

OLDS COLLEGE BOARD OF GOVERNORS BYLAWS

Bylaw Name:	Voting	Number:	4
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ARTICLE FOUR: Voting

- 4.1 The Chair, when present, and every Board member present, shall vote on every matter:
 - 4.1.1 Except when in a specific case, the Chair or member is excused by resolution of the Board from voting; or
 - 4.1.2 Except when disqualified from voting by reason of pecuniary interest; or
 - 4.1.3 Except as provided in Article 3.3.
 - 4.2 To be approved, a motion on any Bylaw, resolution or motion requires the following thresholds:
 - 4.2.1 Regular motion such as: consent agenda, president monitoring, required approvals require a $\frac{2}{3}$ majority. For additional clarity see Article 1 of these bylaws.
 - 4.2.2 For matters of significance/materiality such as: budget approval, unbudgeted capital expenditure, presidential nomination or termination, Board function, and Board member nomination or termination require a $\frac{3}{4}$ majority (super-majority). For additional clarity, see Article 1 of these bylaws.
 - 4.3 A motion on any Bylaw, resolution or motion upon which the threshold for passing is not met shall be deemed to be lost;
 - 4.4 A member of the Board shall not vote on any question:
 - 4.4.1 Affecting a private company of which they are a direct shareholder; or
 - 4.4.2 Affecting a public company in which they hold more than one (1%) percent of the number of shares issued; or
 - 4.4.3 Affecting a partnership or firm of which they are a member; or
 - 4.4.4 On a contract for the sale of goods, merchandise, or services to which they are a party; or
 - 4.4.5 Affecting them selling or leasing land or an interest in land to the Board; or
 - 4.4.6 In which they have a direct or indirect pecuniary interest, except questions of a general benefit to a class of which they are by statute or collective bargaining agreement, necessarily a member, in which case they shall vote; or
 - 4.4.7 Of conflicting loyalty such as that to advocacy or interest groups and membership on other boards.
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