

Society of Gastroenterology Nurses and Associates, Inc.	
<i>Board Policy &amp; Administrative Procedure Manual</i>	Policy No: A-12 Page: 1 of 1 Effective Date: 10/99 Revision Date: 10/06, 10/10, 11/12, Review Date: 2/15 2/02, 10/06, 10/08, 10/10, 11/12, 2/15
<b>Subject:</b> Guideline for Conducting an Electronic Vote	
<b>Review Responsibility:</b> Articles and Bylaws	

**Policy Statement:** When the Board of Directors needs to vote on an issue that involves spending SGNA funds, an electronic vote can be used to make the decision ONLY if the dollar amount does NOT exceed \$10,000. This approval process requires written action signed by at least two-thirds of the directors then in office. See Bylaws, Article IX, Section 9.09.

**Focus:** SGNA Board of Directors and Headquarters Staff

**Procedure:**

1. Board may hold discussion about any or all issues within the electronic vote via the website, Board only discussion forum and/or via e-mail.
2. Discussion on the issues must be started at least 5 working days prior to the deadline for the vote.
3. Board members are responsible for checking the BOD only webpage and/or e-mail at least 5 working days prior to the deadline for the vote.
4. Number of Board reports included in each vote will not exceed 4.
5. An action required or permitted to be taken at a formal Board of Directors meeting may be taken without a meeting by written action/consent signed by at least two-thirds of the directors then in office.
  - 5.1 Signature by the Board members on the written consent may be by the following methods: manual, facsimile, conformed, or electronic means, or as otherwise permitted by applicable law. (Bylaws, Article IX, Section 9.09).
    - 5.1.1 A consent form should be provided to the Board of Directors with the actions being voted on.
    - 5.1.2 Board members shall sign the consent form as an official vote and send back by the following means: manual, facsimile, conformed, or electronic means, or as otherwise permitted by applicable law.
  - 5.2 The electronic vote will be valid when at least two-thirds of the consent forms are returned with signatures.
6. Electronic votes will be reported via the consent reports at each Board meeting that minutes are taken.