

# Lumbee River Electric Membership Corporation

## Board Governance Policy No. 426

SUBJECT: Board Meeting Minutes

I. OBJECTIVE:

To establish the procedure governing the contents of the minutes of the Board of Directors meetings in accordance with the latest edition of Robert's Rules of Order.

II. POLICY:

A. Votes taken by the Board of Directors at regular or special meetings shall be recorded in one of the following manners:

1. Record as approved, which shall mean unanimously approved unless a dissenting vote is noted.
2. On the occasion when there are both yea and nay votes, record the number of yea votes and the number of nay votes, and indicate how each member voted, if requested.
3. Any member of the Board of Directors may have attached to and incorporated by reference into the minutes of the meeting his/her written reason for voting in the manner in which he/she voted on the issue in question. The said attachment shall be written and signed by the Director so requesting and submitted prior to approval of that meeting's minutes.

B. Following approval of the minutes at the next regular or special meeting of the Board of Directors, the minutes, at the discretion of the Board, will be posted to the Cooperative's web site and/or newsletter as determined by the Board.

III. RESPONSIBILITY:

The Board of Directors and General Counsel shall have responsibility for the implementation and enforcement of this policy.

Date Adopted: Minutes of March 26, 2019