

Proposal from the V-Cat Voting Models Exploratory Committee:

The V-Cat Voting Models Exploratory Committee proposes changes to Article IV of the V-Cat Consortium Bylaws as outlined below.

The current language and proposed changes are included for comparative reference.

An accompanying Excel document with weighted vote calculations and a voting results calculator has been included for your consideration.

Current Bylaw:

Article IV:

Meetings

f. 51% of the V-Cat representatives shall constitute a quorum.

g. The V-Cat Council shall attempt to arrive at decisions by consensus. When consensus is not possible, decisions will be made via a formal vote. A 2/3 majority of the total representatives in attendance or via proxy will carry the vote.

Proposed Bylaw:

Article IV:

Meetings

f. 51% of the V-Cat representatives shall constitute a quorum.

g. The V-Cat Council shall attempt to arrive at decisions regarding routine business by unanimous consent. For all other matters, decisions will be made via a formal vote.

1. For adoption of the order of agenda, adoption of the minutes of previous meetings, and adjournment, a simple majority of the representatives in attendance will carry the vote.

2. For all other actions not herein defined, a two-thirds majority vote based on weighted representation AND a two-thirds majority of the representatives will carry the vote. Majorities for both votes are determined based on representation in attendance and by proxy. Both majorities are required for a motion to pass.

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j. The V-Cat Council shall assign weighted representation:

1. After the annual V-Cat budget is passed by the WVLS Board of Trustees, and no later than January 1st of each year, weighted representation shall be recalculated and published by WVLS using the most recent applicable data available.

2. Membership Shares Calculation

For each member, a base of one (1) point per one (1) percent of the member's share of the total of the current operating year and two (2) previous years of V-Cat Membership Shares will be allocated to the member inclusive of fractions.

3. Net Lender Calculation

Up to one (1) additional point for values greater than zero (0) of one (1) minus the average of the ratios of items sent to items received during the three (3) most recent calendar years for which there is adequate data will be allocated to each member inclusive of fractions.

4. Weighted Vote Calculation

For each member, the total of the points from (2) and (3) above inclusive of fractions shall be rounded up for fractions at one half (1/2) of one percent or more and rounded down for lesser fractions to the nearest whole number.

5. Members weighted representation may not be less than one (1).

6. The combined total of current weighted representation of all members shall constitute the fixed total of possible weighted votes.