

| Section:    | 2. Meetings                 |
|-------------|-----------------------------|
| Subpart:    | 2.4. Management             |
| Policy No.: | 2.4.9.                      |
| Title:      | Observers at Board Meetings |
| Effective:  | July 15, 2020               |
| Revised:    | N/A                         |

## Observers at Board Meetings

**Purpose:** Establish proper decorum for non-board members at meetings of the NCWM Board of Directors.

**Background:** In 2010, the Board of Directors established Policy 2.4.1. Committee Work Session Protocol to formalize parameters for observer participation in work sessions at Interim and Annual Meetings. The policy provides transparency in the work sessions while also allowing the committees to complete their work without interference.

The Board recognized the need for a separate policy addressing the conduct of its meetings in the presence of observers. These meetings differ in nature from committee work sessions. Committees work on reports after having taken stakeholder comments in open hearings. Conversely, The Board does not present its meeting agenda items for comment in open hearings. Therefore, there may be instances when it is appropriate to allow observers to make comments at the discretion of the Chair or other person presiding over a board meeting. This policy provides the guidelines for how this occurs.

## Policy:

- 1. Observers are welcome at Board of Directors meetings, except when the Board is in Executive Session.
- 2. Observers will be seated away from the table and shall refrain from participating in discussions unless by invitation from the NCWM Chair or other person presiding over the meeting.
- 3. The Chair or other person presiding over the meeting may invite an observer to be seated at the table to discuss a specific topic.
- 4. An observer may request to the Board Chair or person presiding over the meeting to address the Board regarding a specific topic. If allowed, the observer shall limit comments to that topic.
- 5. The Board may enter Executive Session at any time to discuss sensitive matters.