

**COMMITTEE AMENDMENT**  
HOUSE OF REPRESENTATIVES  
State of Oklahoma

SPEAKER:

CHAIR:

I move to amend HB2628 \_\_\_\_\_  
Of the printed Bill  
Page \_\_\_\_\_ Section \_\_\_\_\_ Lines \_\_\_\_\_  
Of the Engrossed Bill

By striking the Title, the Enacting Clause, the entire bill, and by  
inserting in lieu thereof the following language:

**AMEND TITLE TO CONFORM TO AMENDMENTS**

Amendment submitted by: Kenton Patzkowsky \_\_\_\_\_

Adopted: \_\_\_\_\_

\_\_\_\_\_  
Reading Clerk

STATE OF OKLAHOMA

1st Session of the 58th Legislature (2021)

PROPOSED COMMITTEE  
SUBSTITUTE  
FOR  
HOUSE BILL 2628

By: Patzkowsky

PROPOSED COMMITTEE SUBSTITUTE

An Act relating to corporations; amending 18 O.S.  
2011, Section 437.7, as amended by Section 1, Chapter  
96, O.S.L. 2016 (18 O.S. Supp. 2020, Section 437.7),  
which relates to rural electric cooperative meetings;  
permitting telepresence as a method of meeting;  
defining terms; and declaring an emergency.

BE IT ENACTED BY THE PEOPLE OF THE STATE OF OKLAHOMA:

SECTION 1. AMENDATORY 18 O.S. 2011, Section 437.7, as  
amended by Section 1, Chapter 96, O.S.L. 2016 (18 O.S. Supp. 2020,  
Section 437.7), is amended to read as follows:

Section 437.7 (a) No person who is not an incorporator shall  
become a member of a cooperative unless such person shall agree to  
use electric energy furnished by the cooperative when such electric  
energy shall be available through its facilities. The bylaws of a  
cooperative may provide that any person, including a corporation,  
shall cease to be a member thereof if he or she shall fail or refuse  
to use electric energy made available by the cooperative or if

1 electric energy shall not be made available to such person by the  
2 cooperative within a specified time after such person shall have  
3 become a member thereof. Membership in the cooperative shall not be  
4 transferable, except as provided in the bylaws. The bylaws may  
5 prescribe additional qualifications and limitations in respect to  
6 membership.

7 (b) An annual meeting of the members shall be held at such time  
8 as shall be provided in the bylaws.

9 (c) Special meetings of the members may be called by the board  
10 of trustees, by any three trustees, by not less than ten percent  
11 (10%) of the members, or by the president.

12 (d) Meetings of members shall be held at such place as may be  
13 provided in the bylaws. In the absence of any such provision, all  
14 meetings shall be held in the city or town in which the principal  
15 office of the cooperative is located.

16 (e) Any rural electric cooperative or corporation required by  
17 statute or state agency regulations to hold member meetings, board  
18 meetings, district meetings or annual meetings may, in their  
19 discretion and subject to their bylaws, choose to include the use of  
20 telepresence as a method to meet and conduct business and may, in  
21 their discretion and subject to their individual bylaws, count  
22 individuals participating by virtual presence towards quorum and  
23 voting requirements. Each individual cooperative will be  
24 responsible for determining the appropriateness of including virtual

1 presence, the extent of its use and for promulgating within their  
2 bylaws the processes and restrictions by which virtual presence will  
3 be utilized. If allowed by the bylaws of a cooperative, individuals  
4 utilizing virtual presence and telepresence may be considered  
5 "present in person" for the purposes of the Rural Electric  
6 Cooperative Act. For the purposes of this subsection:

7 1. "Telepresence" shall mean the ability of people who are not  
8 physically present with each other to collaborate and interact with  
9 others in meetings, conferences, office work and other contexts as  
10 though they were physically present; and

11 2. "Virtual presence" shall mean that the interactions between  
12 individuals and groups virtually present in meetings, conferences,  
13 office work and other social contexts are indistinguishable between  
14 those who are physically present and those who are not.

15 (f) Except as hereinafter otherwise provided, written or printed  
16 notice stating the time and place of each meeting of members and, in  
17 the case of a special meeting, the purpose or purposes for which the  
18 meeting is called, shall be given to each member, either personally  
19 or by mail, not less than ten (10) nor more than twenty-five (25)  
20 days before the date of the meeting.

21 ~~(f)~~ (g) Five percent (5%) of all members, present in person,  
22 shall constitute a quorum for the transaction of business at all  
23 meetings of the members, unless the bylaws prescribe the presence of  
24 a greater percentage of the members for a quorum. If less than a

1 quorum is present at any meeting, a majority of those present in  
2 person may adjourn the meeting from time to time without further  
3 notice. If allowed by the bylaws of a cooperative, mail-in ballots  
4 may be counted toward the required five percent (5%) of members  
5 necessary to constitute a quorum.

6 ~~(g)~~ (h) Each member shall be entitled to one vote on each matter  
7 submitted to a vote at a meeting. Voting shall be in person, but,  
8 if the bylaws so provide, may also be by proxy or by mail, or both.  
9 If the bylaws provide for voting by proxy or by mail, they shall  
10 also prescribe the conditions under which proxy or mail voting shall  
11 be exercised. In any event, no person shall vote a proxy for more  
12 than three members at any meeting of the members.

13 SECTION 2. It being immediately necessary for the preservation  
14 of the public peace, health or safety, an emergency is hereby  
15 declared to exist, by reason whereof this act shall take effect and  
16 be in full force from and after its passage and approval.

17  
18 58-1-7618 AQH 02/19/21  
19  
20  
21  
22  
23  
24