



# CESA State Board Policy

<b>Title</b>	<b>Action Without Meeting Policy</b>	<b>Original Approval Date</b> <b>March 1, 2013</b>
		<b>Revision &amp; Re-adoption Date(s)</b> <b>February 2021</b> <b>January 2017</b> <b>October 2013</b>
<b>Purpose</b>	The purpose of this policy is to define the Action-Without-Meeting Policy and procedures for Association Board meetings.	
<b>Section</b>	<b>The Association Board adopted the following policy:</b>	
<b>1.0</b>	<p>Any action required or permitted to be taken by the Association Board may be taken without a meeting if all members of the Association Board individually or collectively consent in writing to such action. Such consent shall have the same effect as a unanimous vote of the Association Board and shall be filed with the minutes of the proceedings of the Association Board.</p> <p>.1 Any action having more than a 2-week turnaround will be presented to the membership for comments. This process will be as follows:</p> <ul style="list-style-type: none"> <li>• Association Board Members will be contacted using email.</li> <li>• Association Board Members are expected within 24 hours to: <ul style="list-style-type: none"> <li>• Review the action proposed</li> <li>• Review the letter (if included)</li> <li>• Provide comments or opinion</li> </ul> </li> <li>• Context and contents of the action being taken will be emailed to the membership the next day</li> <li>• If by Thursday, COB there is no opposition, comments, etc. received, the action proposed will be executed.</li> <li>• If there are comments or questions, those will be addressed as received and the letter will be updated accordingly or, additional conversation with association membership on actions will be conducted by electronic meeting.</li> </ul>	
<b>2.0</b>	<p>The California Emergency Services Association may take action without meeting in one of two ways:</p> <ol style="list-style-type: none"> <li>1. Meetings can be held by telephonic or videoconferencing, in adherence with the Electronic Meeting Policy, or</li> <li>2. Directors can act by unanimous, written consent. <ul style="list-style-type: none"> <li>• There must be a quorum of at least 2 Association Board Members from each chapter as part of the vote.</li> <li>• The Association Board cannot act by written consents that are less than</li> </ul> </li> </ol>	

	<p>unanimous (even if a majority of the Board voted in the affirmative).</p> <ul style="list-style-type: none"> <li>• The Association Board cannot act by taking a vote by telephone poll, unless it is a properly called Electronic Board Meeting with a quorum following the Electronic Meeting policy.</li> <li>• The Association Board cannot act on a vote-altering Association business by accepting votes through an email poll.</li> </ul>
<b>3.0</b>	Other policies address Emergency Meetings, which do not require unanimous votes.