

**PROPOSED AMENDMENT TO THE REPRESENTATIVE ASSEMBLY
PERMANENT RULES OF PROCEDURE TO AMEND SECTION 2 AND
RECOMMENDATION TO BOARD OF COMMISSIONERS TO AMEND
THE BYLAWS OF THE STATE BAR OF MICHIGAN – VIRTUAL
MEETING AND VOTING PROCEDURE**

Issue

Should the Representative Assembly support an amendment to the Permanent Rules of Procedure of the Representative Assembly to permit virtual meetings and voting and further recommend to the Board of Commissioners conforming changes to the Bylaws of the State Bar of Michigan?

RESOLVED, that the Representative Assembly proposes an amendment to the Permanent Rules of Procedure of the Representative Assembly to amend Section 2.1 and add Section 2.7 as follows:

2.1 Special Orders. The order of business of the Representative Assembly shall be conducted according to its calendar or by virtual meeting under Section 2.7, subject to change by special order. ~~By two-thirds vote of the members present any subject may be made a special order.~~ Any subject may be made a special order by two-thirds vote of the members present.

2.2 – 2.6 [Unchanged]

2.7 Virtual Meeting Procedures.

(A) Upon application by the Board of Commissioners or a member of the Representative Assembly to the Committee on Rules and Calendar, the Committee shall consider the appropriateness of any item of business for debate and disposition, subject to the provisions of this section. In making this determination, the Committee shall consider whether the item of business needs to be addressed prior to the next regular meeting of the Representative Assembly. A majority vote by the Committee shall be necessary to proceed under this subsection.

(B) Notice - Consideration of any item of business shall be preceded by notice sent to each member of the Representative Assembly via email or alternative written notification. The notice shall contain an explanation of the item of business to be considered and shall direct the recipients to an internet-based discussion forum specified in subsection (C).

(C) Internet-Based Discussion Forum - At the time of the notice specified in subsection (B), an internet-based discussion forum shall be established that is accessible to all members of the State Bar, with posting privileges limited to members of the Representative Assembly. The internet-based discussion forum shall contain any documents deemed necessary by the Committee on Rules and Calendar for consideration of the item of business.

(D) Voting - No sooner than 21 days after the notice specified in subsection (B), voting shall be conducted electronically in a manner prescribed by the Committee on Rules and Calendar provided that no item of business shall be passed without a vote of the majority of the

members of the Representative Assembly and items of business requiring a two-thirds vote shall require a vote of two-thirds of the members of the Representative Assembly.

(E) Quorum - For the sole purpose of Virtual Meetings under Section 2.7, a quorum shall be deemed present for votes under subsection (D) if a majority of the Members of the Representative Assembly cast a vote.

(F) Limitations - Except where specifically provided in Section 2.7, the Permanent Rules of Procedure shall be applicable to virtual meetings in the same manner as regular meetings of the Representative Assembly.

FURTHER RESOLVED, that the Representative Assembly recommends to the Board of Commissioners an amendment to Article IV, Section 6 of the Bylaws of the State Bar of Michigan as follows:

The Assembly shall have the authority to conduct debate and vote on items of business through electronic process as delineated through such rules that the Assembly may prescribe, provided that: 1) the item of business requires action before the next regular business meeting of the Assembly; 2) 21 days' notice has elapsed from the date of the notice of the electronic meeting to any vote to be taken; 3) a quorum is present during the voting period as evinced by a majority of the members of the Assembly casting a vote on any items of business; and 4) passage of any vote shall be determined by a majority vote of the members of the Representative Assembly or a supermajority of the members of the Representative Assembly as appropriate.

Background

The purpose of this amendment is to provide an alternative and expedited debate and voting procedure for items of business that necessitate action in between scheduled meetings of the Representative Assembly.

Opposition

None known.

Prior Action by Representative Assembly

The Representative Assembly has not previously considered an amendment to provide for virtual meetings or voting.

Fiscal and Staffing Impact on State Bar of Michigan

None known.

STATE BAR OF MICHIGAN POSITION
By vote of the Representative Assembly on September 27, 2018

Should the Representative Assembly support an amendment to the Permanent Rules of Procedure of the Representative Assembly Sections 2.1 and 2.7 regarding virtual meetings and voting?

RESOLVED, that the Representative Assembly proposes an amendment to the Permanent Rules of Procedure of the Representative Assembly Sections 2.1 and 2.7 presented above.

- (a) Yes
- or
- (b) No

FURTHER RESOLVED, that the Representative Assembly recommends to the Board of Commissioners an amendment to Article IV, Section 6 of the Bylaws of the State Bar of Michigan as presented above.

- (a) Yes
- or
- (b) No