

## Rules of Order for Electronic Meetings & Votes during Public Emergencies

1. A body may adopt these Emergency Rules of Order in order to hold virtual meetings or maintain an electronic discussion group (email, text/chat, or social media group; teleconference; video call; etc.) consisting of all voting members of that body, to be called and set-up by the Chair or upon petition of a majority of the body's voting members, as a method of meeting and decision-making during the duration of public emergencies as declared by the Governor of the State of California. The adoption of these Emergency Rules of Order outside of a regular (non-electronic) meeting shall be subject to all requirements set forth herein in order to be valid.
2. The Chair or a majority of the body may create additional electronic discussion groups regarding a particular motion or resolution, which shall consist of all voting members, in order to:
  - A. Clearly state the question at hand;
  - B. Discuss the motion while avoiding discussion that is not germane; and
  - C. Conduct a vote.
  - D. The body may also create Ad-Hoc Committees in this way, consisting of members appointed by vote of the body, to discuss motions further and present a final motion to the body.
3. Electronic votes may be conducted during virtual meetings or within the body's discussion group:
  - A. Each voting member shall have the right to be recognized by the Chair during a virtual meeting or to post, comment, or reply within a discussion group so that they may address the body for germane reasons during the conduct of business and before an electronic vote is conducted.
  - B. Each voting member shall have the right to make any motions that do not exceed the notice of the virtual meeting or the powers granted to a body's discussion group.
  - C. Any motion shall require the second of another voting member before the body considers the motion except for privileged motions.
  - D. Every voting member shall have the right to vote electronically or to make a privileged motion that the body adopt reasonable alterations to the method of voting proposed by the Chair.
  - E. Unanimous consent shall be granted only for motions extending debate, increasing the number of speakers in debate, or extending balloting, and only after providing a reasonable time for voting members to object.
  - F. No vote on a main motion shall be conducted until the requirements of proper notice are met.
4. Proper notice of an electronic vote on a main motion shall be achieved when the full text of any main motion, the means to participate in any electronic votes, and the time of a vote and of the closing of balloting has been delivered to every voting member via electronic means and posted electronically, and when the Chair announces that one of the following conditions have been met:
  - A. A three-fourths ( $\frac{3}{4}$ <sup>ths</sup>) majority of the body has replied to the calling of an electronic vote or virtual meeting;
  - B. When seven (7) days have passed since the calling of an electronic vote or virtual meeting; or
  - C. By a two-thirds ( $\frac{2}{3}$ <sup>rds</sup>) vote of the entire voting membership.
  - D. Electronic means of notice shall require a good-faith effort to contact every voting member via the most recent electronic contact information they have provided to the body, such as email,

and public posting of notice shall include posting the required information on an official website or social media account maintained by the body.

5. For the purposes of electronic votes, subsidiary motions shall not be required to meet notice requirements if they would not expand the scope of the required notice. After voting on subsidiary motions that failed, any member who did not vote or who voted against the subsidiary motion may reintroduce it, which shall not be treated as a motion to reconsider.
6. After notice of an electronic vote has been achieved, or when the Chair reaches an agenda item, the Chair shall:
  - A. Restate the motion precisely;
  - B. Allow time for debate;
  - C. Announce the proper quorum necessary to consider the motion, state how the electronic balloting will be conducted, and state when balloting will close; and
  - D. Open electronic balloting.
7. The Chair shall facilitate electronic debate on motions and seek to ensure that all members who wish to debate are recognized:
  - A. The number of speakers during a virtual meeting may be limited to an equitable number of speakers for each position being considered by adoption of a motion for that purpose, but if there are not an equitable number of voting members seeking to speak on behalf of each position then the allotted speakers on behalf of other positions shall still be allowed to speak.
  - B. Each member who is recognized may have two minutes to speak during a virtual meeting, but speaking time may be extended equitably by adoption of a motion for that purpose.
  - C. For electronic discussion groups and email votes, the Chair may set and the voting members may extend by unanimous consent or by adoption of a motion the time allotted for discussion.
  - D. Any member may move to extend the time set to close electronic balloting.
  - E. In the interests of transparency, no motion to extend debate, increase the number of speakers, or extend balloting shall be considered a motion to reconsider something previously adopted.
  - F. The repeated reintroduction of motions previously defeated or abuse of privileged and subsidiary motions may be considered dilatory and may be ruled out of order.
8. Debate on a motion shall only be ended if no members seek recognition, if a motion limiting the number of speakers has been adopted and those speakers have spoken, or after a vote to end discussion. Electronic balloting shall not commence until after debate on a motion has ended, unless voting members are able to conveniently change their vote after debate ends and before electronic balloting concludes, in which case the initial vote shall be discarded.
9. To ensure fair and representative voting, electronic votes shall be taken in the following manner:
  - A. No motion may be adopted without a quorum consisting of a majority of all voting members having submitted an electronic ballot on the question, but that majority shall include electronic ballots that were intentionally submitted blank or an indication that the member is abstaining.

- B. For the purposes of this section, an indication that a voting member is abstaining shall be any active recognition by the voting member that a vote is being conducted and that they are only participating for the purposes of contributing to the quorum, such as by submitting a blank electronic ballot, one that says that they are abstaining, or one that contains an invalid option.
- C. Actual abstentions where the member is completely silent and the body cannot reasonably assume that they are aware of and participating in the proceedings shall be recorded but shall not be counted towards the quorum necessary for the vote.
- D. After the time allotted for balloting has expired, if a quorum of the voting members has been reached, the results shall be counted.
- E. If a quorum was not reached, the Chair may extend the time for balloting, or the body may extend balloting by unanimous consent or by motion, which shall pass or fail based on votes cast regardless of whether the vote to extend balloting reaches a quorum as described above.
- F. The outcome of a vote shall be determined only on the valid votes cast, which shall be the electronic votes counted after discarding active abstentions and blank electronic ballots.
- G. In order to pass, a motion must receive a majority of the valid votes cast, unless the body's bylaws require a specific supermajority or only a plurality for certain kinds of votes.

**10.** To ensure the validity of a vote, all electronic votes shall be conducted and recorded in a manner that ensures an inspectable record of:

- A. Which members voted; and
- B. How each member voted.
- C. Such record shall be maintained and open to inspection by voting members until after the next regular (non-electronic) meeting of the body, or as otherwise required under the body's bylaws, whichever timeframe is longer.
- D. Electronic votes that are not preserved in this manner shall not be considered valid and shall have no effect. No secret electronic votes shall be allowed under any circumstances.

**11.** Minutes and other records of the body's discussion groups, virtual meetings, and electronic votes shall be made available to voting members of that body upon reasonable request or as otherwise required under the body's bylaws, but the Secretary may redact any part of that record not required to be included in regular meeting minutes or not subject to inspection under these Emergency Rules of Order.

**12.** All other rules, norms, and member protections contained within the body's Bylaws, Standing Rules, and the most current edition of Roberts Rules of Order that are not inconsistent with these Emergency Rules of Order, shall continue to govern the body unless they would be impossible to reasonably uphold outside of a regular (non-electronic) meeting. All reasonable steps should be taken to translate rules regarding governance of the body and the conduct of regular meetings to the operation of virtual meetings or electronic discussion groups, and the voting members shall retain the right to appeal any rulings of the Chair in these or other regards.

**13.** At the next regular (non-electronic) meeting of the body, all actions taken electronically under these Emergency Rules of Order shall be individually ratified by a majority vote.