

<b>POLICY NUMBER:</b> 2.1.1	<b>DATE ADOPTED:</b> 2009
<b>POLICY TYPE:</b> Governance Process	<b>DATE AMENDED:</b>
<b>POLICY TITLE:</b> Motions by Email	

### **Motions by Email Vote**

When a matter arises requiring urgent Board action, the President, in consultation with the Vice President or Secretary, may initiate a discussion and vote by e-mail in accordance with the following requirements:

1. E-mail votes should not be used for complex or controversial matters. In these cases a meeting by teleconference will be held.
2. The prepared action will be sent by the "chair" (normally the President but this could be delegated to the Vice President or Secretary) to all executive members (using the Google Groups email address) in the form of a proper motion with a mover and seconder. This initial message will invite discussion of the motion and will specify the date and time at which the vote will be taken. This deadline will normally be five days from the date of the original e-mail message but this time may be shortened if greater urgency is required or if the motion is routine.
3. When discussions are taking place, board members shall Reply so that all members will receive all comments. When the vote is taken, members may send their votes privately to the person chairing if desired. There must be a quorum of board members participating in the discussion. Thus it is important for board members who are following the discussion but have not made a contribution to it to signal by a message that they are part of the discussion in order to form a quorum.
4. After the deadline has expired, the "moderator" will send out another e-mail message calling for the vote. When a majority of board members has voted in the affirmative or a majority has voted in the negative, the chair will declare the motion passed or defeated in a final e-mail message. Sufficient "yes" or "no" votes must be received to constitute a quorum.
5. The motion, e-mail discussion and voting process shall be read into the minutes of the next regular meeting of the executive. There is not need for a "live" motion ratifying the original motion.
6. If a matter turns out to be more controversial or complex than expected, any executive member may request a teleconference to decide the matter. If two members make such a request then the conference call will be arranged and the e-mail process will be terminated without a vote being taken. The motion "on the floor" at the termination of the email discussion shall be considered to be on the floor when the teleconference begins. A face-to-face meeting may also be called as an alternative to a teleconference.
7. If a member does not have ready access to e-mail, the moderator will communicate the motion by phone or fax and relay any comments to the rest of the executive.