**\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Cooperative, Inc.**

**Board Policy**

**The following are adopted as Board Policy.**

1. **The Board shall assemble monthly, in-person, by phone, or through a remote video call, on the \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ of each month** **to:**

* Discuss the management of the community and the ROC’s finances
* Make decisions by majority vote
* Communicate Board actions to the Membership
* Address the concerns of the Membership

1. **The Board of Directors shall set the agenda for Board and Membership Meetings.** The President and Secretary shall coordinate the printing, posting and distribution of theagenda.Members may request that an item be added to the **Board Meeting agenda**, within seven (7) days of the next regularly scheduled meeting. Members may request that an item be added to the **Membership Meeting agenda**, within fifteen (15) days of the next scheduled meeting.
2. **Board Members who are not in good standing** with the ROC, as defined by the Bylaws, may attend and participate in Board Meetings, but will abstain from voting. Board Members who fail to return to good standing with the ROC within thirty (30) days will be asked to resign, or a vote may be taken to remove those Board Members per Bylaw 6.5.
3. **The Board will ensure that meetings of the Board and the Membership are legal and in keeping with approved Bylaws and policies & procedures of the ROC, including, but not limited to:**

* Providing proper notice for meetings to the Board and Members.
* Providing opportunities for Members to speak at an Open Forum.[[1]](#footnote-1)
* For remote attendance by residents during open session of board meetings(via phone or video), boards will:
* Provide residents with advanced notice that contains clear information on how to connect to the meeting.
* Ensure that every participant can hear the meeting proceedings and can be heard during the Open Forum section of the meeting.
* Following parliamentary procedure.
* Reviewing monthly and/or annual reports, as well as reports and recommendations from Board Members and Committees. Reports should not include confidential information about specific Members who are behind on their rent.
* Convening executive session, as appropriate, and in keeping with the Bylaws of the ROC.
* Following the Board-approved **Ground Rules for Participation Policy.[[2]](#footnote-2)**

1. **No individual Board Member will act independently of the Board.** Board Member roles are limited to what is in the Bylaws, or by what the Board has delegated to them.
2. **The minutes of the ROC** shall be considered DRAFT until they are attested by the Secretary. Voice recordings of Board and/or Membership Meetings are for the sole purpose of preparing the minutes and shall be destroyed once the minutes are approved by the Board or Membership, and attested by the Secretary.
3. **No Board decisions will be made without a meeting,** unless a written resolution is signed by **ALL** Directors.
4. **The Board shall obtain several written estimates, as well as certificates of insurance for contracted work** **and keep them on file in accordance with the ROC’s Procurement Policy.**
5. **The Board shall safeguard the integrity and intent of the budget approved by the Membership**. In accordance with the Bylaws, a decision to expend more than $2,000 that has not been specifically budgeted shall be made by majority vote of the Members present at an Annual, Special, or Regular Meeting of the Membership.
6. **The Board will require that all Members disclose any and all conflicts of interest to the Board and Membership** by following the process outlined in the Member-approved **Conflict of Interest Policy**.
7. **The Board will strictly hold all private information as confidential at all times.** This includes sensitive matters related to ROC employees, as well as all matters related to applications for Membership and residents’ tenancy in the community.
8. **The Board shall proactively communicate information to the Membership,** including providing updated policies & procedures, changes in Board and Committee leadership, and opportunities for be involved in the management of the organization.
9. **The Board will strive for fairness, consistency, and impartiality at all times.**
10. **The Board shall hold the interest of the ROC above Board Members’ own personal interests at all times.**
11. All Board Members are required to sign the **Board Code of Ethics** at the first Board Meeting after being elected or appointed.

This policy was approved and adopted on \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

The foregoing is a true and accurate account, attested by,

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Secretary

1. Note: Procedures for Open Forum should be established and communicated to the Members. For example, some ROCs allow Members to bring questions, comments and concerns to the Board for discussion, but only allow each Member three minutes to speak. They do not allow a person to bring up second issue until everyone who has an issue to discuss has had a turn. Open Forum is usually limited to 10-20 minutes, and is listed as an Agenda item, usually at the end. [↑](#footnote-ref-1)
2. For a sample **Ground Rules for Participation Policy**, see page 109 of the Corporate Chapter of the Management Guide. [↑](#footnote-ref-2)