



National Federation of Republican Women

Options for Electronic Meetings

From NFRW Parliamentarian and Bylaws Chair Theresa Kosmoski, RP

There have been a lot of questions about what state federations and clubs can do during this period of quarantine and social distancing. For most clubs, simply canceling meetings and rescheduling speakers will be enough. State Federations may have pressing business to conduct – how you will be able to handle that business depends on your bylaws. Below are your three options.

OPTION #1. Bylaws authorize electronic meetings. If the federation's bylaws currently authorize the holding of meetings via electronic means, you should consult the specific language of the bylaw provision to determine what is necessary to call and hold a meeting via electronic means.

OPTION #2. Informal electronic meeting without the transaction of business. Federations whose bylaws do not authorize the holding of meetings via electronic means may hold an informal gathering of members via electronic means. At such a gathering, the transaction of business would NOT be in order, but the gathering could incorporate parliamentary workshops, Q&A sessions, and informal discussions. In such a gathering, if the members decided upon any business to undertake in the name of the organization, such action would NOT be the action of the organization unless it was later ratified at a meeting in accordance with the organization's governing documents.

OPTION #3. Bylaws authorize business to be transacted without a meeting. If the federation's bylaws authorize business to be transacted without a meeting (e.g., by e-mail, by telephone, etc.), this is a way for the state to tend to pressing affairs without meeting in person. Matters could be discussed informally as shown in OPTION #2 above, and the actual business could be transacted in the alternate form prescribed in the bylaws.

If your state federation bylaws do NOT allow for emergency meetings in some electronic fashion, I strongly suggest you consider adding, at the next possible opportunity, language mirroring the NFRW bylaws:

"In the event a properly called board meeting has to be cancelled due to circumstances beyond the control of the NFRW, then it shall be acceptable to hold said board meeting by conference call, Skype, or approved electronic means with seven days' notice being given to the members of the board of directors. This section does not apply to a meeting required by these bylaws that has not already been called."