

Sawnee EMC Emergency Bylaws Executive Summary

Overview:

Shown below is an “executive summary” of the “Emergency Bylaws” that the Board of Directors of Sawnee EMC approved, effective March 17, 2020. The purpose of these Emergency Bylaws is to “supersede” contrary provisions of the current Bylaws relating to Meetings of Directors.

Key Provision(s):

- **Authority to Conduct Electronic Meeting** – This provision applies to the Board as well as member meetings (e.g. Committees Meetings).
- **Quorum** – the quorum applies to electronic meetings.
- **Special Meetings** – These meetings can be called by any two (2) of the following: Chairman, Secretary, CEO, the Chairman of a group and the secretary of a group.
- **Notice of Meetings** – Notice can be accomplished by “any” means feasible. It will be in advance as is reasonably feasible, under the circumstance.
- **Legal Binding Action at Meeting** - Any action / decision taken by a majority of those participating in any meeting shall be legally binding upon the group and/or Corporation.
- **Legally Binding Unanimous Written Consent** - Action can also be taken by specific writing format with either sufficient written or electronic signatures.
- **Acting Officers** – In the absence of the CEO and until such time as the CEO or the Board shall select an acting CEO, the officers of the Board shall perform these duties.
- **Not Applicable to District and Annual Meeting** – Both of these meetings are currently excluded from these bylaws.