meeting are disclosed in the public notice of the meeting, as well as a statement that the method by which the Board or committee of the Board chooses to meet shall not be changed unless the Board or committee of the Board provides a new meeting notice that complies with the provisions of Va. Code § 2.2-3707.
2. The electronic communication means used for an all-virtual meeting must allow the public to hear all members of the Board or committee participating in the meeting and, when audio-visual technology is available, to see the members of the Board or committee as well.
3. Any interruption of audio or video in the means of electronic communication shall result in a suspension of action at the meeting until repairs are made and public access is restored. The public notice of the meeting shall include a telephone number or other live contact information to alert the Board or committee if the audio or video transmission fails.
4. A copy of the proposed agenda and all agenda packets and, unless exempt, all materials furnished to members of a public body for a meeting shall be made available to the public in electronic format at the same time that such materials are provided to members of the public body.
5. If the all-virtual meeting is a meeting in which public comments are customarily received, the public must be afforded the opportunity to comment through electronic means, including by way of written comments.
6. The minutes of an all-virtual meeting specify that the meeting was held by electronic communication means and the type of electronic communication means by which the meeting was held.
7. The minutes of an all-virtual meeting describe with specificity any disapproval of a Board member's participation from a remote location because such participation would violate this policy.

8. No more than two members of the Board or committee may be together in one remote location unless that remote location is open to the public to physically access it.
9. If a closed session is held during the all-virtual public meeting, transmission of the meeting to the public must resume before the Board or committee certifies the closed meeting as required by subsection D of Va. Code § 2.2-3712.

The Board or any individual committee may not convene an all-virtual meeting i) more than two times per calendar year or 25% of the meetings held per calendar year rounded up to the next whole number, whichever is greater; or ii) consecutively with an all-virtual meeting.

B. *Individual Remote Participation.* Subject to the requirements below and in Section C, an individual member may participate in a Board or committee meeting by electronic communication means if in advance of the meeting the member notifies the Rector or respective committee chair and the Board Liaison that he or she is unable to attend the meeting due to i) the member's own disability or medical condition, or the member's need to care for a family member due to the family member's medical condition; or ii) the member's principal residence is located more than 60 miles from the meeting location; or iii) a personal matter.

1. The Board or committee member's location need not be open to the public; however, when requesting remote participation, the member must identify with specificity the reason for not attending in person and the remote location for participation.
2. The Rector or committee chair must approve the request to participate by electronic communication means.
3. The Board or committee shall record in its minutes whether a member's remote attendance is due to personal disability or medical condition, a family member's medical condition which requires care, or having more than 60 miles distance between the member's principal residence and the meeting location. If, however, remote participation is due to a personal matter, then the meeting minutes must reflect the specific nature of the personal matter. If the request to participate by electronic communication means is disapproved by the Rector or relevant committee chair, such disapproval shall be recorded in the minutes with specificity.

Such remote participation by a member for a personal matter shall be limited each calendar year to two meetings or 25% of the meetings held per calendar year, rounded up to the next whole number, whichever is greater.

These provisions regarding remote participation of individual Board members apply to meetings of the full Board and to each of its committees separately.

C. Participation by a member of the Board of Visitors under Section B shall be authorized only under the following conditions:

1. A quorum of the Board is physically assembled at the primary or central meeting location; and
2. The Board has made arrangements for the voice of the remote participant to be heard by all persons at the primary or central meeting location.

References

Va. Code § 2.2-3700 *et seq.*

<https://law.lis.virginia.gov/vacodepopularnames/virginia-freedom-of-information-act/>

Va. Code § 2.2-3701
<https://law.lis.virginia.gov/vacodeupdates/title2.2/section2.2-3701/>

Va. Code § 2.2-3708.2
<https://law.lis.virginia.gov/vacode/title2.2/chapter37/section2.2-3708.2/>

Va. Code § 2.2-3708.3
<https://law.lis.virginia.gov/vacodeupdates/title2.2/section2.2-3708.3/>

Approved By: Board of Visitors

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