



**BOARD OF ETHICS AND GOVERNMENT ACCOUNTABILITY  
GOVERNMENT OF THE DISTRICT OF COLUMBIA**



**VIA ELECTRONIC MAIL**

March 21, 2023



RE: Resolution of Complaint Concerning the Stabilization & Reform Board of Commissioners, District of Columbia Housing Authority (#OOG-2023-0012-M)

Dear [REDACTED]:

On February 9, 2023, the Office of Open Government (“OOG”) received the Open Meetings Act (“OMA”)<sup>1</sup> complaint, #OOG-2023-0012-M (“Complaint”) that you submitted. The allegations concerned the Stabilization & Reform Board of Commissioners’ (“STAR Board”) upcoming public body meeting scheduled to convene on February 13, 2023. The Complaint alleged the STAR Board’s justification for entering a closed meeting was improper based on the agenda. The Complaint alleged the scheduled closed meeting was not to train and develop public body members and staff but was a policy briefing and discussion.

The Director of Open Government may issue advisory opinions regarding public bodies’ OMA compliance.<sup>2</sup> The Director of Open Government may also accept a prospective complaint that alleges the future action of a Public Body appears, to a Complainant, likely to violate the Open Meetings Act.<sup>3</sup> As a result of your Complaint, I promptly contacted the STAR Board, through OOG’s legal counsel, to discuss the upcoming meeting to minimize future violations of the OMA.<sup>4</sup>

OOG’s statutory charge is to ensure that meetings of public bodies adhere to the OMA by investigating OMA complaints and taking action to enforce the OMA.<sup>5</sup> The Director and OOG take such action to ensure that “all persons” receive “[f]ull and complete information regarding the affairs of government and the actions of those who represent them.”<sup>6</sup> Therefore, in response to this Complaint, I am issuing this advisory opinion pursuant to 3 DCMR § 10400 *et seq.*

---

<sup>1</sup> D.C. Official Code § 2-571 *et seq.*

<sup>2</sup> D.C. Official Code § 1-1162.05c.

<sup>3</sup> 3 DCMR § 10400.3.

<sup>4</sup> 3 DCMR § 10400.4.

<sup>5</sup> D.C. Official Code § 2-579.

<sup>6</sup> D.C. Official Code § 2-572.

## I. BACKGROUND

The District of Columbia Housing Authority (“DCHA”) is an independent authority of the District government.<sup>7</sup> The DCHA directs public housing and is responsible for providing decent, safe, and sanitary dwellings for low and moderate-income households in the District.<sup>8</sup> DCHA’s mission is to improve the quality of life for DCHA residents, increase access to affordable and livable housing, and foster a collaborative work environment that meets the expectations of the affordable housing industry.<sup>9</sup> The STAR Board was created on a temporary basis to ensure the DCHA has the resources to improve policies, processes, operations, finances, and overall agency effectiveness.<sup>10</sup> The STAR Board includes 9 members appointed by the Mayor of the District of Columbia.<sup>11</sup> The STAR Board’s role is to govern DCHA and meet at least 10 times a year to address public housing issues in the District.<sup>12</sup>

On February 10, 2023, OOG’s legal counsel emailed STAR Board Chairman, Richard Skinner to address your concerns, provided a copy of the Complaint, and afforded DCHA an opportunity to respond to the allegations in the Complaint. OOG also contacted General Counsel, Lorry Bonds to discuss the allegations. General Counsel Bonds was adamant that the intent of the closed meeting was to train the newly appointed STAR Board members. General Counsel Bonds stated that the STAR Board would enter into a closed meeting to attend a training to acquire knowledge about the items listed on the February 13, 2023, agenda.<sup>13</sup> The General Counsel and the Deputy General Counsel’s primary role is to provide legal advice to the STAR Board.<sup>14</sup> The STAR Board is comprised of a diverse group of experts that will address the failures listed in the federal report<sup>15</sup> completed by the U.S. Department of Housing and Urban Development and other issues negatively affecting DCHA housing residents. DCHA was given the opportunity to respond in writing by March 13, 2023, to the Complaint. As of the date of this advisory opinion, the OOG has not received a written response from DCHA addressing the Complaint.

The STAR Board notified the public of its public body meeting. The STAR Board’s notice included the meeting agenda and notification that the STAR Board members would enter into a closed meeting to discuss the following: Admissions & Continued Occupancy, Administrative Plans, and Significant Amendments to the FY 2023 MTW Annual Plan. The STAR Board met in the public meeting at approximately 1:07 pm. Chairman Skinner requested a roll call vote, but the

---

<sup>7</sup> D.C. Official Code § 6-202(a).

<sup>8</sup> D.C. Official Code § 6-202(b).

<sup>9</sup> [District of Columbia Housing Authority](#)

<sup>10</sup> [Stabilization & Reform Board of Commissioners](#)

<sup>11</sup> D.C. Official Code § 6-210.01(a)(1).

<sup>12</sup> D.C. Official Code § 6-210.01(a); D.C. Official Code § 6-210.01(g)(1).

<sup>13</sup> [February 13, 2023, Meeting Agenda](#); The agenda states D.C. Official Code § 2-575(b)(2) in the footnote section of the agenda as the authority to enter the closed session to train and develop members of a public body and staff. The correct citation is D.C. Official Code § 2-575(b)(12). The OOG believes this to be a typographical error that has no bearing on OOG’s determination. However, the STAR Board must include the correct citation for entering closed sessions wherever it is stated on the agenda in all future public meeting notices.

<sup>14</sup> D.C. Official Code § 6-210.01(j).

<sup>15</sup> [District of Columbia Housing Authority Assessment](#)

roll call lacked one vote to constitute a quorum. General Counsel Bonds instructed the STAR Board members to discontinue the live recording with the public and reconvene the open session when other voting members arrive at the meeting.<sup>16</sup> The STAR Board reconvened the open session of the public body meeting at approximately 2:10 pm and informed the public that voting members had arrived. A roll call vote was taken, and a quorum was met. The members voted to enter a closed session to proceed with the Educational Symposium.<sup>17</sup> At approximately 3:21 pm, the STAR Board concluded the closed session, reopened the public session, made reports regarding the information listed on the agenda, and adjourned the meeting.<sup>18</sup>

As part of OOG’s investigation, OOG reviewed your Complaint and the OMA. The OOG also reviewed the STAR Board’s agenda and public body meeting that took place on February 13, 2023. The OOG continued its investigation by also reviewing the draft meeting minutes and the recording of the closed session that took place at the public body meeting.

After concluding the investigation, I find that the STAR Board cited the proper justification for entering a closed session of a meeting to train and develop public body members and staff on its February 13, 2023, agenda.<sup>19</sup> The use of the OMA citation to enter a closed session of a meeting to train and develop public body members and staff was the correct citation to justify entering the closed session.<sup>20</sup> I also find that the STAR Board violated the OMA by depriving the public of meaningful notice upon awaiting a quorum to transact official business.<sup>21</sup> In this instance, the STAR Board’s delay of approximately an hour was unreasonable.

Public bodies may only discuss matters in closed sessions that are properly noticed to the public and public bodies are restricted to discuss only those properly noticed matters in the closed session of a meeting.<sup>22</sup> Here, the STAR Board correctly cited the proper justification for entering into a closed session for the Educational Symposium or training. The STAR Board violated the OMA’s “Notice of meetings” requirements when it failed to provide the public proper notice after the unreasonable delay to obtain a quorum.<sup>23</sup> I discuss my findings below.

## II. DISCUSSION

The OMA requires meetings to be open but under a limited set of circumstances, a meeting may take place in a closed session.<sup>24</sup> On February 13, 2023, the STAR Board held its public body meeting that included notice of open and closed meetings.<sup>25</sup> The STAR Board’s justification for entering into a closed session of a public meeting was “to train and develop members of a public body and staff.”<sup>26</sup>

---

<sup>16</sup> [Start of Public Meeting on February 13, 2023.](#)

<sup>17</sup> [STAR Board Reconvened the Public Meeting on February 13, 2023.](#)

<sup>18</sup> [STAR Board Reopens Public Meeting after Closure on February 13, 2023.](#)

<sup>19</sup> D.C. Official Code § 2-575(b)(12).

<sup>20</sup> D.C. Official Code § 2-575(b)(12).

<sup>21</sup> D.C. Official Code § 2-576(1).

<sup>22</sup> D.C. Official Code § 2-575(d).

<sup>23</sup> D.C. Official Code § 2-576.

<sup>24</sup> D.C. Official Code § 2-575(b).

<sup>25</sup> D.C. Official Code § 2-576.

<sup>26</sup> D.C. Official Code § 2-575(b)(12).

The Complaint contends that the STAR Board’s closed session of their public meeting was not a training and development meeting, but a simple policy briefing and discussion of information that is not protected from disclosure.<sup>27</sup> The Complaint goes on to state the closed portion of the public body meeting should have been noticed as a regular public meeting.<sup>28</sup>

The STAR Board correctly provided notice to the public of its public meeting that included a closed session when it correctly justified the closed meeting with the intent to train and develop the public body members and staff. The closed session of the public meeting consisted of a PowerPoint presentation that outlined plans that govern the work of the agency. The agenda stated the plans and policies that would be used to train and develop the newly appointed STAR Board members.<sup>29</sup> During the closed session, the STAR Board was presented with a basic understanding of the plans and policies and were instructed to read the documents in their entirety. The STAR Board members asked questions related to the documents to gain an understanding of the information. After review of the closed meeting, I conclude the STAR Board conducted a valid training under the OMA.

The STAR Board’s February 13, 2023, agenda stated its intent to enter a closed session during its public body meeting. The justification to train and develop the newly appointed members of the STAR Board was proper under the OMA. However, the STAR Board’s unreasonable delay to defer the transaction of business, violated the OMA. The approximate one-hour delay deprived the public of the OMA’s “Notice of Meetings” requirement.<sup>30</sup>

**A. The STAR Board cited the correct justification to enter into a closed meeting. The OMA allows public body members to enter into a closed meeting to train and develop public body members and staff.**

The newly appointed STAR Board has a mission to improve deficiencies in public housing in the District. The Star Board’s public body members are moving into roles that require knowledge of public housing issues that impact the quality of public housing in the District. DCHA shall provide to the STAR Board at least 2 full-time employees who are qualified to provide legal and policy research as requested by members of the Board.<sup>31</sup> The General Counsel and Deputy General Counsel of DCHA saw the urgency and need to train and develop the STAR Board’s public body members and its staff. The training was used to educate the STAR Board on what is required and expected in the perspective roles.

The OMA permits public bodies to convene a closed meeting during an open meeting to discuss statutorily exempted matters.<sup>32</sup> The STAR Board justified closure by citing the need to

---

<sup>27</sup> OMA Complaint, #OOG-2023-0012\_M.

<sup>28</sup> OMA Complaint, #OOG-2023-0012\_M.

<sup>29</sup> [February 13, 2023, STAR Board Agenda](#)

<sup>30</sup> D.C. Official Code § 2-576.

<sup>31</sup> D.C. Official Code § 6-210.01(j).

<sup>32</sup> D.C. Official Code § 2-575(b)(1)-(16A).

train and develop members of its public body and staff.<sup>33</sup> The Complaint alleges the STAR Board’s closed meeting should have been noticed as a regular public meeting and not closed to the public.<sup>34</sup> The Complaint maintains the closed meeting was not a training and development meeting but a policy briefing and discussion of information that is not protected from disclosure.<sup>35</sup>

The OMA requires that a public body provide advance notice to the public before meeting in open or closed sessions.<sup>36</sup> The advance notice to the public is necessary to ensure the public receives full and complete information regarding the affairs of the government and those who represent them.<sup>37</sup> The STAR Board provided advance notice to the public regarding its February 13, 2023, public body meeting and correctly cited the justification to enter a closed session to train and develop members of the public body and staff.<sup>38</sup>

In this instance, the STAR Board’s reason to enter closure was to train the public body members and staff. DCHA felt it necessary to educate the newly appointed STAR Board so they will be well-versed in the complex matters it would consider. The training was described as an Educational Symposium. The OMA does not define the term “training” so we must engage in statutory construction for interpretation.<sup>39</sup> Absent a clearly expressed legislative intent to the contrary, the language of the statute is conclusive. Words must be given their natural meaning, ordinary meaning, commonly understood meaning, and where plain language is used, the court is bound to interpret that language to mean exactly what it says.<sup>40</sup>

Here we have a training that is used to educate the STAR Board members and staff to ensure they are knowledgeable about the complex issues they will encounter as members of the STAR Board. The PowerPoint presentation discussed the items listed on the February 13, 2023, meeting agenda. The STAR Board asked questions regarding concepts and the meanings of those concepts presented during the PowerPoint presentation. The STAR Board did not deliberate on any matter during the closed meeting.

On February 13, 2023, the STAR Board’s agenda cited the proper justification for entering into a closed session. The Educational Symposium was a training designed to inform the newly appointed STAR Board members of complex and urgent matters related to public housing issues in the District. The STAR Board correctly cited the “training and development” exception to open meetings.<sup>41</sup>

---

<sup>33</sup> D.C. Official Code § 2-575(b)(12).

<sup>34</sup> OMA Complaint, #OOG-2023-0012\_M.

<sup>35</sup> OMA Complaint, #OOG-2023-0012\_M.

<sup>36</sup> D.C. Official Code § 2-576.

<sup>37</sup> D.C. Official Code § 2-572.

<sup>38</sup> D.C. Official Code § 2-575(b)(12).

<sup>39</sup> *Swindle v. Remington*, 291 So. 3d 439 at 40 (Ala 2019).

<sup>40</sup> *Swindle v. Remington*, 291 So. 3d 439 at 40 (Ala 2019).

<sup>41</sup> D.C. Official Code § 2-575(b)(12).

**B. The OOG opines that a public body may defer the transaction of business for a reasonable amount of time if awaiting a quorum.**

The OMA requires that a public body provide advance notice to the public “before all open or closed meetings.”<sup>42</sup> The advance notice to the public is required so that “all persons are entitled to full and complete information regarding the affairs of government and those who represent them.”<sup>43</sup>

In this instance, the STAR Board notified the public of its February 13, 2023, public body meeting. The STAR Board also notified the public it would enter a closed session during the open meeting to train and develop the STAR Board and staff.<sup>44</sup> The STAR Board opened the meeting at approximately 1:07 pm. Roll call was taken but the STAR Board lacked one vote to constitute a quorum. The live public session of the meeting was discontinued but the public was notified that the public meeting would reconvene when other voting members of the STAR Board arrived at the meeting.<sup>45</sup> The live public session of the meeting was reconvened at approximately 2:10 pm when other voting members arrived at the meeting. A roll call vote was taken, and a quorum was met. The members voted to enter a closed session to proceed with the Educational Symposium.<sup>46</sup> At approximately 3:21 pm, the STAR Board concluded the closed session and reopened the public session. The STAR Board discussed the matters listed on the agenda and adjourned the meeting.<sup>47</sup>

While the STAR Board may defer the transaction of business while awaiting a quorum, the public body must adjourn to a later date when the delay becomes unreasonable. In this case, the approximate 1-hour delay was unreasonable. The February 13, 2023, public body meeting began around 1:00 pm and a quorum was not met until around 2:00 pm. If the public is expecting the public body to begin its agenda items at the announced time, to push everything back by as much as an hour is to deprive the public of meaningful notice. The OMA does permit cancellation of meetings. While 48 hours or two business days’ notice of the cancellation is ideal, as much advance notice as possible of the cancellation is acceptable in some instances. Cancellation of the meeting would have been permitted here.

The OMA’s “Notice of meetings” provisions, requires a public body to provide public notice of a meeting.<sup>48</sup> The OMA requires notice to the public at least 48 hours or 2 business days, whichever is greater, before the meeting occurs. Public notice must include the date, time, location of the meeting and a draft of the meeting agenda. The draft meeting agenda must include whether the public intends to enter into a closed meeting, the reason for the closure, and the statutory exemption relied upon. The OMA also requires that the public notice be posted on the public body’s website or the District government’s Central Meeting Calendar as well as publication in the D.C. Register.<sup>49</sup>

---

<sup>42</sup> D.C. Official Code § 2-576.

<sup>43</sup> D.C. Official Code § 2-572.

<sup>44</sup> D.C. Official Code § 2-575(b)(12).

<sup>45</sup> [Start of Public Meeting on February 13, 2023.](#)

<sup>46</sup> [STAR Board Reconvened the Public Meeting on February 13, 2023.](#)

<sup>47</sup> [STAR Board Reopens Public Meeting after Closure on February 13, 2023.](#)

<sup>48</sup> D.C. Official Code § 2-576.

<sup>49</sup> D.C. Official Code § 2-576.

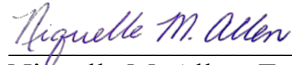
Here, Chairman Skinner began the meeting at the scheduled 1:00 pm time, but the 1-hour delay awaiting a quorum to transact business was unreasonable. The public had no way of knowing when the public body would reconvene the public body meeting. The STAR Board violated the OMA's "Notice of meetings" requirements when it failed to provide the public proper notice after the unreasonable delay to obtain a quorum.<sup>50</sup>

### **III. CONCLUSION**

Based on the foregoing analysis and investigation, I find that the STAR Boards' use of the OMA citation to enter a closed session of a meeting to train and develop its public body members and staff was proper. I also find that the STAR Board violated the OMA's "Notice of meetings" requirements because it failed to provide the public proper notice after the unreasonable delay to obtain a quorum.<sup>51</sup>

I strongly recommend that the STAR Board schedule an OMA training and parliamentary procedure training with OOG. The OOG is available to discuss open and closed meetings and what is required to be OMA compliant. If you have any questions regarding this advisory opinion or require assistance with your meetings, do not hesitate to contact me or the OOG's legal staff.

Sincerely,



---

Niquelle M. Allen, Esq.  
Director of Open Government  
Office of Open Government  
Board of Ethics and Government Accountability

cc: Lorry B. Bonds, Esq.  
Senior Vice President and General Counsel  
District of Columbia Housing Authority  
Stabilization and Reform Board of Commissioners  
lbonds@dchousing.org

Enclosure

---

<sup>50</sup> D.C. Official Code § 2-576.

<sup>51</sup> D.C. Official Code § 2-576.