

HCA/OneCare negotiated language as of 4:30pm 3/2/17

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(13) meetings of the ACO's governing body shall be open to the public and provide the public with an opportunity to comment. Meetings of the ACO's governing body described in this paragraph shall include any regular or special meeting, whether in person or by electronic means, convened by the ACO's governing body for the purpose of taking binding action or at which binding action is taken.

The ACO's governing body shall be allowed to meet in executive session that is closed to the public only to consider business related to (a) contracts or contract negotiations for which premature general public knowledge would clearly place the ACO or a person involved at a substantial disadvantage; (b) pending or probable civil litigation or a prosecution to which the ACO is or may be a party; (c) personnel matter; (d) information that reasonably could be considered a trade secret as defined in 1 V.S.A. §317(c)(9); (e) confidential attorney-client communications; (f) information prohibited from 15 public disclosure by an enforceable data use contract to which the ACO is bound; (g) or by federal or 16 state law. The ACO's governing body shall make its meeting schedule available to the public by 17 posting notice of the time and place of each meeting at least a week in advance and an agenda for 18 each meeting at least 48 hours in advance, except when an unforeseen occurrence or condition 19 requires immediate attention by the body in which case the body shall give public notice as soon as 20 possible before the meeting occurs. The portions of meetings of the ACO's governing body that are 21 open to the public shall either be recorded or minutes shall be taken and the recording and minutes of 22 that part of the meetings shall be available to the public. Meeting minutes shall include a list of all 23 members of the governing board who were present, any other individuals who participated in the 24 meeting, any public comment provided at the meeting, and all actions considered or taken by the

1 body during the meeting;

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3 Participation in meetings through electronic or other means.

4 (A) As long as the requirements of this subchapter are met, one or more of the members of the
5 governing body may attend a regular, special, or emergency meeting by electronic or other means
6 without being physically present at a designated meeting location.

7 (B) If one or more members attend a meeting by electronic or other means, such members may
8 fully participate in discussing the business of the governing body and voting to take an action, but any
9 vote of the governing body that is not unanimous shall be taken by roll call.

10 (C) Each member who attends a meeting without being physically present at a designated meeting
11 location shall:

12 (i) identify himself or herself when the meeting is convened; and

13 (ii) be able to hear the conduct of the meeting and be heard throughout the meeting.

14 (D) If a quorum or more of the members of a governing body attend a meeting without being
15 physically present at a designated meeting location, the agenda required under subsection (d) of this
16 section shall designate at least one physical location where a member of the public can attend and
17 participate in the meeting. At least one member of the governing body, or at least one staff or
18 designee of the governing body, shall be physically present at each designated meeting location.