



CHAPTER 1	SECTION NO.
Board of Trustees	1.05
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1.05 Meetings of the Board	<i>Reviewed: September 14, 2010; March 10, 2026</i>
	<i>Revised: March 10, 2026</i>

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All meetings of the Board will be open to the public except closed sessions as allowed by the *Illinois Open Meetings Act*, 5 ILCS 120 et seq., *Illinois Community College Act*, 110 ILCS 805 et seq., and other applicable law.

Regular Meetings

The regular meetings of the Board of Trustees shall be held once a month at such times, places and dates as fixed by the Board of Trustees at the beginning of each calendar year. Public notice of the schedule of regular meetings shall be given by posting the same in the principal office of the College, on the College website, and by sending a copy to any news medium having filed a request for such notice and having an address or telephone number within the district. If a change is made in regular meeting dates, at least ten days’ notice of the change will be given by posting on the College website and with publication in the newspaper of general circulation in the College district, 110 ILCS 805/3-8.

Public notice of regular meetings will be given at least 48 hours in advance of the regular meeting and shall include an agenda of the business to be considered by the Board of Trustees. The agenda for regular meetings will be posted at the entrance of the principal administration office, on the College’s website and at the location where the actual meeting is to be held, and available for the media and public to view at least 48 hours before the meeting. All regular meetings of the Board will give notice and keep minutes in accordance with the *Illinois Open Meetings Act*, 5 ILCS 120 et seq. and other applicable law, 110 ILCS 805/3-8.

In accordance with 5 ILCS 120/2.01 no meetings shall be held on a legal holiday unless the regular meeting day falls on that holiday. In accordance with 5 ILCS 120/2.07 meetings on election days are prohibited, the College will not hold or schedule a regular or special meeting on the day of a general primary election, a general election, a consolidated primary election or a consolidated election, as defined in the election code.

Special, Rescheduled and Reconvened Meetings

Public notice will be given at least 48 hours prior to a special meeting, a rescheduled regular meeting, or a reconvened meeting, and said notice will include the agenda of the meeting. Special meetings of the Board may be called by the Board Chair or by any three members of the Board by giving notice thereof in writing, stating the time, place and purpose of the meeting. Such notice may be served by mail 48 hours before such meeting or by personal service 24 hours before such meeting, ILCS 805/3-8.



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Public notice of a reconvened meeting will not be given if the following conditions apply:

- there is no change in the original agenda of the original meeting;
- the original meeting was open to the public; and
- the reconvened meeting will be held within 24 hours, and/or an announcement of the time and place of the reconvened meeting was made at the original meeting.

All special meetings of the Board will give notice and keep minutes in accordance with the *Illinois Open Meetings Act*, 5 ILCS 120 et seq. and other applicable law.

Emergency Meetings

In the event of a bonafide emergency as outlined in the Illinois Open Meetings Act, a meeting may be called without formal notice so long as notice is given as soon as possible and prior to the meeting. Public notice of such a meeting will be given to any news medium which has filed an annual request for notice and will be posted on the College website.

Closed Session

At any meeting for which proper notice has been given, the Board may close all or part of the meeting by a majority vote of a quorum physically present for any of the reasons stipulated in the *Illinois Open Meetings Act* (5 ILCS 120/2c) or otherwise stated by law. The specific authorized reason will be stated in the motion, recorded in the minutes and approved by a roll call vote. A single vote may be taken to close a series of meetings provided they are scheduled to be held within a period of three months of the vote and each meeting involves discussion of the same matter.

The following subjects may be discussed in closed sessions:

Employment/Appointment Matters:

- The appointment, employment, compensation, discipline, performance or dismissal of specific employees of the public body or legal counsel for the public body including hearing testimony on a complaint lodged against an employee to determine its validity (5 ILCS 120/2(c)(1)).
- Collective negotiating matters between the public body and its employees or their representatives or deliberations concerning salary schedules for one or more classes of employees (5 ILCS 120/2(c)(2))

Selecting a Person to Fill a Public Office Vacancy

- The selection of a person to fill a public office including a vacancy in a public office, when the public body is given the power to appoint under law or ordinance" and the discipline, performance or removal of the occupant of a public office, when the public body is given power to remove the occupant under law or ordinance (5 ILCS 120/2(c)(3)).

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- Evidence or testimony presented in open hearing or in closed hearing where specifically authorized by law, to a quasi-adjudicative body, as defined in this Act, provided that the body prepares and makes available for public inspection a written decision setting forth its determinative reasoning (5 ILCS 120/2(c)(4))

Litigation of Claims:

- Litigation, when an action against, affecting or on behalf of the particular public body has been filed and is pending in a court or administrative tribunal or when the public body finds that such an action is probable or imminent, in which case the basis for the finding shall be recorded and entered into the minutes of the closed meeting (5 ILCS 120/2(c)(11))
- The establishment of reserves or settlement of claims as provided in the Local Governmental and Governmental Employees Tort Immunity Act, if otherwise the disposition of a claim or potential claim might be prejudiced or the review or discussion of claims, loss or risk management information, records, data, advice or communications from or with respect to any insurer of the public body or any intergovernmental risk management association or self-insurance pool of which the public body is a member (5 ILCS 120/2(c)(12)).

Business Matters:

- The purchase or lease of real property for the use of the public body, including meetings held for the purpose of discussing whether a particular parcel should be acquired (5 ILCS 120/2(c)(5))
- The setting of a price for sale or lease of property owned by the public body (5 ILCS 120/2(c)(6))
- The sale or purchase of securities, investments or investment contracts (5 ILCS 120/2(c)(7)).

Security Matters:

- Security procedures and the use of personnel and equipment to respond to an actual, a threatened or a reasonably potential danger to the safety of employees, students, staff, the public or public property (5 ILCS 120/2(c)(8)).

School Matters:

- Student disciplinary cases (5 ILCS 120/2(c)(9))
- The placement of individual students in special education programs and other matters relating to individual students (5 ILCS 120/2(c)(10))

Professional Ethics:

- Professional ethics or performance when considered by an advisory body appointed to advise a licensing or regulatory agency on matters germane to the advisory body's field of competence (5 ILCS 120/2(c)(15))
- Self-evaluation, practices and procedures or professional ethics, when meeting with a representative of a statewide association of which the public body is a member (5 ILCS 120/2(c)(16))



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Auditing Matters:

- Meetings between internal and external auditors and governmental audit committees, finance committees, and their equivalents, when the discussion involves internal control weaknesses, identification of potential fraud risk areas, known or suspected frauds, and fraud interviews conducted in accordance with generally accepted auditing standards of the United States of America. 5 ILCS 120/2(c)(29)

Miscellaneous:

- The classification and discussion of matters classified as confidential or continued confidential by the State Employees Suggestion Award Board (5 ILCS 120/2(c)(20))

Closed Session Minutes:

- Discussion of minutes of meetings lawfully closed under this Act, whether for purposes of approval by the body of the minutes or semi-annual review of the minutes as mandated by Section 2.06 of the Act (5 ILCS 120/2(c)(21)).

Other:

- And, other matters permitted by law and specified in 5 ILCS 120/2

Closed Meetings Specifically Authorized by Law: A meeting may be closed if a state statute expressly requires or authorizes it. **No final action may be taken in closed session.** All resolutions and actions of the Board of Trustees will be taken in open session. In any situation where this policy differs from the statute, the statute will have the guiding force of judgement.

All persons entitled to or invited to attend closed sessions and all persons consulted or directed to prepare materials or render services for such meetings shall consider all topics, discussion, instructions and materials pertinent thereto to be confidential and shall not release to any party information concerning such meetings; provided however, that the information may be released upon authorization of the Board following discussion and a majority vote by a quorum of the voting Board members,

No actions taken pursuant to this policy shall be in contradiction of the rights of any individual under the Illinois Open Meetings Act.

Agenda and Rules of Procedure

The agenda of the meetings will be prepared and sent to the Board members and posted for the media and public by the President of the College.

Board of Trustees meetings shall be conducted according to the current edition of Robert’s Rules of Order, except as modified by the Board.

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Agenda items (including “Old” or “New” Business) will be brought to the attention of the Board Chair and/or President at least one week prior to the regular meeting date. If an unforeseen event arises, the items must be presented to the President as early as possible in advance of the meeting for approval to include on the agenda. Once the agenda has been prepared, and providing the item is not of an unforeseen nature, any items presented after the agenda has been set will be held and placed on the agenda for the following month. Individual Board members may request the addition of items to the agenda and with a majority vote approval of the other Board members an item(s) could be added.

The Consent Agenda typically contains routine matters. Items on the Consent Agenda are dealt with in a single motion. Items may be added or removed from the Consent Agenda at the request of any Trustee.

Quorum

Except as otherwise provided by the Illinois Open Meetings Act, a majority of the voting members of the Board shall be physically present at the location to constitute a quorum for the transaction of business, in accordance with the *Illinois Open Meetings Act*. Less than a quorum may adjourn any meeting to a future date, 110 ILCS 805/3-9.

If a quorum of the members of the public body is physically present, electronic/telephonic attendance by a Board member is permitted if the Board member is unable to be physically present due to reasons listed under Electronic Attendance.

When a vote is taken upon any measure before the Board, a quorum being present, a majority of the votes of the members voting on the measure shall determine the outcome thereof in accordance with the *Illinois Public Community College Act*, 110 ILCS 805/3-9

Electronic Attendance

The Board allows electronic attendance for qualifying reasons listed in the Open Meetings Act. The Board must vote to approve the members’ remote attendance. If a quorum of the members of the Board are physically present as required by *Illinois Public Community College Act*, 5ILCS 120//7 Sec. 2.01, following a majority vote of the Board a member may attend the meeting by other means if the member is prevented from physically attending because of:

1. personal illness or disability
2. employment purposes or the business of the public body
3. a family or other emergency
4. unexpected childcare obligations
5. performance of active military duty as a service member

“Other means” is by video or audio conference. The audio or video equipment shall be activated at the beginning of the meeting, or at the time requested by the Board member. If electronic/telephonic attendance is necessary, then, in addition to the statutory requirements of the *Illinois Open Meetings Act*, (110 ILCS 805/3-9) the voice of that Board member shall be available to everyone in the meeting room, and the voices of other Board members and the public in attendance shall be available to the Board member in electronic/telephonic attendance. A majority of those voting on an issue shall determine the outcome thereof.

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When a member is approved to attend electronically he/she shall be entitled to provide voice votes and attend closed sessions.

The member who intends to attend remotely must notify the Board Secretary (or their designee) at least 48 hours prior to the meeting unless notice is impractical. The President's Administrative Coordinator is hereby designated as the agent of the Board Secretary for purposes of receiving such notice. The notice shall include an explanation of why the member cannot attend, with reference to one of the categories specified above.

Minutes of Meetings

The Board of Trustees will keep written minutes of all the meetings whether open or closed, and a verbatim record of all closed meetings will be taken in the form of an audio or video recording.

Minutes shall include, but not be limited to the following:

1. the date, time and place of the meeting;
2. the members of the Board recorded as either present or absent, as well as whether the members are present physically or present by means of video or audio conferences; and
3. a summary of discussion of all matters proposed, deliberated, or decided, and a record of the name of the person making the motion, the name of the person seconding the motion and any votes taken.

The Board of Trustees shall approve the minutes of its open meeting within 30 days after that meeting or at the Board's second subsequent regular meeting, whichever is later. The minutes of the meetings open to the public shall be available for public inspection within seven days of the approval of such minutes by the Board. Such minutes are posted on the College website.

A record of all transactions of the Board will be recorded in the minutes of all Regular meetings of the Board, Executive Committee meetings of the Board, Standing Committee meetings of the Board and Special meetings of the Board, and kept or caused to be kept by the Board Secretary as a permanent official record.

Voting will ordinarily be done by voice vote except when formal resolutions are required or when funds are to be expended, in which case the vote shall be done by roll call. The yeas and nays of all votes dealing with the disposition of funds or the entering into contracts shall be recorded, together with an indication of abstentions and passes. A roll call vote may be requested by any voting member of the Board on any matter.

Any individual voting against a proposition may state his/her reasons and have them recorded as a part of the minutes, if he/she so requests.

All minutes will be kept in accordance with 5 ILCS 120/2.06 from the *Illinois Public Community College Act*. Minutes of closed sessions will remain closed until such time the items or topics of discussion are judged to be open under the requirements of the *Open Meetings Act*. The Board minutes in their final form shall be signed by the Board Chair and the Secretary of the Board or by his/her duly authorized representative and shall be kept or caused to be kept by the Board Secretary as a permanent official record.

**Kishwaukee College Board of Trustees Policy Manual – 1.05 (Meetings of the Board - Page 7 of 7)****Recording of Closed Session**

A verbatim record shall be kept of all meetings of the Board of Trustees of the College which are closed to the public. The verbatim records shall be in the form of an audio or video recording and will be stored until such time as Board action is taken to destroy the recordings, without the necessity of approval from a records commission after 18 months of completion of the meeting recorded. In addition, minutes shall be kept of all closed meetings in the manner required by the *Illinois Open Meetings Act*. Unless the Board of Trustees has made a determination that a verbatim recording no longer requires confidential treatment or otherwise consents to disclosure, the verbatim record of a meeting closed to the public shall not be opened for public inspection or subject to discovery in any administrative or judicial proceeding other than one brought to enforce the Illinois Open Meetings Act (5 ILCS 120).

At the beginning of each closed session those present shall identify themselves by voice for the audio/video recording. The Secretary of the Board shall announce the times the meeting begins and ends at the appropriate points on the recording.

Review of Closed Session Minutes & Recordings

Meetings to review minutes shall occur every 6 months, or as soon thereafter as is practicable, taking into account the nature and meeting schedule. Committees which are ad hoc in nature shall review closed session minutes at the later of (1) 6 months from the date of the last review of closed session minutes or (2) at the next scheduled meeting of the ad hoc committee. At such meetings a determination shall be made by the Board of Trustees, and reported in an open session, that (1) the need for confidentiality still exists as to all or part of those minutes or (2) that the minutes or portions thereof no longer require confidential treatment and are available for public inspection.

At the first regular Board meeting in February and August, the agenda shall include the authorization for destruction of closed meeting verbatim recordings and review of closed session minutes. The Board will consider authorizing destruction of such verbatim recordings of closed meetings which are eighteen (18) months or older and for which the Board has approved the written closed minutes for such meetings.

Minutes of closed sessions shall be kept indefinitely.