

Rainier Cemetery District
Board of Directors Meeting Rules

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1. Authority

The Rainier Cemetery District Board of Directors (“Board”) has the right to require persons attending or participating in any meeting of the Board or addressing the Board to conform to Board of Directors Meeting Rules (“Rules”) and directions of the Board Chair or Presiding Officer.

2. Meetings, Generally

All Board meetings will be open to the public, with the exception of Executive Sessions held under the provisions of Oregon Public Meetings Law. All Board meetings will be held in a location within District boundaries, accessible to the public, and in accordance with Oregon Public Meetings Law. All Board meetings will be noticed in accordance with Oregon Public Meetings Law. All Board meetings will provide for electronic attendance and participation by GoToMeeting by phone, in accordance with Oregon Public Meetings Law.

a. Quorum

The Board Chair or, in the Board Chair’s absence, the Vice Chair, shall call the meeting to order at the hour designated for the meeting. If a quorum is not present, the **Presiding Director** shall attempt to inform the absent member or members, except those with excused absences or known to be unavoidably detained, that their presence is required. If the absent member or members do not appear after the notice, the members present shall adjourn until a specific time or until the next regular meeting or shall compel attendance of the absent member or members.

b. Calling a Meeting

A Regular, Special, or Emergency Meeting of the Board may be called by the Board Chair or, in the absence of the Board Chair, by the Vice Chair or two (2) board members. A member of the Board desiring to call a Regular, Special, or Emergency meeting shall first contact the Board Chair or, in the Board Chair’s absence, Vice Chair. The Board Chair or Vice Chair will contact the **board secretary**, who will contact other members of the Board, determine if a quorum is available, and determine whether all applicable Oregon Public Meetings Law requirements are met. Any **board member** may request to schedule an Agenda Session, Work Session, Regular, Special, or Emergency meeting when they determine that such a meeting is needed to carry out Board business. Future Agenda Sessions, Regular, Special, Emergency, or Work Session meetings may also be set by the Board at a Regular, Special, or Emergency Meeting.

c. Cancelling a Meeting

Upon a majority vote of the Board members present at any Board meeting, a future Regular Meeting may be canceled when deemed appropriate. If there is no business to transact or a quorum of the Board cannot attend and there is no urgent necessity to

have the meeting, the **Board Chair**, may cancel the meeting. Board members will be notified of the cancellation prior to notice being given to the public. Notice of cancellation will be given at least 72 hours prior to the scheduled meeting.

d. Attendance

Members of the Board may be excused from attending a Board meeting by contacting the Board Chair prior to the meeting and stating the reason for their inability to attend. If the member is unable to contact the Board Chair, **then the member shall contact the Vice Chair. The Vice Chair shall then convey the message to all other board members prior to scheduled meeting.** Absent Board members who do not follow the above process will be considered unexcused, which shall be so noted in the minutes. No Board member may leave a Board meeting without permission from the Board Chair or Presiding Officer.

e. Voting

Board members shall not explain their vote during roll call. Explanations may be given during deliberations and discussions. Every Board member who is present will vote for or against the question before the Board unless the Board excuses a member from voting. A Board member may refrain for just legal cause without being excused by the Board. Board members must announce the legal reason or justification for abstaining from voting.

3. Types of Meetings

Subject to Oregon Public Meetings Law, the Board may hold the following meetings:

a. Regular Meetings

The Board will hold regular meetings on 3rd **Wednesday** of each month at 5:00pm in the Rainier Cemetery District office located at 24952 Alston Rd, Rainier, Oregon.

b. Agenda Sessions

The Board may hold Agenda Session meetings prior to a Regular Meeting for the purpose of reviewing the Regular Meeting agenda. Agenda Sessions are for Board discussion and review only—no public input will be accepted and the Board shall not vote or make any commitment to future votes. The Board may ask for additional information from District Staff regarding any agenda item.

c. Work Sessions

The Board may hold Work Sessions as “information only” meetings in which the Board may hold a general discussion or receive detailed reports regarding specific topics or projects. Work Sessions are for Board discussion and review only—no public input will be accepted and the Board shall not vote or make any commitment regarding future votes.

d. Special Meetings

Special Meetings are held on dates other than Regular Meetings to accommodate Board business. Special Meetings must be called with no less than 24 hours' public notice.

e. Emergency Meetings

Emergency Meetings may be held only to discuss business directly associated with an actual emergency. Only the matters creating the need for an Emergency Meeting shall be discussed or acted upon at the Emergency Meeting—no other Board business shall be conducted or discussed. Emergency Meetings may be called with less than 24 hours' public notice. The Emergency Meeting's public notice and minutes must identify the specific emergency requiring an Emergency Meeting.

f. Executive Sessions

An Executive Session may be held during a Regular, Special, Emergency, or Work Session meeting if the Executive Session complies with all applicable provisions of Oregon Public Meetings Law. If an Executive Session is to be held, the notice of such Executive Session must state the specific provision of law authorizing the Executive Session.

The Board shall not vote or make any commitment regarding future votes during an Executive Session, although the Board may reach a consensus in Executive Session. Such consensus must be confirmed by a formal vote taken in open session.

Prior to each Executive Session, the Board Chair will announce the specific provision of law authorizing the Executive Session, instruct members of the public to exit the Board meeting, and instruct News Media Representatives that they may not report on the matter to be discussed in Executive Session. All Board members and District Staff are expected to maintain the confidentiality of the information discussed in an Executive Session.

4. **Agenda**

a. Agenda, Generally

The **Board Secretary** shall prepare an agenda of the business to be presented at Board meetings, **with input and approval from board members**. For Regular Meetings, no item of business shall be added to an agenda after 12:00pm the day of the meeting. For all other meetings, no agenda item can be added after public notice of the meeting has been given. The Board shall only consider matters that appear on the agendas for meetings. The Board Chair and members of the Board shall endeavor to have subjects they wish considered submitted in time to be placed on the agenda. Items meeting the deadline may be placed on the agenda by any of the following methods:

- i. A majority vote of the Board;

- ii. Consensus of the Board;
- iii. By any Board member in a request to the **Board Secretary** (the agenda item will identify the Board member who requested that the item be placed on the agenda); or
- iv. By the District Attorney.

b. Consent Agenda

In order to make more efficient use of meeting time, **the Board Secretary** may place resolutions, proclamations, and similar items that are routine in nature and on which no debate is expected on a “consent agenda.” Any item placed on the consent agenda shall be removed at the request of the Board Chair or a Board member prior to the time a vote is taken on the consent agenda items. All remaining items on the consent agenda shall be disposed of by a single motion: "To adopt the consent agenda." This motion shall not be debatable. Adoption of the consent agenda shall be by the affirmative vote of all members of the Board present at the time the vote is taken and shall have the same effect as a separate vote for each item. If there are any dissenting votes, each item on the consent agenda shall be voted upon separately in the usual manner.

5. Minutes

Written minutes shall be taken for all Board meetings except Executive Sessions, for which minutes may be kept in the form of audio recordings. No transcript of Executive Session meeting minutes must be made unless otherwise required by law. The written minutes of Board meetings need not be verbatim transcripts but shall give a true reflection of the matters discussed at the meeting and the views of those participating in the discussions. All minutes shall be made available to the public within a reasonable amount of time following the meeting.

6. Rules of Order

Roberts Rules of Order shall be used as a general guide for conducting Board meetings except, where they are in conflict with any other procedure in these Rules or adopted by the Board. The Board has an obligation to be clear and simple in its procedures and the consideration of the questions coming before it. The Board’s Rules of Order should be liberally construed to that end. Board members shall not invoke the finer points of parliamentary procedure when doing so would serve only to obscure issues before the Board, confuse the audience and members of the public, or otherwise stymie Board business.

a. Presiding Officer

The Board Chair or, in the Board Chair's absence, Vice Chair shall serve as the Presiding Officer. The Presiding Officer shall preserve decorum and decide all points of order, subject to appeal by the Board.

b. Pro-Tem Presiding Officer

In event of the absence of the Board Chair and Vice Chair **any board member present** shall call the Board to order and call the roll of the members. If a quorum is present, those Board members present shall elect, by majority vote, a Pro-tem Presiding Officer for that meeting. Should the Board Chair or Vice Chair arrive, the Pro-tem Presiding Officer shall relinquish the chair immediately upon the conclusion of the item of business then under consideration before the Board.

c. Board Discussion and Debate

Every Board member desiring to speak shall first address the Presiding Officer and await recognition to obtain the floor. No persons other than members of the Board and the person having the floor shall enter into any discussion, either directly or through a member of the Board, without permission of the Presiding Officer.

No Board member shall address the Presiding Officer or demand the floor while a vote is being taken.

Board members shall limit their remarks on a subject to five minutes, unless granted additional time by a majority of the Board. Members of the Board shall refrain from speaking more than once upon any subject until other members of the Board have had a chance to speak on the topic. After all Board members have had their opportunity to speak, the Presiding Officer will entertain Board action as necessary.

A Board member, once recognized by the Presiding Officer, shall not be interrupted while speaking unless called to order by the Presiding Officer or a point of order is raised by any member of the Board. In this case, the speaker shall immediately cease speaking until the point of order is determined. If the Presiding Officer rules that the speaker is in order, the speaker shall be permitted to continue speaking. If the Presiding Officer rules that the speaker is out of order, the speaker shall remain silent or shall alter their remarks to comply with the ruling.

All Board members shall accord the utmost courtesy to each other, staff, and the public and refrain, at all times, from rude and derogatory remarks, reflections as to integrity, abusive comments, and statements as to motives and personalities. Board members shall confine their questions to the particular matters before the assembly and, in debate, shall confine their remarks to the issue before the Board.

Board members shall be removed from the meeting for failure to comply with the decisions of the Presiding Officer or for continued violations of these Rules. If the Presiding Officer fails to act, any member may move to require the Presiding Officer to

enforce the rules. Upon such a motion, the affirmative vote of a majority of the Board shall require the Presiding Officer to act.

All members of the Board shall give undivided attention to the discussions and business of the Board during Board meetings. Members shall refrain from personal conversations or correspondence with other members of the Board, staff, or the public.

d. Right to Appeal

Any Board member may appeal a ruling of the Presiding Officer to the Board. If the appeal is seconded, the Board member making the appeal may briefly state the reason for the appeal and the Presiding Officer may briefly explain the ruling. However, there shall be no debate on the appeal and the only question shall be: "Shall the decision of the Presiding Officer stand as the decision of the Board?" If the majority of the Board members vote in the affirmative, the Presiding Officer's ruling is sustained; otherwise, the Presiding Officer's ruling is overruled.

7. Decorum and Order

a. Removal

Any of the following shall be sufficient cause for the Presiding Officer to direct the removal of any person from a Board meeting for the duration of that meeting, whether the person is attending in-person or virtually:

1. Failing to refer to District Staff, representatives, and officials by their proper title;
2. Using unreasonably loud, threatening, or disruptive language;
3. Making loud or disruptive noise;
4. Engaging in violent or distracting behavior;
5. Willfully damaging the interior or the furnishings of the Board meeting hall;
6. Refusing to obey these Rules, including limitations on occupancy and seating capacity; or
7. Refusing to obey an order of the Presiding Officer.

Before a person is removed for inappropriate conduct, the Presiding Officer shall give a warning to cease the conduct.

If a meeting is disrupted by members of the audience, the Presiding Officer or a majority of the Board may order that the meeting hall or virtual platform be cleared and a recess called until order is restored.

b. Virtual Meeting Attendance and Participation

Persons who attend Board meetings virtually understand that the District's virtual platform monitor may mute or turn off their video at any time for a violation of these Rules. In addition to complying with these Rules, virtual meeting attendees shall:

1. Must contact the office at least 24 hours before the meeting to request virtual meeting attendance information.
2. Remain on mute during the Board meeting, except when called upon to speak by the Presiding Officer;
3. Turn off video unless speaking to the Board, at which time attendees shall be stationary and ensure that their background and dress is appropriate to address the Board;
4. Conduct no unlawful activity during virtual attendance; and
5. Present all visual presentations to the District's virtual platform monitor in advance.

c. Seating Capacity and Safety Requirements

The safe occupancy and seating capacity of the Board Meeting location (Rainier Cemetery District office located at 24952 Alston Rd, Rainier, Oregon) shall be established in compliance with all federal and state public health laws, regulations, and guidance, including Executive Orders and guidance from the Oregon Health Authority, and as further determined by the State Fire Marshal. The occupancy and seating capacity of the Board Meeting location (Rainier Cemetery District office located at 24952 Alston Rd, Rainier, Oregon) shall be posted within the Rainier Cemetery District office located at 24952 Alston Rd, Rainier, Oregon. The limitations on occupancy and seating capacity shall be complied with at all times.

Aisles shall be kept clear at all times. Members of the audience shall abide by the seating plan in the Rainier Cemetery District office located at 24952 Alston Rd, Rainier, Oregon and shall not pass beyond the restraining barriers unless requested to do so by the Presiding Officer.

d. Flags, Signs, and Posters

No flags, posters, placards, or signs, unless authorized by the Presiding Officer, may be carried or placed within any meeting hall in which the Board is officially meeting or any

meeting hall in which a public meeting is being held. This restriction shall not apply to armbands, emblems, badges, or other articles worn on personal clothing of individuals, provided that such devices are of such a size and nature as not to interfere with the vision or hearing of other persons at the meeting and provided that such devices do not extend from the body in a manner likely to cause injury to another.

e. Censure

The Board has the inherent right to make and enforce its own rules and to ensure the compliance with those laws generally applicable to public bodies. Should any Board member act in any manner constituting a violation of these Rules or other general laws, the Board, by majority vote, may discipline that Board member to the extent provided by law, including public reprimand.

To exercise this inherent right, the Board has the right to investigate the actions of any member of the Board. Such investigation shall be referred to the Board, either in open meeting or in an Executive Session, to discuss any finding that reasonable grounds exist that a violation has occurred.

8. Code of Ethics

Board members shall comply with all applicable provisions of Oregon's Government Ethics Laws, as established in ORS Chapter 244 and incorporated herein by reference.

a. Conflicts of Interest

In every case in which a Board member is faced with a potential conflict of interest or an actual conflict of interest, the nature of the conflict must be disclosed during the public meeting and recorded in the minutes. If an actual conflict of interest exists, the Board member, after disclosing the nature of the conflict, shall leave the Board table and refrain from participation in both the discussion and the vote on the issue.

(1) An actual conflict of interest means any Board member action, decision, or recommendation that would grant a private pecuniary benefit or avoid a private pecuniary detriment to the Board member, their relatives, or any business with which the Board member or the Board member's relative is associated. ORS 244.020(1).

(2) A potential conflict of interest means any Board member action, decision, or recommendation that could grant a private pecuniary benefit or avoid a private pecuniary detriment to the Board member, their relatives, or any business with which the Board member or the Board member's relative is associated. ORS 244.020(13).

b. Conduct

Board members are encouraged to conduct themselves so as to bring credit upon the District as a whole and to set an example of good ethical conduct for all citizens of the

community. Board members should constantly bear in mind these responsibilities to the entire electorate and refrain from actions benefitting any individual or special interest group at the expense of the District as a whole. Board members should likewise do everything in their power to ensure impartial application of the law to all citizens and equal treatment of each citizen before the law, without regard to race, national origin, sex, age, social station, religion, marital status, familial status, domestic partnership status, sexual orientation, source of income, and disability status.

c. Representing the Board

Board members may only represent the District upon specific authorization by a majority of the Board. Board members who are authorized to represent the District before another public body, governmental agency, community organization, or with the media must always present the majority position of the Board pursuant to their authorization. Personal opinions and comments may be expressed only if it includes the clarification that these statements do not represent the position of the Board. Communications of personal opinions or comments should not be accompanied with a statement of the author's status as a member of the Board.

d. Social Media

If a Board member wishes to use personal social media accounts to present information that is representative of the District, they must always present the majority position of the Board. Personal social media includes blogs, Twitter, Facebook, and all forms of electronic communications media.

If a Board member wishes to use personal social media accounts as a communication tool for their personal opinions and comments, they must include a statement that their opinions and comments do not represent the position of the Board or the District. Personal social media includes blogs, Twitter, Facebook, and all forms of electronic communications media.

Board members are not authorized to post to the District's official social media accounts.

9. District Staff Addressing the Board or the Public

Members of District Staff shall first be recognized by the Presiding Officer before addressing the Board. District Staff shall address their remarks generally to the Board Chair. District Staff may respond to questions or comments from Board members or members of the public with permission from the Presiding Officer and shall always do so in a polite, tactful manner.

10. Appearance of Interested Citizens

a. Comments on Items not on the Agenda

There shall be a period of time, not to exceed 30 minutes, **at the beginning and/or near the end** of each Regular Meeting for members of the public to ask questions or make statements.

Each member of the public shall have no more than **five** minutes to speak during this time. A member of the public who wishes to address the Board during this time shall stand and wait to be recognized by the Board Chair. After recognition, the person's name and address shall be stated for the record. All statements and questions shall be generally addressed to the Board Chair and not to any individual Board member, member of staff, or other person. No person may enter into discussion without being recognized by the Board Chair.

b. Comments on Agenda Items

The Presiding Officer may choose to provide an opportunity for members of the public to appear and comment on select agenda items, except on items for which a public hearing was or is scheduled to be held. If allowed, citizen comments shall be limited to three minutes per person. In no event shall the cumulative comments for a single agenda item exceed 15 minutes. Comments must address the specific agenda item and cannot be used for additional discussion of other items on the agenda or on items not on the agenda.

11. Public Hearings

Prior to each public hearing, the Presiding Officer shall announce the nature of the matter to be heard and then ask for the staff report. After the staff report, the Presiding Officer will declare the hearing to be open and invite any member of the audience to come forward to be heard. If appropriate, the Presiding Officer may first ask those persons in favor of the stated matter to come forward, followed by those speaking in opposition. The Presiding Officer may, with the approval of the Board, limit the total time of the public hearing, the number of speakers, and/or the time each speaker may speak at the public hearing. No limit on the total time of the public hearing or the number of speakers will be imposed for quasi-judicial public hearings, but the Presiding Officer may, with the approval of the Board, limit the time each speaker may speak. The Presiding Officer shall announce all such restrictions prior to the commencement of the hearing.

12. News Media

These Rules shall not be construed to prevent news media representatives from performing their duties so long as the manner of performance is not unreasonably disruptive of the meeting.

13. Effect of Rules

These Rules shall repeal, rescind, and replace all other rules and procedures which may have been formally adopted or informally adopted by past practice or implied policies. These Rules are adopted for the sole benefit of the Board to assist in the orderly conduct of Board business. These Rules do not grant rights or privileges to members of the public or third parties. The Board may, by a majority vote, temporarily waive any of these Rules.

14. Failure to Follow Rules

Failure to follow or abide by these Rules in conducting business does not invalidate the Board's decisions nor will it be grounds to later challenge the validity of the Board's decisions.

15. Amendment and Review

These rules may be amended in the manner adopted by the Board. The Board will endeavor to review these rules at least every other year after adoption.