



8231

Voting

Policy 8231

Original Adoption: 11/11/2011

Effective Date: 11/12/2011

Revision Dates:

I. PURPOSE

The Board of Directors while transitioning from a seven director board to a nine director board shall have a period when an even number of directors shall be legally elected and qualified. In addition, there may be occasions when the full board is not in attendance at a regularly noticed and called meeting, and an even number of directors shall constitute the board of directors present and able to conduct the business of the meeting. The purpose of this policy is to establish the required number of votes to approve a matter when an even number of directors is voting.

II. GENERAL STATEMENT OF POLICY

- A. During the period of time when an even number of directors is duly elected and qualified to be seated, the quorum requirement for doing business at a noticed meeting of the board shall be half the board seats plus one.
- B. In all cases where board policy states that a majority of the directors, a simple majority, or a majority of the quorum must approve a motion, resolution or complete an election, the word majority shall mean:
- 1) in the case where the full board consists of eight seats and all are in attendance, five directors is required; and
 - 2) in the case where a quorum of the board is established by an even number of directors, but less than the full board is in attendance, half of the quorum number plus one is required, and
 - 3) in the case where the full board consists of an odd number of seats, half of the number of seats rounded up to the next full number.
- C. In all other matters not directly controlled by board policy requiring a vote of the board of directors, approval of the motion made or resolution proposed shall be:
- 1) in the case where the full board consists of eight seats and all are in attendance, a vote of five directors is required; and
 - 2) in the case where a quorum of the board is established by an even number of directors, but less than the full board is in attendance, a vote of half of the quorum number plus one is required, and

- 3) in the case where the full board consists of an odd number of seats or quorum is established by an odd number of directors, a vote of half of the number of seats rounded up to the next full number is required.
- D. Except as otherwise allowed or required by board policy votes taken during a meeting of the board of directors may be by voice vote at the discretion of the chairperson.

Cross References:

MPS Policy 8115 (Membership and Quorum)

MPS Policy 8140 (Election of Officers)

MPS Policy 8220 (Agenda)

MPS Policy 8520 (Policy Development)