



## ELECTRONIC MEETING/VOTING POLICY

Per the MMTA Bylaws, Article V, Section 5 (Action without a Meeting): *“Any action required or permitted at any meeting of the Board of Directors or a committee thereof may be taken without a meeting, without prior notice and without a vote as provided for in the Michigan Nonprofit Corporation Act, if all of the board members or committee members entitled to vote thereon consent thereto in writing (which includes electronic correspondence). Said written consents shall be filed with the minutes of the proceedings and shall have the same effect as a vote for all purposes.”*

As the MMTA Board of Directors finds it necessary to carry out business requiring a vote before their next regular meeting, this policy will be set forth as the guidelines for an electronic meeting.

- An electronic meeting will be opened by the MMTA President only. Electronic meetings shall only take place if the President feels action cannot wait until the next regularly scheduled Board of Director’s meeting.
- All Board members will use “Reply All” when participating in discussion.
- The President will indicate whether a motion will be accepted or whether the Board is having a discussion, only.
- No motion will be acknowledged until the President has asked for that action. The President will ask for support and will announce the entire motion and support to the Board.
- The President will open the topic for discussion for a period of at least twenty-four (24) hours.
- The President will close discussion and ask for a vote on the topic. All voting shall be done using “Reply All.”
- In an effort to keep the process within a timely manner, the President will indicate a deadline for all Board members to cast their vote. There will be, at the very least, a twenty-four (24) window for voting during business days from the time the vote is called. ***Every effort will be made to contact board members who have not responded to the request to vote, however,*** the President shall have the final judgment on whether to extend the time allotted to vote.
- Results of the electronic vote will be announced by the President when the he/she closes the voting process.
- The results of the electronic vote will be included in the minutes of the next regular board meeting under an area of the agenda labeled, **Electronic Meeting Actions**. Those minutes will include the motion and support, the date and time of the vote and the results of the vote.

Adopted by the Board of Directors on November 9, 2012