

TRANSPARENCY POLICY

- 1.1. **GENERAL TRANSPARENCY:** The Greater Peoria Economic Development Council (GPEDC) is not a public body as recognized by the Illinois Open Meetings Act and is not subject to the Act. To further the interests of the GPEDC and related entities, committees and persons, and to respect the inclusion of public moneys and public officials/representatives actively participating in the organization, the GPEDC will operate in a forthcoming, open, and transparent manner. The GPEDC recognizes and understands that an informed public, including representatives and the news media is in the best interests of the GPEDC.
- 1.2. **MEETINGS OF THE BOARD OF DIRECTORS:** The GPEDC Board of Directors will maintain and exercise the following practices with respect to meeting notifications, confidentiality, and recording in the context of general transparency.
 - 1.2.1. **Annual Calendar of Regular Meetings of the Board:** The Board of Directors shall establish an annual schedule of regular meetings numbering no fewer than four (including the Annual Meeting of the Board of Directors) in a year, which shall be posted on the Corporation's web site.
 - 1.2.2. **Changes to Calendar of Regular Meetings of Board:** Should permanent changes be made to regularly scheduled meetings of the GPEDC Board of Directors, notice will be made at least 5 days prior to the first meeting under the revised schedule.
 - 1.2.2.1. **Changes to Calendar, Notice to Media:** The GPEDC will provide electronic (i.e., email and web posting) notice to news media having filed an *Annual Request for Notice* with the GPEDC Office at least five days in advance of a the first meeting of the Board under the revised schedule.
 - 1.2.3. **Agenda for Regular Meetings:** An agenda for each regular meeting shall be posted at the principal office and on the Corporation's web site and then sent to the Board of Directors no later than 48 hours in advance of the regular meeting.
 - 1.2.3.1. **Regular Meetings, Notice to Media:** GPEDC will provide electronic (i.e., email and web posting) agendas to news media having filed an *Annual Request for Notice* no later than 48 hours in advance of a regular meeting of the Board.
 - 1.2.4. **Special Meetings of the Board:** Notice of any special meeting of the Board of Directors shall be given at least five (5) days prior thereto by written or electronic notice to each Director at the address or email address shown for such Director on the records of the Corporation.
 - 1.2.4.1. **Special Meetings, Notice to Media:** GPEDC will provide electronic (i.e., email and web posting) agendas to news media having filed an *Annual Request for Notice* no later than 48 hours in advance of a special meeting of the Board.
 - 1.2.5. **Emergency Meetings of the Board:** Notice of an emergency meeting shall be given as soon as practicable, but in any event prior to the holding of such meeting, to any news media which has filed an *Annual Request for Notice*.

1.2.6. **Executive Session:** GPEDC Board of Directors may enter into Executive Session (a.k.a., Closed Session) provided that the Board states a sufficient reason in open session for holding an Executive Session:

1.2.6.1. Majority of Quorum: Entering into Executive Session requires a majority of a quorum at an open meeting to vote affirmatively to close the open meeting and enter into Executive Session.

1.2.6.2. Inclusion in Open Meeting Minutes: Minutes of an open meeting that enters into Executive Session will reflect the reason for moving into Executive Session and record the vote results that close the open meeting.

1.2.6.3. Causes of Executive Session: General causes for entering executive session include but are not limited to:

- Employment matters
- Land and investment matters requiring Non-Disclosure Agreements
- Security matters (e.g., security procedures re. potential dangers to employees, public or private property)
- Litigation/legal claims
- Self-evaluation of Directors and Staff
- Discussion of minutes of previous executive sessions
- Disciplinary, ethics, or legal Issues pertaining to individual Board member(s), Funding Member(s), or other parties affiliated with the GPEDC
- Other investment deals/issues
- Discussion of business development projects

1.2.6.4. Minutes of Executive Sessions: Minutes of an Executive Session of the Board of Directors are considered confidential and will not be made available to the public or news media.

1.2.6.5. Action Taken During Executive Session: Formal action of the Board or Executive Board may be taken during an Executive Session when in the judgment of the Board the nature of the action requires confidentiality to protect the business interests of a client or investor.

1.2.7. **Minutes:** The GPEDC Board will keep, approve and file written minutes of all meetings, open or closed (i.e., Executive Session).

1.2.7.1. Content of Minutes: The minutes of the GPEDC Board and its Standing Committees will include: 1) date, time and place of meeting; 2) attending members and the means of their attendance, present or by electronic means; 3) absent members; and, 4) a description of discussion on all matters proposed, deliberated, and any other action with a record of votes taken.

1.2.7.2. Posting of Minutes: The minutes of open meetings of the GPEDC Board and its Standing Committees are to be made available within 7 days of approval by the Board of Directors by posting on the corporate web site. The minutes will remain posted on the web site no fewer than 60 days.

1.3. **MEETINGS OF STANDING COMMITTEES:** Standing Committees are defined as those committees identified in and required by the GPEDC By-Laws.

- 1.3.1. **Notice/Agenda of Standing Committee Meetings:** A notice and agenda for each regular meeting of any Standing Committee will be posted on the GPEDC web site, and sent to committee members and any member of the news media that files an *Annual Request for Notice*. The notice of and agenda for the meeting will be issued no later than 48 hours in advance of the meeting.
- 1.3.2. **Standing Committees' Resolution without Meeting:** Any action which may be taken at a meeting of a Standing Committee may also be taken without a meeting if consent in writing or electronically, setting forth the action so taken, shall be signed or electronically confirmed by a majority of the members of the Standing Committee entitled to vote.
- 1.3.3. **Standing Committees Meeting, Content of Minutes:** The minutes of every formal meeting of any GPEDC Standing Committee will include: 1) date, time and place of meeting; 2) attending members and the means of their attendance, present or by electronic means; and, 3) a description of discussion on all matters proposed, deliberated, and any other action with a record of votes taken.
 - 1.3.3.1. **Minutes Filed with GPEDC:** Each Standing Committees will approve and file its meeting minutes and then within 7 days provide approved copies to the GPEDC Office to be filed in the corporate books and for public posting.
 - 1.3.3.2. **Executive Session for Standing Committees:** GPEDC Standing Committees may enter into Executive Session per the same requirements and conditions as for the Board of Directors.
- 1.4. **GENERAL MEETINGS POLICIES/PRACTICES:** The GPEDC will maintain general policies and practices regarding meetings of the Board of Directors and all of its appointed Standing Committees.
 - 1.4.1. **DEFINITION OF A MEETING:** A meeting of the GPEDC Board or Standing Committee exists only if there is a gathering of members with a total number equal or greater than a quorum; and the sole purpose of the gathering is to discuss business of the GPEDC.
 - 1.4.2. **NO INVALIDATION OF ACTION CONDITIONS:** Failure to post notices or agendas does not, in some instances, invalidate any action taken at any meeting of the GPEDC Board, or its Standing Committees, accordingly:
 - 1.4.2.1. **Failure to Post Outside of GPEDC Control:** If a notice or agenda is not continuously available for the full 48-hour period due to actions outside of the control of GPEDC, then that lack of availability does not invalidate any meeting or action taken at a meeting.
 - 1.4.2.2. **Failure of News Media to Receive Posting:** Failure of any news media to receive a notice provided for by this Act shall not invalidate any meeting provided notice was in fact given in accordance with GPEDC policies and practices herein.
 - 1.4.3. **GENERAL PUBLIC ATTENDANCE:** The GPEDC respects and appreciates public input and will allow for public comment. The GPEDC reserves the right to limit public participation during any open meeting of the GPEDC and its Standing Committees, with reasonable and stated cause.
 - 1.4.3.1. **Open Meetings Public Input:** Open meetings of the GPEDC Board and its Standing Committees include the opportunity for public input. Public participants are generally limited to 5 minutes, although a Chair may allow for a longer period if time allows. If there appears to be a larger group of public participants, the Chair, with Board consensus, may reduce each speaker time to no less than 3 minutes.

1.4.3.2. Accommodations: The GPEDC Board and its Standing Committees will accommodate for accessibility and large crowds during their meetings.

1.4.3.3. Public Recording: The public attending a meeting of the GPEDC Board and Standing Committees may not record proceedings of open meetings by electronic means unless permission is given by the GPEDC Board or Standing Committee Chair.

1.4.3.4. Reasonable Cause for Denying Public Participation: A member of the public may be limited in or refused participation in the meeting with reasonable and stated cause that includes:

- Overt, profuse, and repeated disruption of a meeting
- Continued use of un-protected free speech including obscenities, “fighting words”, and defamation language
- Statements that are openly and unnecessarily critical of GPEDC Board Members, employees, or volunteers.

1.5. **ANNUAL REQUEST FOR NOTICE FILING:** In order to receive notices, agendas, and other communication from the GPEDC Board or Standing Committees a recognized, professional news agency must file an *Annual Request for Notice* with the Office of the GPEDC.

1.5.1. The GPEDC Office will establish the content and requirements of the *Annual Request* format, maintain an active list of news media that have filed, and advise the Board Chair of Standing Committees regarding those news media on file.

1.5.2. All *Annual Request for Notice* filings expire on December 31 of each year. A news organization may file or re-file at any time for a given calendar year.

1.6. **BOOK AND RECORDS:** The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Board of Directors and Standing Committees having any of the designated authority of the Board of Directors. All books and records of the Corporation may be inspected by any Funding Investor or Director, for any proper purpose at any reasonable time with the exception of materials and actions deemed and documented as confidential.

1.7. **FREEDOM OF INFORMATION ACT:** The GPEDC recognizes that while the private corporation itself is not subject to the (5 ILCS 140/) Freedom of Information Act (FOIA), GPEDC routinely communicates to and corresponds with elected and public officials who are acting in representation of their respective public body. The Board of Directors, its members and staff, and the members of GPEDC Standing Committees are advised that generally the content of any communication and correspondence with an elected or public official may be subject to FOIA request, appropriation, and public scrutiny.

1.8. **COMPLIANCE WITH THIS SECTION:** The GPEDC recognizes that the expectations of *this Transparency Policy* are reasonable, necessary and appropriate. The GPEDC will no less than annually conduct a self-audit of the requirements of this section. The GPEDC will provide training and relevant documentation to all members of the GPEDC Board and Standing Committees of the requirements of this policy.