Open Records – Open Meetings
Jacqui Knettel, Executive Assistant
Importance of Good Policy

1) The right records management policy:
   a) Let’s everyone in your corporation know what they can and cannot do with “paper” “records”.
   b) Keeps you organized
   c) Assists in handling your corporate affairs efficiently.

2) Helps during audit time

3) Helps with public records requests
BE ORGANIZED

UP FRONT

- Where do I begin??????
Corporate Book

What do I do with it?

*Keep it* at your main place of business

*Update it* – REGULARLY

You will *Refer to it*

It is the place to keep important corporate papers
Why the Corporate Book – BECAUSE IT -

- Provides history of who you are and why you do what you do!
- A clear and concise record of all Board actions all IN ONE PLACE!
- Operational instructions
- Assists in transparency
- YOU ARE REQUIRED TO!
Each year Audited by the State
Auditor requests Corporate Book
What do they look for?

– List of Current Directors
– Schedule of Meetings
– Agendas
– Minutes of Meeting and Actions Taken at Meeting
– Board Resolutions
– Appointment of Chair/Vice Chair/Members
– Do your postings on the website match the corporate book
And the BEST reason of all to keep your corporate book . .
Yikes . . .

We’ve been subpoenaed

and we need to provide the following:

– copies of all Board actions
– copies of contract limits set by the Board
– copies of Board minutes
What’s in the Book?

• Corporate Book –
  – Articles of Incorporation
  – Code of Regulations/By-Laws
  – Comprehensive Ethics Policy
  – Employer I.D.
  – Officer Appointment
  – Signing Authority (who can sign what)
  – Public Records Policy
  – Board of Directors and schedule of terms
What else is in the Book?

• Notices
• Agenda
• Minutes
• Resolutions
• Budgets

Organized by year
Board Meetings
How Do I Do This?

- Meeting requirements established in the Code of Regulations
Meetings

• Meetings established in our Code of Regulations
• All meetings where a determination of the Board is required IS OPEN TO THE PUBLIC.
• Designate your secretary
• Adopt Roberts Rules of Order
• Held per calendar quarter on 4th Friday – except for December which is the 3rd Friday.
• Set your Agenda
# Requirements for Directors

|---------------------|------------------------|---------------|--------------------|---------------------------|----------------------|
| Directors           | Regular Board Meeting  | Not less than 7 days nor more than 14 days prior to meeting | • Personal Delivery  
                     |                        |               | • U.S. Mail (first Class)  
                     |                        |               | • Fax  
                     |                        |               | • E-Mail  
                     |                        |               | • Fax  
                     |                        |               | • E-Mail                      | Section 4.4.1 |
|                     | Special Board Meeting  | At least 24 hours prior to special meeting | • Personal Delivery  
                     |                        |               | • U.S. Mail (first Class)  
                     |                        |               | • Fax  
                     |                        |               | • E-Mail                      | Section 4.4.2 |
## Requirements for Public/Board/Media

<table>
<thead>
<tr>
<th>Party to be Noticed</th>
<th>Activity to be Noticed</th>
<th>Notice Period</th>
<th>Methods for Notice</th>
<th>Receipts Needed for</th>
<th>Code of Reg. Section</th>
</tr>
</thead>
<tbody>
<tr>
<td>Public</td>
<td>Board Meeting</td>
<td>Not later than 24 hours prior to regular or special meeting</td>
<td>Hard Copy Posted at Offices of Land Bank, Offices of Co. Treasurer, Offices of Commissioners, Published on Website, As Amended</td>
<td>(NA)</td>
<td>Section 4.8.2</td>
</tr>
<tr>
<td></td>
<td>Regular</td>
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<td></td>
<td>Special</td>
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<tr>
<td>Directors</td>
<td>Agenda with minutes from last meeting and resolutions for next meeting</td>
<td>7 days prior to scheduled Board Meeting</td>
<td>E-mail to Each Director Hard copy by regular mail</td>
<td>None</td>
<td>None – Administrative practice</td>
</tr>
<tr>
<td>Public</td>
<td>Agenda for Regular or Special Meeting</td>
<td>Not later than 24 hours prior to regular or special</td>
<td>Published on website</td>
<td>(NA)</td>
<td>Section 4.8.4</td>
</tr>
<tr>
<td>News Media Special Request</td>
<td>Regular or Special Meeting</td>
<td>Same as for the specific activity described above</td>
<td>E-mail notification</td>
<td>No, but Media must fill out a special notification request form</td>
<td>Section 4.8.3</td>
</tr>
</tbody>
</table>
www.cuyahogalandbank.org
Posting to the web
On the Web

- **Organization Documents**
  - Articles of Incorporation as filed and recorded
  - Code of Regulations
  - Agreement and Plan

- **Reports**
  - Report to Ohio General Assembly
  - State of Ohio Regular Audits from first audit through last audited year

- **Board of County Commissioners’ Resolutions**
  - Incorporation documents
  - Designation of Land Bank as County Agent
  - Approving Agreement and Plan

- **Policies**
  - Ethics Policy
  - Public Records Policy

- **Actions from all Board meetings** – notices of meetings, agendas, approved minutes, resolutions including the yearly budget
Important Take-Aways

• Transparency is important - it makes your life easier
• KEEP and UPDATE your corporate book
• KEEP and UPDATE your WEBSITE
• Auditors do check!
• The public checks!