

**Policy for Participation by Members of the IHEDA Board of Directors in
Board Meetings by Simultaneous Electronic Communication**

This shall constitute the Policy for Participation by Members of the IHEDA Board of Directors in Board Meetings by Simultaneous Electronic Communication (“this Policy”) of the IHEDA Board of Directors (“Board”), adopted pursuant to Indiana Code 5-14-1.5-3.6, governing participation in the Board’s meetings by electronic communication. Nothing in this Policy shall affect the public’s right under Indiana Code 5-14-1.5 to attend a meeting of the Board at the place where the meeting is conducted and at which the minimum number of Board Members are physically present as provided herein. Nothing in this policy shall affect the Board’s right to exclude the public from an executive session, permitted pursuant to Indiana Code 5-14-1.5, in which a Member participates by electronic communication in accordance with this Policy. The Executive Director shall post a copy of this Policy on the Authority’s website.

(A) At any meeting of the Board at which at least three (3) of the Members of the Board are physically present at the place where the meeting is conducted, a Member who is not physically present at such meeting of the Board may participate in such meeting by means of electronic communication only if:

- (1) the Member uses a means of communication that permits: (a) the Member, (b) all other Members of the Board participating in such meeting; and (c) all members of the public physically present at the place where the meeting is conducted; to simultaneously communicate with each other during the meeting; and
- (2) all votes of the Board during the electronic meeting are taken by roll call vote.

(B) Each Member of the Board is required to physically attend at least one (1) meeting of the Board annually.

(C) Subject to the requirements of paragraph (A) above, a Member who participates in a meeting by electronic communication in accordance with this Policy: (1) is considered to be present at the meeting; (2) shall be counted for purposes of establishing a quorum; and (3) may vote at the meeting.

(D) The minutes of such meeting, prepared pursuant to Indiana Code 5-14-1.5-4, shall state the name of each Member who: (1) was physically present at the place where the meeting was conducted; and (2) participated in such meeting by means of electronic communication permitted under this Policy.

(E) Any Member who desires to participate in a meeting of the Board by means of electronic communication in accordance with this Policy shall notify the IHEDA Board Secretary at least two (2) days in advance of such meeting, in order for notification to be made to the Board Chair and to allow for arrangements to be made for the Member’s participation in such meeting by electronic communication.

(F) Notwithstanding anything herein to the contrary, no member of the public shall have any right to attend or be present at the place or location at which a Member is physically present and participates in a meeting of the Board by means of electronic communication in accordance with this Policy.