

**BY-LAWS OF THE BOARD****QUORUM AND VOTING PROCEDURES**

1. Quorum:
  - A. The majority of all members of the Coventry Board (the “Board”) shall be necessary to constitute a quorum for the transaction of business.
  - B. If, in accordance with applicable law, the Board provides Board members the opportunity to participate in meetings by means of electronic equipment, the Board is not required to adjourn or postpone a meeting if a Board member loses the ability to participate because of an interruption, failure, or degradation of that member’s connection by electronic equipment, unless the member’s participation is necessary to form a quorum.
  - C. If a quorum of the Board members attends a meeting by means of electronic equipment from the same physical location, members of the public must be permitted to attend such meeting in such physical location. This does not apply to Executive Session.
  - D. If, in accordance with applicable law, the Board holds a meeting solely by means of electronic equipment, and if a quorum of Board members attend a meeting by means of electronic equipment from the same physical location, the Board shall permit members of the public to attend such meeting in such physical location. This does not apply to Executive Session.
2. Voting Procedures:
  - A. No member can vote on a question in which the Board member has a direct personal or pecuniary interest.
  - B. Members may vote for themselves for any office or other position.
  - C. While it is the duty of every member who has an opinion on a question to express it by vote, a Board member cannot be compelled to do so.
  - D. A member may abstain from voting (with the knowledge that the effect is the same as if the Board member had voted on the prevailing side).
  - E. The votes of each member of the Board upon any issue before the Board shall be recorded in the minutes of the session at which taken.
  - F. Board members shall have the opportunity to explain their votes, with the explanation to be recorded in the minutes.

- G. Any vote taken at a meeting during which a Board member participates by means of electronic equipment shall be taken by roll call.

S&G 5/6/2022

Legal References Available Upon Request

ADOPTED 1/27/00

Revised: January 12, 2023