

VERMONT PUBLIC TELEVISION: FACT SHEET

In anticipation of our report to the Board of Directors on February 26, 2014, the Audit Committee of the Board has prepared this fact sheet to further the public's understanding of the Corporation for Public Broadcasting open meeting requirements and our review of VPT's practices with respect to these requirements.

OPEN MEETING REQUIREMENTS

- VPT is subject to CPB open meeting requirements, not Vermont open meeting law. CPB's requirements differ in some important ways from Vermont open meeting law.
- In general, CPB's open meeting requirements provide that board meetings should be open to the public and preceded by reasonable public notice.
- There are defined exceptions to the general requirement to hold open meetings. For example, meetings may be closed when convened to address personnel matters or to receive the advice of counsel.
- Where a meeting is held in closed session, the organization must subsequently post a statement identifying the exception(s) pursuant to which the meeting was closed. For example, a station might post a notice on its website stating, "On [DATE], the Board met in a closed session to consider a personnel matter relating to an individual employee."

OPEN MEETING COMPLIANCE REVIEW

- In a letter dated December 24, 2013, CPB and VPT received an anonymous complaint regarding VPT's compliance with open meeting requirements. In particular, the letter alleged that VPT failed to comply with the open meeting requirements on 22 occasions between July 2011 and December 2013.
- CPB is reviewing the complaint. VPT is fully cooperating with this process.
- To assist CPB with its review, the Board tasked the Audit Committee with reviewing the allegations in the anonymous letter. The Audit Committee's review included detailed interviews with Board members and management, as well as the collection and review of hundreds of pages of documents.
- The results of this review are as follows:
 - Four of the alleged meetings either did not, in fact, take place or did not qualify as "meetings" that are subject to the open meeting requirements. Each of the 18 meetings that did take place was properly closed in accordance with a valid exception to the open meeting requirements.
 - In addition to the allegations in the complaint to CPB, the Audit Committee also examined more broadly VPT's past open meeting compliance. This review identified eight additional closed meetings. Each of these eight meetings also was properly closed.
 - Following some meetings, VPT did not post a statement on its website identifying the applicable exception(s) pursuant to which each meeting was closed.
 - The Audit Committee thoroughly reviewed the other statements in the complaint, including that Board leadership "deliberately disregarded" the open meeting requirements and acted improperly by not announcing closed meetings in advance or by conducting closed meetings at a law firm. The Committee found no factual support for these assertions.
 - In sum, VPT's noncompliance with open meeting requirements was limited to the omission of post-meeting web notifications. At no time did the Board or a committee hold a closed meeting that should have been open to the public.

LOOKING FORWARD

- VPT will report the Audit Committee's findings to CPB. VPT already has submitted to CPB a formal recertification of full compliance with CPB requirements.
- During today's meeting, the Audit Committee will recommend that the Board adopt a set of policies that are designed to ensure future compliance with the open meeting requirements.
- VPT will continue to work with CPB to complete the review of this matter. VPT will continue to provide public updates on additional developments.