

ELECTRONIC MEETINGS

Bylaws of the Hawai'i Conference of the United Church of Christ

Section 3. MEETINGS AND QUORUM. The Conference Council shall meet at least four times a year, and, in addition, at the call of the Chairperson, Conference Minister, or a majority of its members. A majority of the voting membership of the Conference Council shall be present at any duly called meeting to constitute a quorum for the transaction of business and the act of a majority of the Council members present at any meeting at which there is a quorum shall be the act of the Conference Council. In the absence of a quorum, or when a quorum is present, a meeting may be adjourned from time to time by a vote of a majority of the Council members present in person without notice other than by announcement at the meeting and without further notice to any absent member. Any action which might be taken at a meeting of the Conference Council may be taken without a meeting if a consent in writing, setting forth the action so taken, is signed by all of the members of the Conference Council. The written consents shall be filed with the minutes of the proceedings of the Conference Council. The consent has the same effect as a vote of the Conference Council for all purposes. Members of the Conference Council or any committee may participate in a meeting of the Conference Council or committee by means of a conference telephone or similar communication equipment by means of which all persons participating in the meeting can hear each other at the same time, and participation by such means shall constitute presence in person at a meeting.

Hawaii Revised Statutes § 415B-64, Place and notice of directors' meetings.

Meetings of the board of directors, regular or special, may be held either within or without this State, and upon such notice as the bylaws prescribe. Attendance of a director at any meeting shall constitute a waiver of notice of the meeting except when a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the board of directors need [be] specified in the notice or waiver of notice of the meeting.

Unless prohibited by the articles of incorporation or bylaws, and subject to provisions therein relating to notice, members of the board of directors or any committee designated thereby may participate in a meeting of the board or committee by means of a conference telephone or similar communication equipment by means of which all persons participating in the meeting can simultaneously hear each other. Participation by this means shall constitute presence in person at a meeting.

Electronic Meetings (continued)

Robert's Rules of Order Newly Revised, 11th ed., "Electronic Meetings," pp.97-98

Among some organizations, there is an increasing preference, especially in the case of a relatively small board or other assembly, to transact business at *electronic meetings*—that is, at meetings at which, rather than all participating members being physically present in one room or area as in traditional (or “face-to-face”) meetings, some or all of them communicate with the others through electronic means such as the Internet or by telephone. A group that holds such alternative meetings does not lose its character as a deliberative assembly so long as the meetings provide, at a minimum, conditions of opportunity for simultaneous aural communication among all participating members equivalent to those of meetings held in one room or area. Under such conditions, an electronic meeting that is properly authorized in the bylaws is treated as though it were a meeting at which all the members who are participating are actually present.

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It is important to understand that, regardless of the technology used, the opportunity for simultaneous aural communication is essential to the deliberative character of the meeting. Therefore, a group that attempts to conduct the deliberative process in writing (such as by postal mail, e-mail, “chat rooms,” or fax)—which is not recommended—does not constitute a deliberative assembly. Any such effort may achieve a consultative character, but it is foreign to the deliberative process as understood under parliamentary law.