

# G-20 Online Voting Policy

Section	Date Issued	Revision Date(s)	Date of Last Review
Governance	October 2020		

## 1. POLICY STATEMENT

The purpose of this policy is to mitigate the risks associated with both email and electronic voting systems. Online voting systems are software platforms used to securely conduct votes and elections. MARRT may incorporate online voting (e-mail and electronic) for the purposes of making board related decisions. MARRT by-laws contain a clause that considers e-mail and electronic voting a duly constituted method. MARRT is cognizant that online voting, both email and electronic, has disadvantages.

Risks can be mitigated by using a user portal-based system. This will help ensure confidentiality and privacy are maintained and will assist in avoiding loss of data through cyber theft.

The following list illustrates the potential disadvantages related to email voting:

- There is an assumption that the recipient will open the email immediately recognizing that a meeting requiring a vote is scheduled.
- The email address was incorrect for one or more of the recipients.
- During the meeting thorough discussion may not occur and the lack of time and discussion may be considered a breach in the board's fiduciary duty of care.
- The use of e-mail voting increases the risk that a technicality may be overlooked, nullifying the meeting.
- The order and timeframe in which votes are received have the potential to sway opinion for individuals who may have not yet cast their vote as votes do not occur simultaneous.
- Cybersecurity remains a threat to the relatively low-level security of email.
- Access to technology (I.E., computer, cellular phone, reliable internet, etc.)
- The risk of unanticipated issues such as a power outage can occur.

## 2. DEFINITIONS

None

## 2. POLICY

### **Email voting General Guidelines:**

E-mail voting will generally be used for matters of urgency or when an in-person quorum cannot be established.

The President, Chair, or designate of any committee may call for an electronic meeting that may require an e-mail vote. Before considering an email vote the following must be considered:

- Time sensitivity of the decision; and
  - if further discussion is required utilizing alternate methods such as teleconference, a virtual meeting, or an in-person meeting.
- Notice of the meeting shall be emailed to the participants prompting the need for a vote in the subject line.
- A read receipt can be used to monitor that all invited participants are aware of the planned meeting.
- All email correspondence must be addressed to “Reply All” to ensure all participants are aware of the ongoing proceedings.
- A quorum must be confirmed for the meeting to occur.
- If any member feels that an alternative meeting method is required to ensure adequate opportunity for fulsome discussion, they must inform the Chair at any point up to and including the call for the vote.
- Normal procedural rules for the meeting occur as in regular business meetings.
- MARRT Code of Conduct and Confidentiality rules apply.

Following the motion being seconded, the topic is open for discussion. Participants must:

- Use “Reply All” so that all participants continue to be aware of the collective responses and the discussion is contained to one email thread.
- Discussion should be limited but allow ample time for everyone to participate.
- For urgent matters, 3-5 days is recommended.
- If a board member participates in the meeting and discussion, they are assumed to be aware of the motion and are required to vote.

The Chair or designate must email notice to all participants indicating the discussion is now closed using “Call to Vote” in the subject line.

The body of the email notice must contain the timeline of voting.

All participants are expected to vote on the motion with a In Favour, Against, or Abstain using “Reply All”.

Voting is limited to a 24-hour period following the call to vote.

If a vote is not received within this time the participant is recorded as having abstained.

Results of the vote regarding the motion will be emailed to all participants following the tally.

### **Electronic Voting General Guidelines**

Electronic voting may be considered for use at larger meetings, such as the AGM, where individuals may not have the opportunity to attend in person.

In accordance with MARRT Virtual Meeting Policy, individuals unable to attend the in-person meeting may attend virtually (if technology allows) and are able to make and second motions, participate in discussion, and vote on motions.

Ensure that the votes taken, abide by the Canada Not for Profit Corporations Regulations:

- Enabling the votes to be gathered in a manner that permits their subsequent verification, and
- Permits the tallied votes to be presented to the corporation without it being possible for the corporation to identify how each member voted, when required (e.g. elections).

MARRT By-laws Article 27 authorizes absentee voting.

The MARRT Board of Directors will choose the online voting platform to be used, which include:

- MARRT online data system
- Other web-based systems

The MARRT Virtual Policy provides the technical guidelines for accessing the meeting.

When a motion is called, voting should be available onscreen in a “In Favour” or “Against” note, followed by Proxies, concluding with “Abstentions”.

A time frame for voting shall be decided upon before the meeting.

The result of the voting should be displayed on the screen for all members to see.

The Chair of the meeting will verbally confirm the result of the vote to all members.

The online voting record shall be appended to the meeting minutes.

#### **4. REFERENCES**

MARRT by-laws

The Manitoba Emergency Measures Act (C.C.S.M.c.E80) Section 3.1 Electronic attendance at a Meeting.

<https://web2.gov.mb.ca/laws/orders/pdf-order.php?ord=132/2020>

Canada Not for Profit Corporations Regulations, Part 4 Section 71(1): Communications Facilities for Members

<https://laws.justice.gc.ca/eng/regulations/SOR-2011-223/page-4.html>

Association of Canadian Archivists Online Voting Policy

<https://archivists.ca/resources/Documents/Governance%20and%20Structure/ACA%20Online%20Voting%20Policy%202018%20Revision%20DRAFT.pdf>