

**TITLE:** Participation in Board meetings from remote locations

**POLICY:** B-2023

**COMMITTEE:** Internal

**PASSED:** April 26, 2016

**TOPIC:** Board Management/  
Governance

**AMENDED:** April 21, 2016

**REVIEW PERIOD:** Every 5 years.

## Electronic Voting outside of a Regular Board Meeting

When it is necessary to proceed with an action between scheduled Board meetings and it is not reasonable to call a special meeting, the Chair can authorize the CEO to conduct a vote electronically (such as via e-mail). The Chair must be confident that circumstances of urgency require a vote and that all participants will have access to adequate information about the motion upon which they are being asked to vote. Such a vote must meet the Board's requirements for a quorum and must be passed by a majority of that quorum prior to being acted upon. The Motion will be ratified at the next meeting of the Board. Copies of all correspondence related to the vote will be retained as part of the formal record of the Library.

NOTE: Electronic Voting procedures are located in [Trustees Handbook, Section 5](#)

## Voting when not physically present at a Board meeting

The Trustee(s) will electronically connect to the meeting at a pre-arranged time and this will be noted in the minutes.

When a vote is called on a Motion, the Chair will ensure that the Trustee(s) have had an opportunity to speak to the Motion and are prepared to vote. The Trustee(s) who are participating electronically will indicate their vote only after all other Trustees have voted. If the vote is only visible or audible to the Chair, he/she will state it for all to hear before declaring the Motion carried or defeated.

NOTE: A Trustee who is not physically present will not be counted in for quorum and cannot assign a proxy.