

Board Meeting Procedures

1. Quorum

A majority of the members of the Board must be present at a meeting in order to conduct business;

- ~~a. Three members of a five-member board is a quorum;~~
- ~~b. Four members of a seven-member board is a quorum;~~
- ~~c. Five members of a nine-member board is a quorum.~~

2. Vote Needed for Exercise of Powers

The affirmative vote of a majority of Board members will be necessary for exercising any of the Board's powers.

~~As an example, if three members of a five-member board are present, all must vote affirmatively to pass a motion of official business. While three members constitute a quorum, a two-to-one vote would defeat the motion.~~

- ~~a. For a seven-member board, four affirmative votes are required.~~
- ~~b. For a nine-member board, five affirmative votes are required.~~

3. Board Member Voting

Each member's vote on all motions will be recorded in the minutes.

4. Abstaining From Vote

If a Board member chooses to abstain from voting, such abstention will be recorded.

Board members abstaining due to an actual or potential conflict of interest must publicly state the conflict. Board members having a potential conflict may vote.

5. Parliamentary Procedure

Official Board business will be transacted by motion or resolution at duly called regular or special meetings.

~~Except as otherwise provided by state law and/or Board policy, the rules of parliamentary procedure comprised in *Robert's Rules of Order, Newly Revised*, "Procedures for Small Boards" will govern the Board in its deliberation.~~

The Board chair will decide all questions relative to points of order, subject to an appeal to the entire Board.

END OF POLICY

Legal Reference(s):

[ORS 192.650](#)

[ORS 244.120\(2\)](#)

[ORS 332.045](#)

[ORS 332.055](#)

[ORS 332.057](#)

[ORS 332.107](#)

38 OR. ATTY. GEN. OP. 1995 (1978)

41 OR. ATTY. GEN. OP. 28 (1980)