

- A. **Title:** Requested amendment to Article IV – Board of Directors, Section 15 of the VMC 2021 bylaws.
- B. **Rational:** Section 15 was added to Article IV – Board of Directors during COVID and voting by email is not required when we can use videoconference or meet in person.
- C. **Current section wording:** Article IV – Board of Directors

Section 15. Voting on motions by email may be used when necessary, as long as the following requirements are met:

- A. All participants must have access to the necessary equipment for participation in the e-vote.
 - a. The secretary will contact, via phone, any Board of Directors member who does not have email access, per the SOP,
- B. The Chairman shall develop the time frame for the e-vote.
- C. A minimum of 1 -day notice shall be provided to all participants via email by the Chairman or Secretary. Such notice shall include the motion and supporting documentation for the e-vote.
- D. A second is not necessary for the motion to be considered.
- E. Each new main motion must be made in a separate, new e-mail message with no other message thread included.
- F. New motions in a new message thread may not be introduced while there is another motion currently being debated. There is no limit on the number of simultaneous threads pending.
- G. The chair shall assign a number to the motion and shall include the number in the subject line. (Example: Motion I .)
- H. The subject line must include the word "Motion."
- I. The first line of the message must begin with "It is moved to (or that).. o" If the motion comes from a specific officer or committee member "(name of officer) moves to (or that).. ." DEBATE
- J. Members shall use "Reply All" in all messages.
- K. Members may respond at will, that is, without seeking recognition from the chair.
- L. The chair shall close debate by asking, "Are you ready for the question on Motion I-a?" in the subject line.

VOTE

M. The chair shall put the question to a vote by restating the pending question and requesting the members to vote now. The word "vote" shall be in the subject line.

N. The chair shall include the time frame/deadline for the vote.

O. Members shall state, "I vote yes," or "I vote no" in the first line of the response and use "Reply All".

P. The secretary shall tally the votes and report the result of the vote to the participants, including the number of votes cast for and against the motion. Q. The chair shall announce the results of the vote.

R. The chair shall either state the next pending motion and open debate or shall declare the thread on "Motion (number)" closed.

S. The secretary (or committee member so designated) shall compile and maintain the complete thread of the motion and its disposition including all secondary and incidental motions.

T. The secretary shall prepare minutes of the vote and shall send the minutes marked "draft" to all the members.

U. These minutes shall be approved at the next regular Board of Directors meeting.

V. Any member shall have the right to request a copy of the message thread of a motion.

D. Proposed section wording: None – Delete Section 15, Article IV – Board of Directors