



Proposed Bylaws Change and Update to Section F -50

In a recent meeting of the National Board of Directors, the Bylaws Committee was requested to draft language and procedures for Electronic Meetings

Why:

Due to more Associations, Boards and Companies holding their meetings via electronic means

Rationale:

Electronic meetings have become more popular as cost-saving measures and allow for easier scheduling and time management. It is also a more expeditious and efficient way of getting NAWIC business done.

Proposal:

Amend Articles of Incorporation National Association of Women in Construction Bylaws National Association of Women in Construction an International Non-Profit Organized under the State of Texas

Article VIII – NAWIC Board of Directors

SECTION 3: MEETINGS OF THE NAWIC BOARD OF DIRECTORS:

C. The NAWIC Board of Directors **may** transact business by **electronic meetings**, written ballot, email vote or telephonic verbal vote. In the case of a ballot or email vote, a ballot shall be sent to each NAWIC Board member in the most expeditious manner as directed by the President. Only such replies as are received by the Secretary within fifteen days after the date of distribution shall be considered.

An **electronic or** telephonic vote will be conducted by a roll call vote of all Board Members present. A two-thirds (2/3) vote of the entire NAWIC Board shall decide the issue. ~~The business and its Email~~ results shall be ratified at the next Board of Directors meeting. (07/23) ~~(03/17)~~

PROCEDURES FOR SMALL BOARD ~~VIDEO-CONFERENCE~~ ELECTRONIC MEETING

1. The presence of a quorum shall be established by audible roll call by the Secretary at the beginning of the meeting.
2. ~~In order to~~ To ensure a quorum at all times during the meeting, the video function ~~shall~~ should be used by all participants at all times if possible. Should a member have electronic connection issues a telephonic call may be made and member must identify themselves to secretary.
3. To assist in the conduction of business, members are asked to “Mute” themselves unless recognized by the Chair to speak.
4. The Chair may order the Monitor to mute a member’s connection if it is causing undue interference with the conference call. The Chair’s decision to do so shall be announced during the meeting and recorded in the Minutes.
5. Members are required to obtain the floor before making motions or speaking. ~~In order To~~ obtain the floor, member should raise hand (push button showing the hand) and wait to be recognized by the Chair. Once recognized, please push the button to lower hand.
6. If you wish to make a motion, please open the Chat box and type in your motion.
7. Motions need not be seconded.
8. There is no limit to the number of times a member can speak to a question; however, there is a time limit of two (2) minutes to speak.
9. Informal discussion of a subject is permitted while no motion is pending.
10. The Chair (presiding officer) can speak in the discussion.
11. In the event it is apparent to the Chair that a proposal is perfectly clear to all present, a vote may be taken without a formal motion. However, all proposed actions of the Board must be approved by vote under the same rules addressed herein.
12. All votes shall be taken by roll call; however, the results of the vote will only be noted in the Minutes as passing/failing.
13. Each member is responsible for her connection to the ~~conference call~~ electronic meeting; no action shall be invalidated on the grounds that the loss of, or poor quality of, a member’s individual connection prevented participation in the meeting.