



Virginia Freedom of Information Act

There are two main categories relating to FOIA: **1) BOV meeting requirements and 2) document requests.**

- 1) FOIA's meeting requirements are triggered any time three or more board members gather (in person, by telephone, over e-mail, on social media, etc.) and discuss VMI business.
- 2) FOIA requests for public records - include all documents used in VMI business that are in a board member's possession regardless of whether the records were part of meeting materials or notes. *This includes text messages about VMI business to another Board member or to VMI staff from your personal phone.*





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Meeting requirements

- All meetings must be open to the public.
- No discussion of VMI business among three or more members outside of noticed meetings. This includes **emails** among three or more members. PLEASE **DO NOT** “REPLY ALL” when receiving an email from VMI.
- Notice of a meeting typically must be posted at least three workdays in advance of the meeting.





Virginia Freedom of Information Act

Electronic Meetings

- The BOV may conduct two all-virtual meetings per year (usually reserved for committee meetings).
- Individual BOV members may participate in a BOV meeting by phone or other electronic means from remote locations if:
- A quorum is physically assembled in one location; **AND**
- Proper notice to the public, and appropriate means through which to listen to and/or watch the meeting;
- Personal matter (two times per year) or medical condition (unlimited per year).





Virginia Freedom of Information Act

Closed Meeting Exceptions
(Va. Code 2.2-3711)

More than 40 exceptions, including:

- **Personnel Matters** – pertaining to specific employees.
- **Scholastic records** – Discussion of specific cadets.
- **Legal advice** – Consultation with legal counsel on specific legal matters.
- **Gifts and Bequests.**
- **Special Awards and Honorary Degrees.**





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Closed Meeting Procedures

- A detailed motion to go into closed session that identifies (1) the statutory cite for the exemption; (2) the general topic (e.g. personnel); and (3) the specific subject to be discussed (e.g. the evaluation of the Superintendent).
- **Only matters identified in the motion to enter closed session may be discussed.**
- The Board must reconvene in open session and vote to certify that only those matters identified in the motion to close the meeting were discussed.





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Closed Meeting Procedures

- Action (votes) as a result of discussions in closed session must be taken once the Board has reconvened in an open meeting.
- The Board can take a non-binding vote, or straw-poll, to get a sense for how a public vote might result; however, members are not bound to vote in the open meeting as they indicated they would in the closed session straw-poll.





Virginia Conflict of Interests Act

Personal Interests

If a Board member has a personal interest in a matter that is the subject of action by the Board, or if he/she may realize a reasonably foreseeable direct or indirect benefit or detriment as the result of action on the matter . . .

The Board member must disqualify himself/herself from the Board action.





Virginia Conflict of Interests Act

Personal Interests (Cont.)

A “personal interest” is a financial benefit or liability accruing to a Board member or a member of his immediate family, including but not limited to a salary of more than \$5,000 annually, an **ownership interest in a business or property that exceeds 3% of the asset value** of the business, personal liability incurred or assumed on behalf of a business if the liability exceeds three percent of the asset value of the business, etc.





Virginia Conflict of Interests Act

- COIA sets forth the minimum standards of conduct.
- Members of the VMI Board of Visitors must avoid even the appearance of impropriety as required by the VMI Code of Ethics.





Questions?

