

TITLE: Participation in Board Meetings via Electronic or Remote Communications Means

POLICY: B-2023

COMMITTEE: Governance and Nomination

PASSED: April 26, 2016
AMENDED: May 12, 2020

TOPIC: Board Management/ Governance

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 in accordance with the library's Record Management System.

NOTE: Electronic Voting procedures are located in [Trustees Handbook, Section 6](#).

Voting when not physically present at an In-Person 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 Trustees attending physically 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.

Remote Participation in Board Meeting

From time to time, when the Board is unable to meet face-to-face, it may be necessary to conduct Board and/or Committee meetings by electronic or remote communications means. Trustees who participate in meetings held remotely must be identifiable and all participants must be able to hear and communicate with each other. Attendance and participation will be in compliance with all applicable EPL Board policies and procedures.

Information for public participation regarding Board meetings conducted electronically will be posted along with the agenda and shared in advance with individuals and/or organizations requesting to speak at the Board meeting.