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# Electronic Meetings

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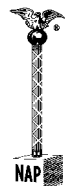
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**E-Meeting – the Future  
Is NOW!**

By Nancy Sylvester, PRP

When do abstentions count in determining a quorum? As parliamentarians, we know that an abstention has nothing to do with determining a quorum. Unless, of course, the meeting is a non-synchronistic electronic meeting and there is a need to establish that enough members were involved in the decision to make it binding.

The first assignment from a new client was to help them write the rules for conducting business online, via e-meetings. My first reaction was very positive; after all, I am an expert in writing rules for meetings both as a parliamentarian and as a meeting consultant. I approached this task as I do most others, by researching the subject. It was absolutely appalling how little information is available on the subject; the only information of value actually came from New Zealand!

The organization for which I work had formed a subcommittee on electronic meeting procedures, and as parliamentarian, I became a part of that committee. I was expected to guide the subcommittee through the process of writing the procedures. As would be appropriate, all of the work of the subcommittee was done on its own Listserv or by telephone conference call. At the November 1999 in-person meeting of the legislative council of the American Speech-Language-Hearing Association (ASHA), the special rules of the legislative council were amended to include the section titled “ASHA Electronic Meeting Procedures.”

The guideline used throughout the writing process was that the proposed procedures should replicate the way business would be conducted on the floor of the council. The process of producing effective procedures for e-meetings uncovered many unusual twists that require a different approach from the consulting parliamentarian. While there were many issues that called for looking at parliamentary rules from a new angle, there are four that I will focus on in this article: control of the flow of business, message content, participation by non-members, and defeat of the motion by minority action.

This article is specific to one organization's approach to this issue, and therefore more background information on the organization will be useful. ASHA is the national professional, scientific, and credentialing association for speech-language pathologists and audiologists. ASHA is made up of approximately 100,000 professionals. The legislative council, made up of 150 councilors, and the executive board share the governance of ASHA.

The ASHA bylaws authorize electronic meetings for the legislative council, the executive board, and their committees. While the legislative council has two in-person meetings a year, decisions must be made throughout the year and sometimes those decisions are time sensitive. Because there are 150 councilors, it is not practical to have frequent electronic synchronistic

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meetings. Therefore, the legislative council has chosen to conduct its electronic meetings via a Listserv. A Listserv administrator controls who receives the messages, and the Listserv is limited to councilors and other appropriate people such as the parliamentarian and certain staff members.

While the chairman of the council serves as the presiding officer of the electronic meeting, a larger body was selected to control the flow of business. The committee on resolutions was the logical choice because they already have major influence on the flow of business during in-person meetings. The need for control of the flow of business is best understood when one realizes that any secondary motion allowed will cause a delay of the vote on the main motion by a minimum of one week and usually much longer. Because of the time delay, it was agreed that two independent secondary motions could be on the floor simultaneously. This creates a need to control the flow of business based on specific principles.

There are logistical issues of message content that can make the process much smoother. Examples of simple logistic issues are the inclusion of the resolution or motion number and whether the message is in favor of or against the motion. More complicated issues include restricting a councilor from simply forwarding a message from a constituent. The basis for this decision was the guideline for replicating the way business is conducted on the floor of the council.

In an in-person meeting, non-members of the legislative council may attend and, within limitations, participate. If, for example, the debate on a motion contained information that needed to be expounded upon by a committee chairman who was not a member of the legislative body, that committee chairman could ask to be recognized or possibly send a message to a councilor who would make that request. When debate is happening over a Listserv, the only people who can read the debate are those who are given access through the Listserv. Therefore, the committee chairman who has pertinent information may not even know that she has important information and that a rule was needed to allow for including on the Listserv people who might have information pertinent to a specific resolution or motion.

At the heart of parliamentary procedure is the concept of majority rule. One of the motions that protect majority rule during in-person meetings can prevent it during e-meetings. If the main motion is time sensitive, and if there are no special rules regarding the motion to *appeal from the decision of the chair* two members (one making the motion, and one seconding it) can in effect kill a motion without putting it to a vote. Thus, the rule on how to handle an *appeal from the decision of the chair* was written. If, for example, the main motion was a stand on a bill to come before Congress and that motion needed to be acted upon within the week, two members who opposed the motion could create a situation where the presiding officer would have to make a ruling on the motion. Subsequently, one member could move to *appeal from the decision of the chair* and the other member could second the motion. Because of the time needed to process the appeal, the main motion could not be acted upon within the required time limit and the main motion is, in effect, defeated without the benefit of majority rule.

As the organizations we serve move into the realm of e-meetings, we, as parliamentarians, need to think about the effect of abstentions on the quorum and many other unusual twists that

require us to take a different approach to those meetings.

### **ASHA Electronic Meeting Procedures**

[I am grateful to the American Speech-Language-Hearing Association for permitting the reprint of their rules for this article.]

1. The chair of the council shall serve as the presiding officer of electronic meetings of the legislative council.

2. A proposed time line for discussing and acting on a resolution/ motion shall be established by the committee on resolutions and communicated to the legislative council at the beginning of the processing of any resolution/motion based on the following considerations:

**a.** The content, urgency for acting on the resolution/motion, and internal and external timing demands;

**b.** If there is time and/or need for a draft of the resolution/motion to be made available so councilors can suggest changes to or request clarification from the committee on resolutions. When time does not permit posting of a draft resolution/ motion, the committee on resolutions shall forward an explanation to the council; and

**c.** The time when the ASHA membership shall be notified of the resolution/motion using an ASHA communication vehicle available to all members.

**NOTE:** The proposed time line can be modified by the committee on resolutions based on the complexity and number of secondary motions that need to be discussed and voted upon.

3. The process for discussing and acting on resolutions/motions shall include the following:

**a.** The resolution/motion shall be posted and discussion shall begin.

**b.** At a designated time, discussion on the main motion shall stop and secondary motions shall be presented and acted upon.

**c.** After the period for secondary motions has been completed, the resolution in its final form shall be posted for discussion and voting and no additional secondary motions shall be allowed.

4. Proposed secondary motions must be submitted to the administrative assistant to the legislative council via the LC forum Listserv within the required time limits. The committee on resolutions is authorized to consolidate, reword, prioritize, and not present to the legislative council the secondary motions that are submitted. The committee on resolutions may decide to prioritize and present to the legislative council more than one secondary motion at a time. Prioritization shall be based on parliamentary principles and efficient and effective conduct of legislative council business. The decision to not present a secondary motion to the legislative council can only be made after notification to the legislative council with opportunity for councilors to object. If thirty councilors object, the secondary motion shall be presented to the legislative council.

5. The committee on resolutions shall have the authority to move to postpone a

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resolution/motion to the next face-to-face meeting of the legislative council based upon the following criteria: (a) complexity and number of secondary motions applied to the main motion; (b) determination by the committee on resolutions that it is in the best interest of ASHA to postpone taking action on the resolution/motion.

6. When posting an electronic message related to a resolution/ motion, councilors shall use a format that includes: (a) a heading indicating the resolution/motion number, whether they are speaking for the motion (pro), in opposition to the motion (con), or asking for information (point of information); (b) a closing for each message that includes the councilor's name and state/delegation.

7. Each message posted by a councilor shall be a message written by the councilor. Forwarding a message from a non-legislative council member is prohibited.

8. Voting shall be conducted only during the voting period, which shall be a minimum of one week for main motions and three business days for secondary motions.

9. The chair of the council shall have the authority to rule that a message is out of order and notify the council of the ruling.

10. For those resolutions/motions that address issues related to specific ASHA councils, boards, committees, and divisions, the chair of that body shall be subscribed to the legislative council Listserv for the period of discussion of that resolution/motion. The chair shall be able to provide clarification and information to the council through the chair of the council but may not enter into debate or vote.

11. Any appeal from the decision of the chair must be submitted to the administrative assistant to the legislative council on the LC forum Listserv who shall forward it to the committee on special rules. The committee on special rules shall make the decision on the appeal within three business days and report its decision to the LC on the LC forum Listserv.

12. A quorum shall be 51 percent of the members of the LC eligible to vote. The number of votes cast including abstentions determines verification of a quorum.

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## **E-Meeting-The Future Is Now! Part II**

By Nancy Sylvester, PRP

*Robert's Rules of Order Newly Revised*, 10<sup>th</sup> edition, has arrived and to fully utilize it parliamentarians must add some innovative terms to their vocabulary. The two terms that are the focus of this article are nonsynchronistic and synchronistic.

### **Nonsynchronistic Meetings**

The term nonsynchronistic electronic meetings was explained and exemplified in Part I of this article in the *National Parliamentarian*, Second Quarter, 2000. Nonsynchronistic meetings are meetings that occur with the participants in different places at different times. The example used in that article was an organization that conducts business through the use of a Listserv.

Since that article was published, *Robert's Rules of Order Newly Revised*, 10<sup>th</sup> edition, has been released and adds very specific information on the conducting of nonsynchronistic meetings. The stand taken by the 10<sup>th</sup> edition is not supportive of nonsynchronistic meetings, but it does make reference to them and gives very specific guidance to an organization that conducts business nonsynchronistically.

The reference to nonsynchronistic meetings can be found in a footnote on page 2. It reads:

Efforts to conduct the deliberative process by postal or electronic mail or facsimile (fax) transmission—which are not recommended—must be expressly authorized by the bylaws and should be supported by special rules of order and standing rules as appropriate, since so many situations unprecedented in parliamentary law may arise and since many procedures common to parliamentary law are not applicable.

In the previously mentioned article the reader will find examples of “situations unprecedented in parliamentary law” and of rules adopted by an organization in the situation where bylaws do authorize conducting business through nonsynchronistic meetings.

### **Synchronistic Meetings**

The 10<sup>th</sup> edition has a far more positive slant on synchronistic meetings. Synchronistic meetings occur with participants in different places at the same time. The reference to synchronistic meetings can be found on pages 482-483. It reads:

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The bylaws may authorize a board or committee (or even a relatively small assembly) to meet by videoconference or teleconference. If they do, then such a meeting must be conducted by a technology that allows all persons participating to hear each other at the same time (and, if a videoconference, to see each other as well). The opportunity for simultaneous communication is central to the deliberative character of the meeting, and is what distinguishes it from attempts to do business by postal or electronic mail or by fax (see p. 2). It is advisable to adopt special rules of order and standing rules, as appropriate, to specify precisely how recognition is to be sought and the floor obtained during videoconferences and teleconferences.

Synchronistic meetings have been conducted using both teleconferencing and videoconferencing for years. What is different now is that the parliamentary authority for the vast majority of the organizations in the United States in its newest edition addresses those methods of conducting meetings. What is also different is that technology has made the conducting of synchronistic meetings far more reasonable and affordable. It is finally reaching the stage of technological development where conducting meetings using videoconferencing is less expensive than participants traveling to a specific location to hold an in-person meeting.

As the technology advances, one piece of equipment the parliamentarian may find useful to own is a Web cam. It is an invaluable tool that turns your computer into videoconferencing equipment. At the end of this article is a reference to a Web site that may be helpful in learning about Web cams.

### **Germane Web Sites**

Knowledge of the technology will be crucial for parliamentarians preparing for synchronistic and nonsynchronistic meetings. Web sites that might be helpful in such preparation are listed at the end of this article. Of particular interest is the “whisper” feature in Microsoft’s NetMeeting® and the “chauffeur” feature in MeetingWorks®. These features may provide assistance in the problem of recognition of the speaker that is referred to in the 10<sup>th</sup> edition. The whisper and chauffeur features are a method for a private message to be sent from one user to another. It could be used to indicate to the presiding officer that a member wishes to be recognized.

What impact do all of these advancements in technology have on parliamentarians? If we truly stay ahead of the technological advancements, we become not only a valuable resource as a parliamentary consultant before and during the meetings of our clients but also a valuable resource in training and preparing organizations to conduct business through synchronistic and nonsynchronistic meetings.

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*NAP bylaws committee.*

### Web Sites

**Microsoft's NetMeeting** – *<http://www.microsoft.com/windows/NetMeeting/default.asp>*

\* Offers tools for both synchronistic and nonsynchronistic meetings. Including audio and video conferencing.

\* Free—just need Internet connection.

\* Good frequently asked questions (FAQ) Web site is located at: *<http://www.netmeet.net>*

**MCI WorldCom Conferencing** – *[http://www.e\\_meetings.wcom.com](http://www.e_meetings.wcom.com)*

\* Offers audio, video, and Net (online chat) conferencing.

\* Many services and plans with options for large and small companies.

\* Excellent for large, one-time events.

**Facilitate** – *<http://www.facilitate.com>*

\* Offers both online traditional and synchronistic meetings.

\* Unlimited number of users and sessions; no special software or plug-in needed; offers the facilitator function.

**Group Systems for Windows** – *<http://www.ventana.com>*

\* Offers both online traditional and synchronistic meetings.

\* Synchronistic meetings have both audio and online capabilities.

\* Offers many additional features to help with meetings.

**MeetingWorks** – *<http://www.entsol.com>*

\* Offers online traditional, synchronistic, and nonsynchronistic meetings.

**eGroups** (recently purchased by Yahoo) – *<http://www.egroups.com>*

\* Offers announce and discussion Listservs and searchable archives of old messages.

\* Does not require e-mail address to use (can log on to the Web site and view messages).

\* No cost to create or use service but has a message from a “sponsor” at the top of each digest.

**Sam's Web Cam Cookbook** – *<http://www.teleport.com/~samc/bike/>*

\* Offers a great deal of information on the subject of Web cams

**PictureTel** – *<http://www.picturetel.com>*

**MindBlazer** – *<http://www.mindblazer.com>*

**Max Internet Communications** – *<http://www.maxic.com>*

**Polycom, Inc.** – *<http://www.polycom.com>*

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**Lucent Technologies** – <http://www.lucent.com/conferencing>

**CuseeME** – <http://www.cuseeme.com>

**Topica** – <http://www.topica.com>

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**Rules for Electronic (e-mail) Meetings**  
**or**  
**The E-liberative Assembly**

(i.e., an assembly that has been **D-Elivered** from the bounds of space and time.)

John D. Stackpole, CPP, PRP © 2001

**Introduction: Are “E-Meetings” Even Possible?**

It has been said, notably in the preface (page xx) to *Robert's Rules of Order Newly Revised*, (RONR) 10<sup>th</sup> edition<sup>1</sup>, that “meetings” held via electronic media, e-mail particularly, are simply not covered by the rules found in RONR. The assertion is that the “model” upon which parliamentary law has developed, “the opportunity for simultaneous aural communication among all participants,” is so far removed from the sorts of “virtual” and asynchronous (not all at the same time) interactions that take place when e-mail is used that a whole new set of rules would have to be developed to govern the latter sort of meetings. And to the extent that classical parliamentary procedure has developed from the interaction of people in face-to-face (classical) meetings, the assertions are, of course, correct. Electronic meetings are *not* the same as personal meetings; one would not expect that the classical rules can be applied directly to e-meetings. But it is, I submit, a considerable misstatement to assert that RONR cannot be used for the governance of such electronic or virtual meetings. Indeed, virtually *all* of the rules in the book can be usefully applied to e-meetings. The trick is to look closely at those rules, dig out their fundamental meaning and intent, and see how those rules can then be applied in the context of electronic meetings, generally through redefinition or extension of the meaning of a few of the *words* of the rules.

But first, a comment or two about what sort of electronic media are available for “virtual” meetings.

**E-Mail**

First and foremost is e-mail. Although there are a number of variations on the basic theme, all e-mail (computer) systems share a few common elements which are critical from the “rules” point of view:

An e-mail letter is always directed to a specific person or address. Copies can be simultaneously sent to as many people as one wishes to include in the “To:” or “Cc:” fields (found on most personal computer e-mail programs) but the e-mail letters are essentially still individually directed.

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E-mail letters are all time-stamped, not, and this is important, directly by the sender of the message but by the various computer systems that actually receive and re-transmit the document as it travels through the Internet. Indeed, without much difficulty, one can actually view the whole sequence of steps that any individual message takes as it works its way through the interconnected computers that form the Internet. Each of those steps is individually time-stamped, right down to the hundredth (!) of a second.

The sender, or originator, of the message is always identified. This statement has to be substantially qualified, unfortunately, in that it is possible, with easily available (and easy to use) programs to “spoof” an e-mail message, causing it to appear to be from someone other than the real sender, or simply from “anonymous”. This is not a new problem – people have been forging personal identities and membership cards for thousands of years – but it is one that will come up later with respect to voting via e-mail. For now, let us assume that people who want to *attend* and *participate* in e-meetings are honest. When they get around to *voting*, we shall have to be a little more circumspect.

The “subject” of an e-mail can always be identified as a separate element of a message for screening, sorting, or filing purposes. E-mail programs usually don’t *require* a subject description but the space is there and is available.

One does not actually have to own a computer, and have an Internet connection, to use e-mail and thus (potentially) participate in e-meetings, although it is a substantial convenience to have one. Public access, for little or no fee, to the Internet and e-mail is available in many facilities such as libraries and schools.

There is a system of multiple addressing of e-mail, known as “listserves”, that is quite relevant in the e-meeting context. In this technology a list of address is drawn up, commonly by a designated moderator, the list is placed on a particular computer, and the list itself is given an e-mail address. If a message is sent to the listserve address, the message will then be automatically and immediately forwarded on to all the (named) members of the listserve, which can include returning a copy to the originator, of course. Listserves are commonly limited – only those members already on the list, or even just specific members, are allowed to send messages to the listserve and (obviously) only those on the list will receive the forwarded messages. Some listserves are “open”, or unmoderated – anyone can include themselves on the list to get all messages and may, depending on who runs the list, be able to send in messages for automatic forwarding as well. Others are “closed” where participation of any kind is strictly controlled by the moderator of the list.

The astute reader will by now have noticed the close analogies between “membership”, “meeting” (and indeed “mass meetings”) as used in the RONR context, and their equivalents as defined by the properties of listserves. If a name is included in a moderated listserve, that could define that person as a member of that “association”. If one reads and respond to e-mail that comes from the listserve, that is equivalent to participating in a meeting, of sorts, or at least getting a notice of a meeting. Not everybody reads their e-mail all the time; but then, not everybody attends all the meetings of their associations either. The analogy between an open

listserve and a mass meeting is also obvious. A note: the “moderator” of the listserve should *not* necessarily be considered to be the “chairman” of the meeting. The “moderator” is more akin to an organization’s facilities coordinator, who arranges the meeting place, sets up the chairs, the tables, the microphones, the podium and lectern, and the like. More, much more, on the role of an “e-chairman” is to come.

Returning briefly to consideration of other electronic media for conducting meetings:

### **Facsimile**

Facsimile has been around for quite a while but has not, it seems, been promoted as a real candidate for “f-meetings”. It lacks the immediacy (and potential for interaction) of e-mail and can get expensive due to repeated (possibly long distance) phone calls and associated paper costs. Although most fax machines do time-stamp outgoing messages, and identify the sender, both these features are under the complete control of the person sending the message. This makes “spoofing” a trivial operation and brings into serious question any use of fax documents in voting. Faxes do, however, allow for a handwritten signature which can help in the voter verification process, but at the cost of secrecy in balloting.

### **Chat Rooms**

Another Internet related technology is a “chat room”, where people can log on, type away, and read other people’s (typed) responses in real time. This might sound like an ideal substitute for in-person meetings, but there appear to be problems: the “rooms” are deliberately designed so that one can easily remain anonymous or assume a false identity; there seems little mechanism available to enforce the sort of rules that will be discussed below; the question of defining “membership” is not clear; extensive real-time debate is not feasible unless one is a professional typist; and voter verification (not to mention secrecy of balloting) appears to be out of the question.

### **Chat Plus Web-Cams and Web-Phones**

A relatively high-tech variation on chat rooms is the use of web-cams, little TV-like cameras that “look” at you as you type and then transmit what they see over the Internet. You can see, on your computer monitor, who you are chatting with, while other peoples’ monitors can display your features (and degree of dress) to the world. Web-Phones are also showing up, which will help the slow typists. These devices bring chat rooms up to the level of video conferencing (see below) but they are not widely available as yet and do impact on the visual privacy of the participants. Whether they will catch on as a relatively low-cost alternative to regular video conferencing remains to be seen.. Both of these features require rather wide-band communication facilities to be satisfactory, which can run into money.

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### Telephone & Video Conferencing

A much older, and useful, technology is telephone conference calling and its descendant, video conferencing. Here the conditions are so like a classical meeting (as long as it isn't too big a meeting) that essentially all of the classical parliamentary rules apply without substantial modification. One might argue that telephone conferencing is somewhat limiting, but it is no different than an in-person meeting attended by visually impaired people. A few simple courtesies (no interrupting, always identifying oneself, etc.) will assure it runs smoothly<sup>2</sup>. Video conferencing even removes the limitation of not seeing who is talking, but at considerably greater expense. In many states, telephone (and video) conferencing is recognized in law as a legal substitute for in-person meetings of relatively small bodies, if it is authorized in bylaws, and as long as follow up documentation is signed. Indeed, RONR recognizes that video and teleconference meetings are sufficiently akin to classical meetings that only minor extension to the standard rules are necessary. (RONR doesn't suggest what those extensions might be, however.)

### Back to E-Mail

What follows, however, deals exclusively with considering and developing the rules (or rule "adjustments") for e-mail meetings, including the use of listserves. This new kind of meeting is clearly the most popular alternative to classical "in-person" meetings, particularly for organizations with members disbursed about the country, or the world. It also seems to have a minimum number of drawbacks, unlike the other "meeting" possibilities noted above, and is amenable to being run using standard parliamentary procedure. There is also no requirement that the association members *ever* get together for an in-person meeting. There is, however, one big and absolutely necessary assumption (an "e-rule" if you will): all the members of the association *must* have easy access to e-mail or have stated that they are willing to abstain, by non-participation, from e-mail meetings and decisions. Such an access provision should be a part of the bylaws of any association that intends to hold e-mail meetings.

So let us begin at the beginning: Section 1, page 1, of RONR (10<sup>th</sup> ed.) and see what has to be redefined or changed to fit e-meetings, using e-mail. Not too much, it turns out.

### The Deliberative Assembly

Obviously the first word to look closely at is "assembly" and its fraternal twin "meeting". The key element of an appropriate redefinition to accommodate e-meetings relates to the physical nature of any "gathering": in particular, how do people interact in a meeting that makes it clear that they are indeed "meeting"? They do so, obviously, by talking to each other and by looking at each other. In an e-meeting, the equivalent actions can take place without difficulty, thus making it clear that an assembly of people is indeed meeting. Other than the clues of "body language" (which don't count for much in a classic meeting of any respectable size), the visual aspects of a

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meeting are mainly for getting the attention of the chair and being recognized to speak. Once an individual has been identified as the chairman of an e-meeting, the recognition element is straightforward: simply sending an e-message addressed to the chairman is sufficient to serve as “recognition” for the purpose that is set out in the message. The chair does not have to then assign the floor (another e-rule), or grant permission to speak (write), as there is no problem with even simultaneous messages being sent in. They will not interfere with each other as would happen with truly simultaneous speeches in a classical meeting. There is no need to take turns. The chairman does have to keep close track of the various messages that are sent to him, and relay them out to the other members. (The details of this critical task are covered below in the discussion of the “e-chairman”.) The “talking to each other” part of the meeting is, obviously, accomplished by the writing and transmitting of e-mail documents addressed, quite literally, to the chairman, and redistributed by him, most conveniently through a listserv, to the other members.

### **Starting (and Ending) an E-Meeting**

None of this communication need take place in any particular time frame, just as long as a beginning and ending of the meeting are defined. An e-meeting begins only after the following steps have been accomplished:

- \* The chairman, or the listserv moderator, sends e-mail to all the association members telling them of the “official” start of the meeting, some time in the future, including an agenda and whatever else is appropriate in the communication package. This is the familiar “call” to a meeting and is nothing new, other than the method of delivery.

- \* Members reply stating that they are “ready to meet” as of the indicated date (a specific *time* is not necessary). When “enough” members have replied (“enough”, the quorum, would be in the bylaws), the quorum has been established as “present”. All these members need not reply right away after receiving the call – a time interval should be set, extending both somewhat before and after the starting date to allow “ready” replies to come in at the convenience of the individual members. The “meeting listserv” would then be built, comprising the names, and e-mail addresses, of those responding. They are the attendees, the deliberative assembly.

- \* Presuming that a quorum is established by the time of the meeting, or within the time interval following, the chair announces that fact (an e-mail to all the attendees), and the meeting is under way. Here is a special “e-rule” that does depart from RONR: once established, the quorum is presumed to be “present” at all times – there shall be no points of order questioning the presence of a quorum allowed at e-meetings. Obviously, at any given moment, very few of the members will be actually on line, sending or receiving e-mail; but over a period of time it is assumed that all with an interest in the meeting deliberations will check their e-mail for meeting material. Once members have signed on to participate, it is their responsibility to use their e-mail from time to time and keep up with the deliberations. Additional association members can enter into the meeting and participate as they wish; meeting participation is not limited to those who originally replied to the call to the meeting. All the additional members need do is request the

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chair to add their names to the meeting listserve.

\* The nominal date of the end of the meeting should be set in the original call. Since members will, of necessity, be checking in on an intermittent basis, the length of the meeting should not be constrained, but should make generous allowances for members' schedules. There is no reason that a single e-meeting could not go on for some weeks, as necessary, to let all concerned members have their say. The meeting should not adjourn prior to the initially announced time (another special e-rule), to assure that all who want to participate get their chance, even those who come in quite late. The ending date could be extended via a motion to do so and, during that extension, the meeting could be adjourned by a formal motion, or the chair's declaration of the completion of all business.

### **“Present” at a Meeting**

The second word in RONR that needs to be looked at is “present”, in line 5 on page 2: “... each member *present* has equal weight...” In RONR's terms, “present” means “in the meeting room”. Clearly this will not do for e-meetings. Nor is appropriate to redefine “present” as “sitting at a computer terminal” while the meeting is going on. Indeed, the spatial meaning of “present” needs to be replaced with its temporal meaning. It doesn't matter where a member may be during a meeting. What does matter is that the member have access to e-mail for the time span of the meeting. Such access does not have to be continuous – an e-meeting could extend over a considerable number of days, for example, or longer. The individual member should be able to check in at the continuing meeting at his convenience and not lose out on any of the deliberations. That is the (new) definition of “present” – the ability, electronically, to follow the course of the meeting and participate fully, if intermittently, over an extended period of time.

The next word that needs consideration is “vote”. However, that is a *large*, and difficult topic which will be deferred to later on in this essay.

The remainder of Section 1 of RONR presents no difficulties in translation of its content to e-meetings, given the redefinitions from above, with the possible exception of a mass meeting. The “meeting” itself presents no problems, but defining the “membership” might. Basically, anybody with an interest, anywhere on the Internet could join in if they wished. This could generate an overwhelming logistics problem, but probably is not a major concern. The main interest here is in e-meetings for established societies with well defined membership rolls.

### **Conduct of Business**

The next place in RONR to pause and contemplate how (relatively) minor redefinitions of some of the words that make up the rules will seamlessly accommodate e-meetings is in Chapter II.

### **Quorum**

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We have already dealt with the “quorum” (above), and how to assure that it is present when discussing the opening, or calling to order of an e-meeting. To recap, the quorum is established when enough (as defined in the bylaws – nothing new there) members have responded to the initial e-mail call to the meeting, with a reply that they are ready and willing to meet. A special e-rule does have to be adopted stating that once established, a quorum is presumed “present” henceforth, and any point of order questioning the presence of a quorum is simply not to be recognized.

### **Minimum Officers**

Obviously a chairman will be essential (his duties are described below), but a secretary probably is not essential as an “active” participant. This is because all of the business of the meeting will be done in writing (electronic writing, at any rate) so the secretary’s duty will (only) be to edit the full (electronic) record of the proceedings after the fact, to produce a set of standard minutes.

### **Formality**

Setting aside the obvious non-applicability of various “speaking” rules, there is one critical rule that carries over from the RONR text without change (but with a more literal emphasis): “Members address only the chair”. Here “address” means exactly that – all e-mail communications are sent (“addressed”) to the chairman, only. All motions, debate, etc., *must* be sent to the chair to be considered at all, and the only communications that “count” in the deliberations of the assembly are sent *from* the chair, mainly via the listserve. The criticality of this rule comes up in relation to the chore the chairman has of sorting out subsidiary motions, for example, from general debate. Since all the e-mail is time-stamped, everything must go to one place to be given proper sequential recognition and precedence, based on the time-stamps. The time-stamps, in effect, replace the sequential recognition of members that takes place in a classical meeting.

### **Order of Business**

Once the meeting is under way (see above for the details) the standard order of business can be followed without any alteration. It will probably be convenient to include the minutes of the previous meeting in the initial e-mail that serves as the call for the meeting, thus giving the members plenty of time to look them over. The same treatment should be given any reports from officers, committees, and the like, even though they may initiate business. The business will be taken up at the proper time in the order of business.

### **Handling Motions and the “E-Chairman’s” Responsibilities**

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Now we get to the good stuff. Just how should the e-meeting be conducted in the nitty-gritty details of motions, amendments, debate on one or the other, etc., etc? Well, the key to it all, as has been suggested above, is in the time-stamping of the e-mail. Just as in a classical meeting where the first person to be recognized (with exceptions, of course, that apply just as much to an e-meeting) is the one who gets to offer a motion, debate next, make an amendment, or do any of the eighty-six items from the “tinted” pages of RONR, the time-stamp determines who is first in line at the e-meeting. And the gate-keeper is the chairman, probably with the technical help of the listserv moderator.

### Simple Main Motions

The most straightforward way to describe what will go on is from the point of view of the chairman. The first thing to happen is that a motion gets made, somehow. It might come from a committee report (the chair would send an e-mail to the committee chair asking that he e-mail his motion to the chair – that is how someone could be “recognized” when more than one person has an equal claim to first recognition) and the motion would be relayed to all the participating members via the listserv. The sending out of the motion is, obviously, the “stating of the question on the motion” by the chair (p. 31). The motion could also be unfinished business (or a postponed motion) which the chair would just send out on his own. Under “New Business”, which would be announced by the chair (in the usual listserv e-mail), the first motion sent from a member would be the one that became the pending motion. If, as could be expected, more than one main motion was sent in when new business was opened, the “later” motions would not be ruled out of order (as would be the case in a classical meeting, since a main motion was already pending) but would be simply set aside in a computer memory or file, to be sent out, in time-stamp order, when the pending question was disposed of.

Notice the implicit introduction of a (new) “e-rule”: In an e-meeting context, seconds are not required. Since “finishing a meeting before midnight” (or the equivalent) is not a problem with an e-meeting that may continue for some days or weeks, there is no need to weed out motions that would be unseconded. And they all go in the minutes!

Presuming, for the time being, that there are no subsidiary or incidental motions, debate will be entirely moderated based on the time-stamps. Individual e-mails containing discussion would arrive in the chairman’s e-mail box, to be turned around and listserved out again in the order of the time the messages were generated. Additionally, the messages could be interleaved, on their way back out, into alternating pro and con arguments. However, this may not be strictly necessary as the receiver of the messages would get them in batches, when he accessed his e-mail, and could read them in any order he pleased. This resending of messages could probably happen all but automatically as the chairman should not take it upon himself to edit or hold back messages (and would be quickly caught if he did since the sender of a message would be watching for it to come back). There would be no need to “recognize” individual members to speak in debate because, obviously, “simultaneous” e-mails would not render each other incomprehensible, as

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would simultaneous speakers. There, possibly, should be a (new) e-rule put in place limiting any individual e-mail to no more than 1000 words or so (roughly two typed pages) but such a rule is not essential to the mechanics of running an e-meeting. A “short message” rule is most likely self-enforcing anyway since, after all, if a message is “too long” nobody will bother to read it (one doesn’t have that choice, unfortunately, if a *speech* is “too long”, as the “delete” key doesn’t work very well in classical meetings). So if a debater wants his point(s) to be considered, he will keep his message short.

Again, consideration of voting, and its special problems, will be deferred. But once the vote was (somehow) taken, the chair would send out the results, followed immediately by the next new motion that had perhaps come in earlier (and had been stored in its time slot), and the cycle would restart.

But this time, let us assume things are not so straightforward.

### Not So Simple Main Motions

Suppose that discussion of a pending motion is under way, and a motion to amend the main motion shows up in the chairman’s e-mail box, followed by more debate messages dealing with the main motion, not the amendment. The chairman’s actions are again guided by the time-stamp on the amendment message, and the *same* precedence rules as are found in RONR. He would set aside any debate on the main motion that arrived after the amendment (such would be out of order in a classical meeting) but *not* throw it away, send out the amendment and ask the members to focus their debate on the amendment. If debate on the main motion came in *after* the request to focus on the amendment was sent out, these e-mails would be returned to the originator(s) with a note of explanation, as they would be out of order at the time sent. Once the amendment was disposed of, the chair would transmit out any main motion debate that came in earlier, perhaps first asking the originators of the messages if they still wished to offer their debate. The context might have changed if the amendment was adopted, making the debate irrelevant.

Any, indeed all, other subsidiary, privileged, and incidental motions would be taken care of in exactly the same way. The time-stamp on each message allows the chairman to sort everything out, purely on a first come-first served basis, with allowances for legitimate debate that is sent in “late”. If a motion was sent in that was out of order for a clear and objective reason (a subsidiary motion at a lower level than what was pending, for example) it could easily be returned to the originator (only) with a note explaining why it was not going to be considered at this time. On the other hand, if a legitimate point of order was sent in, it would be allowed to interrupt the proceedings (as in a classical meeting) and the chairman would simply send it out to all with his ruling. “Interrupt”, in this context, means that incoming messages would be set aside and held until the point of order was settled. If no appeal of the ruling was sent back to the chairman in an appropriate time interval, the listserv transmission of any accumulated messages would resume on the same first-in first-out basis as before. If there was an appeal, it would be handled in the

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same manner as the amendment described above. But see a special e-rule relating to appeal, below.

At this point it is appropriate to introduce another (new) e-rule relating to how long the chairman should wait after debate (and amendment etc.) has (seemingly) ended on a particular question (main motion, amendment, etc.), or indeed how long to wait after the listserv transmission of a non-debatable motion, to initiate the voting. Obviously the answer will vary with circumstances, but there should be a rule that a specific amount of time must be allowed. Interestingly, such a rule is the inverse of moving the previous question, in that it *extends* the time for consideration to a specific date and possibly time, even though nothing is happening. The chair would be obligated to send out warning messages as to when the question would actually be put.

How much time? With a small e-meeting held by a group all in their offices at the time, an hour or so might suffice. The members could go to lunch (in different time zones) without concern that they would miss participating in the final decision. But with a large, or widely disbursed, group who might not have regular access to the Internet, one could think, to be fair to all, that it might be a matter of days or more to complete work on even one motion. An upper limit would have to be established, in bylaws, that was thought to be reasonable to most everybody. An international organization might have to wait even longer because of widely varying work hours.

Which brings up, as an aside, an interesting point. It is a touch ironic, in this brave new world of super-fast computers and super-fast communication systems, that the use of this technology to hold e-meetings may well result in meetings that presumably will take *much* longer to complete than their “in-person” counterparts. There is no free lunch – if one wants to hold e-meetings in order to save substantial amounts of money for travel, meals, lodging, etc., while gaining the convenience of attending in pajamas, and increasing participatory democracy, one has to pay for that by the expenditure of time. But at least the amount of time actually spent in the “meeting” (i.e., sitting at a terminal reading and writing e-mail) is probably little different than the total time spent at a corresponding classical meeting in a distant city (but not *half* as much fun!).

### **Will All This Overwhelm the Chairman?**

If the e-membership is large, active, and contentious, the answer is almost certainly “yes”. (So what else is new? Chairmen in classical meetings often get overwhelmed when the meeting body is “large, active, and contentious”.) With e-meetings, as described above, there can be a whole lot going on all at once which makes individual human management a bit problematical. It is not hard, however, to envision the outlines of computer programs and systems that would take care of all the bookkeeping (which message is next in line, which subsidiary motion is immediately pending, which other ones are pending further down in the stack, which messages should be set aside, etc., etc.) and leave the chairman, in front of his e-mail terminal, free to respond to questions, points of order, and other questions of judgement that are (currently) beyond even the

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largest available computers. Designing a program to “run” e-meetings, as described, would most likely involve some rather strict format rules relating to the subject line of a message (the format of the time-stamp is well established) to indicate the nature of the content of the message: “debate pro/con on main motion #1”, “amendment to main motion #1”, “debate pro/con on amendment #1 to main motion #1”, “point of order”, etc. Some sort of shorthand would have to be devised, but, in principle, there is no reason why it could not work (with a little effort, learning, and practice). Whether such computer programs exist at present will be discussed below.

Whether one wishes to consider these “subject line format” rules as “special e-rules of order”, in the parliamentary sense, is a matter of taste. They are not *essential* to the orderly transaction of business in an e-meeting (given a chairman with a substantial amount of time available to do the job), but they sure could help the meeting come to completion sooner.

### All Those Other Motions in the Book

There doesn't seem much point in wading through all 86 motions from the tinted pages (along with others not mentioned there) noting whether or not they can be “translated” easily into an e-meeting context. Most all of them could be used as they stand; the ones that would be inappropriate (or pointless) are quite obviously so. There is certainly little value in setting out a collection of hard and fast e-rules stating which motions are and are not recognized for use in an e-meeting. A few examples of the inappropriate motions might help, however.

Given, as noted above, that an e-rule must be established that a meeting will not end prior to its closing date as announced in the call, the motion to **adjourn** would not be appropriate, unless, as also noted above, the meeting length was extended past the originally scheduled closing time. Similarly, **recess** has little meaning in an e-meeting context since a member will not miss out on any of the meeting if he just turns his computer off and goes for a walk, or whatever. He does have to check back within a reasonable time, of course, but doing so is part of the agreement that makes e-meetings possible.

The three “variations” on **commit** (p. 160) would seem to have little value in an e-meeting context, although **commit** itself would be as valuable in an e-meeting as it is in a classical meeting. This does bring up the question on limitations on **debate**, however, the sort of restrictions that the variations on **commit** were designed to relax. The length of messages (debate) was touched upon above with the suggestion that a rule *could* be imposed but also that a “short message” rule might well be automatic, as members would simply skip over or delete messages that looked too long to bother with. The same would probably be true about a large number of messages coming from any one person. It would appear, then, that the only rule about restricting debate worth retaining would be the motion for the **previous question**. Any debate sent in while the previous question was pending, awaiting the vote, would be held in the computer. If the previous question was adopted that “late debate” would be discarded; otherwise it would be sent out routinely. Another point is that since e-mail messages will probably be short, the number of them from any one person should not be limited as it may take a multi-message exchange to get a point clearly

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across. All will benefit from this, and anyone can skip repetitions once the meaning is clear to them.

**Object to consideration** would be another example of an obviously inappropriate motion, mainly because of the requirement to make the motion before any debate begins. This is essentially unenforceable in the electronic message context.

Similarly **Lay on the Table** would have little or no application since there is, in effect, no continuous meeting that needs to be interrupted for an “important” and time-critical issue. If members have to do something important, they will just go and do it, and check back later to catch up with the debate messages.

Although a vote by (postal) mail could be ordered, bylaws permitting, as an approach to avoiding some of the problems related to voting with e-mail (see below), the other voting options available in classical meetings just don’t exist, thus the various motions relating to **voting and the polls** would most likely never come into use, unless there are substantial advances in technology.

One motion, **appeal** from the ruling of the chair, does deserve a special note, as pointed out by Nancy Sylvester<sup>3</sup>, in the case where the main motion deals with a time-critical issue. An opponent (or two) of the motion could introduce excessive delays by raising points of order and then appealing them. This could extend the consideration of the motion past the time of its usefulness unfairly, as the majority would not get to have its say. Ms. Sylvester’s proposal, a good one, is to set up a special “appeals” committee, to which all appeals are sent, with full authority to decide on the appeals. There would be no appeal beyond the committee. This decision would be reached independently of the (on-going) e-meeting and would be done in a timely manner. The mere existence of this appeals committee would go far to deter frivolous points of order and appeals intended to cause delay.

### **Summary: The (New) E-Rules that are Called For**

Thankfully, there aren’t very many:

- \* Bylaws must authorize e-meetings and those association members without access to e-mail must waive their right to participate as a condition for the association to hold e-meetings.
- \* The listserv specifies the legitimate attendees at a meeting, after they have agreed to participate.
- \* Once established, a quorum is always presumed “present”, and cannot be questioned.
- \* Recognition, or assignment of the floor, is bypassed – simply sending an e-mail message to the e-chairman is sufficient to enter into the discussion.
- \* Seconds are not required for any motions.
- \* A motion to adjourn is out of order except within an extension of the original specification of the time span of a meeting.
- \* A special appeals committee should be established with full authority to decide all appeals rapidly and finally.

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- \* A stated time interval must be allowed to complete discussion on motions, and to complete voting. This interval will vary with organizations, and may be relatively long. The chair must send out alert messages.

Added to these rules could be a summary of the administrative tasks that a chairman has in running a meeting, but these are so similar to the RONR “standard”, once the use of the e-mail time-stamp and the subject line are formalized, that there seems little point in restating them. The vast majority of RONR’s rules carry over with no change; just the mechanism of administering and enforcing them has to be adjusted to the world of electronic communication.

The introduction of only eight new (non-revolutionary) e-rules and some (presumably computer-assisted) administrative practices seems to indicate that the feasibility and fairness of e-meetings is assured, in spite of the RONR authors’ gloomy assertions otherwise.

Not so with e-mail voting (which the RONR authors seemed to think would present *no* particular problems!).

### **The Problem(s) with Voting**

This is not the place to enter into the continuing and extensive debate<sup>4</sup> about voting on the Internet in local, state, and federal elections; instead we will restrict ourselves to the specific problems related to using e-mail to vote on motions, elections, and the like, at e-meetings. Unfortunately, the problems are *not* minor, and (so far) not surmountable either.

Any good voting system (Internet, e-mail, or otherwise) requires a number of characteristics to assure that the wishes of each individual voter are collectively translated into a tabulation of properly counted votes. Listing the major ones (adapted from Schneier<sup>5</sup>) :

- 1) Authentication – is the person voting *really* who he says he is?
- 2) Authorization or registration – is the person voting actually a member?
- 3) Anonymity – the ballot is secret, and *stays* that way.
- 4) Indecision – a voter can change his own vote before it is finally cast.
- 5) Permanence – a vote, once finally cast, can’t be changed.
- 6) Uniqueness – a person can’t vote more than once and votes can’t be duplicated after being cast (i.e., two ways to stuff the ballot box).
- 7) Audit – assurance that a cast vote is really counted, and can be recounted, if necessary. Some students of elections offer two more criteria which are not really required, but are “nice” to have:
  - 8) Documentation – who voted, and who didn’t, as a public record.
  - 9) Verification – the voter can discover if his vote has been changed (or miscounted) and fix it without destroying the secrecy of the ballot.

A 10<sup>th</sup> criteria, appropriate to e-meetings of the sort discussed here, is that the voting operation should be simple to carry out, particularly for an unsophisticated computer user.

Any one, and some combinations, of these criteria can be met, but it is all but impossible to meet *all* of them at once – and completely impossible if #10 is included in the mix. Exception:

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if everybody has *complete* trust in one another then all the criteria are met, if only trivially.

The major stumbling block is the combination of #1, #2, and #3 – knowing who is voting (and knowing that he is legitimate) and at the same time *not* knowing, i.e., not being able to identify who is casting a particular ballot via the Internet. Somewhat surprisingly, this combination of requirements can be accommodated but it gets *very* involved (it uses “public key encryption”, “digital signatures”, and other esoterica from modern computer based cryptography) and would clearly violate criterion #10. The less one trusts, the more complex the system has to be to prevent violations of that trust. Once again, there’s no free lunch.

Given, then, a *high* degree of trust placed in particular in the chairman (and moderator) who will be tabulating the votes, e-voting can work adequately. An e-mail is simply sent in, identified as to the voter, with the “Aye” or “Nay” vote in the message. The chairman (or a computer, automatically) checks membership rolls to see that the voter is legitimate, thus taking care of criterion #2 (while trusting that criterion #1 is satisfied), notes that the voter has now voted once (criterion #6), and tabulates the vote. The chairman could then delete the original e-mail (equivalent to destroying the ballots) thus (almost) meeting criterion #3, but that could present problems with the other criteria, #7 in particular. The collection of e-votes should be saved, securely, for a period of time, as normal paper ballots usually are.

There is a nice feature that is unique to sending votes in via e-mail, and postal mail as well: all voting is at least quasi-secret, as far as public social consequences go. When voting from a home terminal, there is no way to see how others are voting. And nobody can see you vote, either. (“On the Internet, nobody knows you are a dog” – *New Yorker* cartoon caption.) This eliminates the social pressure that may exist in a classical meeting where people can (and do) look around to see how the others are voting. Granted, anyone could find out from the chairman (if the trust in him was misplaced, or they knew how to hack into the chairman’s tabulation computer) how others voted so the ballot is not really secret. But it is a start.

Unfortunately, some things are wrong, *very* wrong, with this rosy picture. “Spoofing”, as mentioned above, for one. There is nothing to prevent an untrustworthy (or even just tempted) computer savvy voter from sending in votes in some other person’s name. If the spoofed vote gets in first, a later, legitimate, vote will be rejected. This relates to the authentication and ballot stuffing criteria, #1 & #6. Also, if the “other person” doesn’t bother to vote at all, the untrustworthy voter will thus have voted twice, or even more frequently, once in his own name, then subsequently in as many (member) names as he cares to improperly use. There would be no apparent reason for the chairman to question these spoofed votes and criterion #6 would be in trouble. The opportunity to spoof can be eliminated through the use of “digital signatures” which (almost) absolutely assure that the voter is who he says he is. It is an administrative (and cost) trade off for an organization to decide whether to require “signed” ballots or to trust the membership to vote honestly. The computer technology of digital signatures is not very hard to implement on one’s own personal computer, thus criterion #10 may be attainable, but the use of publicly available computers presents obvious problems. There are companies that will set up easy-to-use (and presumably) non-spoofable message systems on collections of personal

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computers (or via Internet web pages), but they do want a fee, not a small one, to do so. (One company, iBallot<sup>6</sup>, charges a set-up fee *and* charges \$2.00 per ballot. This can add up fast.) Part of a reasonable authentication system (criterion #1) involves sending out, to each eligible voter, a unique and presumably randomly generated password of some sort for the voter to use when casting his vote. This is fine for a small group of voters, and could be taken care of by a (trusted) teller with minimal staff assistance, but for a large organization any generation of unique, random, reasonably secure passwords and their distribution, and the timely tabulation of returned e-votes, would have to be done by computer. This immediately puts the teller in the computer security business as the various files linking the voter's identity to the passwords, tracking the returned votes, etc. could only be kept on a machine, a machine that one would not want outsiders to be able to mess around in. Also, there would have to be arrangements to replace the inevitably lost passwords (and how do you authenticate that the person claiming to have lost a password is indeed who he claims to be?), changing passwords, documenting attempts to vote illegally, etc. Not a small, or "one-man" job. That's why iBallot can command big fees.

A second problem is that the "ballots" are clearly not secret (criterion #3) in spite of it "feeling" like they are when one is voting alone. The voter's name is attached to the e-mail vote in one way or another and an untrustworthy chairman can learn all he would want to know with virtually no effort at all. The basic right to a truly secret ballot is so fundamental to the voting process that one is loath to give it up. However, the complexity of combining secrecy with authentication, etc., is *so* great, and cumbersome, that it appears, at the present time, that a secret ballot is one of the aspects of e-mail voting that indeed one has to give up, as "payment" for the other conveniences and savings of e-meetings. It's too bad. At least the opportunity for mischief can be centered in the chairman alone. Keep an eye on him!

Trust, as the saying goes, but verify.

### **Any Computer Programs Available?**

At the present time, unfortunately, no. At least not any that can take care of the bookkeeping and tracking chores that are required of the chairman, as described above. Nancy Sylvester<sup>7</sup> gives a list of web sites with information and services relating to e-meetings, but with an emphasis on (formal) chat rooms and video conferencing. An Internet search for "electronic meetings," "e-meetings," "Internet voting" and such terms will produce many hits, but nothing that seems to be what is needed.

There does seem to be an opportunity here – any interested programmers care to set up an "E-Meeting" program to do what needs to be done?

### **End Notes**

1 Robert, H.M., Robert, S.C., Robert, H.M. III, Evans, W.J., Honemann, D. H., & Balch, T.J., **Robert's Rules of Order Newly Revised**, 10<sup>th</sup> Edition, Cambridge, Perseus Publishing, 2000

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2 See, e.g., *Electronic Meetings: Are you Ready?*, 1999 NAP Conference Handout, available from Peachtree Parliamentarians; contact <marylou@maryloustephens.com> or <vonhaam@mindspring.com>

3 Sylvester, Nancy, *E-Meetings – The Future is Now!*, **National Parliamentarian**, Volume 61, Second Quarter, 2000, pp. 26-29. Ms. Sylvester presents a well worked out set of rules for a particular organization to use for e-mail meetings. They do not, however, take advantage of the time-stamp feature of e-mail and therefore depart, at times, rather far from RONR. (Nothing wrong with that, of course, but it does introduce some additional complexity.)

4 See, e.g., material on e-voting by Rebecca Mercuri at <www.notablessoftware.com/evote.html>. <www.voting-integrity.org/text/2000/internetsafe.shtml>, and <www.cs.uiowa.edu/~jones/voting/index.html> are also both good places to start, if you are really interested.

5 Schneier, Bruce, **Applied Cryptography**, 2<sup>nd</sup> Edition, New York, John Wiley & Sons, Inc., 1996; see also <www.Conterpane.com> for a good newsletter.

6 <www.iballot.com>

7 Sylvester, Nancy, *E-Meetings – The Future is Now!. Part II*, **National Parliamentarian**, Volume 62, First Quarter, 2001, pp. 30-31

*[Editor's Note: This reprint is a revised version which includes material which was not printed in the original article and incorporates the idea of use of passwords with voting which comes from the next article by James Stewart.]*

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### Voting in Electronic Meetings

James H. Stewart, PRP

*A potential Solution to problems raised by John Stackpole, CPP in his article in the Parliamentary Journal, Vol. XLII, No.3, July 2001*

In Mr. Stackpoles recent article on Electronic Meetings (which I found most helpful), he raises the specter of significant problems in the voting process. All are real problems for which I feel a solution presents itself. A solution that not only solves the associations problems itemized on page 93 of the article, but a solution that gives more employment to parliamentarians.

The solution is simple. The voting process is conducted by a third party teller, an independent registered or certified parliamentarian engaged solely for that purpose.

#### The Process

The chairman of the e-meeting would notify (presumably by e-mail) the teller/parliamentarian that a vote is in process on the motion to (fill in the blank) and all votes must be to the teller by  $x$  hour of  $y$  day. The participating members are notified by the chair to send their electronic votes to the teller by  $x$  hour of  $y$  day. The teller receives and tabulates the votes and makes a tellers report to the chair. Vote completed.

#### The 10 problems and how they are solved.

1. Authentication – is the person voting really who he says he is?

Solution: The teller can be authorized to perform some authentication procedures, such as giving each member a code in advance of the first vote that only the member and the teller know, or simply calling the voter and asking enough questions to verify identity. These are only two ways, others could be found as well.

2. Authorization or registration – is the person voting actually a member?

Solution: The teller has been given a list of names with e-mail addresses in advance of the meeting – verification as in problem #1.

3. Anonymity – the ballot is secret, and stays that way.

Solution – Only the teller knows for sure, and reports only the numbers, just as in any tellers report.

4. Indecision – a voter can change his own vote before it is finally cast.

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Solution: A voter can revote any time prior to the given x hour y day and the teller verifies as above.

5. Permanence – a vote, once cast, can't be changed.

Solution – the teller accepts no more votes not “in the system,” that is sent by x hour y day.

6. Uniqueness – a person can't vote more than once and votes can't be duplicated after being cast.

Solution: Voting more than once is taken care of by the verification process and you just have to trust the independent professional or certified parliamentarian who is acting as teller for the second issue (just as you would with any teller).

7. Audit – assurance that a cast vote really counted, and can be recounted, if necessary.

Solution: Hear is a case where actually registering your abstention is necessary, so the number of votes + abstentions should add up to the number of voting members. And the teller can verify by email or phone with any member who did not vote or register an abstention.

8. Documentation – who voted and who didn't, as a public record.

Solution – The Teller can produce a list of members who voted and abstained and submit it to the Secretary for inclusion in the record.

9. Verification – the voter can discover if his vote has been changed (or miscounted) and fix it without destroying the secrecy of the ballot.

Solution: By individual communication with the teller by e-mail or phone, this can be easily accomplished.

10. Simplicity of process – for the unsophisticated computer user.

Solution – The voter could “phone it in” to the teller, or the teller could e-mail the voter and the voter simply reply to the tellers e-mail.

Using these suggestions, as well as the solutions presented in Mr. Stackpoles article should, I believe, be sufficient to address the problems of electronic voting. All this comes down to trust, because no one can actually see what is going on. In the case of the hired teller/parliamentarian, the body can agree in advance as to the person doing that job and thus have the requisite trust in the teller, even if the members don't trust each other or the chair (and of course that would never happen!!)

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### A Response to James Stewart's Comments on E-Voting

**John D. Stackpole, CPP, PRP**

*[I offered John "equal time."]*

Mr. Stewart raises some good points in his comments offering a solution for the difficulties that might be anticipated related to voting via electronic means, e-mail in particular. Far be it from me to diminish the prospects for more employment by professional parliamentarians but I think Mr. Stewart may be displaying a tad more optimism than the situation warrants. We are in complete agreement, to use his phrase, that "All this comes down to trust," but our respective levels of trust, in an e-voting context, seem to be quite different. Mr. Stewart might think me excessively paranoid (he could be right!) but keep in mind that "It isn't paranoia when they really *are* out to get you."

Responding to some of his points by the numbers ...

1) Mr. Stewart is entirely correct in his suggestion that sending a unique password code out to the voters would go a long way toward resolving the authentication difficulty. I overlooked that possibility in my original essay, and appreciate his reminding me of it. However, he is, I think, a bit too sanguine about the administrative difficulties potentially involved. For a five or ten member board, the amount of work for the hired parliamentarian/teller would not be great, but for an organization of 50, 100, 500, ... members, any generation of unique, random, reasonably secure passwords and their distribution, and the timely tabulation of returned e-votes, would have to be done by computer. This immediately puts the teller in the computer security business as the various files linking the voter's identity to the passwords, tracking the returned votes, etc. could only be kept on a machine, a machine that one would not want outsiders to be able to mess around in. Also, there would have to be arrangements to replace the inevitably lost passwords (and how do you authenticate that the person claiming to have lost a password is indeed who he claims to be?), changing passwords, documenting attempts to vote illegally, etc. Not a small, or "one-man" job. That's why iBallot.com can command big fees.

3) Well, maybe. Don't forget, as soon as more than one person knows something it is not a secret any more. This is certainly a "trust" issue as the votes all do come in uniquely identified as to the voter and, on a machine, stay that way. They have to in order to allow for "indecision" changes (#4) or to detect multiple votes (#6). Assuming you trust the teller himself, do you also trust the security measures on his machine? In a "real" voting situation, the link between the voter and the vote is irretrievably broken when the ballot goes in the box, or the lever is pushed back. To be sure, this eliminates the possibilities of "indecision" and, if the voting judges do their jobs right, multiple votes, but the ballot secrecy is absolutely preserved.

4) & 6) These two proposals seem a bit at odds with one another and would require a

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special “I have changed my mind” notation on the e-vote sent in. Feasible but requiring more administration or computer efforts. With a paper ballot, you just ask for another one to make a change, before actually casting it.

Much the same type of comments could be made about the other points, mainly noting that the scale of the tasks involved for even moderately sized organizations could completely overwhelm any non-computer assisted individual.

As noted, it all comes down to trust, not necessarily trust in the teller’s integrity, but, for any computer based system, trust in the computer’s security. There were reports in the computer press recently that all the credit card information stored at playboy.com has been stolen and spread around the Internet. Also Microsoft had to shut down its new “Passport” system for a while because of newly discovered security holes. If the information is worth the bother, people will try to get it.

Granted, there may not be much world-wide interest in the results of a local PTA’s e-vote election, but in a close fought, bitter contest (see the RONR web page bulletin board for examples most every day) the temptation to put a thumb on the scales will still be there.

And finally, take note of the recent proxy fight between the Wachovia and Union Trust Banks. Even though it has been possible to vote your stockholder shares of the companies by proxy on the Internet for some years now, they absolutely required paper ballot proxies in that fight. It suggests how much they “trusted” electronic voting where there were *real* big bucks at stake.

It’s not paranoia if they really are out to get you.

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## Bylaws for E-Meetings

John Stackpole, CPP, PRP

Increasingly, organizations are jumping onto the e-meeting bandwagon, some with well worked out procedures to guide them – see Sylvester (2000)<sup>1</sup> and (2001)<sup>2</sup> for a good example of such – others in a more haphazard manner. The latter usually just insert something in their bylaws to the effect that “meetings may be conducted in person, or by electronic means including e-mail, chat rooms, telephone, video, fax, or other appropriate mechanisms.” Some also add a requirement that “all members have access to the information and/or debate through one or more of the mechanisms listed”. But then they go no further, trusting to luck, I suppose, or the aid of an experienced parliamentarian to fill in the gaps. The cited articles by Sylvester are fine examples of where such aid can take them.

My concern here is that such rather broad-brush bylaws may leave the organization floundering, trying to figure out just what to do or how to do it in particular circumstances. Of particular concern is the question of a quorum and its definition in an electronic meeting context. The bylaws of most organizations (almost) always contain a quorum requirement for in-person meetings. It is, however, difficult to see how the usual requirement for a number (or percentage) of members “present” carries over to a meeting where the participants are most certainly not physically “present” and may indeed not be electronically “present” at all times during the course of a meeting. Additional specifications are appropriate in the bylaws.

In the interest of alleviating such difficulties, here are a small set of bylaw provisions that could be inserted, probably in the bylaw articles that deal with “Meetings” either of the assembly, the Board, or both. The numbering shown is arbitrary, of course, to allow me to reference the sections in the discussion that follows.

Article VII, Section F, Meetings, insert a new subsection 4, reading:

### 4. Electronic Meetings

Regular and Special Meetings of the Assembly [or Board] may be held by electronic means (such as e-mail or other Internet communication systems, telephone conferences, video conferences, facsimile, etc.) subject to the following:

- a. A majority of the Assembly members shall have access to the appropriate electronic meeting media, as verified by their response to a call for any particular meeting. This majority shall constitute the quorum for the meeting and, once established, shall be assumed present until the meeting is adjourned.
- b. The technology used for the electronic meetings shall allow the members full access to and full participation in all meeting transactions either continuously or intermittently throughout the specified time of the meeting.
- c. The affirmative vote of a majority of the quorum shall be the minimum vote

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requirement for the adoption of any motion. A majority of the votes cast, or a greater proportion as indicated by the adopted Parliamentary Authority, shall be necessary for the adoption of motions.

d. Procedural rules related to the conduct of electronic meetings shall be established and promulgated by the Board of Directors.

End of bylaw provisions.

If these provisions were to apply to meetings of a Board only, the necessary changes are obvious. One of the *very* appropriate changes for Board meetings is to require that *all* Board members have access to the electronic media as a necessary condition for holding e-meetings of the Board.

**Comment:** It might be a good idea to restrict e-meetings to Special Meetings only, at least until a few meetings have been held and possible bugs have been worked out through experience. A Special Meeting can be held for more than one "purpose", of course, just as long as all of them are specified in the call.

**Comments on sub-section a:** This definition of a quorum does *not* require that all the participants be on-line at the same time, but only – see sub-section b – that they have full access to the communications medium used to distribute motions, debate, etc. It is presumed that the attendees will be willing to “check-in” from time to time, get themselves caught up on what has transpired since the last time they were on-line and continue their participation accordingly. It doesn’t *preclude* continuous attendance either, of course, where it would be natural and appropriate for the particular communications medium, e.g. teleconferencing. This definition of a quorum is more completely described and worked out in the article.

Implicit in sub-section a is the assertion that it is not necessary for all members to even have access *at all* to the “electronic meeting media”, just as long as a majority (or some other percentage) of them do. In the case of a Board, however, it would be appropriate to add a stipulation requiring that all Board members must have access as a condition for holding electronic meetings.

**Comment on sub-section c:** This assures that more than 1/4 of the total membership of the Assembly will have to approve of a decision. This is here to protect (somewhat) the rights of those Assembly members who are not able to even participate in the e-meeting from action by a small minority. In an ideal situation when everybody is “wired”, this wouldn’t be necessary. For Board meetings, this provision is not necessary, presuming that all the board members have access to the technology.

**Sub-section d** is where the parliamentarian comes in (you didn’t think I was going to write us out of jobs, did you?), assisting the Board in setting out appropriate rules. Stackpole (2001)<sup>3</sup> has presented a set of such rules, based closely on RONR, designed particularly for meetings using e-mail as the communications medium. Sylvester (2000) also presents rules for e-mail meetings (and other varieties), but from a somewhat different perspective. The differences mainly arise from a differing emphasis on the details of the technology of e-mail systems available on the Internet. Other sets of electronic meeting rules, some of quite considerable complexity, can

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be found on the Internet – just do a search on “electronic meetings” and they will show up.

#### End Notes

1 Sylvester, Nancy, *E-Meetings – The Future is Now!*, **National Parliamentarian**, Volume 61, Second Quarter, 2000, pp. 26-29. Ms. Sylvester presents a well worked out set of rules for a particular organization to use for e-mail meetings. They do not, however, take advantage of the time-stamp feature of e-mail and therefore depart, at times, rather far from RONR. (Nothing wrong with that, of course, but it does introduce some additional complexity.)

2 Sylvester, Nancy, *E-Meetings – The Future is Now!. Part II*, **National Parliamentarian**, Volume 62, First Quarter, 2001, pp. 30-31

3 Stackpole, John, *Rules for Electronic (e-mail) Meetings or The E-liberative Assembly*, **Parliamentary Journal**, Volume XLII, Number 3, July 2001