

NAGSA EXECUTIVE SESSION

Subject: **Executive Session**
Policy Number: **NAGSA 01-B**
Date Approval: **August 5, 2017**
Date of next review: **August 2020**

PHILOSOPHY

At times, there are occasions when it is necessary to enter Executive Session to conduct business that is permitted by the Arizona Open Meeting Law. The policy outlines the protocols that will be consistently followed when the Board is conducting business in Executive Session. Therefore, the Native American Grant School Association (NAGSA) adopts the following policy.

POLICY STATEMENT

It is the policy of the Board of Directors of NAGSA that it may discuss a matter in Executive Session only if it falls within one of the purposes for an executive session authorized by the Arizona Open Meeting Law that applies a procedural requirement have been met.

EXCEPTION TO THE POLICY

None

AMPLIFYING INSTRUCTIONS AND GUIDELINES

1. DEFINITION

Executive Session means a gathering of a quorum of members of the NAGSA Board of Directors, from which the public is excluded.

2. PROPER TO CONVENING IN EXECUTIVE SESSION

- Prior to convening executive session, the Board President shall announce the topic of the executive session which shall be reflected in the minutes. The Board shall include the specific citation to statute authorizing it to meet in executive session when it announces the session and identify the matter to be discussed in as much detail as possible without compromising the purpose for which the executive session is authorized.
- Upon a majority vote, an executive session may be held.
- The Board President will announce whether or not it is likely that the Board will take a vote on the executive session topic in open session upon return.

3. PROCEDURAL REQUIREMENTS

Upon a public majority vote of the members constituting a quorum, the Native American Grant School Association may enter an executive session only for the purposes authorized by law. Arizona's Open Meeting Law presently allows Executive Sessions for the following purposes:

- a) Discussion or consideration of employment, assignment, appointment, promotion, demotion, dismissal, salaries, disciplining or resignation of a public officer, appointee or employee, except that, with the exception of salary discussions, an officer, appointee or employee may demand that the discussion or consideration occur at a public meeting. The Board shall provide the officer, appointee or employee with written notice of the executive session as is appropriate but not less than twenty-four hours for the officer, appointee or employee to determine whether the discussion or consideration should occur at a public meeting.
- b) Discussion or consideration of records exempt by law from public inspection, including the receipt and discussion of information or testimony that is specifically required to be maintained as confidential by state or federal law.
- c) Discussion or consultation for legal advice with the attorney or attorneys of the district.
- d) Discussion or consultation with the attorneys of the district in order to consider its position and instruct its attorneys regarding the district's position regarding contracts that are the subject of negotiations, in pending or contemplated litigation or in settlement discussions conducted in order to avoid or resolve litigation.
- e) Discussions or consultations with designated representatives of the district in order to consider its position and instruct its representatives regarding negotiations for the purchase, sale or lease of real property.

4. MINUTES OF EXECUTIVE SESSION

The Board Secretary shall record the minutes of the executive session. Such minutes shall include:

- Date, time and location
- Persons present
- General description of matters considered, including an accurate description of all instructions given to counsel regarding litigation or settlement
- Negotiations for the purchase, sale or lease of real property pursuant to ARS 38-431.A.7.

Review of executive session minutes is limited to members of the public body, an employee who was the subject of the discussion, the auditor general for the purpose of an audit, and the county attorney or attorney general for the purposes of any necessary investigation. Executive Session minutes will be maintained in a separate, confidential file.

5. PERSONS WHO MAY ENTER EXECUTIVE SESSION

Only individuals whose presence is determined by the Board to be reasonably necessary in order for the public body to carry out its executive session responsibilities may attend the executive session. ARS38-431.2. The following individuals will typically be invited to attend executive session:

- All board members (unless a member has a conflict of interest in the specific topic under discussion and therefore must excuse himself/herself from any discussion)
- Board President, Director or Designee will provide important information to the pending discussion
- Personnel who have requested executive session and such session fits within the parameters already noted. Staff who are not being recommended for a contract renewal if it is tied to performance or disciplinary action shall have the right to request an executive session. The NAGSA attorney or attorney representing the other party.
- Employee representatives providing collaborating evidence for an employee or advocating on the employee's behalf. The employee representatives must leave the executive session when the Board President determines that sufficient time has expired for the employee representatives to adequately present their testimony or advocacy.

6. CONFIDENTIALITY

All discussions held in Executive Session are to remain confidential unless as otherwise authorized by Arizona law. The Board President shall state this expectation when all parties are present. The Board President shall also remind everyone that there is to be no statement made about personnel who are not present. The only valid reasons for violating the confidentiality expectation include the following as authorized by Arizona law:

- A member of the Governing Board who did meet in the executive session may inform a board member who did not attend of the details that were discussed. and other board member(s) who did not attend.
- Any officer, appointee, or employee who was the subject of discussion at an executive session authorized by A.R.S. § 38-431.03(A)(1) may see those portions of the minutes directly pertaining to him or her.
- Staff personnel, to the extent necessary for them to prepare and maintain the minutes of the executive session.
- The attorney for the public body, to the extent necessary for the attorney to represent the public body.
- The Auditor General in connection with the lawful performance of its duty to audit the finances or performance of the public body.
- The Attorney General or County Attorney when investigating alleged violations of the Open Meeting Law.
- The court, for purposes of a confidential inspection.

7. VIOLATIONS

Any board members who are found in violation of this policy will be reported to their school, Navajo Nation Ethics & Rules, and Navajo Nation Election Administration (applies only to Navajo Schools) or tribal ethics office.

DELEGATION OF AUTHORITY

- a) The President shall communicate this policy to all board members.

REPORTS

- a) None

FORMS

a) NONE

EXPIRATION DATE OF POLICY

This policy will expire three years (3) after its acceptance unless re-approved by majority votes from NAGSA Board of Directors.

This policy is permitted to be amended once per calendar year.


SIGNUATRE & ADOPTION

Submitted by: **Royd R. Lee, NAGSA President** Original Date: **8/5/2017**

1st Reading Date: **Approved by Board of Directors** **8/5/2017**
Motion: **Dolly Wagoner** Second Motion: **Danise Gomez** Votes: **11/0/2**

2nd Reading Date: **By Board of Directors** **9/2/2017**
Motion: **Sarah White** Second Motion: **Rose Van Cruz** Votes: **11/0/1**

3rd & Final Reading Date: **By Board of Directors** **10/14/2017**
Motion: **Dolly Wagoner** Second Motion: **Danise Gomez** Votes: **11/0/2**

Policy Establishment Signature: _____

Royd R. Lee, NAGSA President