



ARCHITECTURAL INSTITUTE OF BRITISH COLUMBIA

# Memorandum

**Date:** January 13, 2014  
For submission to AIBC Council at its **January 21, 2014** meeting

**To:** AIBC Council

**From:** Bylaw Review Committee (“BRC” or “Committee”)  
Brian Sim, Architect AIBC, Chair

**RE: Analysis and Recommendations: AIBC Electronic Voting**

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## 1.0 Overview and Summary of Committee Recommendations

1.1 As part of its overall bylaw review process in 2013, the BRC has considered whether the AIBC’s Bylaws with respect to the annual council election and for amending institute bylaws should be updated to permit electronic voting. Currently, the annual voting process for council, authorized by the *Architects Act* and bylaw, includes very detailed ballot creation, mailing, folding and other provisions. Bylaws may be amended by member vote at an institute meeting, or by mail ballot as occurred with the most recent consensual resolution amendment vote in May, 2013. (See Appendix “A” for relevant *Act* and bylaw provisions for council elections and bylaw amendment votes.)

1.2 Electronic voting, or “e-voting”, has become reasonably commonplace for some organizations and governments. Its origins date back to the 1960s, when punch-card systems were implemented in the U.S. As part of its review, the BRC considered the information and experience of other regulators and associations (such as the Association of Professional Engineers and Geoscientists of BC (“APEGBC”), Certified General Accountants of BC and the Canadian Bar Association) as well as the broader political landscape.

1.3 The Committee’s overall findings and recommendations are:

1.3.1 That e-voting can be, on balance, a more efficient and cost-effective voting process than traditional processes;

- 1.3.2 That concerns about security and the so-called ‘digital divide’ should be considered prior to making final decisions on any e-vote;
- 1.3.3 That bylaws giving council the authority to authorize e-voting for council elections and bylaw amendments should be advanced to the membership for consultation and member vote; and
- 1.3.4 That additional research and evaluation of risks and benefits of e-voting should be undertaken prior to council authorizing any council election or bylaw vote by e-vote.

**1.4 In summary, the Committee recommends that the institute engage with and inform the membership and that council advance bylaws to give the institute, in council’s discretion, the ability to utilize e-voting as an additional option to the existing voting processes for council elections and bylaw amendments.**

1.5 Draft bylaws are included at Paragraph 8.6 in this memorandum for council’s initial consideration. The submission relating to this e-voting initiative includes a motion to trigger member consultation prior to any vote, as has been the history for the past two bylaw amendment efforts in 2012 (annual meeting) and 2013 (mail ballot).<sup>1</sup> Attached as Appendix “B” is an example of basic e-voting information to members from the CGA-BC relating to that organization’s proposed 2012 Board of Governors e-vote.

## **2.0 History of Electronic Voting at the AIBC**

2.1 In November 2011, AIBC Council asked staff for guidance about electronic voting for council matters. Staff responded in a memorandum that suggested rules for electronic voting for items where debate or discussion was not contemplated (i.e., for ‘consent items’) and for items where there was a debate and a subsequent deciding vote by Council would be needed.

2.2 The memorandum addressed the issue of Council’s authority to proceed with electronic voting. Council has legislative authority to make rules to govern the affairs of the institute and to regulate council meetings, which provides council with the opportunity if it chooses to institute electronic voting in relation to such meetings.

2.3 In January 2013, council adopted protocols for electronic balloting for consent items and for electronic meetings, when called for. A copy of the AIBC Council Rules for Electronic Voting and Council Meetings is attached as Appendix “C”.

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<sup>1</sup> The BRC is developing a draft consultation policy specific to bylaw amendment for later submission to council.

### **3.0 What is meant by the term “electronic voting”?**

3.1 The term electronic voting refers to a variety of voting systems that use electronic technology. The primary types of electronic voting include:

- Kiosk Internet Voting or Polling Internet Voting – Where a computer is set up at a specific location controlled by election officials (this may include optical scan voting systems, punch cards, direct-recording electronic voting, etc.); and
- Remote or, more often, Internet Voting – Where voting is conducted over the Internet from a voter’s home or any location with Internet access, including via smartphone or other device.

3.2 For the purposes of this memorandum, when reference is made to electronic voting or e-voting, the intended meaning is Internet voting, where voters can exercise their franchise independently and from their chosen location.

### **4.0 Summary of Advantages of Electronic Voting**

4.1 In the literature reviewed, the benefits of electronic voting were consistently stated as follows:

- 4.1.1 E-voting will increase participation, founded upon arguments that electronic voting can make voting more:
  - a) convenient in terms of time and location for all voters;
  - b) accessible for electors who have mobility issues or may be in remote areas; and
  - c) engaging of younger voters who are more familiar and comfortable with technology.
- 4.1.2 E-voting can enhance the secrecy of ballots for those special populations with disabilities, such as visual or hearing impairments. Electronic voting could allow those voters to vote without assistance and thereby afford a greater degree of anonymity, which arguably enhances the quality of the voting process overall.
- 4.1.3 It is cost-effective. Electronic voting has the potential to be less expensive to operate and execute over traditional paper ballots, which requires resources to set up and staff polls.
- 4.1.4 E-voting can be more accurate. Proponents of electronic voting argue that with Internet voting there can be no ballot errors and depending on the system no spoiled ballots because presumably the computer would not accept it. Interestingly, for a more generalized population, consideration must be given to whether the legal system in a jurisdiction requires the option to spoil a ballot or

allow for protest votes. It may however be possible to build this type of option into an electronic voting system. Additionally, an electronic voting system does not depend on humans to manually calculate or tally votes. An electronic voting system removes a potential human error when it comes to totaling votes.

- 4.1.5 It can promote a better informed vote. The Internet has already been used in elections and for campaigning, fundraising, protesting, lobbying and providing access to information. When implementing an electronic voting system, the ability exists to include access to information about candidates or platforms and this would contribute to making the voter more informed.
- 4.1.6 E-voting may have environmental benefits from reduced travel to polling stations and less paper would be required for poll materials, ballots and training manuals.

## **5.0 Summary of E-Voting Risks and Disadvantages**

5.1 In the literature reviewed, the risks associated with electronic voting were identified as follows:

- 5.1.1 Overwhelmingly, those against electronic voting cite security risks as the predominant reason not to implement it. By security risks, opponents essentially mean the threat of computer viruses or hacker attacks that could prevent a population of voters from being able to vote altogether or in targeted locations. Security breaches could also jeopardize the integrity of the voting process. It is also not practically possible to ensure that every possible PC used to cast a vote is free of malware.
- 5.1.2 Potential connectivity, such as power outages or malfunctions in Internet connectivity, as well as the possibility of servers crashing is another concern.
- 5.1.3 A third issue raised against electronic voting is the matter of access and what is described as the “digital divide.” Electronic voting has the potential to create a separation between the “haves” and the “have nots” and to divide those who can vote along socioeconomic variables including income, education, gender, geography, race and ethnicity.
- 5.1.4 Ballot integrity is raised as another risk. With electronic voting there is the potential for voter fraud, or coercion, or vote-buying since it would not be possible for election officials to know whether someone votes on another person’s behalf or if a voter is pressured to vote in way he or she may not have otherwise.
- 5.1.5 Without the support of the electorate, electronic voting is generally not considered to be possible. Those using the system must have the confidence that the system can be trusted.

## **6.0 Electronic voting at the APEGBC**

6.1 The APEGBC has utilized electronic voting for its annual elections. The Association provided considerable information on the organization's election process to the BRC.

6.2 APEGBC uses two parties to assist in the administration of their annual elections:

- a) evote.ca – a company who works on behalf of “everyonecounts” and is the ballot system provider; and
- b) ProNET – the company that provides the login authentication and is the host system provider.

6.3 In setting up their process, the APEGBC gives ProNET a list of those eligible to vote. ProNET provides a login page. Each eligible voter is provided with a unique hash key they must enter on the login page. If entered correctly, and the user is authenticated by ProNET, the user is taken securely to the everyonecounts online system where the ballot is presented for voting.

6.4 As advised by the APEGBC, “This model gives us separation and anonymity, as ProNET will know who's been passed on to the voting system, but has no way of knowing how they voted on the other side. The everyonecounts system will have recorded against a hash key an authenticated ballot which they cannot associate with an individual.”

6.5 APEGBC's model is just one option for conducting an Internet vote. It is possible to retain a single service provider to provide a full electronic voting system.

## **7.0 Application to the AIBC**

7.1 The following chart sets out an assessment of various steps for the AIBC to consider in expanding the AIBC's electronic voting rules to bylaws and election of council:

1. Ensure access – will all eligible voters have computers with access to the Internet?	Yes, it is likely that most of the AIBC's potential voters will have access to the Internet. For those without access, making a computer terminal available at the AIBC during the election period is an option.
2. Culture of Support – do the parties affected by the change support electronic voting?	Council and membership's support will have to be determined.
3. Does the legal framework support the use and implementation of electronic voting?	Yes - Section 24 of the <i>Architects Act</i> allows the institute to make bylaws necessary for the regulation of the institute, members, etc. Section 24 (b) specifically provides bylaw authorization for council elections. Existing bylaw 35.1 and 35.2 provide current mechanisms for amending AIBC bylaws.
4. Has there been research and assessment of trials or tests in other jurisdictions?	Yes, the APEGBC and the CGA-BC have had a positive experience with electronic voting.

5. Is there a clear picture of the need that electronic voting is expected to fulfill?	The AIBC's rationale for extending electronic voting to other voting situations must be clearly identified. Reduced cost and greater ease for all involved, especially members, in casting ballots are foundational.
6. Does the AIBC have an awareness/information campaign plan to launch and maintain a successful electronic voting program?	This is a matter to be determined at a later date as part of member engagement.
7. Electronic voting should be introduced on a gradual basis.	The AIBC has already implemented and provided electronic voting for certain scenarios so there has been a gradual introduction of its use. This should assist in extending its use for votes on bylaws or election of council. See Committee recommendation below at Paragraph 8.7 for initial use.

## 8.0 Conclusion and Bylaw Language Recommendations

8.1 People around the world use the Internet today to conduct a wide array of confidential and important personal, professional and commercial tasks such as banking, making purchases and donations, and even paying the government for taxes, bills and fines. While there remain concerns as to security risks, the Committee is of the view that electronic voting, and specifically Internet voting, is a viable option for the AIBC to consider using when it conducts council elections and/or to amend and pass bylaws.

8.2 As set out in the article “The Risk of e-Voting”:

In order for elections to be fair, the voting process must provide certain guarantees. To assure fair elections, security provisions must account for individual voters, the vote itself, the voting system ... and personnel responsible for carrying out elections.<sup>2</sup>

8.3 The Committee has noted that in October 2013, Elections BC’s Independent Panel on Internet voting issued a preliminary report that was very cautionary about implementing Internet voting for provincial elections. That panel recommended against implementation of Internet voting for public elections pending further evaluations. Noting many of the advantages and disadvantages touched on in this memorandum, an earlier Elections BC discussion paper on internet voting concluded that:

The goal of most modern voting systems is to maximize accessibility and convenience, while safeguarding the other principles of free and fair elections to an extent that ensures public confidence in the outcome. **Each jurisdiction arrives at its own trade-offs reflecting local culture, the values and skills of its constituents, and available technology and resources.** As pressure grows to modernize B.C.’s voting process, it is important that policy makers maintain a steady focus on the need to maintain public confidence in the voting process and that change strikes a balance among electoral principles that is acceptable to British Columbia.<sup>3</sup>  
[emphasis added]

8.4 The Committee believes that appropriate use of Internet voting would reflect the ‘culture, values and skills’ of the institute and its members. To be successful, the AIBC’s model would need to be based on the needs of the organization as well as the specific needs of the voting members. If one goal is to increase voter participation, then the AIBC must be aware of the reasons members give for not casting ballots, whether paper or electronic. For both parties, however, ultimately the votes must be assured of confidentiality and integrity.

8.5 The introduction of e-voting to the AIBC, through bylaw, would also set a precedent for a broader consideration of the use of technology with respect to other bylaws and institute processes, such as providing notice of annual meetings, surveys and engagement efforts, etc.

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<sup>2</sup> “The Risk of e-Voting,” Thomas W. Lauer, *Electronic Journal of e-Government* Volume 2, Issue 3 2004 (177-186).

<sup>3</sup> “Discussion Paper: Internet Voting” – Elections BC, August 2011 at page 34.

8.6 The Committee recommends against establishing a detailed e-voting mechanism by bylaw. The current council election voting protocol is extremely detailed and is another aspect of the bylaws that the Committee intends to review and make recommendations for improvement at a later date. Instead, the Committee suggests simpler bylaws that would authorize the institute, through council motion, to conduct council election votes and bylaw amendment votes electronically.

**Proposed Bylaw Language for new AIBC Bylaw 24.3 (council election voting):**

*The Council may establish rules [rulings]<sup>4</sup> for the conduct of council elections by electronic means, including by internet voting by members entitled to vote. These rules [rulings] must provide for reasonable access to voting and to the confidentiality and security of such voting process.*

**Proposed Bylaw Language for new AIBC Bylaw 35.4 (bylaw amendments):**

*The Council may establish rules [rulings] to allow for amendment to these Bylaws by electronic means, including by internet voting of members entitled to vote. Such rules [rulings] must provide for reasonable access to voting, the confidentiality and security of such voting process and to ensure that the provisions for notice, majority approval and the voting period are no less than those established for mail ballot bylaw amendments in these Bylaws.*

Note that the specific language for proposed bylaws may change as a result of consultation with members and with government. A follow-up submission from the BRC would include an overview of the member information process and feedback and would have the ‘final’ proposed bylaw language for council’s consideration.

8.7 The Committee recommends that any initial use of e-voting be considered for a housekeeping bylaw or bylaws to assess uptake, risks, costs, etc., rather than for a council election or a controversial or substantive bylaw vote. Obviously, much work remains prior to any AIBC e-vote. The proposed bylaw language merely provides the authority for the institute to use e-voting as an option in the future – it does not mandate its use. Member engagement and education, the operational decision as to a service provider and the other technical issues must be addressed in the normal course. The Committee is confident that with basic enabling bylaws, the institute is fully capable of conducting e-voting in the future and assessing its viability as an ongoing voting option.

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<sup>4</sup> The Committee is analyzing the institute’s use of “rules” and “rulings” in an effort to clarify the concepts and their use. Currently, Bylaw 30.2, which establishes the AIBC’s mandatory continuing education system (CES), is a similar ‘authorization’ bylaw by which members must comply with “rules ... established by council.” The Committee hopes to provide council with recommendations on clarifying the use of rules and rulings as part of its 2014 work plan.



## Appendix “A”

### *Architects Act* and AIBC Bylaw provisions relating to council election and bylaw amendments:

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#### ***Architects Act:***

##### **Election**

- 8 (1) An election for members of council to fill vacancies must be held on the day set for the annual meeting of the institute.
- (2) Subject to this Act, each person elected under subsection (1) holds office until the election held on the day set for the annual meeting in the second calendar year following election.
- (3) If no election is held on the day set,
- (a) the members of council remain in office until their successors are elected,
  - (b) the council may set a day for an election, and
  - (c) the term of office of persons elected at the election under paragraph (b) ends on the same day as if the election had been held on the day originally set.

##### **Voting**

- 9 Only members of the institute in good standing may vote.

##### **Successful candidates**

- 10 (1) A candidate who receives the highest number of votes is elected.
- (2) In the event of a tie vote, the person last holding the office of president, if not one of the candidates, may resolve the tie, otherwise the council may set a day for a tie breaker election.
- (3) Immediately after an election the registrar must certify the persons elected as members of the council.
- (4) The certificate is, subject to section 11, conclusive evidence that the persons named have been elected members of the council.

##### **Election disputes**

- 11 (1) A member of the institute may question a certificate of election of a person within 30 days of the date of the certificate by petition to the Supreme Court setting out the grounds on which the member questions the certificate.
- (2) The petition must be served on the registrar and on the person certified to be elected.
- (3) A petition must be heard in a summary way.
- (4) The court may give directions on procedure and other persons to be served with the petition.
- (5) The court may decide that a person was elected or may order a new election and give directions.
- (6) A decision of the court is not subject to appeal and the institute and all other persons must be governed by it.
- (7) After an election under this section, the registrar must certify the person elected a member of the council at that election.
- (8) The certificate has the same effect as a certificate following the annual election.

(9) The term of office of a person elected under this section expires on the same day as if the person had been elected at the questioned election.

## **Current AIBC Bylaws-council elections:**

### **NOMINATIONS AND ELECTIONS**

#### **Nominations**

- 21.0 Nominations for the Council shall be made from the Membership in the following manner:
- (a) any five (5) members in good standing may nominate a member for the Council, such nominations to be in writing and accompanied by a written statement of the nominee that the nominee will serve if elected
  - (b) nominations must be in the hands of the Executive Director at least thirty (30) days prior to the Annual Meeting. The name of every candidate nominated shall be placed on a list, which shall be the voting list for the election.

#### **Ballot**

- 22.1 The names of all candidates for election shall be printed on a ballot in the same type and in alphabetical order, giving their year of registration, residence and previous or present office in Council if any. On this ballot shall be printed directions for its use by members, and any returned ballot, which fails to comply with such directions, shall be declared invalid by the scrutineer and rejected.
- 22.2 The ballot shall be mailed to all members of the Institute entitled to vote thereon at least fifteen days prior to the Annual Meeting.

#### **Voting**

- 23.1 The ballot, when being returned, shall be folded and enclosed in a plain, sealed envelope. This envelope shall then be inserted in an envelope bearing on the outside the signature and Institute Serial Number of the member voting.
- 23.2 The Executive Director shall check the signature on each envelope against the register, and ascertain that those voting are entitled to do so. The Executive Director shall then remove from the outer envelope the inner envelope containing the ballot, and deliver the inner envelope to the scrutineer, being careful to prevent identification of the votes.
- 23.3 The names of any voters held in question by the Executive Director shall be referred to the President for decision.
- 23.4 Ballots may be returned to the Executive Director up until the time announced by the President at the Annual Meeting for the closing of the voting.

- Elections**
- 24.1 The Executive Director or designate, with three scrutineers who shall be appointed by the President at the Meeting, shall have the direction of the election.
- 24.2 The scrutineer shall open the envelopes containing the ballots and count the votes and certify the result to the President, who shall forthwith announce to the meeting the names of the members having received the most votes, who, with the remaining members of the Council, shall constitute the Council for the ensuing year.

## **AIBC Bylaws-bylaw amendments:**

### **AMENDMENTS TO BYLAWS**

- Meeting Vote**
- 35.1 These Bylaws may be amended at any general meeting of the Institute by a two-thirds vote of the members present at such meeting, provided that notice of such proposed amendment must be given to the Executive Director at least 30 days before the Meeting, and the Executive Director shall issue notices of the Meeting and notify the members of the proposed amendment, in accordance with Section 21(3) of the Act.
- Mail Ballot**
- 35.2 These Bylaws may be amended by a mail ballot in the following manner:
- (a) the ballot is forwarded with Council's approval to all members of the Institute entitled to vote
  - (b) Approval of an amendment to the Bylaws requires a two-thirds affirmative majority of the ballots received being that number as set out under Bylaw 19.1
  - (c) the Executive Director shall forward ballots to the members entitled to vote and receive the ballots by a date specified by Council provided this represents a minimum of 21days from the date the ballots were mailed.
- Superseding**
- 35.3 Upon coming into force of these Bylaws, they shall supersede all previous Bylaws and Amendments.



## Association Introduces **Electronic Voting** for 2012 Board of Governors Election

### A Message From The Secretary

In recent years the Association has taken steps towards adopting **electronic voting** processes for its annual Board elections. With amended Bylaws, updated Board policy and a new election audit plan in place, CGA-BC is now ready for **electronic voting** for this Fall's Board election.

Member-based organizations increasingly are replacing mail outs, paper ballots and manual tabulation of votes with **electronic voting** systems. As well, professional associations, credit unions, educational institutions and publicly held corporations are bringing their election processes in line with their electronic communications and web-based services.

### **Our reasons for e-voting**

CGA-BC is keeping pace with these trends and harnessing what is now proven technology for administering web-based elections. There are several reasons for moving to e-voting. Cost savings (postage, paper and labour) is an obvious one.

Less tangible but very important is member engagement. Then there is convenience and speed. Members will be able to cast a vote through a few easy clicks from the Association's website to a secure, arms-length server where electronic polls are independently administered. It is reasonable to expect that eliminating envelopes, stamps and postal delivery may even increase voter "turnout."

Finally, a completely web-based election aligns with CGA-BC's commitment to "green" initiatives and reducing its carbon footprint.

### **Vote online with confidence: safeguarding the integrity of the process**

Some members may question the security and accuracy of an online election. The following should address those concerns.

- **Checks and Balances**

Historically, the Secretary has followed a comprehensive checklist that supports each step of the election process as prescribed by the Board. This checklist flags dates and deadlines, identifies individuals who must perform certain tasks and, along with other details, outlines steps for making election information and ballots available to members. To ensure that the same rigour is applied to electronic elections, the Secretary's checklist has been reviewed and revised so that elections continue to be administered in accordance with the Bylaws, and that the traditional elements of controlled, confidential and accurate election administration are maintained.

- **Auditing an Electronic Web-based Election**

Auditing a web-based, software-driven process requires tests and controls that are different from those used in traditional paper-based elections. But the integrity of either process hinges on the same principles of independence, accuracy, anonymity, and the prevention of tampering. To support those principles in an electronic environment, a comprehensive election audit plan has been developed by the Association's auditors.

**\* Privacy and Personal Information**

CGA-BC has retained an experienced firm to administer the election process. To cast their votes, members will first login to CGA-BC's authentication system using the same user ID and password that gives them access to online services. This step determines which polls each member is eligible to vote in and eliminates the possibility of electronic ballot errors. Members will then be anonymously redirected from CGA-BC's website to the election administrator's servers. No personal information will be shared at any time. Voters lists are pulled by member number and chapter code (not by name or address) and email addresses are not used in the process.

**What can you expect next?** In the event of an election in the last week of August, all members will receive a "Notice of AGM and Election" by email. That notice will provide the date and time of the Annual General Meeting and instructions on how to vote online for Board candidates.

All members who are eligible to vote will be able to login to the voting site when **the polls open on August 30**. With a couple of quick clicks of the mouse, you vote for your candidate(s) and print out a private, secure confirmation of how you voted. You can vote from anywhere, any time of day or night – as long as you have access to the Internet. In the unlikely event that you are unable to access the Internet, a paper ballot will be provided if requested.

**Polls close at 5:00 p.m. on Friday, September 16.**

It is my sincere hope that members will find this process convenient and useful. The Board of Governors and I are confident this initiative is a smart move in support of good governance.

In any election process, staff will be on standby throughout the voting period with technical support and answers to your questions. If in the meantime you have feedback or questions, please contact us.

Sincerely,

Gordon Ruth, FCGA  
Secretary





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## **AIBC Council Rules for Electronic Voting and Council Meetings**

*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).*

### **1. General rules for consent items and electronic meetings**

- a. The Executive Director 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 or some other such address).
- b. Any and all communications relating to consent items and electronic meetings shall be transmitted ONLY through the prescribed electronic mailing list.
- c. Council members, council liaisons, AIBC directors (including the Executive Director); and the AIBC staff recording secretary shall be included on the electronic mailing list.
- d. Council liaisons shall be entitled to participate in debate/discussion but are not entitled to vote.
- e. 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.

### **2. Rules for *in camera* consent items and electronic meetings**

- a. 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 Executive Director, General Counsel and the AIBC staff recording secretary.

### **3. Rules for “consent” items -- for which discussion and debate are not contemplated**

- a. The Executive Director 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.
- b. 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.

Adopted: 2012 01 17  
 Reviewed:  
 Revised: 2013 05 14

- c. 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.
  - i. 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.
- d. 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 Executive Director or his/her designate to remove that item from consideration as a consent item and either:
  - i. Table the matter at the next in-person council meeting; or
  - ii. Instruct the Executive Director or his/her designate to present the matter to council under the electronic meeting rules established below.
    - 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.

#### **4. Rules for electronic meetings**

- a. 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.
- b. The decision as to whether an issue should be placed before council in an electronic meeting rests solely with the President.
  - i. If the President decides a matter should be put before council in an electronic meeting, the President shall instruct the Executive Director or his/her designate to send an e-mail on the electronic mailing list calling the electronic meeting to order.
  - ii. 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.
- c. 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.

- d. 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.
- e. 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.
  - i. 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.
- f. A deliberation period of no more than four business days shall be prescribed for council to debate and discuss the matter.
  - i. The originating e-mail shall establish the deadline date and time on which debate and discussion shall close and after which a ballot shall be sent.

## **5. Rules for electronic balloting/voting:**

- a. At the close of the deliberation period (whether for a consent item or an electronic meeting), the Executive Director or his/her designate shall transmit the electronic ballot via e-mail:
  - i. The subject line of which will clearly identify the subject matter and the fact that it is an electronic ballot;
  - ii. The text of which will;
    - 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
    - 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).
- b. 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.
  - i. 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.



- c. 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.
- d. All ballots not returned on or before the deadline (date and time) will be considered spoiled and shall not be counted.
- e. To be carried, any item up for vote will require:
  - i. 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
  - ii. a simple majority of affirming votes from those who cast a vote.

*The forgoing rules are to be reviewed for consistency with Roberts Rules of Order upon each new edition published and available. (Per council motion 2012 January 17 item 5.1.)*