



PRESBYTERY OF THE CASCADES

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Electronic Congregational Meeting & Installing Officers: Oregon Edition

Guidelines for holding electronic meetings during COVID-19

This document explains

- how to legally conduct an electronic **congregational business** meeting,
- Or, if you cannot conduct a legal meeting how to hold an electronic meeting and ratify the actions taken later.

This document is for congregations of the Presbytery of the Cascades incorporated in Oregon. This document does not address the different question of how to legally conduct an electronic session meeting.

1. Legal Requirements

- a. Do the Bylaws of your Congregation state that meetings use *Robert's Rules of Order, Newly Revised* (RONR)?
 - i. If yes, **go to b.**
 - ii. If no, **go to c.** Your bylaws permit electronic meetings.*
- b. Do the bylaws of your congregation (listing RONR as governing) provide for electronic meetings of the congregation?
 - i. If yes **go to c.** Your bylaws permit electronic meetings.
 - ii. In no, **go to 3.** Your bylaws forbid electronic meetings. You would need to meet in person to amend your bylaws to allow for electronic meetings. You can, however, meet now and ratify decisions later as described in **3.**
- c. If your bylaws permit electronic meetings then Oregon law also permits members of the congregation to participate in meetings by conference telephone or videoconference (Oregon ORS.65.205) provided that the following requirements are met:
 - 1) When notice of the meeting is given, make clear that participants can participate remotely (another way to say “electronically”) and provide web links and/or telephone numbers and other procedures to access the meeting.
 - 2) Adopt rules and procedures to make sure members can participate effectively. For instance, if you have some folks participating by video and others by telephone, how will you make sure that those on the telephone can ask a question or discuss a motion? How will people record their votes? I have provided sample rules ([here](#)) that can help.

*If the bylaws have a different parliamentary authority, contact the stated clerk for guidance.

- 3) There must be a way to ensure that only members vote (see next point).
- 4) Participants needs to inform the session of their intention to participate and a record of votes cast electronically needs to be kept. For example, if three people attend a congregational meeting and 1 votes yes, 1 votes no and 1 doesn't vote there should be a record that indicates:
Mary Jones.....Yes
Paul Jones..... No
Sam Smith..... did not vote

The text of the law is at the end of this document. If these requirements make such a meeting impossible or impractical, **go to 3**.

2. Practical Requirements

- a. Session should establish rules and procedures to ensure compliance with parliamentary procedure. The number of rules needed depends on technology used, complexity of business, and the number of participants. Two different sets of rules are found [here](#). Using those rules as guidelines, you can create rules that should work in your situation. The congregation should be given the opportunity to change the rules at the first electronic meeting, so announce the rules ahead of time and allow for comments and questions in the weeks before the meeting so you can approve them by unanimous consent at the meeting.
- b. In addition to moderator and clerk, consider assigning the following tasks to another individual, or small group, to keep things orderly.
 - i. Comment/question collectors. These people track written questions submitted by members. When using Zoom these questions can appear at the bottom of the screen, and it is just about impossible to read them while trying to pay attention to the meeting. Assigning people to this task ensures that all member questions are responded to without causing undue distraction to the moderator.
 - ii. Dedicated technology person(s) to ensure you are able to efficiently run your meeting.
- c. Voting. How do you plan to take votes? Zoom “yes”/“no” buttons, polls and Survey Monkey, Google Forms, or Zoom are options for voting. One church used Zoom for folks who could participate via computer, and then published phone numbers on the agenda for assigned vote counters to take votes from people who could only call in. Be sure to test your technology ahead of time. Allow ample time for casting votes. It is recommended to allow a set time (10-15 min) for casting votes, so that the meeting can stand at recess during that time. That allows everyone to take a break.
- d. Time management. A virtual meeting takes about twice as long as an in-person meeting. Everything is more cumbersome procedurally so be patient on the day of your meeting.

3. Not valid meetings

- a. If you cannot hold a **valid** meeting you can still meet and transact business to be **ratified** at a later, proper meeting. To ratify is to make valid.
- b. You will want to follow the rules as closely as possible even though your business will not be valid until ratified at a “proper” meeting. In other words: do everything you can to make your virtual meeting substantively like an in person-meeting, be sure to give plenty of notice and opportunity to participate. You will want to **go back to 2** for advice.

- c. When considering making decisions that are not valid until ratified consider the risk:
 - i. Is the business urgent or can it wait? It is better to wait if you can do so.
 - ii. Who has standing to challenge a decision made? Members of the congregation could challenge any decisions made at the meeting.
 - iii. What is the likelihood that persons with standing to challenge a decision will do so? Will a majority of members do so? It only takes a majority to ratify.
 - iv. If the action is not ratified, what are the consequences? Any action taken at an improper meeting is the action of the persons who took it. What might it cost you?

4. Ratify to make valid

If you hold a not-valid meeting, you need to ratify the actions at a proper meeting. Suggested language to ratify all decisions taken at a not-valid congregational meeting:

That the actions taken at the informal electronic meeting held on ___ day of [month] be ratified, and that the minutes of that meeting be approved as read and entered on the records.

If there are one or more actions at the not-valid meeting that people do not want to ratify, then for the actions where ratification is desired, the motion is:

The (e.g.) terms of call approved at the informal electronic meeting held on [month] [day], 202X be ratified as follows: [list the terms of call].

5. Electronic meeting bylaws and other emergency measures

The General Assembly recommends the following bylaw to authorize an electronic congregational meeting):

The congregation may meet by electronic means if all members have reasonable notice of the electronic meeting and the ability to discuss and vote on business items. The quorum for such a meeting is [x] members.

It may be that you want to further restrict the use of Electronic meetings by adding language such as:

In the event of an emergency, public health restrictions or other reason that the members of the congregation cannot readily be assembled...

If you have further questions, please ask Paul Belz-Templeman, the stated clerk. His email is paul@potc.life and his cell phone is 503-720-5392.

Oregon Revised Statute on Membership Meeting Participation

65.205 Participation in meeting by remote communication. (1)(a) Members that are not physically present for a membership meeting may participate in, be deemed present in person at and vote at the membership meeting if the board of directors authorizes participation by remote communication. Participation by remote communication is subject to guidelines and procedures that the board adopts.

(b) Before a board of directors may authorize members to participate in a membership meeting by remote communication, the corporation shall implement measures to:

(A) Verify that a person that is participating in the membership meeting by remote communication is a member; and

(B) Ensure that a member may participate by remote communication in an effective manner.

(c) The corporation shall maintain a record of the vote or other action of a member that participates in a membership meeting by remote communication.

(2) A notice of a membership meeting at which the board authorizes participation by remote communication shall state that the board authorizes participation by remote communication and shall describe how a member may notify the corporation that the member intends to participate in the membership meeting by remote communication.