

Public Access Policy

Policy Title:	Public Access Policy
Effective Date:	January 19, 2022
Purpose:	To assure sufficient and appropriate access to meetings and public information of the NH Vaccine Association, consistent with public policy and well-established governance practices.

I. Policy Statement:

The New Hampshire Vaccine Association (“NHVA”), a non-profit voluntary corporation under New Hampshire RSA 292, has been committed to transparency in the conduct of its activities since its inception. Given the heightened public interest in children’s vaccines and their cost and distribution, however, NHVA desires to formalize the means by which citizens may access the public deliberations and documents of NHVA. Although NHVA is not a public body as defined by the New Hampshire Right-to-Know Law, RSA 91-A (the “RTK Law”), NHVA will adhere to the RTK Law requirements except to the extent that they conflict with sound governance practices established for non-profit corporations. It is the policy of NHVA to be as transparent as possible and to provide the public with access to its deliberations and information used or produced in furtherance of NHVA’s purposes, subject only to the limitations established in the RTK Law and by principles of non-profit corporate governance.

II. Persons Subject to Public Access Policy:

This Public Access Policy (the “Policy”) will guide the actions of the members of the NHVA Board of Directors and the NHVA Executive Director, and their representatives, agents and employees, in conducting the affairs of NHVA. While intended to inform the expectations of the members of the public with respect to access to NHVA meetings and public information, this Policy does not confer any legal rights upon any third party.

III. Procedures:

The following procedures are established to further the purposes of this Policy:

1. Meetings

- a) *Meeting Notices and Preliminary Agendas.* A notice of each meeting of the NHVA Board of Directors or of any Board committees (a “Committee”) will be

posted on the NHVA website, and at the location at which the meeting will be held, at least 24 hours (excluding Sundays and holidays) prior to the date of the meeting. When possible, a preliminary agenda (subject to further revision) and any available meeting materials will be posted on the NHVA website in advance of the meeting.

- b) *Location and Attendance.* Subject to the right of the NHVA Board Chair to determine that an emergency exists as described in section 1.c. below, the NHVA Board will establish a physical location accessible by the public for each of its meetings and meetings of its Committees. Personal attendance by each Board member is strongly encouraged. If one (or more) Board member(s) is unable to attend in person because of extenuating circumstances, he or she may participate by teleconference, videoconference or similar technology permitting real time interaction with the other members of the Board or Committee.

- c) *Meetings Under Emergency Conditions.* As contemplated by Section 2(III)(a) of the RTK Law, the NHVA Board Chair may determine that an emergency exists which justifies holding the meeting of the NHVA Board by videoconference instead of in person. Such determination may be made only when immediate action by the NHVA Board is imperative and the physical presence of a quorum is not reasonably practical within the period of time requiring action. Such meetings will be held by a publicly-accessible videoconference platform such as Zoom which allows all members of the public to: (i) have had adequate notice and an opportunity to attend virtually; (ii) see and hear all NHVA Board members and deliberations; and (iii) participate if and as invited to do so. The facts upon which the NHVA Board Chair's determination is based will be included in the meeting minutes.

- d) *Public Attendance and Rights.* Members of the public may attend each meeting of the NHVA Board or its Committees, except for Executive Sessions (discussed below) and consultations with legal counsel. The public may record any meeting by using tape recorders, cameras, videotape equipment, or similar means, although the Board Chair will request of the public that they inform the Board at the commencement of the meeting of their intention to record the meeting or any part thereof. The public is not entitled to participate in, or to interrupt, NHVA meetings, but the Board and its Committees will reserve an opportunity at the end of each meeting for the public to comment. The public comment period is not intended to be an interactive session with the Board or Committee, and the Chair may limit the time for public comments in recognition of the outside commitments of the Board and Committee members who serve NHVA voluntarily. Questions or

requests from the public for more information will be directed to the Executive Director for a response in the normal course of NHVA business.

- e) *Meeting Materials.* The Executive Director will make meeting materials available in hard copy at the meetings solely for the convenience of the Board or Committee members. Any documents or other materials not posted in advance of the meetings will be posted (to the extent that they can be scanned) on the NHVA website promptly after the conclusion of the meeting. Meeting materials which cannot be posted may be requested by the public through a document request (as described in Section C below).

- f) *Executive Sessions.* The NHVA Board or its Committees may enter into Executive Session only when NHVA will be better served by non-public deliberations, in accordance with sound governance practices. Such circumstances include, without limitation, discussion of matters proprietary to NHVA or its members or otherwise exempt from disclosure to the public, or matters which, if discussed publicly, would impair NHVA's ability to conduct an open and productive discussion (e.g. meetings with auditors) or which would benefit a party with interests adverse to NHVA. The Board or a Committee may go into Executive Session only upon a majority roll call vote which identifies the basis for the Executive Session. Unless the Board or Committee determines by a 2/3 vote that to do so would impair the purpose for the Executive Session, the Board or Committee will report generally on the results of its Executive Session, and take any formal vote(s), immediately upon the recommencement of the public session of the meeting.

- g) *Minutes.* Written minutes of each meeting of the NHVA Board or its Committees will be prepared and posted on the NHVA website in draft form within five (5) business days of the meeting. Written notes, audiotape or videotape used solely to facilitate the preparation of minutes will not be considered meeting materials or public records, and will be destroyed upon completion of the draft minutes. Minutes will reflect the names of Board or Committee members attending the meeting and other persons invited to participate, and a brief description of the subject matter discussed and final decisions. Minutes will be reviewed and approved solely by the Board or Committee at its next meeting. NHVA is under no obligation to record or post comments or materials provided during the public comment session, but it will provide a brief description of the subject matter of any comments. If the Board or Committee decides to vote during Executive Session and to refrain from reporting on the results of the Executive Session during the public session of the meeting as provided in paragraph A(5) above, then separate minutes of the Executive Session will be prepared and will remain

sealed until the reason for the Board or Committee's decision no longer exists.

- h) *Prohibition on Conduct of Non-Public Meetings.* No members constituting a majority of the NHVA Board or its Committees may deliberate on any matters over which the Board or Committee has supervision, control, jurisdiction or advisory power by any means (including by telephone or email) other than a public meeting of the Board or Committee held as described above. This prohibition does not preclude the NHVA Board or its Committees from using email or other communications to review and comment on draft documents or materials, provided that comments are directed to the editor of the documents.

2. Postings and Reports

- a) *Website.* NHVA will maintain a publicly-accessible website, www.nhvaccine.org, that is intended to be readily navigable. In addition to other postings at its discretion, NHVA will maintain the following information on its website:
- Meeting notices, preliminary agendas (when available) and minutes;
 - Meeting materials (when available and able to be scanned);
 - Past and current audited financial statements;
 - Copy of its enabling statute, RSA 126-Q;
 - NHVA Articles of Agreement and Bylaws;
 - NHVA Plan of Operation;
 - Form 1023 Application for Recognition of Exemption, and IRS Determination Letter; and
 - This Public Access Policy.
- b) *Audited Financial Statements.* NHVA will engage an independent accounting firm to conduct an audit of its financial statements and operations each year. The audited financial statements, and auditor's report, will be posted and publicly available upon their public release by the auditor.
- c) *Annual Report.* Each year, absent extenuating circumstances, NHVA will prepare a brief narrative report of its activities, which will be posted and publicly available.

3. Requests for Information

- a) *Public Information.* Except as limited below, NHVA will make available to the public any information – whether paper, electronic or other physical form – created, accepted, or obtained by, or on behalf of NHVA or a majority of its Board or Committees, in furtherance of its corporate purposes (individually or collectively “Public Information”). Public Information does not include:
- i. confidential, commercial or financial information, including without limitation such information which is proprietary to NHVA or any of its members;
 - ii. personal notes or materials of NHVA Board or Committee members;
 - iii. preliminary drafts, notes or other documents not in their final form and not disclosed or made available to a majority of the Board or its Committees; or
 - iv. protected health information which has not been de-identified or released in the form of a limited data set as required by applicable state and federal privacy laws. Public Information will be maintained at the offices of the NHVA Executive Director.
- b) *Information Requests and Responses.* All requests for Public Information should be directed to the NHVA Executive Director at the contact address posted on the NHVA website. NHVA will respond to all requests for Public Information within five (5) business days following its receipt of the request. If requested information is not Public Information, the NHVA response will identify generally such information and state the basis upon which NHVA is not honoring the request. If Public Information reasonably cannot be made available within five (5) business days following NHVA’s receipt of the request, NHVA’s response will identify a reasonable time within which the Public Information will be made available to the requestor.
- c) *Inspection and Copying Charges.* All Public Information will be made available for inspection and copying by the requestor at the offices of the NHVA Executive Director during its normal business hours. If NHVA is requested to copy and/or mail the Public Information, it may charge the requestor a reasonable fee to cover its costs in providing such services. If requested and reasonably practical, NHVA may honor the request for Public Information by emailing the materials to the requestor in PDF or similar format.

4. Complaints – If any member of the public alleges that NHVA is not following this Public Access Policy, then the NHVA Executive Director will consult with the NHVA Board Chair and attempt to resolve the complaint. If the NHVA Executive Director and Board Chair are unable to address the complainant’s concerns in a satisfactory manner, then the complaint will be presented to the Board or an appropriate Committee at its next regular meeting. The decision of the Board or Committee will be final.

REVIEW and REVISION: This Policy will be reviewed and updated from time to time to ensure that the Policy is furthering its intended purpose.

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