

## **Emerald Bay Board Policy and Guidelines Regarding Email Discussion and Voting**

This document presents a Policy and provides Guidelines for the Board of Directors of the Emerald Bay Homeowners' Association (EBHOA) regarding discussion and voting by email in order to provide for timely consideration of various urgent or time-sensitive issues. The information contained herein may interpret applicable provisions within the Covenants and Bylaws of the Association. The purpose of this policy is to provide a consistent methodology for dealing with time-sensitive issues by electronic means rather than calling a formal meeting of the Board.

1. Discussion of time-sensitive issues via email may from time to time be found desirable.
2. After such email discussion, the Board of Directors may agree to vote by email on the issue under discussion, rather than putting a vote off to the next scheduled meeting of the Board.
3. When such majority agreement is reached, the President (in his capacity as Director) or another Director will state the motion as he understands it and call for a vote on the issue.
4. Directors may ask to amend the motion until agreement is reached on the wording thereof. Notwithstanding provisions of Robert's Rules of Order, the Board may decide to forego voting on each request to amend the motion but rather make changes to the motion by common agreement. Such request to amend will be made by re-stating the motion as it is to be amended.
5. Until the question is called by the Secretary, each Director should indicate whether or not he/she approves the new wording of the motion.
6. The Secretary will keep track of the discussion and when wording of the motion has general approval, will Call the Question, asking for a formal email vote.
7. Directors will respond with "I vote yes on the motion" or "I vote no on the motion."
8. The first Director to vote in the affirmative will be deemed to have made the motion and voted in favor of it.
9. The second Director to vote in the affirmative will be deemed to have seconded the motion and voted in favor of it.
10. Subsequent votes will be tallied and scored by the Secretary. After sufficient votes are received to determine a conclusion, the Secretary will report the result of the vote to the Board by email.
11. The discussion and results of the vote will be reported in the Minutes of the next meeting of the Board. If deemed more appropriate, the issue may be reported in Minutes of the previous Board meeting, unless these have already been approved by the Board.

Approved and published by the Board of Directors, April 23, 2014  
Emerald Bay Homeowners Association  
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