Policy Review and Special Rules of Order Virtual District Council Meeting

GOVERNING DOCUMENT REVIEW REGARDING VIRTUAL DISTRICT COUNCIL MEETINGS

As per, the District Administrative Bylaws;

Article IX: **District Council**

Subparagraph a. Composition

The District Council shall consist of the District Executive Committee, as defined in Article XI(a) hereof, and the Club President and Vice President of Education from each Member Club in the District. These shall be the only voting members of the District Council, and references made in these administrative bylaws to "members of the District Council" shall mean only voting members.

Article XI: Committees

Subparagraph a. **District Executive Committee**

The District Director, the Program Quality Director, the Club Growth Director, the Public Relations Manager, the District Administration Manager, the District Finance Manager, the Area Directors, and Division Directors, together with the Immediate Past District Director, shall be the District Executive Committee…

Article X: Council Meetings, Quorum, Proxies and Voting;

subparagraph c. **Quorum**

"One-third of the club Presidents and Vice Presidents education from Member Clubs in the District, … shall constitute a quorum for all District Council meetings. In the event that any business is transacted at any District Council meeting at which a quorum is not present, the action shall be deemed as valid as if a quorum were present if it thereafter is expressly approved in writing, personally, by mail, fax, email, electronic transmission or other reasonable means, by the affirmative vote of a majority of the member clubs in the District on the basis of two (2) votes per club."

subparagraph e. **Voting**

"When the voting process is conducted virtually, no proxies will be permitted. Each District Council member must cast their own vote. District Executive Committee members are entitled to one (1) vote and may cast up to two (2) additional votes as a Club President or Vice President Education. All other members of the District Council shall be limited to a maximum of two (2) votes."

Article XIII: **Rules of Order**

Robert's Rules of Order Newly Revised shall be the final authority on parliamentary procedure insofar as Robert's Rules do not conflict with any provision of these administrative bylaws, the Articles of Incorporation or Bylaws of Toastmasters International, policies set by the Board of Directors of Toastmasters International from time to time, or applicable law…

Protocol 7.1 District Events

6. District Council Meetings
      E. District committee chairs and others whose participation the council requires may
      attend. Members attending the District conference who are not voting members of the council …
      may attend but do not participate in council deliberations.

From <https://www.toastmasters.org/Leadership-Central/Governing-Documents>

Roberts Rules of Order, Newley Revised
      Unanimous Consent
            In cases where there seems to be no opposition in routine business…time can often be
            saved by the procedure of unanimous consent…

            Action is in accord with the principle that rules are designed for the protection of the
            minority and generally need not be strictly enforced when there is no minority to
            protect.

            …unanimous consent can be used either to adopt a motion without the steps of stating
            the question and putting the motion to a formal vote, or it can be used to take action
            without even the formality of a motion.

            …the Chair states that "If there is no objection to …? He [She] pauses, and if no member calls
            out, "I object," The Chair announces that, "Since there is no objection …," the action is
            decided upon. If any member objects, the Chair must state the question on the motion,
            allow any desired debate…and put the question in the regular manner.

            from RONR (11th. Ed.), p.54-55

SPECIAL RULES OF ORDER FOR VIRTUAL DISTRICT COUNCIL MEETINGS
TOASTMASTERS DISTRICT 54
**Note: The Special Rules of Order for District 54 Council Meetings, and any Amendments thereto,
shall be adopted by a 2/3 majority vote of the District Council.**

1. MEETING MANGEMENT ROLES AND RESPONSIBILITIES
Meeting Chair – Will be performed by the District Director or designee. The Meeting chair is responsible
for conducting the meeting, recognizing members to speak, managing motions, moderating debate and
adjourning the meeting.
Minutes Manager – Will be performed by the Administration Manager or designee. The Minutes
Manager will record the events of the meeting, produce the meeting minutes report, determine and
announce quorum and conduct voting communications with the members, in the event quorum is not
achieved.
Chat and Raised Hand Monitor – Will be performed by the Program Quality Director or designee. The
teleconference program has the features of: Chat window and raised hand. The Chat Monitor will
intently watch the chat window for text germane and in order for the meeting. For agenda items,
scheduled longer than two minutes, the Chat Monitor will post (to "Everyone") the agenda
item name (for example, "Division A Director Report"), in the chat window. When in order for the
meeting, The Chat Monitor will report, to the Meeting Chair, the next member (in order they appear in
the chat) that wishes to speak. The Raised Hand Monitor will observe the "raised hand" icon next to

members name; indicating the member wishes to speak. The Raised Hand Monitor will report to the Chair the member that wishes to speak providing member speaking is in order for the current agenda item. The content of the chat will be provided to the Administration Manager for the meeting minutes.
Electronic Voting Manager – Will be performed by the Parliamentarian or designee. The Electronic Voting Manager will prepare the voting questions, submit the voting list to the electronic voting program, open the vote, close the vote, and report the results.

1. CREDENTIALS COMMITTEE REPORT
The Credentials committee chair shall report, at the beginning of the Business Meeting, the total number of voting members registered. During the Credentials report, the Credentials committee chair will confirm whether or not the Business Meeting has a quorum, as defined in the Bylaws of Toastmasters International.

2. PARTICIPATION AUTHORITY
All Attendees should mute their microphones when not speaking. Only voting members may make motions or participate in discussion on motions. The Chair should alternate between voting members in the teleconference and on the phone. A teleconference voting member, shall post their name and title in the chat window. The Chair will recognize the first name, in the chat window. The voting member will unmute and state their name and office; include club name if you are a President or Vice President of education. The Chair will state, "The Chair recognizes [insert voting member's name]". The voting member may speak, subject to timing limitations. The Chair then offers the voting members, on the phone, to participate; the voting member will unmute and state their name. The Chair will acknowledge the first name they hear. The voting member will state his or her name and office; include club name if you are a President or Vice President of education. The Chair will state, "The Chair recognizes [insert voting member's name]". The voting member may speak, subject to timing limitations. The phone participant will mute their phone once they conclude their comments.

3. TIME LIMITATION FOR AGENDA ITEMS
Debate or discussion on any item on the agenda shall be limited to a maximum of six minutes. Debate may be extended, at the discretion of the Chair, to allow additional discussion if fairness so requires.

4. TIME LIMITATIONS FOR SPEAKERS
No voting member shall speak more than once on the same question and for no longer than one minute. Debate may be extended at the discretion of the District Director, if permission is granted by a 2/3 majority vote without debate by the District Council, to allow additional discussion. This limitation does not apply to point of order or appeal.

5. TIMER
The District Director, will appoint a Timer. The Timer will conduct their duties as follows: The timer will post card colors (GREEN, YELLOW and RED) in the chat window or display colored (green, yellow, red) virtual backgrounds, as if they were using timing lights. Upon the "RED" post, the Chair or designee will wait until the speaker finishes their current sentence and mute the speaker's line. The Chair will say, "Thank you for your comments, the member's time has expired". The speakers should make the chat window visible, in the teleconference display.
Speakers, calling by phone, can tell the timer to speak the green, yellow, and red signals, otherwise the timer will post as indicated above. The color posting schedule will be, as shown below:

Scheduled	Green	Yellow	Red
Under 3 min	-	-	At limit
3min	2min	2min, 30s	3min
4min	3min	3min, 30s	4min
5min	3min	4min	5min
7min	5min	6min	7min
10min	6min	8min	10min
11min	7min	9min	11min
15min	11min	13min	15min

6. VOTING PROCEDURE

Voice Voting (ayes and nays), over a teleconference is difficult to determine a fair vote due to different volumes and complications with every line being unmuted at once. Other voting methods (unanimous consent, Roll Call, on-line voting tool) will be used.

Unanimous Consent - is the absence of objection on an action. The Chair states, "Without objection [state the action] [pause for objection]; hearing none, the action is taken". For example, "Without objection we should close discussion and vote on the question; hearing none, discussion is closed and we can vote on the question". An alternate form is, "Is there is any objection to closing discussion and voting on the question; hearing none, discussion is closed and we can vote on the question". If you object state, "I object"; debate and voting would continue in the usual manner.

Roll Call - An alphabetical list of all of the present members is used to record the vote. The member's name is called and the member votes: yes, no or abstain. The Administration Manager records the vote and tabulates the results and provides the result to the Chair.

Online Voting tool – online tools such as Zoom poll, Google Form, Election Buddy, or Election Runner will be used to tabulate the votes. The email address, you provided in credentials will be used to send ballots. For polling, a virtual breakout room will be created for voting members. Ensure you have access to your email system during the meeting.   You may receive multiple ballots. The Chair will direct you to the question that is currently open and when voting is closed.

If your company email blocks this kind of email, you are having technical difficulties or, you are calling on a phone; there will be a roll call vote for these members. The Administration Manager will conduct the roll call vote while the members are voting with Election Buddy.

Once the Chair has determined that all of the members, who wish to vote have voted, the Chair will close voting for this question. The votes from different tools will be combined and the results will be delivered to the Chair.

7. DECORUM AND ORDER

All attendees shall maintain decorum and order within the Council. It is the duty of the District Director, as Chair, to enforce rules of order. Attendees who are disruptive shall be called to order; if the disruption continues, the District Director, as Chair, will direct the meeting manager to mute the line of the disruptive party.

8. MOTIONS

All decisions of the meeting are to be made by means of a motion made by a voting member, seconded by another voting member, stated by the Chair, offered for debate, and then put to a vote by the Chair. Motions shall be stated in the positive, not in the negative.

9. MINUTES

The Administration Manager shall maintain a draft set of minutes, which will be posted on the District website 14 days prior to the next District Council Meeting. These minutes shall be approved by the District Council. The minutes may be amended in order to make actual corrections concerning debates or votes, but the minutes cannot be changed in an effort to modify actions previously taken.

References:
https://www.toastmasters.org/leadership-central/district-leader-tools/district-management/elections-toolkit

https://www.toastmasters.org/leadership-central/district-leader-tools/district-management/virtual-meeting-and-vote

Roberts Rules of Order, Newly Revised (11th edition)