

**Oshara Mutual Domestic Wastewater Association
2024 Resolution on Open Meetings**

WHEREAS the Oshara Mutual Domestic Wastewater Association is a nonprofit governmental entity that wishes to conduct business openly and in view of our members and the public; and

WHEREAS any meetings held by the Association at which the discussion or adoption of any proposed resolution, rule, or formal motion occurs will be held only after reasonable notice to the public; and

WHEREAS the Oshara Mutual Domestic Wastewater Association wishes to determine what constitutes reasonable notice of its public meetings;

NOW, THEREFORE, BE IT RESOLVED by the Association that:


1. All meetings will be held in accordance with the Bylaws that have been duly adopted by the Association and as provided through this resolution.
2. Notice of each regular meeting and the agenda for that meeting will be given to all members not less than 10 days in advance of the regular meeting date. Annual regular meetings will be held in December of each year.
3. Notice of each special meeting and the agenda for that meeting will be given to all members not less than 72 hours in advance of the special meeting date.
4. Notice of emergency meetings will include an agenda for the meeting. Within 10 days of taking action on an emergency matter, the OMDWA will report to the Attorney General's Office the action taken and the circumstances creating the emergency.
5. An emergency meeting may be called with less than seventy-two hour notice if the issues involved could not have been anticipated and which, if not addressed immediately by the Association, will threaten the health, safety or property of persons or likely result in substantial financial loss to the Association. Notice of an emergency meeting will include the reason, agenda and minutes for the meeting. This will be given to all members as soon as possible after the meeting.
6. For the purposes of all meetings, notice requirements are met if a notice including the date, time, place, and agenda is posted on the Oshara Plaza message board, posted on the website www.osharavillage.org and sent in writing by mail or email to each member at the address listed in the OMDWA members contact information of the Association or the Registered Agent.
7. Any or all members of the Board of Directors of the Association may participate in a meeting by means of a conference telephone or other similar communications equipment when it is otherwise difficult or impossible for the members to attend the meeting in person, provided that each member participating by conference telephone can be identified when speaking, all participants are able to hear each other at the same time, and members of the public attending the meeting are able to hear any member of the Board who speaks during the meetings.
8. The Board of Directors of the Association may close a meeting to the public only if the subject matter of such discussion or motion is exempted from the open meeting requirement under Section 10-15-1(H) of the Open Meetings Act,

- a. If any meeting is closed during an open meeting, such closure will be approved by a majority vote of a quorum of the Board taken during the open meeting. The authority for the closure and the subjects to be discussed will be stated with reasonable specificity in the motion for closure and the vote on closure of each individual member will be recorded in the minutes. Only those subjects specified in the motion may be discussed in a closed meeting.
 - b. If the decision to hold a closed meeting is made when the Board of Directors is not in an open meeting, the closed meeting will not be held until public notice, appropriate under the circumstances, stating the specific provision of law authorizing the closed meeting and the subjects to be discussed with reasonable specificity is given to the members and to the general public.
 - c. Following completion of any closed meeting, the minutes of the open meeting that was closed, or the minutes of the next open meeting if the closed meeting was separately scheduled, will state whether the matters discussed in the closed meeting were limited only to those specified in the motion or notice for closure.
 - d. Except as provided in Section 10-15-1 (H) of the Open Meetings Act, any action taken as a result of discussions in a closed meeting will be made by vote of the Board of Directors in an open public meeting.
 - e. No proxy voting will be permitted on any matter discussed during or related to a closed meeting of the Board of Directors.
9. The Association shall keep written minutes of all open meetings. The minutes shall include the date, time and place of the meeting, names of the members in attendance and those absent, the substance of proposals considered and a record of any decisions and votes taken that show how each member voted. Draft minutes shall be prepared within ten working days after each meeting and shall be approved, amended or disapproved at the next meeting where a quorum of the Board of Directors is present. Minutes shall not become official until approved by the Board; recordings of open meetings of the Board may be made by the Association but only for the purpose of preparing the official minutes. After the official minutes have been approved, the recordings of the open meetings shall be erased or used for recording other open meetings of the Association. No minutes shall be kept of closed meetings of the Association.

PASSED, APPROVED AND ADOPTED on this date: December 2, 2023.


Robert C. Detwiler, President


Ed Greco Board Member


George Brown, Vice President


Beth Detwiler Board Member


Stephen Rivas, Secretary/Treasurer