



Book	Policy Manual
Section	Volume 35, No. 2 for Board Approval
Title	Revised Bylaw - Volume 35, No. 2 - July 2023 - MEMBER PARTICIPATION IN MEETINGS THROUGH ELECTRONIC MEANS OF COMMUNICATION
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### Revised Bylaw - Volume 35, No. 2 - July 2023

#### 0164.5 - MEMBER PARTICIPATION IN MEETINGS THROUGH ELECTRONIC MEANS OF COMMUNICATION

Subject to the limitations listed below, the Board of Managers shall permit Board members to participate in a meeting by an electronic means of communication if it allows all Board members participating in the meeting to simultaneously communicate with each other and allows the public to simultaneously attend and observe the meeting if it is not an executive session.

A Board member participating by an electronic means of communication shall be considered present for purposes of establishing a quorum but may participate in any final action taken at the meeting only if the Board member can be seen and heard. At least fifty percent (50%) of the Board members must be physically present at a meeting.

**[DRAFTING NOTE: You may, but are not required to, select one or both of the following options]**

☒ **[OPTION 1]** The number of Board members who may participate in any given meeting through an electronic means of communication is limited to three (3) Board members. **[DRAFTING NOTE: If selecting OPTION 1, the blank must be filled with a number less than fifty percent of the full Board membership.]**

**[END OPTION 1]**

☐ **[OPTION 2]** The total number of meetings in a calendar year that may be conducted with members participating by an electronic means of communication is limited to three (3) meetings.

**[END OPTION 2]**

A Board member may attend two (2) consecutive meetings (a set of meetings) by electronic communication. A Board member ~~must~~ shall physically attend at least one (1) meeting between sets of meetings that the Board member attends by electronic communication unless the Board member's absence is due to:

- A. military service;
- B. illness or other medical condition;
- C. death of a relative; or
- D. an emergency involving actual or threatened injury to persons or property.

A Board member may not attend more than fifty percent (50%) of the Board meetings in a calendar year by an electronic means of communication unless the Board member's electronic participation is due to:

- A. military service;
- B. illness or other medical condition;
- C. death of a relative; or

D. an emergency involving actual or threatened injury to persons or property.

All votes taken during a meeting conducted with at least one Board member participating through an electronic means of communication shall be by roll call. The Board minutes prepared for meetings in which at least one Board member participates by an electronic means of communication ~~must~~ shall state the name of each Board member who:

- A. was physically present at the place where the meeting was conducted;
- B. participated in the meeting by using any electronic means of communication; and
- C. was absent.

The Board minutes also shall identify the electronic means of communication by which:

- A. Board members participated in the meeting; and
- B. the public attended and observed the meeting if it was not an executive session.

Board members ~~may~~ shall not participate in a Board meeting by electronic communication if the Board is attempting to take final action to:

- A. adopt a budget;
- B. make a reduction in personnel; ~~initiate a referendum;~~
- C. establish or increase a fee; or
- D. establish or increase a penalty.
- ~~I use the Board's power of eminent domain authority; or~~
- ~~I establish, raise, or renew a tax.~~

Subject to the limitations listed above, a Board member who plans to attend a meeting by any electronic means of communication shall notify the Board President and Director no less than ~~[choose one and fill in the blank] [ ]~~ ( ) days ~~[x ]~~ forty-eight ( 48 ) hours **[end of option]** before the meeting so that arrangements can be made for the Board member's participation by electronic means.

A technological failure in an electronic means of communication that disrupts or prevents:

- A. the simultaneous communication between a Board member who is not physically present at the meeting and the Board; or
- B. a member of the public who is not present at the meeting from attending and observing the meeting does not prevent the Board from conducting the meeting or affect the validity of an action taken by the Board at the meeting if the sum of the Board members physically present at the meeting and the Board members participating by electronic communication without technological failure satisfies the quorum and, if a final action is taken, the Board's voting requirements.

I.C. 5-14-1.5-3.5

Public Access Counselor Opinion Letter 23-INF-7 (March 29, 2023), <https://www.in.gov/pac/files/informal/23-INF-7.pdf>

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