

STATE OF NEW YORK

7205

2021-2022 Regular Sessions

IN ASSEMBLY

April 29, 2021

Introduced by M. of A. BUTTENSCHON -- read once and referred to the Committee on Corporations, Authorities and Commissions

AN ACT to amend the rural electric cooperative law, in relation to allowing meetings of members to be held partially or solely by means of electronic communication

The People of the State of New York, represented in Senate and Assembly, do enact as follows:

1 Section 1. Subdivisions (c), (d) and (e) of section 17 of the rural
2 electric cooperative law are amended to read as follows:

3 (c) Except as otherwise provided in this chapter written or printed
4 notice stating the time and place of each meeting of the members and, in
5 the case of a special meeting, the purpose or purposes for which the
6 meeting is called, shall be given to each member, either personally or
7 by mail, not less than ten days nor more than [~~twenty-five~~] forty-five
8 days before the date of the meeting. If mailed, such notice shall be
9 deemed to be given when deposited in the United States mail with postage
10 prepaid addressed to the member at his address as it appears on the
11 records of the cooperative.

12 (d) Unless the by-laws prescribe the presence of a greater percentage
13 or number of the members for a quorum, a quorum for the transaction of
14 business at all meetings of the members of a cooperative having not more
15 than one thousand members, shall be five per centum of all members,
16 present in person or electronically, and of a cooperative having more
17 than one thousand members, shall be fifty members, present in person or
18 electronically. This provision shall not prevent a cooperative from
19 adopting a by-law that only allows an in-person quorum for meetings of
20 members. If less than a quorum is present at any meeting, a majority of
21 those present in person may adjourn the meeting from time to time with-
22 out further notice.

23 (e) Each member shall be entitled to one vote on each matter submitted
24 to a vote at a meeting of the members. Voting shall either be in

EXPLANATION--Matter in italics (underscored) is new; matter in brackets
[-] is old law to be omitted.

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1 person[~~, but, if the by-laws so provide, may also be by proxy or by~~
2 ~~mail, or both~~] or by proxy, mail, or electronic means, or any combina-
3 tion of the above. If the by-laws provide for voting by proxy [~~or by~~],
4 mail, or electronic means, they shall also prescribe the conditions
5 under which such voting shall be permitted. No person shall vote as
6 proxy for more than three members at any meeting of the members.

7 § 2. Section 17 of the rural electric cooperative law is amended by
8 adding a new subdivision (g) to read as follows:

9 (g) The board of directors may, in its sole discretion, direct that
10 meetings of members be held partially or solely by means of electronic
11 communication, and the electronic service and/or platform by which a
12 meeting is held shall be the place of such meeting for purposes of this
13 section if such meeting is held solely by means of electronic communi-
14 cation. Meetings conducted partially or solely by means of electronic
15 communication pursuant to this subdivision and any member's electronic
16 participation in such meetings shall be subject to such guidelines and
17 procedures as the board adopts, provided the board shall implement
18 reasonable measures to: (1) verify that each person participating elec-
19 tronically is a member or a proxy of a member according to the terms of
20 subdivision (e) of this section; (2) provide each member participating
21 electronically with a reasonable opportunity to participate in the meet-
22 ing, including an opportunity to propose, object to, and vote upon a
23 specific action to be taken by the members, and to see, read, or hear
24 the proceedings of the meeting substantially and concurrently with such
25 proceedings; (3) record and maintain a record of any votes or other
26 actions taken by electronic communication at the meeting; and (4) within
27 a reasonable time after, but not to exceed sixty days after the meeting,
28 distribute minutes of such meeting to the members of the cooperative in
29 electronic or paper form. Members of a cooperative shall not hold meet-
30 ings by means of electronic communication until the provisions of this
31 subdivision have been adopted as a bylaw at a duly held membership meet-
32 ing.

33 § 3. This act shall take effect immediately.