308C.541 ACTION WITHOUT A MEETING.

Subdivision 1. **Method.** An action required or permitted to be taken at a meeting of the members may be taken by written action signed or consented to by authenticated electronic communication, by a majority of the entire membership of record or such other percentage of membership as is defined in the cooperative's articles of incorporation or bylaws, that would be required to take the same action at a meeting of the members at which all members were present.

Subd. 2. **Effective time.** The written action is effective when signed or consented to by authenticated electronic communication by the required members, unless a different effective time is provided in the written action.

Subd. 3. **Notice and liability.** When written action is permitted to be taken by less than all members, all members must be notified immediately of its text and effective date. Failure to provide the notice does not invalidate the written action. A member who does not sign or consent to the written action has no liability for the action or actions taken by the written action.

History: *2024 c 96 art 1 s 47*