

UTAH COUNTIES INDEMNITY POOL BOARD MEETING RULES OF ORDER AND PROCEDURE POLICY

SECTION A EFFECTIVE DATE AND FREQUENCY OF REVIEW

1. The effective date of this policy is April 19, 2018.
2. This policy should be reviewed annually, but not less than every five years by the Board.
3. This policy will also be reviewed any time that changes to laws or rules governing the rules of procedure of Board Meetings of interlocal agencies are amended or recommendations are made by the UCIP Board Chair or CEO, which would require review and update to this policy.
4. Failure to review this policy in the frequency stated shall not nullify, void, limit or waive this policy or any action taken under this policy.
5. This policy is considered to be amended at the time any new federal or state law becomes effective which conflicts with this policy, but only to the extent necessary to come into compliance with new law.

SECTION B PURPOSE

1. This policy outlines the rules of order and procedure of Meetings of the Board in accordance with Utah Code Ann. §11-13-404(3)(b)(i) and the UCIP Interlocal Agreement.
2. The purpose of having formal written rules of order and procedure is to assure efficiency and compliance in all Meetings conducted by the Board.

SECTION C AUTHORITY

1. The Board has authority to implement this policy under the UCIP Interlocal Agreement and Bylaws.

SECTION D APPLICABILITY AND SCOPE

1. This policy applies to all Meetings of the Board when acting as a Public Body.
2. Meetings of the Board will include Meetings held in person and electronically.
3. All Meetings of the Board will be held in compliance with the Utah Open and Public Meetings Act (OPMA) and any procedure of this policy in conflict with OPMA shall be considered modified to the extent necessary to comply with OPMA.

SECTION E DEFINITIONS

1. Agenda: means the properly noticed list of items for discussion, deliberation or action of a Meeting of the Board.
2. Board: the UCIP Board of Directors.
3. Chair: the individual conducting a Meeting of the UCIP Board of Directors.
4. CEO: the Chief Executive Officer of the Utah Counties Indemnity Pool.
5. Clerk: the individual appointed by the Board.
6. Meeting: a Meeting as defined in OPMA.
7. Parliamentarian: the CEO shall serve as Parliamentarian of the Board. The Parliamentarian should be a person knowledgeable in parliamentary procedures and specifically these Rules of Order and Procedure.
8. Public Body: the meaning as defined in OPMA.
9. OPMA: the Utah Open and Public Meetings Act.

SECTION F POLICY STATEMENTS

1. These rules of procedure shall be made available to the public at each Meeting of the Board and on the UCIP website.
2. The individual Board member who chairs a Meeting of the Board shall assure these Rules of Order and Procedure are adhered to during the Meeting.
3. The Board considers agenda items such as Other Business, Open Forum or Public Comment not to meet the intent of OPMA's requirement for each agenda item to provide "reasonable specificity" of the item to be discussed or acted upon.
4. The Board interprets the OPMA to provide a right to the public to "observe" its Meetings and record meetings if done in a non-disruptive manner. The Board does not consider the right to "observe" a Meeting to include a right to speak at a Meeting. The right to speak, "participate", is provided during a public hearing of the Board. Such right shall be provided for with reasonable limits on time and manner of participating. The right to participate only extends to the public speaking on the issue which the public hearing is convened for. A person speaking to issues not on the agenda of a Meeting or hearing will be considered to be disrupting the Meeting or hearing.

SECTION G PROCEDURES AND RESPONSIBILITIES

1. Chair

The Chair of any Meeting of the Board shall be the individual as determined by the Bylaws.

a. Duties of the Chair

The Chair shall preside at all Meetings of the Board conducted under these Rules of Order and Procedure. As the presiding officer, the Chair shall assure proper order of the Board and public during the Meeting, which includes the following duties:

- (i)* Review and approve an agenda to be published publicly for each Meeting;
- (ii)* Announce the item of business before the Board in the order in which it is to be acted upon;
- (iii)* Recognize persons wishing to have the floor for presentation or discussion;
- (iv)* Receive and submit to the Board all motions presented by the Board;
- (v)* Receive documents to be placed into the record, and assure all records available to the Board at the Meeting are also made available to the public as applicable;
- (vi)* Review each motion made to determine if the motion is in order;
- (vii)* After appropriate discussion and deliberation, put each motion to a vote;
- (viii)* Announce the result of each vote of the Board;
- (ix)* Rule on any point of order or procedure, after receiving advice from the Board's legal counsel, if requested, with such ruling being final;
- (x)* Maintain order at Meetings; and
- (xi)* Manage the Meeting efficiently, moving the agenda along including holding down redundancy in discussion and calling the question when appropriate.

Acting as the presiding officer of a Meeting in no way limits or precludes the Chair from participating in each Meeting as a member of the Board, including the right to participate in discussion, debate, make motions and vote.

2. Clerk

a. Duties of the Clerk

The Clerk shall attend all Meetings of the Board. The Clerk to the Board shall perform the following duties:

- (i) Oversee the process for persons to request an item be placed on the agenda;
- (ii) Draft an agenda for each Meeting of the Board and provide the draft to the Chair with adequate time for their review and approval prior to noticing the agenda;
- (iii) Provide notice of each Meeting in accordance with state statute, including providing notice of the agenda with at least 24 hours notice;
- (iv) Assemble a packet of information for each Meeting, provide such packet to the members of the Board in advance of the Meeting, and assure at least one copy of the packet is available for public inspection at the Meeting;
- (v) Assure these Rules of Order and Procedure are available for public inspection at each Meeting of the Board;
- (vi) Assure the anchor location of each Meeting is accessible for the public to reasonably observe the Meeting;
- (vii) Coordinate systems to allow members of the Board, and members of the public, if necessary, under these Rules of Order and Procedure, to attend or observe the Meeting electronically;
- (viii) Take minutes of each Meeting of the Board, assuring that draft minutes are available within a reasonable period after the Meeting, that a draft of minutes are provided to the Board at the next regular Meeting of the Board for their approval, and that approved minutes are available to the public within three days of the date approved by the Board;
- (ix) Make recordings of each Meeting which are unaltered and unedited, mark the recordings with the date and time of the Meeting and assure the recording is available to the public within a reasonable period after the Meeting; and
- (x) Provide the Chair all necessary affidavits, statements and other documents for the Chair's signature in conjunction with Meetings.

3. Convening a Meeting

A meeting of the public body is convened when the Chair calls a gathering of a quorum of the body to order to discuss, take comment from the public about or act upon a relevant matter as that term is defined in UCA 52-4-103(11).

4. Quorum

a. Calculating a Quorum

A quorum of the Board shall be required to call a Meeting to order, and to continue conducting business as the Board. A quorum of the Board is a simple majority of the number of individuals currently holding a position on the Board. A member of the Board participating in a Meeting electronically, in accordance with the Board's electronic Meeting policy, is considered in attendance for purposes of determining a quorum. Proxy voting is not allowed under these Rules of Order and Procedure, and no claim of a proxy vote shall be used in determination of a quorum.

b. Loss of a Quorum During a Meeting

If during the course of a Meeting that was properly called to order with a quorum, members of the Board leave the Meeting to the extent that a quorum is lost, the Chair should immediately announce that a quorum has been lost and the Board may not conduct business until a quorum is regained. The Chair may call a recess of the Meeting to allow time for a quorum to be regained, may move to purely administrative items on the agenda, or may rule the Meeting to be adjourned if it is clear a quorum will not be regained in a reasonable period of time. Any motion made, deliberation on an action or attempt to vote on a motion when a quorum is not present must be ruled out of order by the Chair. When a quorum is regained after being lost during a Meeting, the Chair should announce a quorum is present and should return to business at the point the quorum was lost.

4. Agenda

- a. The Clerk for the Board shall prepare a draft agenda for each Meeting. The Chair shall review the draft and approve a final agenda for the clerk to include with the required notice of each Meeting. Each agenda item shall describe the item with reasonable specificity.
- b. Items may not be added to the agenda unless such items can be added with adequate time for the revised agenda to be noticed to the public in accordance with the Open and Public Meetings Act.
- c. Items on the agenda may be taken out of the order shown on the noticed agenda at the Chair's discretion.

5. Parliamentary Process

a. Announce Agenda Item

The Chair should announce each agenda item to be considered by the Board. The Chair may clarify the scope of the item, assuring that deliberation and action on the item is within the scope of the description of the item on the noticed agenda.

b. Reports on Agenda Items

After announcing the item, the Chair should recognize staff and/or invitees to provide a report on the item, if appropriate. The Chair may also allow another member of the Board who is assigned

to the agenda item to provide a report and in turn recognize staff and/or invitees. Invitees may be consultants, vendors or others the Chair or other member of the Board has determined can assist in providing an effective report to assist the Board in making an informed decision on the item. The Chair should recognize members of the Board to ask clarifying questions of staff and others providing reports, and may do so during or after the report, at the Chair's discretion.

c. Public Comment on Agenda Item

The Chair, in the Chair's discretion, may recognize members of the public in attendance to comment on the item, unless the item is of a nature that comment is not appropriate. The Chair may limit public comment by limiting the total amount of time for comment on an item or the amount of time any individual may comment, or both, at the Chair's discretion. The Chair should consider the duty to move the Meeting along efficiently when imposing limits on public comment. If a large number of individuals indicate they wish to comment, the Chair should endeavor to identify a reasonable number of persons to comment and have an equal number of persons on each side of the issue be recognized to comment. The Chair should also endeavor to eliminate duplication of comments. The Chair may recognize members of the Board to ask clarifying questions of those commenting, but should not allow this privilege to be used to extend comment of those on one side of the issue. The Chair should not allow members of the Board to debate with the public.

d. Discussion By Members of the Board

The Chair shall recognize members of the Board who wish to make comment on the item in the order members request the floor.

e. Making of a Motion—Motion First

When all reports, comment and discussion on the item are complete, the Chair should solicit a motion from the Board. The Chair should recognize the first member of the Board that indicates they are ready to make a motion, and that individual should state their motion clearly and concisely to the Chair and Board. A motion made that takes action on the item (not a procedural motion) is considered the main motion before the Board.

f. Making of a Motion—Motion Second

Once a motion first has been made, the chair may solicit or recognize a member of the Board that wishes to second the motion. A second of a motion moves the motion forward for deliberation, and is not meant to be an indication of how the person making the second intends to vote on the motion.

g. Repeat the Motion

When a motion has been made and seconded, the Chair should have the motion repeated clearly to the Board by repeating the motion, having the maker of the motion repeat it, or having the Clerk repeat the motion. Once repeated the motion is before the Board for debate.

h. Ruling on Motions

For each motion made, the Chair should consider if the motion is in order, or out of order, and provide a ruling to the Board. The Chair may accept a second and begin debate while making the determination. If the Chair rules a motion to be out of order, the motion is dead, and the Chair should solicit an alternative motion. A motion may be out of order if it is not made timely, if it does not pertain to the agenda item currently under consideration, if it is outside the scope of the description of the agenda item properly noticed for the Meeting, if the motion raises the same question as a motion already acted upon by the Board at the Meeting, if the motion would cause the Board or the agency to act in a manner not consistent with law, or if it is a motion not allowed by these Rules of Order and Procedure. The Chair may consult with the Board's legal counsel and/or Parliamentarian in determining if a motion is in order, and may rule on the motion at any time prior to adjournment of the Meeting. If the Chair rules a motion was out of order after it has been voted on and passed, but prior to adjournment of the Meeting, the Chair may state the ruling on the motion, declare the action taken on the motion void and return to the agenda item to solicit a motion that is in order. If the Chair believes a motion was voted on that was out of order at a previous Meeting, the Chair should place the original item on the agenda of the next Meeting to declare the motion out of order and the action taken on the motion void, and solicit a motion that is in order on the item. Ruling a motion to be out of order is not meant to be used as a veto power by the Chair.

i. Debate on a Motion by Members of the Board

Once a motion has been made and seconded, the Chair should solicit debate on the motion by members of the Board. The Chair should first recognize the maker of the motion to begin debate on the motion, and then continue to recognize members of the Board in the order they indicate they wish to be recognized for debate on the motion. Each member of the Board should be recognized for debate before a member is recognized a second time during debate. The Chair should keep order during debate, and assure all debate is germane to the motion. Debate on a motion is limited to members of the Board, and is not open for comment or debate by others, however a member of the Board may ask pertinent questions of staff during debate, and the Chair may allow staff to answer questions during debate. All debate should be directed to the Chair, not directly to another member of the Board or staff. For instance, if a member who has been recognized wants to clarify a question with a staff member during debate, they should state something similar to "Mr/Madame Chair, could you ask to have staff confirm whether the cost associated with the motion is within the budget currently approved by the Board?" The Chair would then ask a staff member to answer the question, and then return the floor to the Board member for additional debate.

j. Amending Motions

During debate a main motion may be amended by a motion to amend. If the maker of the main motion decides the motion should be amended, they may withdraw their motion to allow for a new main motion to be made, or may make a motion to amend the main motion. If a member of the Board other than the maker of the main motion intends to amend the motion, they may do so by asking for a friendly amendment, or by making a motion to amend. A friendly amendment

can be made by the member of the Board identifying the simple amendment they propose. The Chair should ask the maker of the main motion and the member that seconded the motion if they agree with the amendment. If both the maker of the main motion and the second agree, the motion is amended and debate may continue on the amended motion. If the maker of the main motion or the second do not agree to an amendment, or if the member of the Board wants to make the amendment by separate motion, they may make a motion to amend. A friendly amendment or a motion to amend may only amend the main motion by adding words, striking words, or striking and adding words. Amendments should be simple in nature and must be germane to the main motion, meaning it in some way involves the same question raised by the main motion. If the motion to amend is not considered germane to the main motion, the Chair should rule it out of order. If a motion to amend is complex or is not germane to the main motion, it should be made as a motion to substitute the main motion. Once a motion to amend has been made and seconded, the maker of the motion to amend should be allowed to speak to the amendment. The Chair should then seek debate on the motion to amend. When debate on the motion to amend is complete, the Chair should put the motion to amend to a vote. If the motion to amend passes, the motion is amended, and debate may continue on the amended motion. If the motion to amend fails, the Chair should return the Board to debate on the original main motion.

k. Substitute Motions

During debate after a main motion has been made and seconded, a member of the Board may make a motion to substitute. A substitute motion may replace the main motion entirely, rather than amending the main motion, and need not be germane to the main motion, only to the item under consideration. If a motion to substitute is made and seconded, the Chair should recognize the maker of the substitute motion to speak to the substitute. The Chair should then seek debate on the substitute motion. A motion to amend a substitute motion should follow the same procedures as for an amendment on a main motion. When debate on the substitute motion is complete, the Chair should put the substitute motion to a vote. If the substitute motion passes, the main motion is considered moot and the Chair can move on to the next item on the agenda. If the substitute motion fails, the Chair should return to debate on the main motion. A motion to amend a substitute motion should follow the same procedures as for an amendment on a main motion.

l. Ending Debate on a Motion

When the Chair feels adequate debate has been provided on a motion, the Chair may announce that debate is closed and put the motion to a vote. The Chair should not end debate on a motion until each member of the Board has had an opportunity to speak at least once on the motion.

m. End Debate and Put the Motion to a Vote (Calling the Question)

A member of the Board may make a motion to end debate and put the motion to a vote if they feel the debate on the motion should end. The Chair should recognize a motion to end discussion and put the motion to a vote as a secondary motion to be dealt with prior to the main motion. The Chair may refer to the motion as “calling the question”. If the Chair agrees that adequate debate has been provided, the Chair may end debate and put the motion to a vote. If the Chair is not certain debate should end, a second to the motion should be solicited and the motion to end

debate and put the motion to a vote, which is not debatable or amendable, should be put to a vote. A vote of two-thirds of the Board is necessary for a motion to call the question to pass.

n. Putting the Motion to a Vote

After repeating the motion to be acted upon the Chair should conduct the voice vote by asking all those in favor to signify by saying “aye”, and then asking all those opposed to signify by saying “nay”. If the Chair considers the vote to be unanimous, the Chair should announce the result as motion passes or motion fails. If the vote is not unanimous, the Chair should ask the clerk to call the roll for each member’s vote. Members of the Board should vote “aye” or “nay” on the motion.

o. Announce Outcome of the Vote

After the vote has been conducted, the Chair should announce the outcome of the vote, whether the motion passes or the motion fails. If the motion fails, the Chair should solicit a new motion on the item and the process begins anew for the new motion. If the motion passes, the Chair should move forward to the next item on the agenda.

p. Motion to Reconsider

Prior to adjournment of the Board a member of the Board that voted in the majority on a motion may make a motion to reconsider the motion. A motion to reconsider may be seconded by any member of the Board and the Chair shall put the motion to a vote, which must have a two-thirds majority to pass. If a motion to reconsider passes, the Chair should restate the original motion made, and put the motion to a vote following the same procedures as if the motion was being voted on for the first time.

q. Procedural Motions

There are several acceptable motions that are procedural in nature, rather than a motion to take an action on an agenda item. Some procedural motions are non-debatable, meaning the Chair should put these motions to a vote immediately after the motion has been seconded.

(i) Motion to Adjourn

This motion is made when a member of the Board feels the Board has conducted all business for the Meeting. If seconded, the motion is non-debatable, should be put to an immediate vote, and if the motion passes with a simple majority, the Chair should rule the Meeting adjourned. If the motion fails the Chair should continue the business before the Board.

(ii) Motion to Recess

This motion is made when a member of the Board wishes to recess the Meeting for a period of time, usually set by the Chair, after which the Meeting will resume. If the recess will be for an extended period of time or if the Meeting will resume in another location, the Chair should announce those

details prior to the vote being taken. This motion is non-debatable and once seconded should be put to an immediate vote. A motion to recess passes with a simple majority vote.

(iii) Motion to Fix the Time to Adjourn

This motion is made when a member of the Board wishes to set the time at which the Meeting will be adjourned. This motion is non-debatable and once seconded should be put to an immediate vote. If the Board does not agree with the time identified in the motion, the motion must be defeated and a new motion to fix the time to adjourn made and seconded to a different time. A motion to fix the time to adjourn passes with a simple majority vote.

(iv) Motion to Table

This motion is made when a member of the Board wishes to have all discussion on the item end and the item be put on hold. The motion may include a specific time to bring the item up again, or it may not specify a time. If no time is specified, the item should be brought back up on the agenda of the next Meeting of the Board. This motion is non-debatable and once seconded should be put to an immediate vote, which passes with a simple majority.

(v) Motion to Strike an Item

This motion is made when a member of the Board wishes to preclude any discussion, debate or action being taken on an item, usually because they feel no action is necessary. Once seconded, the Chair should put the motion to a vote, which must pass with a unanimous vote.

(vi) Motion to Suspend the Rules

This motion is made when a member of the Board wishes to suspend the rules for a particular purpose, such as giving a speaker more time than normally allowed. This motion is debatable, which the Chair should allow after the motion is seconded. A motion to suspend the rules requires a unanimous vote to pass.

r. Motions Allowed as Interruptions

When a person has been recognized by the Chair, generally they should not be interrupted except by the Chair to call them into order, at which point the speaker should yield the floor back to the Chair. The following motions may be made by other members of the Board as an interruption of a person that currently has the floor.

(i) Point of Privilege

The proper interruption would be “point of privilege”. The Chair should ask the interrupter to “state your point”. Appropriate points of privilege relate to anything that would interfere with the normal comfort of the Meeting, for example, the room may be too hot or cold, or a noise might be interfering with a member’s ability to hear. The Chair should take appropriate action to deal with the point and then return the floor to the speaker who was interrupted.

(ii) Point of Order

The proper interruption would be “point of order”. The Chair should ask the interrupter to “state your point”. Appropriate points of order relate to anything that would not be considered appropriate conduct of the Meeting, for example if the Chair called for a vote on a motion that permits debate without allowing any discussion or debate. The Chair should immediately rule on the point of order issue, take action to correct the point of order, and then return the floor to the speaker who was interrupted, if appropriate.

(iii) Motion to Appeal

If the Chair makes a ruling that a member of the Board disagrees with, that member may appeal the ruling by stating “motion to appeal” immediately after the ruling, which requires a second and is debatable. If passed by a unanimous vote of members other than the Chair, the ruling of the Chair is reversed.

(iv) Call for Orders of the Day

The proper interruption would be “call for orders of the day”, but “call to return to the agenda” is also acceptable. This interruption is made when a member of the Board feels the discussion has strayed from the agenda and wishes to stop discussion and have the Chair return the Board to the proper business on the agenda. A call for orders of the day does not require a vote but should be ruled on by the Chair.

(v) Withdraw a Motion

During debate and discussion on a motion, but prior to a vote on the motion, the original maker of the motion may at any time interrupt a speaker to withdraw their motion. The motion is immediately deemed withdrawn and discussion or debate ceases. The Chair should then solicit a new motion on the item. A motion to withdraw a motion cannot be made after a vote has been taken, the appropriate motion by the original maker in that circumstance would be to make a motion to reconsider.

6. Public Hearings

If the Board conducts a public hearing as part of a regular public Meeting, the Chair should open and conduct the public hearing when it comes up on the agenda. The Chair shall allow all persons wishing to speak time to have the floor. The Chair may place reasonable limits on the amount of time each person has to speak. The Chair may also ask that members of the public wishing to speak not repeat the same comments others have made. The Chair should keep order during the public hearing and should not allow the use of profanity or obscene language, and should assure persons in the gallery keep quiet to allow the person providing comment to be heard. When all persons wishing to provide comment have been recognized, the Chair should adjourn the public hearing and call the regular Meeting back to order. If the Board allows public

to observe Meetings electronically, members of the public observing electronically may not be recognized to comment during the hearing.

7. Public Comment

As the members of the Board make themselves available to be contacted by members of the public between Meetings, and as the Board has a policy and process for persons to request an issue be placed on the agenda, the Board does not allow public comment on items not properly noticed on the agenda.

8. Closed Session

a. Motion to Close the Meeting

When an agenda item to conduct a closed session is opened, a member of the Board should make a motion to close the Meeting or enter into closed session, and state the specific reason, as stated in statute, for holding the closed session. If the motion is seconded, the Chair should put the motion to a vote, and if the motion passes by a two-thirds majority, the Chair should announce that the Meeting is closed, state the reason for the closed session as stated in the motion, ask all members of the public and others that are not invited to be part of the closed session to exit the Meeting, and indicate they will be notified when the closed session is complete and Meeting resumes in open session. The Chair should provide instruction as to where the public and others should wait to be notified the Meeting is resuming open session.

b. Beginning a Closed Session

The Chair, or other person presiding over the closed session if not the Chair, should call the session to order by repeating on the recording for the record the time, date and place the closed session is being held, and the reason, as stated in the motion to close the Meeting, for holding the closed session. The Chair should then call for reports and discussion on the item.

c. Recordings

Closed session are required to be recorded with two exceptions. The exceptions are sessions to discuss the professional competency or physical or mental health of an individual or the discussion of deployment of security equipment or personnel. If a closed session is not recorded by way of an authorized exemption, the Chair or person presiding over the closed session must sign an affidavit attesting that discussion was limited to the reason allowed to hold the closed session.

d. Limitation of Discussion

The Chair or person presiding over the closed session must assure that discussion is limited to the scope of the reason for which the closed session is being held. The Chair or person presiding over the closed session should stop any discussion beyond the scope of the reason for holding the

closed session, as well as any deliberation on action to be taken once the Board reconvenes its regular Meeting.

e. No Final Actions During Closed Session

No motions may be made, other than a motion to end the closed session, during a closed session. Discussion must be limited to information on the issue and deliberation on any potential action to be taken. Any motion for a final action to be taken must be conducted in open session, if the item is on the agenda properly noticed. If the agenda does not include an item to allow for action to be taken related to the issue the closed session was held for, action must wait for a future Meeting where the item has been properly noticed on the agenda.

f. Ending a Closed Session

The only proper motion that may take place during a closed session of a Meeting is a motion to end the closed session and to return to the open session of the Meeting. Any member may make the motion and the Chair must call for a vote after a second.

9. Elections During Meetings

a. Announce Election

The Chair should announce the election to be held and review the method for conducting the election.

b. Nominations

If a nominating committee was utilized the Chair should ask the committee to report to the Board on the nominations of the committee. If a nominating committee was not utilized, the Chair should open the floor for nominations. Members of the Board may make nomination by simply stating their nomination. As a nomination is not a motion, no second is required for a nomination. The Chair should continue to solicit nominations until there are no further nominations made by members of the Board, and then announce that nominations are closed, announce the candidates that will be considered in the election, and call for a vote.

c. Election By Acclamation

Once one nomination has been made, a member of the Board may move to cease nominations and elect the candidate by acclamation of the Board. If seconded, the Chair shall call for a vote on the motion, and if the vote is unanimous, the candidate is successfully elected to the position. If the vote is not unanimous, the Chair should return to soliciting candidates under the normal procedure.

d. Required Votes

The candidate that receives the most votes in an election shall prevail in the election. If a tie vote occurs when there were more than two candidates, only the candidates that tied with the most votes will remain candidates and another vote will be conducted. A candidate may concede an election in the case of a tie vote between two candidates. When a tie occurs with two candidates and no candidate concedes the election, the Chair shall determine the successful candidate by lot, such as a coin toss.

10. Electronic Meetings

a. Notice of Electronic Meetings

The UCIP Chief Executive Officer shall assure that not less than 24 hours' advance public notice, including the agenda, date, time, location, and a description of how the Board members will be connected to the electronic Meeting, will be given for each electronic Meeting of the Board by:

- (i) Posting a written notice at the principal office of UCIP;
- (ii) Posting written notice at the Anchor Location;
- (iii) Providing notice to all Board members;
- (iv) Providing written or electronic notice to at least one newspaper of general circulation and to a local media correspondent;
- (v) Posting notice of the electronic Meeting on the Utah Public Notice Website created under Utah Code Ann. §63A-16-601 et. seq., 1953 as amended; and
- (vi) Providing any other additional notice or posting as directed by the Chair or the Board.

b. Quorum

Members of the Board attending a Meeting electronically are considered in attendance for all purposes of the Meeting, including calculation of a quorum.

c. Anchor Location

Electronic Meetings should be held at an anchor location, usually the normal Meeting place of the Board, which should be shown on the noticed Meeting agenda. The anchor location should accommodate members of the public to observe the Meeting. When the Chair determines that a Meeting will be held electronically without an anchor location, the Chair shall follow all procedures required by statute to hold such a Meeting. If an electronic Meeting is being held without an Anchor Location the public notice for that Meeting shall include:

- (i) A statement describing the Chair's determination;
- (ii) A summary of the facts upon which the Chair's determination is based; and

(iii) Information on how a member of the public may attend the Meeting remotely by electric means.

d. Public Access to Observe via Electronic Means

Public access to observe a Meeting via electronic means will only be provided when a Meeting is held without an anchor location for the public to attend. If a Meeting is held without an anchor location in accordance with the exceptions allowed by statute, and the Board is unable to provide the public electronic access due to technical or financial limitation allowed by statute, the Meeting may be held without such access.

e. Proxy Voting

No member of the Board may provide a proxy to another member of the Board or any other individual, and no member of the Board may vote a proxy vote for another member. A person who has not been elected or appointed to the Board and taken an oath of office for such position who attempts to act in the capacity of a member of the Board, or vote by way of proxy for a member of the Board is in violation of state law.

11. Rules of Conduct for Meetings

The Chair is charged with the duty to maintain proper decorum during all Meetings of the Board. Other than members of the Board requesting to be recognized, all persons must wait to be recognized by the Chair before speaking, and must immediately stop speaking when the Chair orders them to yield the floor, which can be done by use of the gavel. Use of obscene, vulgar, profane, or threatening language, should not be allowed.

12. Suspension or Amendment of Rules

a. Suspension of Rules

A member of the Board may ask to suspend the rules as part of a motion or request for action that would normally be out of order or otherwise a violation of the rules. Suspension of rules may be used to suspend a rule that is a self-imposed rule of the Board under these Rules of Order and Procedure, such as allowing a speaker additional time beyond that which was provided to them under the rules, but may not be used to suspend a rule required by law, such as going into closed session without stating the purpose of the closed session or conducting business without a quorum. A separate motion to suspend is not made, nor does the motion need to indicate the rule that is being suspended. The member of the Board, once recognized by the chair, would state, "I move to suspend the rules and (state the motion or action that would normally be out of order)." A motion which includes suspending the rules must be seconded, is not debatable or amendable, and requires a two-thirds vote to pass.

b. Amendment of Rules

These Rules of Order and Procedure may only be amended by action of the Board taken in open Meeting when the agenda includes an item to amend the rules.

13. Enforcement of Rules

a. Chair's Control

The Chair is responsible to enforce these Rules of Order and Procedure at each Meeting of the Board. The Chair may rule on these Rules of Order and Procedure when there is division among the members of the Board on the interpretation or enforcement of a rule. The Chair may consult with the Board's legal counsel and/or Parliamentarian on a ruling and/or may allow input or debate on the rule from members of the Board prior to making a ruling. The Chair's ruling is final unless a member of the Board immediately upon the Chair's ruling moves to appeal a ruling which was made without support of legal counsel/Parliamentarian and/or input or debate from the members of the Board. A motion to appeal must be seconded and members of the Board other than the Chair must vote unanimously to overturn the Chair's ruling, or the Chair may reverse or amend a ruling after hearing the input from counsel and debate from the Board.

b. Warning By The Chair

The Chair may rule any person (Board member, staff member or audience member) to be in violation of these rules, and warn them to be silent or otherwise cease their violation.

c. Removal of Persons Disrupting Meeting

After providing a warning, the Chair may have a person, other than a member of the Board, removed from a Meeting if the Chair believes the person is willfully disrupting the Meeting to the extent that orderly conduct is seriously compromised.

d. No Enforcement By Third Parties

These Rules of Order and Procedure are an administrative policy, not ordinance. Failure to conduct a Meeting in strict accordance with these Rules of Order and Procedure does not create a claim for civil action, nullification of actions taken or any other compliance violation available for persons to take action on, with the exception of a member of the Board making a motion to reconsider based on an action taken in violation of these Rules of Order and Procedure.

SECTION G REVISION HISTORY

1. Original Policy Adoption: June 2014
2. Revised: April 19, 2018
3. Revised: June 21, 2019
4. Revised: June 18, 2021

5. Revised: December 16, 2021

6. Revised: December 21, 2023

7. Revised: April 18, 2024

SECTION H APPENDICES

1. Rules of Order and Procedure Summary Table