

**WEST VIRGINIA UNIVERSITY  
BOARD OF GOVERNORS  
POLICY 37**

**BOARD OF GOVERNORS MEETINGS  
West Virginia University and its Regional Campuses**

**Section 1. General**

- 1.1 This policy governs the meetings of the West Virginia University Board of Governors. [It is also Section 3 of the WVU Board of Governors Operating Procedures.]
- 1.2 Authority. – West Virginia Code: §18B 1-6; §6-9A-3;
- 1.3 Effective Date. – June 2, 2006

**Section 2: Meetings**

- 2.1 Frequency  
The West Virginia University Board of Governors (“Board”) shall meet in regular session not less than six times in each fiscal year. The schedule of meetings will be determined by the Chair in consultation with the Board.
- 2.2 Annual Meeting  
The annual meeting shall be held each year in June.
- 2.3 Notification & Access  
The date, time, place and agenda of all regularly scheduled meetings and the date, time, place and purpose of all special meetings shall be announced in advance in the State Register, as prescribed by the Open Governmental Proceedings Act. Meetings of the Board shall be open to the public as provided by law.
- 2.4 Emergency Meetings  
In the event of an emergency, the Chairperson may file an emergency meeting notice at any time prior to the meeting. The emergency meeting notice shall state the date, time, place and purpose of the meeting and the facts and circumstances of the emergency. The meeting shall be limited to the emergency agenda identified in the notice.
- 2.5 Meeting Location  
Meetings will ordinarily be held on the campus of West Virginia University in Morgantown, but may be held at such other places as the Board may determine.

## 2.6 Quorum

A majority of members (9) shall constitute a quorum to do business, but a smaller number may meet and adjourn to some other time or until a quorum is obtained. Telephonic or other electronic means of attending the meeting shall qualify toward the quorum.

## 2.7 Parliamentary Procedure

The business at each meeting shall be conducted under general parliamentary rules set forth in *Robert's Rules of Order* as modified or interpreted by the Board.

## 2.8 Agendas

The agenda for every meeting of the Board shall be prepared by the Chair of the Board with the assistance of the President of the University. Any member of the Board of Governors may present to any meeting of the Board any item for information or discussion whether or not the same is on the agenda of the meeting, but no final action shall be taken on an item that is not consistent with the agenda or purpose of the meeting.

## 2.9 Minutes

Minutes of each meeting of the Board shall be prepared, approved by the Board, and recorded permanently with the signatures of the Chair and Secretary.

Subject to the exceptions set forth under the Open Governmental Proceedings Act, minutes of all meetings shall be available to the public within a reasonable period of time after the meeting and shall include, at least, the following information:

- a) The date, time, and place of the meeting;
- b) The name of each member of the Board, present and absent;
- c) All motions, proposals, resolutions, orders and measures proposed, the name of the person proposing the same and their disposition; and
- d) The results of all votes and, upon the request of a member, pursuant to the rules of the Board for recording roll call votes, the vote of each member by name.

## 2.10 Voting

### 2.10.1 Manner of Voting

Votes on all matters coming before the Board or any of its committees shall be taken by voice vote, but a roll call vote shall be taken upon the request of a member for a roll call vote.

### 2.10.2 Off-Site Voting

Whenever any member participates in a meeting of the Board by telephone or any other means when not physically present at the meeting location, such member(s) shall be individually polled as to each vote of the Board.

### 2.10.3 Proxy Voting

No member may vote by proxy.

2.11 Executive Session

By vote of a majority of the members present at any meeting of the Board, and in accordance with the West Virginia Open Governmental Proceedings Act, portions of a meeting may be closed to the public.

No decision may be made in the executive session. No person not a member of the Board shall be in attendance at such executive session except at the direction of the members.

2.12 Protocol for Meetings of the Board of Governors

All those in attendance at meetings of the Board of Governors may be asked to identify themselves before addressing the Board or in appropriate circumstances upon entry to the meeting. Only members of the Board of Governors, the President, or those recognized by the Chair or by majority vote of the members present may address the Board.

If space is limited in the meeting room, those with business before the Board of Governors and the members of the press shall have priority over those who are visitors.

The Board may remove from the meeting any member of the public who is disrupting the meeting to the extent that orderly conduct of the meeting is compromised.

2.13 Appearances before the Board

Persons who desire to have an item placed on the Board's regular or special meeting agenda may submit a request in writing to the Chair or to the President of the University. After consultation with the President, the Chair may either place the requested item on an upcoming agenda or reject it, notifying the person of the reasons for the decision; the Chair may also refer the item to a committee of the Board. Such a request may include a request to address the Board in relation to the proposed agenda item and shall be made in sufficient time to be considered prior to the issuance of the agenda.

At any meeting where the Board requests that persons who desire to address the Board register to address the body, persons may not be required to register more than fifteen (15) minutes prior to the time the scheduled meeting is to commence.

When deemed proper, a majority of the Board may waive these rules and hear any person on any subject, before either the committee of the whole or any committee of the Board.