

Guidance Code - Quorum, Proxies and Absentee Ballots

65 Guidance Code Change, Article VIII, Section 6

Current version: Two-thirds (2/3) or more members of the Board of Trustees present at any meeting shall constitute a quorum. Proxies shall be counted to determine the number present at any meeting for the purpose of a quorum.

Proposed Version: Two-thirds (2/3) or more members of the Board of Trustees, from the Continental USA and Canada, present at any meeting shall constitute a quorum. Proxies shall be counted from the Continental USA and Canada as well as absentee ballots from all over the world, to determine the number present at any meeting for the purpose of a quorum.

86 Guidance Code, Article XIII, Section 6

Current Version: Five (5) members of the Board of Regents shall constitute a quorum. Only a written proxy shall be counted in determining the number present for the purpose of a quorum.

Proposed Version: Six (6) members of the Board of Regents shall constitute a quorum. A member of the Board of Regents must be present at a meeting, in person or part of a conference call, to be considered as part of a quorum. The Chairman of the Board of Regents can only vote to break a tie.