

Proposed Bylaws Amendments (Additions)
As Approved at Annual Membership Meeting, May 6, 2017

To allow for electronic participation in Board meetings

Article VII. Section 11. Members of the Board and/or Executive Committee may participate in Board and/or Executive Committee meetings through use of conference telephone, electronic video communication, or other synchronous electronic transmission. Participation in a meeting through use of such electronic transmission constitutes presence in person at that meeting if both of the following apply:

(1) each member participating in the meeting can communicate with all of the other members concurrently, and

(2) each member is provided the means of participating in all matters before the Board and/or Executive Committee including, without limitation, the capacity to discuss all matters on the agenda and to propose, second, and vote on any motion before the Board and/or Executive Committee.

To allow for electronic voting on matters before the Board

Article VII. Section 12. Board and/or Executive Committee action may be taken by electronic means (e.g. e-mail or other online voting mechanism) only if all of the following apply:

(1) the matter to be voted on is time sensitive;

(2) scheduling difficulties preclude the Board and/or Executive Committee from meeting in person to deliberate the matter in a timely manner;

(3) all Board and/or Executive Committee members are notified in writing (electronically or otherwise, from the President or their designee) of the specific motion to be acted on, and asked to respond to the motion with a “Yes”, “No” or “Abstain” response within 48 hours.

At the end of these 48 hours the motion will be passed if a simple majority of the full Board and/or Executive Committee votes “Yes” on the motion, provided no Board and/or Executive Committee member has indicated objection to the vote being conducted electronically. Printed documentation of all related electronic communication will be maintained as formal minutes, duly reviewed and approved at the next regularly scheduled Board meeting.