

## ELECTRONIC MEETINGS POLICY

### I. **Purpose**

The 2012 Indiana General Assembly, through House Bill 1003, authorized the members of the governing body of a public agency to participate in meetings of the governing body by means of electronic communication. That law authorizes such electronic participation if, (1) the meeting complies with all other requirements of the Indiana Open Door Law, and (2) a majority of the governing body adopts a policy regarding the use of electronic communication to participate in a meeting. This Indiana Finance Authority (the "IFA") Electronic Meeting Policy (the "Policy") is intended to comply with the second requirement stated above and will provide the framework for participation in and conducting of meetings where means of electronic communication are used by members of the IFA (the "IFA Board") not physically in attendance. Physical attendance by members at meetings of the IFA Board is always preferable to participation by electronic means of communication.

### II. **Applicability**

This Policy applies to meetings of the IFA Board called for the purpose of conducting the business of the IFA as authorized by Indiana Code § 4-14-11, in which any member of the IFA Board participates electronically.

### III. **Policy**

- a. **Minimum Physical Participation.** At any meeting of the IFA Board at least two (2) members of the IFA Board must be physically present at the place where the meeting is conducted.
- b. **Treatment of Members Participating by Electronic Means.** A member of the IFA Board who participates in a meeting by a permitted electronic means of communication:
  - i. shall be considered present at the meeting; and
  - ii. may vote at the meeting.
- c. **Quorum.** As provided by Indiana Code § 4-4-11-7, three (3) members of the IFA Board constitute a quorum for the transaction of business. A member of the IFA Board who participates in a meeting by a permitted electronic means of communication shall be counted for purposes of establishing a quorum.
- d. **Permitted Means of Communication.** A member of the IFA Board not physically present at a meeting may participate in the meeting by any electronic means of communication, so long as that electronic means of communication permits:
  - i. the member;
  - ii. all other members participating in the meeting; and
  - iii. all members of the public physically present at the place where the meeting is conductedto simultaneously communicate with each other.
- e. **Roll Call Voting.** All votes of the IFA Board during a meeting where any member participates by means of electronic communication shall be taken by roll call vote, in which the name of each member of the IFA Board present will be called individually and requested to cast their vote aloud.
- f. **Limitations.**

- i. **Annual Minimum Physical Participation.** Indiana Code § 5-14-1.5-3.6(d) requires each member of the IFA Board must physically attend at least one (1) meeting of the IFA Board annually. However, anything in this Policy notwithstanding, Board members will still be expected to comply with the attendance expectations provided in the By-laws of the Authority.
- ii. **Notice of Intent to Participate by Electronic Means.** A member of the IFA Board intending to participate in a meeting of the IFA Board must provide notice of such intent, in writing, to the Chair of the IFA Board (the “Chair”) and the Public Finance Director of the State of Indiana at least forty-eight (48) hours prior to the time the meeting is scheduled to begin, exclusive of weekends and holidays, to allow adequate arrangements to be made. Exceptions to the forty-eight (48) hour notice requirement may be granted at the discretion of the Chair.
- iii. **Maximum Electronic Participation.** No more than two (2) members of the IFA Board may participate by electronic means of communication at a meeting of the IFA Board. Members of the IFA Board may only participate by electronic means of communication in one (1) meeting annually without prior written approval of the Chair. To participate in any subsequent meeting by electronic means of communication during the year, a member of the IFA board must obtain prior written approval of the Chair.
- g. **Proxy Voting.** This Policy in no way prohibits the ability of members of the IFA Board from voting by written proxy, as provided in Indiana Code § 4-4-11-7.

Adopted at Indiana Finance Authority Meeting on August 21, 2012 by Oral Resolution.