

2021 Proposed Bylaws Amendment #1

This proposal would amend Article V (Representative Convention), Section 5 (Time and Place) by adding “The Governing Board may authorize an electronic meeting of the Representative Convention.”; Article VI (Governing Board), Section 4 by striking “Special Meetings” and adding “Meetings. The Governing Board may hold its special and regular meetings electronically as determined by the President.”, substituting “convene in a special meeting” for “meet”, and striking Section 5; Article VIII (Executive Committee), Section 4 by adding “or any other available electronic means” and Article X (Standing Committees) by adding: “Section 6. Meetings. Standing Committees may hold their meetings electronically as determined by the President in consultation with committee chairs. A quorum shall consist of a majority of the committee currently serving.”

ARTICLE V Representative Convention

Section 5. Time and Place: The annual Representative Convention shall be held at a time and place designated by the Governing Board. The Governing Board may authorize an electronic meeting of the Representative Convention.

ARTICLE VI Governing Board

Section 4. ~~Special Meetings:~~ Meetings. The Governing Board may hold its special and regular meetings electronically as determined by the President.

The Governing Board shall ~~meet~~ convene in a special meeting at the call of the President or at the request of ten (10) members of the Governing Board. Special meetings shall require not less than ten (10) days’ notice.

~~Section 5. Board Quorum:~~

A quorum shall consist of a majority of the Governing Board currently serving.

ARTICLE VIII Executive Committee

Section 4. Meetings: Meetings shall be called by the President or five (5) members of the Executive Committee. They shall be held at a location decided by the President or may be held by conference telephone call or any other available electronic means, provided that all members have at least twenty four (24) hour notice. All agenda items and supporting documents/information shall be

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provided to committee members twenty four (24) hours before a meeting, except in the case of an emergency (e.g., cancelation of the Representative Convention).

ARTICLE X Standing Committees

Section 6. Meetings. Standing Committees may hold their meetings electronically as determined by the President in consultation with committee chairs. A quorum shall consist of a majority of the committee currently serving.

*Moved by Bernie Burnham, Duluth Federation of Teachers
Seconded by Rodney Rowe, Education Minnesota-Worthington*

Maker's Rationale:

Although organizations (including Education Minnesota) have quickly adapted to the need to provide safe meeting options during the pandemic, the current version of Robert's Rules of Order Newly Revised (RONR) does not provide emergency authority to do so. RONR states that the business of an organization can only be conducted at a properly called meeting of members gathered in one room or area unless the organization's governing documents authorize an electronic meeting (their terminology for virtual meetings). Education Minnesota is governed by RONR: Bylaws, ARTICLE XVIII provides: "The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern Education Minnesota in all cases to which they are applicable, and in which they are not inconsistent with the Constitution, Bylaws, or any Special Rules of Order that Education Minnesota may adopt." Although virtual meetings are not prohibited by Education Minnesota's Constitution and Bylaws, there is also currently no explicit authorization for them. Thus, we are advising these additions.

Impact Statement by the Constitution & Bylaws Committee:

Relevant Statements of Principle:

- Commitment to the Members
- Commitment to the Organization

Passage of this proposal would:

Representation: allow representatives to attend when they might otherwise be unable to.

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Financial: result in a potential budget savings when in-person meetings are converted to virtual meetings and/or participants attend meetings remotely. The Education Minnesota budget includes meeting/travel expenses such as mileage, meals, hotel accommodations and substitute pay/salary loss for in-person meetings. Savings will vary depending on which meeting is held electronically and/or how many members attend remotely. The estimated savings per meeting held/attended electronically could range from \$500 to \$200,000 (in the event of a virtual Education Minnesota Representative Convention).

Organizational: ensure continuity of the business of Education Minnesota.

Compliance: assure the Bylaws address electronic meetings and electronic participation pursuant to Robert's Rules.