



In Camera Board Sessions Policy

This policy provides the guidelines for when the TVPI Board is to meet with only board members present or otherwise meet with only a subset of the board in an executive session. Such a session will result in one or more people who normally attend, usually staff, from being at this portion of the meeting.

- *In camera* sessions have a legitimate purpose but their use should be limited because they may restrict the range and quality of information available to the board.
- The Board may, by motion and vote of the directors, add an in camera session to any meeting agenda where the item to be discussed concerns:
 1. Confidential personnel matters about an identifiable individual, including employees, directors, or board members.
 2. Contractual matters, including matters subject to confidentiality agreements with third parties.
 3. Litigation or potential litigation.
 4. The receiving of advice that is subject to privilege, including communications necessary for that purpose.

Minutes of In Camera Sessions

The minutes of any board meeting that has involved an in camera session must reflect that the session took place.

- The subject of the in camera session, the decision made, and where possible, the reason(s) for the decision, should be recorded in the meeting minutes.
- The board will provide clear direction to the Secretary on what should be included as part of the minutes and what should not be included, with respect to this session. In the absence of the Secretary, the Chair is responsible for ensuring that some record of the discussion is kept.
- In the event that the Board feels that the in camera session concerns a matter with important future implications for the organization, the session may be recorded separately. The Board will then instruct the Secretary to take separate minutes of the deliberations and provide direction on what is to be included in the minutes. The in camera session minutes will be distributed to those who participated in the session and, after their approval, be kept confidential and separately along with any materials considered as part of the in camera meeting.
- Any access to in camera minutes is limited to the participants of the in camera session. Any requests for access to in camera minutes by any other individual should be directed to Board who will, as a group, decide whether to grant access.

Adopted by TVPI Board on September 18th, 2025

Signature:

Lucas J. Herring

Board President

August 21st, 2025