



## **Military Spouse Clubs Voting Procedures**

In a membership-run nonprofit, there are many times you will want to make a decision based on a vote. This document should be used as a companion to Robert's Rules of Order.

### **WHO should vote based on the decision being made.**

**Board Level Votes:** (basically the everyday running the nonprofit)

- Board Meeting Minutes
- Changing the date of an event / location / etc.
- Approving an expenditure not previously approved
- Anything that is brought to the board that comes from a committee (C & B Amendments, Budget, Grants, Scholarships, etc.)
- Board level votes are done at board meetings or by preapproved electronic methods.
- President only votes in case of a tie
- Honorees, Parliamentarian, and Advisors do not have a vote at the board level. If they are paid members, they do have a vote in membership votes.

**Membership Votes:** (major votes that require buy-in from your membership)

- The slate of new officers for the following year
- Changes to the Constitution (requires a 2/3 of quorum to pass)
- Changes to the Bylaws (Should set up your bylaws to only require majority to pass)

### **Procedures for membership voting**

1. Whenever there is a vote needed from the membership, it is imperative that the board distributes the information on what they will be voting on at least 2 weeks in advance, but preferably one month in advance. This should be clearly stated in your governing documents.
2. At that same time, there must be a decision on how the vote will take place. Either in person at an upcoming membership event or via an electronic means such as email or a survey link.
  - a. It is recommended that an email vote be taken via an electronic mechanism like Google forms, Microsoft forms, or survey monkey.
  - b. This will allow the board to confirm valid votes by matching email submissions to the membership roster.
  - c. This also allows for links to be placed in your social media platforms
3. When the members are notified that there needs to be a vote, information must be sent in that email allowing for discussion and information about how they can cast their vote.



- a. General members are not required to read their Club emails daily, so you need to give them time to read the info, digest the info, ask questions/ have discussions if needed.
- b. Once the discussion period is complete, the membership will be given the opportunity to vote.

## Setting up the vote

There are two parts to voting that need to be established:

1. How many people are needed to have a quorum
2. How many affirmative votes are needed for a motion to pass

### Quorums

1. Your C & B should clearly state the percentage of people needed to be allowed to vote on something at each level.
  - a. **EXECUTIVE BOARD:** It should be required that at least  $\frac{1}{2}$  of the voting members be present, along with the president, the parliamentarian, and at least one advisor or honoree present for the voting discussion. (1)
  - b. **GENERAL BOARD:** Voting by the General Board can commence if there is a majority of the people currently serving in a position present to vote.
    - i. Board members still only get one vote even if they are temporarily serving in two different roles.
    - ii. Executive Board members are also General Board members, so they will count in your total quorum. (As the presiding officer who votes in the case of a tie, the President does count towards your quorum, but the nonvoting parliamentarian, honorees and advisors do not.)
  - c. **FULL MEMBERSHIP:** This is where it gets tricky. How to define when you have a quorum for a membership vote.
    - i. The first step is to confirm the number of members you have in good standing. (This is your # of paid members)
    - ii. Second step, decide HOW you want your members to cast their vote.
      1. In person at a monthly event?
      2. Via Email?
      3. Via email reply in some kind of platform? (like survey monkey, Google Forms, Microsoft Forms, etc.)
      4. The next step is to decide if members can vote for something even if they cannot attend an event when the vote is being held. Absentee voting via electronic means).



5. These days, the most efficient voting process is via a form that can be shared on social media, website, and via email.
6. The form must include a space for the member's "registered" email address so that the submission can be cross-checked against the membership roster to conclude if it is a valid vote.
7. No one can vote more than once, and no one can vote if they are not a member.

- iii. If you go this route, then your bylaws need to reflect this as a viable voting procedure and should state the percentage of response from members needed for the quorum.

2. **Suggested wording for your Bylaws:**
  - a. **Quorum for Board in Bylaws:** *A quorum for the transaction of business at any meeting of the Board of Directors shall consist of a majority of the directors currently serving in office, excluding any vacant or unfilled positions. No business shall be conducted unless a quorum is present. If at any time during a meeting a quorum is lost, the meeting may continue for discussion purposes only, and no binding votes may be taken until a quorum is reestablished.*
  - b. **Quorum for Membership Meetings in Bylaws:** *A quorum for any meeting of the general membership shall consist of the number of members present, either in person or by approved remote means (Such as email/forms), provided that notice of the meeting has been duly given in accordance with these bylaws.*
    - i. *The organization shall not be required to obtain responses or attendance from a majority of the total membership unless otherwise specified in these bylaws.*
    - ii. *The members present at any duly called meeting shall constitute a quorum for the transaction of business, unless a higher threshold is required by law or these bylaws.*
    - iii. *However, in no case shall a quorum consist of fewer than \*\*\*20% of the total active/paid membership. \*\*\* (this number should be based on a percentage of the average number of people that attend your membership events.)*
  - c. **Quorum for Membership Electronic Voting in Bylaws:** *A quorum for any electronic vote of the general membership shall consist of responses received from at least 30% of the total active/paid membership (see example below \*\*\*).*
    - i. *The quorum shall be determined by matching submitted electronic responses (via approved platforms such as email, Google Forms, SurveyMonkey, or Microsoft Forms) to the official membership roster.*
    - ii. *No member may vote more than once, and only members in good standing may cast a vote.*
    - iii. *Once quorum is established, a majority of the votes cast shall be required for the motion to pass, unless otherwise specified in these bylaws.*



## VOTING

As previously mentioned, once you have your quorum set, then you decide how to cast the vote and what is required for something to pass. Any time you hold a vote for your membership, it is required to give the members a chance for discussion of the item put forth for a vote. This can be done in person for votes taking place at a membership event, but the discussion can also be done via email if the vote is being done electronically.

1. **Vote with hands** – After the item is brought forth for a vote, open the floor for discussion at the event, allowing everyone to be a part of the discussion. Once discussion is complete and you have established that you have a quorum, the vote is taken by counting the raised hands. More than 50% of the people present cause the motion to pass.
2. **Vote with a closed ballot** – This is needed for votes that may be contentious or personal. Again, once a quorum has been established, time for discussion still needs to be given, but the vote itself is done via a closed ballot. Ballots are counted by the Parliamentarian, and results are given as soon as possible. More than 50% of the people present cause the motion to pass.
3. **Vote via email or forms** – This method is usually best for complicated votes or votes that make major changes to your governing documents. This allows members the time to look over the changes to the documents. A discussion period is required so members have the time to send in questions or make comments that will then need to be shared with the members prior to the actual vote. However, if this is how you want to vote, this must be written into your bylaws.

## Step-by-Step

1. Announce the need for a Vote
2. Use all available means of communication to ensure all members have a chance to provide discussion and feedback.
3. Outline what the vote is for (*i.e. vote for the next year's board members*) as well as how the names were chosen. *"The Nominating Committee opened nominations on \_\_\_ date, interviewed \_\_\_ Applicants, and selected the following names and positions for the slate." (The more information you can share that proves due diligence, the less pushback you will receive.)*
3. Publish how a vote can be cast. Such as: *"We will vote on this slate at the April General Meeting", OR "You can vote on this via a link to a google form that will be provided once discussion is complete, etc.)*
4. Discussion requirements: When anything is voted on, there must be the opportunity for discussion, clarification, or questions.
  - a. In person Voting:



- i. When the item up for vote is presented, those in attendance are allowed to ask questions from the floor.
- ii. After the discussion is complete, you will call for a vote.
- iii. Either by show of hands or by closed ballot – something the board will have decided before this point.

- b. Email/Electronic voting needs to have a period set for questions and answers.
  - i. Once the vote is ready, send it out via email and provide 3 days for Q&A responses. When those 3 days are complete, if there was any discussion, email the responses you received back out and wait an additional 2 days to see if there is any further discussion based on those responses.
  - ii. If there is more discussion based on the responses sent from the original discussion, wait an additional 2 days to see if you have any more responses, then close the discussion. *\*\*\*Discussion should not last more than 1 week so that the vote is not continuously dragged on. If there is even more pushback, then it is possible that the vote needs to be tabled and sent back to the committee for further review.*
  - iii. Now it is time to send out the VOTE. Send out the process to vote on the issue and publish the date the vote will close. Usually, 3 to 5 days after the vote is sent out. *See above procedures on how to receive the vote.*
  - iv. Robert's Rule of Order requires the option to have discussion prior to a vote. It does not mean there will be discussion, but the option must be available.

5. Publish when the results of the vote will be available and enforced.
6. Make sure the process, the discussion, and the results are captured in your monthly minutes.
7. Additional comments:
  - a. RRoO requires 2/3 vote for changes to your Constitution (like changing the name of your club or moving to an all-ranks club).
  - b. However, your club can write in their bylaws that they only require a majority vote to change your Bylaws.
    - i. Bylaw changes only need a majority vote because they are more procedural than the overall mission of the club.
  - c. These nuances just need to be clearly stated in your Constitution, and your Bylaws need to reflect HOW the votes will happen.

## VARIATIONS OF VOTING

If your Nominating Committee is unable to fill every elected position before the annual vote, it's important to keep the organization functioning smoothly while still following fair and transparent procedures.

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<b>If this happens...</b>	<b>Then do this...</b>
Nominating Committee cannot fill all elected positions before the annual vote	Proceed with the election for available candidates and announce vacant positions with the next steps. (see below)
The President position is vacant	The First Vice President temporarily assumes the duties of President. The Nominating Committee continues to search for a new president using all available means. Once the nominee is found, the Executive Board must call for a special election of the membership to vote to fill the position. Once election is complete, the Acting President reverts back to the First Vice President role.
Both President and First Vice President positions are vacant	The nominating committee continues its search for people to serve on the board. Once nominees are found, the Executive Board must call for a special election of the membership to vote to fill those offices.
Multiple key roles (e.g., President and VP) are unfilled	Hold a special Board meeting, assign interim roles, and communicate clearly with the membership about the need to fill these positions. Appoint a temporary chair of the board by a majority vote of current board members to fill in for President duties. Have the Nominating Committee continue or form a new nominating committee if previous members are no longer available. Make sure everyone understands that this is a temporary situation until nominees can be found to be voted into the open positions. Then hold a special election using the standard voting procedures listed above.
Filling your General Board without a President	When the President position is open, the Executive Board should proceed with appointing general board by majority vote of the existing Executive Board members.
Help! I don't have enough people to fill the board!	To maintain your nonprofit status, the IRS requires you to have at least 3 board members. A President, and Secretary and a Treasurer. If you can grab 2 people to fill these roles, then you can continue to fill vacant positions. Those 3 people can also serve in the positions temporally and work to fill the vacant positions.



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*\*\*\*When deciding on the number required for quorum of electronic votes, it is recommended that you require a response from at least 30% of your membership. This number is based on the accepted general average response rate of emails sent. i.e. If you have 100 members, at least 30 people need to reply, then of those 30 people, 15 or more have to vote yes for something to pass the vote. However, if you have 100 members and 50 people respond, then you must have 25 or more people vote yes for something to pass the vote.*

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