
Ports of Indiana – General Business

RESOLUTION 23-03: ADOPTION OF ELECTRONIC MEETING POLICY

REQUESTED ACTION:

Approval of Resolution 23-03 to adopt an Electronic Meeting Policy to allow the Commission to hold electronic meetings in unique circumstances per state statute.

AUTHORITY:

The Commission has authority to adopt an electronic meeting policy under IC 5-14-15-3.6.

BACKGROUND:

As a body corporate and politic created under Indiana Code 8-10, POI is subject to the Indiana Open Door Law (ODL), IC 5-14-15, which allows for electronic participation in Commission meetings in two instances:

- 1) When a “disaster emergency” has been declared; and,
- 2) When the Commission has adopted an electronic meeting policy.

Adopting this policy will allow Commissioners to participate in Commission meetings electronically so long as three Commissioners are physically present at the place where the meeting is conducted. This would mean that Commissioners participating electronically can vote as well as be counted as part of the quorum. This will accommodate travel constraints and unexpected events that would curtail members of the Commission from being physically present.

FINANCIAL AND BUSINESS IMPLICATIONS:

This Resolution is not anticipated to have a significant financial impact on POI.

STAFF RECOMMENDATION:

Staff recommends the Commission approve Resolution 23-03 adopting an Electronic Meeting Policy.

ATTACHMENTS:

- Resolution 23-03
- Electronic Meeting Policy

PORTS OF INDIANA

RESOLUTION 23-03

WHEREAS, the Ports of Indiana (the “Ports of Indiana”) is a body corporate and politic of the State of Indiana, established pursuant to Indiana Code § 8-10-1-3 and governed by a commission (the “Commission”);

WHEREAS, pursuant to Indiana Code § 5-14-1.5-3.6 (the “Act”), the Commission may adopt a written policy establishing the procedures that apply to a commissioner’s participation in a meeting by an electronic means of communication and may adopt procedures that are more restrictive than the procedures established by the Act;

WHEREAS, pursuant to Indiana Code § 8-10-1-7, the Commission is authorized and empowered to do all acts and things necessary or proper to carry out the powers expressly granted the Ports of Indiana;

WHEREAS, the Commission desires to adopt the Electronic Meetings Policy attached hereto as Exhibit A where such adoption requires approval by a majority of the commissioners of the Commission of the Ports of Indiana; and

NOW, THEREFORE, BE IT RESOLVED by the Commission, as follows:

SECTION 1. The Commission hereby approves and adopts the Electronic Meetings Policy attached hereto.

SECTION 2. This Resolution shall be effective upon passage.

SECTION 3. The officers of the Ports of Indiana are hereby authorized and directed to take such actions as may be necessary or appropriate to put into effect this Resolution adopted hereby, including executing any contracts acceptable to the Chairman with respect to acquiring or licensing any technology required to utilize the Electronic Meeting Policy, and any such actions that may have already been taken by such officers are hereby specifically ratified and adopted.

Adopted by the Commission this 2nd day of March, 2023.



Jay Potesta, Secretary/Treasurer



Micah Vincent, Chairman

**PORTS OF INDIANA
ELECTRONIC MEETING POLICY**

I. Purpose

The commission (the "**Commission**") of the Ports of Indiana (the "**Ports of Indiana**"), existing and acting pursuant to IC 8-10, desires to authorize the use of electronic meetings pursuant to this Electronic Meeting Policy (the "**Policy**"), created and adopted as authorized by and pursuant to IC 5-14-1.5-3.6. This Policy is meant to provide the framework for conducting meetings where means of electronic communication are used by members of the Commission who are not physically in attendance. It is preferred that members attend the Commission meetings in person rather than participate remotely by an electronic means of communication.

II. Applicability

This Policy applies to meetings of the Commission called for the purpose of conducting the business of the Ports of Indiana, in which any member of the Commission participates remotely by an electronic means of communication.

III. Policy

- a. Minimum Physical Participation. At any meeting of the Commission at least three (3) members of the Commission must be physically present at the place where the meeting is conducted.
- b. Treatment of Members Participating by Electronic Means. A member of the Commission who participates in a meeting by a permitted electronic means of communication:
 - i. shall be considered present at the meeting; and
 - ii. may vote at the meeting.
- c. Quorum. Four (4) members of the Commission constitutes a quorum for the transaction of business. A member of the Commission who participates in a meeting by a permitted electronic means of communication shall be counted for purposes of establishing a quorum.
- d. Permitted Means of Communication. A commissioner of the Commission not physically present at a meeting may participate in the meeting by any electronic means of communication, so long as that electronic means of communication permits:
 - i. the commissioner;
 - ii. all other commissioners participating in the meeting; and

- iii. all members of the public physically present at the place where the meeting is conducted

to simultaneously communicate with each other during the meeting.

- e. Roll Call Voting. All votes of the Commission during a meeting where any member participates by means of electronic communication shall be taken by roll call vote, in which the name of each commissioner present will be called individually and requested to cast their vote aloud.

- f. Limitations.

- i. *Annual Minimum Physical Participation.* IC 5-14-1.5-3.6(d) requires that each member of the Commission must physically attend at least one (1) meeting of the Commission annually.
- ii. *Notice of Intent to Participate by Electronic Means.* A member of the Commission intending to participate in a meeting of the Commission by electronic means must provide notice of such intent, in writing, to the chairman of the Commission (the "**Chairman**") copying the Chief Executive Officer and the Chief Legal Counsel of the Ports of Indiana at least forty-eight (48) hours prior to the time the meeting is scheduled to begin to allow adequate arrangements to be made. Exceptions to the forty-eight (48) hour notice requirement may be granted at the discretion of the Chairman.
- iii. *Maximum Electronic Participation.* No more than four (4) members of the Commission may participate by electronic means of communication at a meeting of the Commission. At least three (3) members of the Commission must be physically present at the place where the meeting is conducted. Each member of the Commission may only participate by electronic means of communication in one (1) meeting annually without prior written approval of the Chairman. To participate in any subsequent meeting by electronic means of communication during the year, such member of the Commission must obtain prior written approval of the Chairman.
- iv. *Executive Sessions.* This Policy does not affect the right of the Commission to exclude the public from an executive session in which a member of the Commission participates by electronic communication.
- v. *Public.* This Policy does not affect the public's right to attend a meeting at the place where the meeting is conducted and the minimum number of members of the Commission are present.