

November 1, 2019

130 South Scott Avenue, Tucson, Arizona 85701
TELEPHONE: 520.901.8500 FAX: 520.670.5530

MEMORANDUM FOR: Prof. Eric Eberhard
Chair, Udall Foundation Board of Trustees

SUBJECT: Certification of The Government in the Sunshine Act Compliance,
Board of Trustees Meeting, November 21, 2019

As required by The Government in the Sunshine Act, 5 USC § 552b, the Board of Trustees of the Udall Foundation (the Board) will shortly publish a notice in the Federal Register of its intent to hold a meeting of the full Board of Trustees on November 21, 2019. A portion of this meeting may be an Executive Session of the Board, which would be closed to the public, if the Board so votes.

As required by 5 USC § 552b (f)(1), the Board has asked for a formal legal opinion to determine whether it may legally close this portion of the meeting to the public. The Board is proposing, as required by 5 USC § 552b (d)(1), to vote to hold a closed Executive Session that will consider matters which (a) relate solely to the internal personnel rules and practices of the Udall Foundation, and (b) disclose information of a personal nature where disclosure would constitute a clearly unwarranted invasion of personal privacy. The vote of each voting member will be recorded. Should the motion pass, the designated portion of the meeting will be closed to the public. The vote of each voting member relating to closing the meeting will be made publicly available along with a list of all Trustees and Udall Foundation staff attending the closed Executive Session as required by statute. (5 USC § 552b (d)(3) and 5 USC § 552b (f)). The closed Executive Session will be electronically recorded. The recording of the closed Executive Session of the meeting shall be available as required by 5 USC § 552b (f)(2), and subject to other restrictions such as 5 USC § 552 (the Privacy Act).

I hereby certify that in my opinion the Board may legally restrict attendance at the closed Executive Session of the Board Meeting under 5 USC § 552b(c)(2) as the subject matter of this session is likely to “relate solely to the internal personnel rules and practices of an agency,” and to “disclose information of a personal nature where disclosure would constitute a clearly unwarranted invasion of personal privacy” (5 USC § 552b (c)(f)) .

This opinion shall be maintained with the records of the November 21, 2019, meeting of the Udall Foundation Board of Trustees and shall also be made publicly available upon request.

MARC J. ROSEN
General Counsel