

2021 Charter Amendments

Proposal No. 9 - Remote On-line Participation for Quorum

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Purpose: Ensures that all future DPCA Meetings will be remotely accessible by audio and video connection

Affected Sections: Sections 3 and 6

Text:

WHEREAS the DPCA has consistently made our Global Meetings remotely accessible via WebEx on-line conferencing services since first doing so for the 2011 DPCA meeting in Seoul, South Korea;

WHEREAS the expectation for on-line accessible meetings has been amplified by the current pandemic conditions and travel restrictions;

WHEREAS we have a sizable and dedicated group of volunteers who are Certified DA WebEx Hosts with training to support and moderate our WebEx meetings in order to ensure their success;

WHEREAS the current language of the DPCA Charter is out-dated, does not reflect current technical capabilities, and does not require that all DPCA meetings be made available for remote real-time participation;

WHEREAS it is no longer meaningful, for the purposes of Quorum, to distinguish between participants who are “remote” versus those who are “physically present;”

WHEREAS the guarantee of live real-time remote participation makes our meetings much more accessible, the quorum threshold for CC participation should be updated to include a minimum of 30% of in-compliance CCs;

BE IT THEREFORE RESOLVED THAT the following portions of Section 3 and Section 6 be modified as follows to require the provision of live real-time connection to support all future DPCA meetings:

Article Three: Meetings

Section 3.1 (Calling of Meetings, including Electronic Meetings)

Meetings of the DPCA may be called by the International Chair, or by at least one-fourth (1/4th) of its voting members, or by a simple majority of the Executive Committee. An annual Democrats Abroad Global Meeting shall be called in the first half of each year to approve the accounts of the previous year and take any such other action as may be appropriate and, in odd-numbered years, to elect officers. If, for whatever reason, the

International Chair or International Vice Chair fails to call a meeting when required to do so, then the International Secretary shall call such meeting within thirty (30) days of the date required. Except as otherwise provided in Section 3.4, **meetings of the DPCA may be held exclusively by, or in conjunction, with electronic participation, provided that, at a minimum, the technology used to conduct the meeting enables simultaneous aural communication (i.e., audio conferencing capability).**

Section 3.4 (Quorum)

A quorum for a meeting shall require the ~~presence in person or on-line~~ real-time participation, either in person or on line of:

(a) the International Chair or Vice Chair of the DPCA; and

(b) 40% of DPCA Voting Members (i.e. excluding DPCA Non-Voting Members and Alternate Members).

~~Notwithstanding the foregoing, in the case of annual meetings under Section 3.1, a quorum shall require the physical presence or presence by proxy to a DPCA Member physically present of at least 20% of DPCA members as well as the physical presence of either the International Chair or Vice Chair. In addition, For quorum purposes, the individuals referred to in paragraph (b) must include DPCA Members resident in at least thirty percent (30% of Country Committees in compliance with Section 5.4~~four (4) different countries and two (2) Regions.

Section 3.5 (Attendance)

The International Chair shall ensure that all DPCA meetings are also accessible for remote participation via live on-line audio and video conferencing services. ~~DPCA Members and members of Democrats Abroad who are unable to be present in person at meetings to participate by telephonic or electronic attendance, whenever technically and economically feasible. The International Chair will inform DPCA Members of the telephone number to call and seek to arrange means of communication by which all persons participating in the meeting are able to hear one another at the same time. Notwithstanding the foregoing, neither the International Chair nor the DPCA shall be obligated to pay for the telecommunications charges involved in participation by a DPCA Member or member of Democrats Abroad.; all such line charges shall be for the account of the member choosing to participate by telephone. Participation by such online conferencing services ~~telephone or electronic attendance~~ shall constitute presence at a meeting for all purposes of this Charter, with the exception of establishment of a quorum or whenever presence in person is specifically required.~~

Section 6.2.(b) (Regional Vice Chair)

- (b) In the event of a vacancy of the office of Regional Vice Chair, including the resignation or removal of a Regional Vice Chair in accordance with Section 2.4, the Executive Committee of the DPCA shall proceed immediately with the nomination of a replacement. A meeting to confirm a Regional Vice Chair shall be

held within ninety (90) days of the nomination of the replacement by the Executive Committee of the DPCA, provided that 30 days' notice, including the date, time, location, and purpose of the meeting, is sent to all regional electors. The meeting shall be accessible for remote participation via live on-line audio and video conferencing services. ~~may be held solely by, or in conjunction with, electronic participation, provided that, at a minimum, the technology used to conduct the meeting enables simultaneous aural communication (i.e., audio conference).~~ The confirmation vote shall follow the same election procedures as set forth in Section 6.2(a). If the replacement fails to be confirmed, a DPCA officer shall server as Chair pro-tem of the meeting, take nominations from the floor, and conduct an immediate election with votes cast by those in attendance. The person elected shall serve out the balance of the term. For the purposes of Section 4.2(c), a person elected to serve out the balance of a term for a period of less than 365 days shall not be deemed to have served a full term.