

CENTRAL VERMONT INTERNET GOVERNING BOARD

RULES OF PROCEDURE

A. PURPOSE AND AUTHORITY

Central Vermont Internet is a communications union district formed and operated by its member municipalities under 30 V.S.A. Chapter 82. The legislative power and authority of Central Vermont Internet and the administration and the general supervision of all fiscal, prudential, and governmental affairs thereof are vested in the Governing Board, except as specifically provided otherwise in 30 V.S.A. Chapter 82.

The Governing Board is composed of one representative from each member municipality and one or more alternates to serve in the absence of the designated representative. The appointed municipal representatives are referred to herein as delegates. Delegates and alternates are collectively referred to herein as Governing Board members.

Except as provided in 30 V.S.A. Chapter 82, no Governing Board member has authority to represent or act on behalf of the Governing Board unless by majority vote, the Governing Board has delegated such authority for a specific matter at a duly-noticed meeting, and such delegation is recorded in the meeting minutes.

As a public body, the Governing Board is required by law to conduct its meetings in accordance with the Vermont Open Meeting Law. Meetings of the Governing Board must be open to the public at all times, except as provided in 1 V.S.A. §313.

B. APPLICATION

This policy setting forth rules of procedure shall apply to all meetings of the Governing Board. Except as provided otherwise by law, these rules may be amended by two-thirds vote of the Governing Board. These rules are adopted in accordance with 30 V.S.A. §3065, and shall be readopted annually.

C. ORGANIZATION

1. The Governing Board shall annually elect from among the delegates a Chair and a Vice Chair, who shall each hold office for one year and until his or her successor is duly elected. The Chair shall preside at all meetings of the Governing Board. The Chair shall preserve order in the meeting and shall regulate its proceedings by applying these rules and making determinations about all questions of order or procedure.
2. During the absence of, or inability of, the Chair to render or perform his or her duties or exercise his or her powers, the same shall be performed and exercised by the Vice Chair and when so

acting, the Vice Chair shall have all the powers and be subject to all the responsibilities hereby given to or imposed upon the Chair.

3. During the absence or inability of the Vice Chair to render or perform his or her duties or exercise his or her powers, the Governing Board shall elect from among the delegates an acting Vice Chair who shall have the powers of and be subject to all the responsibilities hereby given or imposed upon the Vice Chair.
4. Upon the death, disability, resignation, or removal of the Chair or Vice Chair, the Governing Board shall forthwith elect a successor to such vacant office until the next annual meeting.

D. QUORUM

For the purpose of transacting business, the presence of delegates or alternates serving in the absence of delegates representing more than 50 percent of district members shall constitute a quorum. However, a smaller number may adjourn to another date.

E. DISCUSSION, MOTIONS, and VOTING

1. Informal discussion of an agenda item shall be permitted while no motion is pending. All Governing Board members present may participate in informal discussion of an agenda item.
2. A motion shall only be made by a delegate or an alternate serving in the absence of a delegate. All motions shall require a second. The Chair may make motions and may vote on all questions before the Governing Board.
3. Only delegates and alternates serving in the absence of a delegate may speak to a motion. A delegate or alternate serving in the absence of a delegate, may speak to a motion only after being recognized by the Chair.
4. There shall be no limit to the number of times a delegate, or alternate serving in the absence of a delegate, may speak to a motion. Motions to close or limit debate will not be entertained.
5. Any delegate, or alternate serving in the absence of a delegate, may request a roll call vote. When one or more delegates or alternates serving in the absence of a delegate attend a meeting electronically, a roll call vote is required for votes that are not unanimous.
6. Each member's delegation shall be entitled to cast one vote. Only delegates and those alternates serving in the absence of a delegate shall vote. Any action adopted by a majority of the votes cast at a meeting of the Governing Board at which a quorum is present shall be the action of the Board, except as provided in 30 V.S.A. Chapter 82.

F. AGENDAS

1. Each regular and special meeting of the Governing Board shall have an agenda, with time allotted for each item of business to be considered by the Board. Those who wish to be added to

the meeting agenda shall contact the Chair to request inclusion on the agenda. The Chair shall determine the final content of the agenda.

2. At least 48 hours prior to a regular meeting, and at least 24 hours prior to a special meeting, a meeting notice and agenda shall be posted in or near the municipal office of each member municipality and at the following designated public places: _____, _____ . The agenda must also be made available to any person who requests such agenda prior to the meeting.
3. If the Governing Board maintains or designates a website as the official website of Central Vermont Internet, then at least 48 hours prior to a regular meeting, and at least 24 hours prior to a special meeting, a meeting agenda shall be posted on such website.
4. Additions to, or deletion from, the posted agenda must be made as the first act of business at a meeting. Additions to the agenda shall require a majority vote of the Governing Board and shall be made only when necessary to respond to an unforeseen occurrence or condition requiring immediate attention by the Board. Other changes to the posted agenda, for example, changing the order of business or postponing or tabling actions, may be made at any time by majority vote of the Governing Board.

G. MEETINGS

1. Regular meetings of the Governing Board shall take place on the second Tuesday of each month at 6 pm at the Berlin Elementary School Library.
2. Special meetings shall be publicly announced at least 24 hours in advance, by giving notice to all members of the Governing Board unless previously waived; to an editor, publisher or news director, or radio station serving the area; and to any person who has requested notice of such meetings. In addition, notices shall be posted in or near the municipal office of each member municipality and at the following designated public places: _____, _____ .
3. Emergency meetings may be held without public announcement, without posting of notices, and without 24 hours' notice to members, provided some public notice thereof is given as soon as possible before any such meeting. Emergency meetings may be held only when necessary to respond to an unforeseen occurrence or condition requiring immediate attention by the Governing Board.
4. A member of the Governing Board may attend a regular, special, or emergency meeting by electronic or other means without being physically present at a designated meeting location, so long as the member identifies him or herself when the meeting is convened and is able to hear and be heard throughout the meeting. Whenever one or more members attend electronically, voting that is not unanimous must be done by roll call. If a quorum or more of the Governing Board attend a meeting (regular, special, or emergency) without being physically present at a designated meeting location, the agenda for the meeting shall designate at least one physical location where a member of the public can attend and participate in the meeting. At least one

member of the Governing Board, or at least one designee of the Governing Board, shall be physically present at each designated meeting location.

H. PUBLIC PARTICIPATION

1. Members of the public shall be afforded reasonable opportunity to express opinions about matters considered by the Governing Board, so long as order is maintained according to these rules.
2. At the beginning of each meeting, there shall be 10 minutes afforded for open public comment. By majority vote, the Governing Board may increase the time for open public comment and its place on the agenda.
3. Comment by the public or members of the Governing Board must be addressed to the Chair or to the Board as a whole, and not to any individual member of the Governing Board or public.
4. Members of the public must be acknowledged by the Chair before speaking.
5. If a member of the public has already spoken on a topic, he or she may not be recognized again until others have first been given the opportunity to comment.

I. ORDER AND DECORUM

1. Order and decorum shall be observed by all persons present at the meeting. Neither members of the Governing Board, nor the members of the public, shall delay or interrupt the proceedings or the peace of the meeting or interrupt or disturb any member while speaking. Members of the Governing Board and members of the public are prohibited from making personal, impertinent, threatening, or profane remarks.
2. Members of the Governing Board and members of the public shall obey the orders of the Chair or other presiding member. The Chair should adhere to the following process to restore order and decorum of a meeting, but may bypass any or all steps when he or she determines in his or her sole discretion that deviation from the process is warranted:
 - a. Call the meeting to order and remind the members of the applicable rules of procedure.
 - b. Declare a recess or table the issue.
 - c. Adjourn the meeting until a time and date certain.

[THIS SPACE INTENTIONALLY LEFT BLANK. SIGNATURE PAGE TO FOLLOW.]

Adopted this 12th day of June, 2018.

Barre City	Middlesex
Barre Town	Montpelier
Cabot	Northfield
Calais	Plainfield
East Montpelier	Roxbury
Elmore	Williamstown
Marshfield	Worcester