

# Council Rules 2: Electronic Voting and Council Meetings

November 2016

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## 1.0 Authority

- 1.1 The following set of rules has been adopted by council in accordance with the legislative authority to make rules both to govern the affairs of the institute (*Architects Act*, section 5) and to regulate council meetings (*Architect Act*, section 14).

## 2.0 General rules for consent items and electronic meetings

- 2.1 The Chief Executive Officer (CEO) or his/her designate will establish and maintain an electronic mailing list address to be hosted on the AIBCs e-mail server and through which all requests for electronic meetings or balloting shall be forwarded ([e\\_council@aibc.ca](mailto:e_council@aibc.ca) or some other such address).
- 2.2 Any and all communications relating to consent items and electronic meetings shall be transmitted ONLY through the prescribed electronic mailing list.
- 2.3 Council members, council liaisons, AIBC directors (including the CEO); and the AIBC staff recording secretary shall be included on the electronic mailing list.
- 2.4 Council liaisons shall be entitled to participate in debate/discussion but are not entitled to vote.
- 2.5 AIBC directors shall be entitled to answer questions and/or provide clarification or facts if so requested but otherwise do not participate in debate/discussion or votes.

## 3.0 Rules for in camera consent items and electronic meetings

- 3.1 In the event a submission is a matter that would normally require *in camera* deliberation and voting, the electronic mailing list will be comprised of voting council members, the CEO, General Counsel and the AIBC staff recording secretary.

## 4.0 Rules for “consent” items -- for which discussion and debate are not contemplated

- 4.1 The CEO or his/her designate shall cause any item for which a council vote is required and debate/discussion is not contemplated to be transmitted to council through the prescribed electronic mailing list address.

- 4.2 The subject line of the originating e-mail (and all subsequent derived e-mails) shall contain information identifying the e-mail as one containing a non-debatable item for council deliberation
- 4.3 A deliberation period of no more than four business days shall be prescribed for council to consider the matter and ask any questions of fact or clarification which may better inform its vote.
  - 4.3.1 The originating e-mail shall establish the deadline date and time by which debate and discussion shall close and after which an electronic ballot shall be sent.
- 4.4 If during the deliberation period, substantive questions arise that, in the opinion of the president, calls into question whether that matter should be dealt with as a “consent” item, he or she may instruct the CEO or his/her designate to remove that item from consideration as a consent item and either:
  - 4.4.1 Table the matter at the next in-person council meeting; or
  - 4.4.2 Instruct the CEO or his/her designate to present the matter to council under the electronic meeting rules established below.
    - 4.4.2.1 If the matter is tabled in an electronic meeting, the process starts afresh and not as a continuation of the previous process – all deadlines and time limits are re-set.

## **5.0 Rules for electronic meetings**

- 5.1 Electronic meetings may be called in those rare circumstances where, in the opinion of the president, the circumstances are so urgent as to dictate that it would be impossible, impractical or unwise to wait till the next scheduled in-person meeting.
- 5.2 The decision as to whether an issue should be placed before council in an electronic meeting rests solely with the president.
  - 5.2.1 If the president decides a matter should be put before council in an electronic meeting, the president shall instruct the CEO or his/her designate to send an e-mail on the electronic mailing list calling the electronic meeting to order.
  - 5.2.2 If, during the deliberation period, four or more of the council members request that the matter be held over and referred to an in-person meeting if after receiving a rationale from the president as to the reasons for urgency, a majority of council members vote to refer the matter to a formal council meeting, that matter shall be so referred.
- 5.3 Only one decision item may be included in any e-mail calling for discussion/debate or vote at an electronic meeting. This does not mean that council is limited to only one electronic meeting at a time, but rather that each item under consideration electronically constitutes its own “meeting” and must be identified throughout in its own e-mail string.

- 5.4 The subject line of the originating e-mail (and all subsequent derived e-mails) shall contain information identifying: (a) it as being part of an electronic meeting; and (b) the subject matter of that meeting.
- 5.5 The text of the message shall contain a concise description of the issue to be debated/decided along with such rationale and supporting materials as are necessary to allow council to come to an informed decision.
- 5.5.1 Included in the rationale will be reasons outlining the urgency of the matter and why the matter has been referred to an electronic meeting rather than waiting for the next available in-person council meeting.
- 5.6 A deliberation period of no more than four business days shall be prescribed for council to debate and discuss the matter.
- 5.6.1 The originating e-mail shall establish the deadline date and time on which debate and discussion shall close and after which an electronic ballot shall be sent.

## **6.0 Rules for electronic balloting/voting**

- 6.1 At the close of the deliberation period (whether for a consent item or an electronic meeting), the CEO or his/her designate shall transmit the electronic ballot via e-mail:
- 6.1.1 The subject line of which will clearly identify the subject matter and the fact that it is an electronic ballot;
- 6.1.2 The text of which will;
- 6.1.2.1 clearly indicate the date and time by which return ballots must be received, such date and time to be no less than [one] business day; and
- 6.1.2.2 contain a “ballot” by which each council member can clearly express his or her decision (yes/no, choice amongst list of specific items, etc.).
- 6.2 Each council member shall indicate his or her choice on their ballot and transmit their filled-out ballot to all on the list using only the prescribed electronic mailing list address.
- 6.2.1 This rule may be modified in cases where a specialized electronic balloting system is used so long as that system can clearly identify the identity of the council member balloting and record his or her choice, the results of which can be reported to council.
- 6.3 The date and “time stamp” of the e-mail as received on the AIBC e-mail servers shall be the authoritative date and time of receipt for all communications, including ballots.
- 6.4 All ballots not returned on or before the deadline (date and time) will be considered spoiled and shall not be counted.

6.5 To be carried, any item up for vote will require:

6.5.1 that the number of council members who vote (affirmative, negative, or abstain) be equal to or greater than the number required for a quorum of the entire council; and

6.5.2 a simple majority of affirming votes from those who cast a vote.

**Rules Amendment History (2012 – 2016):**

First Approved: 17 January 2012

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