



District 25 Toastmasters

District Council Annual Business Meeting Proposed Virtual Meeting Rules of Order May 12, 2022

1. Order of Precedence and Virtual Meeting Format

All electronic meetings shall be subject to Toastmasters International Online Annual District Council Meeting 2022 Guidelines. These guidelines supersede Toastmasters International bylaws, policies, protocols, and rules adopted by the District Council. These electronic meetings of the District Council shall be subject to all rules adopted by the District Council, or by Toastmasters International, to govern them, which may include any reasonable limitations on, and requirement for, District Council delegates' participation. Any such rules adopted by the District Council shall supersede any conflicting rules in the parliamentary authority but may not otherwise conflict with or alter any rule or decision of Toastmasters International. The latest edition of *Robert's Rules of Order Newly Revised*, shall be the final authority, as to parliamentary procedure.

The electronic meetings of the District Council shall be conducted through use of Internet meeting services designated by the District Director that support anonymous voting and support visible displays identifying those participating, identifying those seeking recognition to speak, showing (or permitting the retrieval of) the text of pending motion, and showing the results of votes. An anonymous vote conducted through the designated Internet meeting service shall be deemed a ballot vote for all delegates, fulfilling any requirement in the bylaws or rules that a vote be conducted by ballot.

2. Meeting Logistics

a. Login information. The Administration Manager shall send by email to every member of the District Council, at least 10 days before the meeting, the time of the meeting, the URL and codes necessary to connect to the Internet meeting service, and, as an alternative and backup to the audio connection included within the Internet service, the phone number and access code(s) the member needs to participate aurally by telephone. The Administration Manager shall also include a copy of, or a link to, these rules.

b. Login time. The Administration Manager or Logistics Manager shall schedule Internet meeting service availability to begin at least 15 minutes before the start of the meeting.

c. Signing in and out. Delegates shall identify themselves as required to sign in to the Internet meeting service, and shall maintain Internet and audio access throughout the meeting whenever present, but shall sign out upon any departure before adjournment.

d. Technical requirements and malfunctions. Each delegate is responsible for his or her audio and Internet connections; 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.

e. Video display. When the number of delegates is too large for all to be displayed simultaneously the Chair, Administration Manager, Logistics Manager, or their assistants shall cause a video of the Chair to be displayed throughout the meeting and shall also cause display of the video of the member currently recognized to speak or report.

During the meeting, a team will assist with managing the virtual platform, registration, voting platform, and breakout room, etc. The meeting should start with housekeeping guidelines so that all delegates are aware of how the meeting will be conducted virtually and in-person. The meeting will then proceed to each agenda item.

3. Credentials Committee Report and Quorum Procedure

The Credentials Committee shall report at the beginning of the District Council virtual annual business meeting with the total number of delegates registered. No proxies will be permitted. All delegates will register via Internet meeting service.

During the Credentials report, the committee will determine if District Council virtual annual business meeting has a quorum. A quorum is determined and confirmed if one-third of paid club presidents and paid club vice presidents education are registered through online registration. Members of the District Executive Committee do not count toward a quorum.

In the event that a quorum (one-third of all club presidents and vice presidents education) is not met for a district council meeting business transacted shall be deemed as valid as if a quorum were present if it thereafter is expressly approved by the affirmative vote of a majority of the member clubs in the district on the basis of two (2) votes per club. The vote and voting period will need to be set to accommodate obtaining a majority on the basis of two votes per club.

4. Credential Requirements and Voting Authorization

Each club in good standing with Toastmasters International at the time of the District Council Annual Business Meeting is entitled to two (2) votes. The club president and club vice president education are the designated delegates with one vote each.

District Executive Committee members are entitled to one (1) vote and may cast up to two (2) additional votes as a club president and/or club vice president education. All other members of the District Council shall be limited to a maximum of two (2) votes.

There are no proxies permitted at the Virtual District Council Annual Business Meeting. The authority of each delegate shall be evidenced by being registered and attending the electronic

meeting with the name of the club president, club vice president education and/or District Executive Committee member.

5. Participation Authority

Delegates (District Council members) are the only people entitled to address the meeting, unless otherwise invited by the Chair. Before addressing the District Council, delegates must be recognized by the Chair to speak. To seek recognition by the Chair, a delegate will raise their hand in Zoom. To claim preference in recognition, another delegate who had been seeking recognition may promptly seek recognition again, and the Chair shall recognize the member for the limited purpose of determining whether that member is entitled to preference in recognition.

All delegates should unmute the microphone or their device before speaking and state your name and club name or if a member of the District Executive Committee state your name and title. Delegates should mute their microphone/device when not speaking.

A delegate who intends to make a motion or request that under the rules may interrupt a speaker shall use “raise your hand” in Zoom for indicating and shall thereafter wait a reasonable time for the Chair’s instructions before attempting to interrupt the speaker by voice.

The Chair reserves the right to mute a delegate’s connection or microphone as needed if it is causing undue interference with the meeting. The Chair’s decision to do so, which is subject to an undebatable appeal that can be made by any delegate, shall be announced during the meeting and recorded in the minutes.

6. Motions

Major decisions of the meeting are to be made by means of a motion made by a voting delegate, seconded by another voting delegate, stated by the Chair, offered for debate, and then put to a vote by the Chair. A second is not needed for a motion from a committee. Motions shall be stated in the positive, not in the negative. The Chair may request that motions and amendments to motions be submitted in writing via chat box. If you are the maker of a motion, you may be the first to speak about it after the chair has stated the motion. For new business, motions and amendments to motions must be presented in written form to the Chair seven days before the meeting. For elections, all floor candidates must declare their written intent to run for district office at least seven (7) days prior to the meeting. No nominations from the floor will be allowed during the council meeting.

The Administration Manager or assistants shall designate an online area exclusively for the display of the immediately pending question and other relevant pending questions (such as the main motion, or the pertinent part of the main motion, when an amendment to it is immediately pending); and, to the extent feasible, the Administration Manager, or any assistants appointed by him or her for this purpose, shall cause such questions, or any other documents that are currently before the meeting for action or information, to be displayed therein until disposed of.

7. Time Limitations for Speakers

No delegate shall speak more than once on the same question or longer than one minute. Debate may be extended at the discretion of the Chair to allow additional debate if fairness so requires. This limitation does not apply to point of order or appeal.

Candidates for each contested office (including floor candidates) will have two minutes to present their speeches. All candidates will speak in alphabetical order by last name (surname), by office, beginning with the highest contested office. If the candidate is absent and has consented to the nomination and signed the Officer Agreement and Release Statement, the candidate's representative may give the speech. If there is only one (1) candidate nominated for an office, no speech is given.

8. Time Limitation for Agenda Items

Debate on any item on the agenda shall be limited to a maximum of ten minutes. The Chair may extend the time for discussion if necessary, to ensure fairness and completeness.

9. Timer

The Chair shall appoint an official timer and make sure the speakers can see the timer. The speakers may pin the timer to their screen in Zoom. The timer may turn on their microphone and begin to clap when the time authorized has expired.

10. Candidate Appointed Observers

Virtual candidates in a contested election will be assigned appointed observers to breakout rooms. The Chair or Logistics Manager or Zoom Manager will receive the list of candidate observers ahead of time to confirm the appropriate people are in the breakout room.

11. Electronic Voting Procedure

Votes shall be taken by the anonymous voting feature of the Internet meeting service, unless a different method is ordered by the District Council or required by the rules. The Chair will ask delegates to cast their vote and specify amount of time for each vote. The Chair will remind delegates to cast their vote and specify amount of time for each vote. The Chair will remind delegates to check their spam folders for the voting link in the event they cannot find the ballot in their inbox.

The voting application has a dashboard that reports in real time and will automatically tabulate the votes as they come in (both percentages and in number of votes). Once the voting period is closed, the team managing the vote will close the vote and the Chair will announce the results before moving on to the next item. The process will repeat until most agenda items have been addressed except for contested races. Reports might be presented while votes are being cast for contested races.

When required or ordered, other permissible methods of voting are by electronic roll call or by audible roll call. The chair's announcement of the voting result shall include the number of delegates voting on each side of the question and the number, if any, who explicitly respond

to acknowledge their presence without casting a vote. On occasion, the Chair will use unanimous consent to expedite routine business.

12. BALLOTING PROCEDURES FOR ELECTIONS

The District Director, Program Quality Director, Club Growth Director, and Division Directors shall be elected by having more than one half of the votes cast (a majority vote). If no candidate for an office receives a majority vote, the candidate having the lowest votes cast for that office shall be dropped from the succeeding ballot. In the case of a tie vote, the choice shall be decided by lot. Since the vote is conducted electronically, notifications should be sent to the delegates once the vote is launched.

Election of District Officers shall be by anonymous ballot unless an anonymous ballot is dispensed with by a unanimous vote. If there is only one candidate for an office, the Chair will instruct the Administration Manager to cast a single vote for the candidate for each office and declare each candidate for office elected, if the District Council approves dispensing with the anonymous ballot requirement.

13. Minutes

The Administration Manager shall maintain a draft set of minutes, which will be posted on the District website 30 days prior to the next District Council meeting. These minutes shall be approved by the District Council. The minutes may be amended to make actual corrections concerning debates or votes, but the minutes cannot be changed to modify actions previously taken.