

Proposed NCC Bylaw Amendments to Allow for Congregational and Elder Board Electronic Meetings and Elder Board Email Voting

The Problem: Our NCC Bylaws say that our Congregational and Elder Board meetings are to be “conducted according to the current edition of Robert’s Rules of Order, subject to the provisions of the Constitution and Bylaws” (2.7; 7.6). Unfortunately, up until recently Robert’s Rules has assumed that those meetings will be held in person, rather than online electronically, and so its rules pertain to in-person meetings and voting.

With the coming of COVID-19, and the need to be socially distant and yet still conduct business, the Washington State Secretary of State’s office recognized that there was a problem and Governor Inslee “amended the original emergency proclamation to include provisions for nonprofits to conduct meetings and to have directors and members vote remotely, whether or not the nonprofit’s bylaws or Articles of Incorporation specifically allow for remote meetings.” <https://www.sos.wa.gov/corps/emergency-changes-to-nonprofit-corporation-meetings.aspx>. This has allowed NCC to have Congregational meetings and EB meetings on Zoom, on an emergency basis, until we are able to make the changes in our Bylaws to include online electronic meetings/web conferencing, and voting.

The Robert’s Rules Association has also recognized this problem, but is moving slowly on dealing with it. In the 11th edition (pp. 97-99) it states that “when electronic meetings are authorized—which, in the case of a board or other assembly, always requires a bylaw provision—additional rules should be adopted to govern their conduct.” In the 12th edition of Robert’s Rules of Order Newly Revised (RONR) which just came out at the beginning of September 2020, they have included an appendix which gives sample rules for Electronic Meetings, <https://www.parliamentarians.org/wp-content/uploads/2020/04/Electronic-Meeting-Sample-Rules-Appendix-web.pdf>. They assume that organizations **will change their bylaws** to allow for electronic meetings.

Unfortunately, they continue to discourage email voting because of “security issues” and concern about verifying who is actually voting. At this time, the Elder Board does not consider these to be serious problems and would like to have the flexibility on the Elder Board to vote via email if need be.

The Proposed Solution: The use of web conferencing on Zoom has allowed NCC to continue to conduct business, but since: 1. the need for social distancing due to COVID-19 may continue for years to months, 2. the congregation has been developing expertise in online conferencing, and 3. The Robert’s Rules Association assumes that organizations will change their bylaws to adapt to the pandemic, the NCC Elder Board is proposing changes to the Bylaws of Newport Covenant Church with the following sentences added (in red):

Article II – Church Governance

2.7 Elder Board Meetings

“Meetings shall be scheduled at regular intervals as the Chair determines necessary to conduct business. Members shall receive the draft agenda for each meeting prior to the meeting. The Chair and Lead Pastor shall confer for development of the agenda. Emergency meetings may be called by the Chair with a minimum two-day advance notification, including time and place of the meeting, **or if the meeting is to be conducted**

via web conference call/electronic meeting. Meetings shall be conducted according to the current edition of Robert's Rules of Order, subject to the provisions of the Constitution and Bylaws. The Elder Board may conduct meetings via web conference call. They may also conduct business including motions and voting via email for matters deemed by the Chair to be time sensitive, with the decisions made to be affirmed at the next regularly scheduled Elder Board meeting, and entered into the minutes.

2.9.3 Secretary

The Secretary is responsible for recording and preserving minutes from each Elder Board and Congregational meeting (whether held in person or via web conference call/electronic meeting) and provides copies of all approved minutes to the church administrator for filing. For business conducted via email, the minutes of the next Elder Board meeting will include any actions, motions, and votes conducted by the Elder Board via email. The Secretary may designate a non-voting alternate for recording of minutes of meetings as needed.

7.1 Regular Congregational Meetings

There shall be two regularly scheduled congregational meetings each year. One shall be the Spring Annual Meeting, the other a Fall Congregational Meeting. When circumstances prevent congregants from meeting in person, meetings may be conducted via web conference call/electronic meeting, or a combination of in person and web conference call.

The Motions: At its last meeting on September 22, 2020, the NCC Elder Board agreed to put forth motions for Congregational approval:

1. That the NCC Bylaws be amended as proposed to allow for web conference calls/electronic meetings for Congregational meetings (7.1).
2. That the NCC Bylaws be amended as proposed to allow for web conference calls/electronic meetings for Elder Board meetings (2.7; 2.9.3).
3. That the NCC Bylaws be amended as proposed to allow for conducting business (by the Elder Board), including motions and voting, via email for matters deemed by the Chair to be time sensitive, with the decisions made to be affirmed at the next regularly scheduled Elder Board meeting, and entered into the minutes (2.7; 2.9.3).