

Benton County Democrats Executive Committee Emergency Meeting
Online meeting via Zoom

03/12/2020

Attendance: Judi Johannesen, OCarl Baker, Kendall Miller, Stan Moon, Alisha Victorine, Jessica Wadsworth, Kate Moran, Kendall Miller, Kitty Tominey, Sabastian Marichalar, and Allison Dabler.

Meeting to order, 7:30 PM

Judi: I think it's unwise to hold a public meeting unless we have a strong reason to do so. It's important to reduce the transmission rate of this illness so that the number of infected people who have sufficient difficulty that they need to be admitted to the hospital remains below the number of beds and respirators that are available in the hospitals. Otherwise, we will have people who are dying for no good reason except that we were too greedy and moved on too quickly. The idea of distancing is kind of like control rods in a reactor. It slows down the rate of reaction or, in this case, the rate of transmission so eventually, it doesn't prevent anybody from getting sick necessarily but it makes it so that not everybody is sick all at the same time overwhelming the medical treatment capacity that we have in our community. Because I think that is important to do and because I got an email from the state office about it being important to do, it reminded me that unless we have something in our bylaws to allow us to do vote-from-a-distance, that is not okay under Roberts Rules of Order. I checked our bylaws to see if my recollection is correct and yes, indeed, we do not have anything in our bylaws that allows us to take votes from a distance. I think it is important that we get something in our bylaws to do that. And in order to do that we have to have 10-day notification and we have 2/3 vote of a at least a quorum of voting members. What I propose to do is that we postpone our meeting from the 18th to the 25th and immediately put together an amendment to the bylaws that would allow us to use electronic and distance means to conduct a vote so that we can continue to conduct business like paying money that we owe and that sort of thing, endorse people, and ratify things that we have decided. As an Executive Board we can use Zoom in the meantime.

**Motion to postpone the meeting and draft appropriate bylaw changes for distance meetings.
Seconded.**

The State has indicated that they would send out a template for such language that we can use.

In term of proxies, our bylaws have a limit on the number of undirected proxies an attendee can hold but there isn't a limit on the number of directed proxies that can be held. We can obtain a vote on these bylaw changes via sufficient directed proxies. There is a question whether directed proxies can be counted for the quorum. This will be researched. If this can be done, we can have a meeting with a minimal number of live people and still meet the quorum and voting requirements to pass a bylaw change. In order to function on pure proxy votes, the question would have to be such that no amendments could be offered from the floor. It would have to be a simple up or down vote on language that had been communicated to the voting members within the time restriction for bylaw changes.

The Uptown Theater meeting room is available for our March 25 meeting.

Motion Carried.

Judi stated that if the boilerplate language comes from the State quickly, we will use it. If not we will come up with our own language. Either way, we will have a proposed amendment published in time ne meet our notification deadline.

Adjourned, 8:07 PM.