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## **An Act To Expressly Allow Nonprofit Corporations To Conduct Electronic Voting**

**Be it enacted by the People of the State of Maine as follows:**

**Sec. 1. 13-B MRSA §604, sub-§2**, as enacted by PL 1977, c. 525, §13, is amended to read:

**2. Members to vote in person or by proxy; validity.** A member entitled to vote may vote in person or, unless the articles of incorporation or the bylaws otherwise provide, may vote by proxy executed in writing by the member or by ~~his~~the member's duly authorized attorney-in-fact. ~~No~~A proxy ~~shall be~~is not valid after 11 months from the date of its execution, unless otherwise provided in the proxy. Where directors or officers are to be elected by members, the bylaws may provide that such elections may be conducted by mail or by electronic transmission.

**Sec. 2. 13-B MRSA §604, sub-§5** is enacted to read:

**5. Voting by electronic transmission.** The bylaws may provide, or the board of directors or members may determine, that some or all votes by members, as well as actions taken in accordance with section 606, may be conducted by electronic transmission under procedures established by the corporation. A vote conducted by electronic transmission must be filed with the minutes of members' meetings and has the same effect as an in-person vote or a vote by proxy.

### **SUMMARY**

This bill specifically permits a nonprofit corporation to authorize in its bylaws the conduct of elections or voting, or both, through electronic transmission.