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Office of the City Administrator

PUBLIC WELFARE COMMITTEE

Tuesday, September 21, 2021

5:15 PM

Lower Conference Room

Agenda

- 1) Call to Order, Roll Call
- 2) Ordinances
Action requested: review and recommend approval
 - a. Electronic Meetings for Common Council and Planning Commission
- 3) Adjourn

Dated: September 21, 2021

/s/ Mark Gierl, Chair

Notice is hereby given that a quorum of other governmental bodies may be present at this meeting to present, discuss and/or gather information about a subject over which they have decision-making responsibility, although they will not take formal action thereto at this meeting.

Persons with disabilities requiring accommodations for attendance at this meeting should contact the City Clerk's Office at 262-236-2914, twenty-four (24) hours in advance of the meeting.

Any questions regarding this agenda may be directed to the City Administrator's Office at 262-236-2941, Monday through Friday, 8:00 AM – 4:30 PM



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Office of City Attorney

TO: Public Welfare Committee
FROM: Brian Sajdak, City Attorney
DATE: September 9, 2021
SUBJECT: Electronic Meetings for Common Council and Planning Commission

Background and Discussion

During recent discussions related to the return to in person meetings, members of the Council and this Committee have suggested a desire to provide for some level of electronic meetings for the Council and Planning Commission meetings, the two primary bodies that Code does not currently allow to meet electronically. You had asked that I prepare a preliminary draft of a Code amendment for you to utilize as the basis of discussion, and that draft was provided at last month's meeting. Following that meeting, subsequent changes were made.

The proposed Code amendment before you reflects the previous changes in Section 2-19(e) related to the location of a meeting that you reviewed last month (there are no changes). This section not only authorizes a fully virtual meeting where "the topic(s) of the meeting are anticipated to be of a perfunctory nature such that a fully virtual or electronic meeting would be more convenient for the attendees of the meeting," but also addresses other situations where the need to hold a meeting at a location other than City Hall may arise to the list of authorized exceptions to the general rule. For example, the City of Wauwatosa last summer held at least one Council meeting at the stadium in Hart Park to address concerns related to racism and police conduct. The proposed amendment would authorize meeting in such a location.

Section 2-19(f) reflects the direction received from the committee last month. Specifically, this section provides considerably more detail with respect to the process and rules related to the electronic appearances. The current language specifies the process for individual requests for electronic attendance in "emergency" situations. It further specifies specific rules related to electronic attendance including identification of participants, technical issues, and handling closed sessions. One note on the closed session issue, note that Wis. Stat. § 19.89 provides "[n]o duly elected or appointed member of a governmental body may be excluded from any meeting of such body. Unless the rules of a governmental body provide to the contrary, no member of the body may be excluded from any meeting of a subunit of that governmental body." It is unclear whether that would apply to an individual member attending an other-wise in-person meeting electronically, so the proposed code language addresses it with the committee of the whole language.

One discussion point beyond the specific language provided is how to address the planning commission. Does it make more sense to have these rules apply also to the planning commission, or should the more general rules for other boards and commissions apply (or conversely, should those other rules be amended to be match these more specific rules)?

Recommendation

Discuss and provide guidance to staff concerning direction for next month's meeting.

Attachments:

Ordinance re Council Electronic meetings v2 (PDF)

Sec. 2_430. Electronic meeting attendance (PDF)

Robert's Rules Pages (PDF)

Audio and Video System Technology Upgrades Memo (PDF)

Sec. 2-19. Meetings, adjournments, quorum.

- (a) *Regular meetings.* Regular meetings of the common council shall be held on the 2nd Tuesday of each calendar month, at the hour of 7:30 p.m. Any regular meeting falling upon a legal holiday or election day shall be held on the next following secular day at the same hour and place. ~~All meetings of the common council shall be held in the city hall, including special and adjourned meetings.~~
- (b) *Special meetings.* Special meetings may be called by the mayor or any four aldermen upon written notice of the time and purpose thereof delivered to each personally or left at his usual place of abode at least six hours before the meeting. The clerk shall cause an affidavit of service of such notice to be filed in his office prior to the time fixed for such special meeting. A special meeting may be held without such notice when all aldermen are present in person, or consent in writing to the holding of such meeting. If written consent is obtained, it shall be filed with the clerk prior to the beginning of the meeting. Attendance by any alderman shall be deemed a waiver on his part of any defect of notice. Any special meeting attended by all aldermen shall be a regular meeting for the transaction of any business that may come before such meeting.
- (c) *Adjournments.* The council may, by a majority of vote of those present, but not less than three affirmative votes, adjourn from time to time to a specific date and hour.
- (d) *Quorum, what constitutes; compelling attendance.* No action shall be taken unless a quorum is present, which shall consist of two-thirds of the aldermen of the council. A lesser number may compel the attendance of absent members or may adjourn. The mayor shall not be counted in determining whether a quorum is present at a meeting.

(e) Location.

- (1) All meetings of the common council shall be held in city hall except as otherwise provided in this section.
- (2) A meeting of the common council may be held in a location other than city hall when, in the opinion of the mayor, an off-site location is necessary and appropriate because:
 - a. The interest in an agenda item is of significant interest to the community such that city hall will be unable to accommodate the anticipated attendance from members of the public;
 - b. There is a need for the council to be physically present in another location to assist the members in its understanding of an agenda item (e.g., a "site visit");
 - c. The council is meeting jointly with another governmental entity;
 - d. The topic(s) of the meeting are anticipated to be of a perfunctory nature such that a fully virtual or electronic meeting would be more convenient for the attendees of the meeting; or
 - e. A temporary location of government is authorized under Wis. Stat. § 323.52(1) during a state of emergency.

(f) Electronic Attendance. The mayor and aldermen shall attend meetings of the common council in person except for a fully virtual or electronic meeting under sub. (e)(2)d or as follows:

- (1) Individual Requests. Provided that a quorum of members is physically present at a meeting of the common council, the mayor or any alderman is qualified to attend such meeting electronically only if they are physically prevented from attending the meeting by reasons of personal illness or disability, employment-related commitments, attending to business on behalf of the city, or a family or other emergency.
 - a. Any member of the common council may not electronically attend more than two meetings of the common council in any calendar year.

b. Procedure for electronic attendance.

1. Notice to the city clerk. The member must notify the City Clerk in writing at least 24 hours prior to the meeting in which the member desires to attend electronically unless advance notice is impractical due to family or other emergency. The notice shall be submitted in writing and shall identify the reason the member cannot be physically present at the meeting. If the member is unable to give the required written notice prior to the meeting, the member shall notify the clerk by other means prior to the meeting and shall submit the required written notice as soon as practicable.
 2. Determination of authorization of electronic attendance. Upon receipt of the notice, the clerk shall promptly forward the notice to the mayor or, in the case of a notice by the mayor, the common council president. After establishing that a quorum of the common council is physically present at the meeting at which a member has requested to attend electronically, the presiding officer shall state that (i) a notice was received by a member of the common council in accordance with this policy, and (ii) the member will be deemed authorized to attend the meeting electronically unless a motion objecting to the member's electronic attendance is adopted by two-thirds of the members of the committee physically present at the meeting. If no such motion is adopted, then the request by the member to attend the meeting electronically shall be deemed approved and the chair shall declare the requesting member present. After such a declaration by the chair, the question of a member's electronic attendance may not be reconsidered.
- (2) Effect of electronic attendance. A member attending a meeting of the common council electronically shall be considered present at the meeting, shall count as part of the quorum, and shall be entitled to vote on any matter before the council as if the member were physically present at the meeting.
- (3) The following provisions shall supplement all other applicable rules and procedures identified in this article II, and are applicable for any meeting of the common council at which a member has been authorized to attend electronically. In the event of a conflict between rules, the provisions below shall control.
- a. Identification and recognition of electronic attendees. Members attending electronically must identify themselves each time the member wishes to speak and must be recognized by the presiding officer prior to addressing the council.
 - b. Public access to meeting. The speech of a member attending electronically shall be amplified in such a manner that it is generally audible to the council members and the public who are physically present at the meeting. Any video image of a member attending electronically shall be projected in such a manner that the member's video image is generally visible and audible to members of the council and the public who are physically present at the meeting. Votes of any member attending electronically shall be audible and expressly acknowledged by the chair.
 - c. Minutes. The minutes for the meeting shall identify which members of the common council attended electronically. The minutes shall also reflect the reason for a member's attendance electronically and the means by which the member attended the meeting.
 - d. Announcements of attendance; Quorum calls. Any member attending a meeting of the common council electronically shall announce their arrival at the first opportunity to do so without interrupting a speaker. If any such member needs to depart the meeting prior to adjournment they shall announce their departure without interrupting a speaker. Any

member of the common council attending the meeting in person may request a quorum call at any time to ensure a quorum is in attendance.

- e. Technical malfunctions. Each member is responsible for their electronic connection to any meeting of the common council that they attend electronically, and they attend electronically at their own risk. No action shall be invalidated on the grounds that any member attending electronically loses or otherwise has a poor connection to the meeting. The presiding officer may order the disconnection or muting of a member's electronic connection to the meeting if it is causing undue interference with the orderly proceedings of the meeting. The decision to so disconnect or mute a member's connection shall be announced during the meeting and may be overturned by a vote of two-thirds of the members physically present. The minutes shall reflect the action taken.
 - f. Closed session exclusion. A member attending a meeting of the common council electronically shall not be able to continue to participate in the meeting when it moves into closed session unless the member is attending via a video connection and can establish the lack of presence of third parties with the member which would be detrimental to the purposes of utilizing a closed session. In the event that such member is unable to satisfy this requirement, the council shall convene as a committee of the whole to comply with the requirements of Wis. Stat. § 19.89.
- (4) Emergency and disaster situations. The restrictions of this policy can be waived by the City of Mequon in the event of a bona fide disaster, as determined by the city or other governing body, such as the county, state, federal government.

Sec. 2-430. Electronic meeting attendance.

- (a) *Electronic meeting attendance authorized.* Except as may otherwise be provided in this article IX, electronic meeting attendance may be allowed for any committee consisting of citizen members in accordance with the provisions of this section.
- (b) *Citizen member qualifications for electronic attendance.*
 - (1) A citizen member of a committee is qualified to attend a meeting of that committee electronically only if the member is physically prevented from attending the meeting by reasons of personal illness or disability, employment-related commitments, attending to business on behalf of the committee, or a family or other emergency.
 - (2) A member of a committee can attend meetings electronically up to three times a year.
- (c) *Procedure for authorizing electronic attendance of a member of a committee.*
 - (1) *Notice to the city clerk.* The member must notify the City Clerk in writing at least 24 hours prior to the meeting in which the member desires to attend electronically unless advance notice is impractical due to family or other emergency. The notice shall be submitted in writing and shall identify the reason the member cannot be physically present at the meeting in accordance with section 2-430(c)2. If the member is unable to give the required written notice prior to the meeting, the member shall notify the clerk by other means prior to the meeting and shall submit the required written notice as soon as practicable.
- (d) *Determination of authorization of electronic attendance.* Upon receipt of the notice, the clerk shall promptly forward the notice to the chair of the committee and primary staff liaison. After establishing that a majority of the committee is physically present at the meeting at which a member has requested to attend electronically, the chair shall state that (i) a notice was received by a member of the committee in accordance with this policy, and (ii) the member will be deemed authorized to attend the meeting electronically unless a motion objecting to the member's electronic attendance is adopted by two-thirds of the members of the committee physically present at the meeting. If no such motion is adopted, then the request by the member to attend the meeting electronically shall be deemed approved by the committee and the chair shall declare the requesting member present. After such a declaration by the chair, the question of a member's electronic attendance may not be reconsidered. The following provisions shall supplement all other applicable rules and procedures identified in this article IX, and are applicable for any meeting of a committee at which a member has been authorized to attend electronically. In the event of a conflict between rules, the provisions below shall control.
 - (1) *Roll call and quorum.* A majority of the committee must be physically present at the meeting. Following the call of the roll, and at the conclusion of the procedures set forth in section 2-430(c), the chair shall identify each member who is attending the meeting electronically.
 - (2) *Identification and recognition of electronic attendees.* Members attending electronically must identify themselves each time the member wishes to speak and must be recognized by the chair prior to addressing the committee.
 - (3) *Public access to meeting.* The speech of a member attending electronically shall be amplified in such a manner that it is generally audible to citizen members of the committee and the public who are physically present at the meeting. Any video image of a member attending electronically shall be projected in such a manner that the member's video image is generally visible and audible to citizen members of the committee and the public who are physically present at the meeting. Votes of any member of the committee attending electronically shall be audible and expressly acknowledged by the chair.

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- (4) *Minutes.* The minutes of each meeting of a committee shall identify which citizen members of the committee attended electronically. The minutes shall also reflect the reason for a member's attendance electronically and the means by which the member attended the meeting.
- (e) *Effect of electronic attendance.* A member attending a meeting of a committee electronically shall be considered present at the meeting, count towards the quorum requirement established in section 2-425, and entitled to vote on any matter before the committee as if the member were physically present at the meeting.
- (f) *Closed session exclusion.* A member attending a meeting electronically shall not be able to continue to participate in the meeting when the committee moves into closed session.
- (g) *Emergency and disaster situations.* The restrictions of this policy can be waived by the City of Mequon in the event of a bona fide disaster, as determined by the city or other governing body, such as the county, state, federal government.

(Ord. No. 2019-1554, § II, 12-10-2019)

III. TABLE OF RULES FOR COUNTING ELECTION BALLOTS

(See 45:31-36 and 46:33-34)

TYPE OF BALLOT	CREDITED TO CANDIDATE(S)	COUNTED TOWARD NUMBER OF VOTES CAST
Ballots That Indicate Preference, Cast by Member		
— if meaning of ballot is clear, and ballot indicates eligible candidate	Yes	Yes
— if ballot indicates ineligible candidate	No	Yes
— if meaning of ballot is unclear, but can't affect result	No	Yes
— if meaning of ballot is unclear, and may affect result	Submit to assembly for decision	Yes
— two or more filled-out ballots, folded together	No	Yes, but counted as one vote
— one filled-out ballot, folded together with one or more blank ballots	Yes	Yes
Blank Ballots, Ballots That Indicate No Preference	No	No
Ballots Cast by Nonmember	No	No ¹
Ballots for Multiple Positions on a Board or Committee		
— with votes for full number of positions to fill	Yes	Yes (one vote) ²
— with votes for less than full number	Yes	Yes (one vote) ²
— with votes for too many candidates	No	No

1. If there is evidence that any ballots were cast by persons not entitled to vote but those ballots cannot be identified, and if there is any possibility that such ballots might affect the result, the entire ballot vote is null and void and a new ballot vote must be taken.
2. When votes are cast in one section of the ballot for multiple positions on a board or committee, every ballot with a vote in that section for one or more candidates is counted as one vote cast.

SAMPLE RULES FOR ELECTRONIC MEETINGS

INTRODUCTION

As noted in the main text of this book, there is an increasing preference among some organizations to transact business at "electronic meetings," in which some or all of the members communicate through electronic means such as the Internet or by telephone. Regarding the proper authorization of such meetings, and their limitations, see *Electronic Meetings*, 9:30-36, wherein it is stated that when electronic meetings are authorized—which, in the case of a board or other assembly, always requires a bylaw provision—additional rules should be adopted to govern their conduct. Depending on the nature of the rules and the specific provisions of the bylaws, such additional rules may be placed in the bylaws, adopted as special rules of order or standing rules, or contained in instructions from a superior body.

The additional rules appropriate to a particular organization's electronic meetings may depend on many factors, such as the number of members in the organization, the nature and complexity of the business to be transacted, the organization's need for confidentiality in its proceedings, and the funds available. Four sets of sample rules for electronic meetings designed to meet various needs are provided here, along with bylaw provisions sufficient to authorize such meetings. These rules should, of course, be adapted as necessary for the particular circumstances of each group and the technology the organization finds most useful. It is therefore advisable to

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review all four sets of rules, as some particular rules from one set may prove appropriate for adaptation together with some or all of the rules from another. It is also worth noting that although the rules below are written on the assumption that they would be used by a board, electronic meetings could be adapted for another type of assembly or for a committee, and the sample rules could be adapted accordingly.

Consider an organization governed by bylaws whose relevant provisions are patterned directly on the Sample Bylaws in this book (56:58–67). Each of the four sets of sample rules below shows how the organization might amend Article VI of the bylaws to authorize the executive board to conduct business by a particular type of electronic meeting. In each case, the sample bylaw provisions are followed by a number of additional rules that may be helpful in governing the conduct of that type of meeting.

The sample rules in Scenarios A, B, C, and D below are designed for allowing the board to make use of the following types of electronic communication to conduct meetings, respectively:

- A. Full-featured Internet, or combination Internet/telephone, meeting services that integrate audio (and optionally video), text, and voting capabilities.
- B. Telephone meetings, with Internet services for conducting secret votes and sharing documents.
- C. A speakerphone in the meeting room to allow members who are not physically present to participate by telephone.
- D. Telephone meetings without Internet support (and without any central meeting room).

For Scenarios A and B, it is assumed that electronic meetings will be the usual method for conducting business, with in-person meetings held only when ordered by the board or all of its members. In Scenario C, it is assumed that a physical meeting space is designated for every meeting, but individual board members may participate by telephone. In Scenario D,

SAMPLE RULES FOR ELECTRONIC MEETINGS

in-person meetings are assumed as the norm, but telephone meetings may be ordered as needed.

SCENARIO A: USE OF FULL-FEATURED INTERNET MEETING SERVICES

In this scenario, the board makes use of Internet meeting services with integrated audio (and optionally video), text, and voting capabilities as the usual meeting method, with in-person meetings when ordered by the board or all of its members.

Internet meeting services adapted to the needs of deliberative assemblies vary somewhat in the names given to their features and in how they are set up and arranged. Typically, a full-featured Internet meeting is set up as follows:

Each participant, using his or her own computer or other device, can view the current list of all participants—with an indication of which member has the floor or which members are seeking recognition by the chair—and can seek recognition, submit motions in writing, view the text of pending motions, vote, and view the results of a vote. The sample rules given below require that anonymous voting be supported (in other words, that a member who is properly logged in to a meeting can cast an “electronic ballot” that does not identify that member’s vote as belonging to him or her), and they also assume that non-anonymous votes can be taken, as well.

Audio transmissions can be integrated directly via the Internet, so that participants listen and speak through microphones and speakers or headsets at their computers or other devices. Alternatively, there might be a conference call, with access codes for the participants, that is dialed into by ordinary telephone but is also linked to the Internet meeting interface, so that participants speak and listen by telephone, but use the Internet service (which remains aware of the identity of each caller) for all other features. If the participants have webcams for transmitting live video, a portion of the screen might show their faces, or else (perhaps depending on the total number of participants)

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just those of the chair and/or the person speaking in debate or presenting a report.

The organizers of the meeting also have access to a control panel for use by the chair, the Recording Secretary, and their assistants, which enables them to perform their duties during the meeting, such as ensuring that the text of the pending question is properly displayed, assigning the floor to a member, opening and closing the polls for taking a vote, controlling the camera view, etc.

Assuming an organization's bylaws are patterned directly on the Sample Bylaws in this book, the organization can authorize the board to meet by use of an Internet meeting service with features like those described above by adding the following sections to Article VI (56:64):

Sample Bylaw Provisions for Scenario A

Section 4. Meetings Held Electronically. Except as otherwise provided in these bylaws, meetings of the Board shall be conducted through use of Internet meeting services designated by the President that support anonymous voting and support visible displays identifying those participating, identifying those seeking recognition to speak, showing (or permitting the retrieval of) the text of pending motions, and showing the results of votes. These electronic meetings of the Board shall be subject to all rules adopted by the Board, or by the Society, to govern them, which may include any reasonable limitations on, and requirements for, Board members' participation. Any such rules adopted by the Board shall supersede any conflicting rules in the parliamentary authority, but may not otherwise conflict with or alter any rule or decision of the Society. An anonymous vote conducted through the designated Internet meeting service shall be deemed a ballot vote fulfilling any requirement in the bylaws or rules that a vote be conducted by ballot.

Section 5. Meetings Held in Person. Some particular meetings or meetings of the Board shall be held in person either (a) when

SAMPLE RULES FOR ELECTRONIC MEETINGS

The President or First Vice-President has obtained written consent from the President or every Board member, or (b) when ordered by the Board, by a two-thirds vote with previous notice of motion to do so having been given.¹

The board may then find it helpful to adopt rules such as the following:

Sample Rules for Electronic Meetings for Scenario A

1. **Login information.** The Corresponding Secretary shall send by e-mail to every member of the Board, at least [time] before each meeting, the time of the meeting, the URL and codes necessary to connect to the Internet meeting service, and, as an alternative and backup to the audio connection included within the Internet service, the phone number and access code(s) the member needs to participate aurally by telephone. The Corresponding Secretary shall also include a copy of, or a link to, these rules.
2. **Login time.** The Recording Secretary shall schedule Internet meeting service availability to begin at least 15 minutes before the start of each meeting.
3. **Signing in and out.** Members shall identify themselves as required to sign in to the Internet meeting service, and shall maintain Internet and audio access throughout the meeting whenever present, but shall sign out upon any departure before adjournment.
4. **Quorum calls.** The presence of a quorum shall be established by audible roll call at the beginning of the meeting. Thereafter, the continued presence of a quorum shall be determined by the online list of participating members, unless any member demands a quorum count by audible

1. Compare this with Sample Bylaw Provisions for Scenario D, which assume in-person meetings as the norm, but authorize electronic meetings when directed by the board or with the written consent of a majority of board members (or, in the case of a special meeting, when directed by those calling the meeting).

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roll call. Such a demand may be made following any vote for which the announced totals add to less than a quorum.

5. **Technical requirements and malfunctions.** Each member is responsible for his or her audio and Internet connections; no action shall be invalidated on the grounds that the loss of, or poor quality of, a member's individual connection prevented participation in the meeting.
6. **Forced disconnections.** The chair may cause or direct the disconnection or muting of a member's connection if it is causing undue interference with the meeting. The chair's decision to do so, which is subject to an undebatable appeal that can be made by any member, shall be announced during the meeting and recorded in the minutes.
7. **Assignment of the floor.** To seek recognition by the chair, a member shall ... [specifying the exact method appropriate to the Internet meeting service being used]. Upon assigning the floor to a member, the chair shall clear the online queue of members who had been seeking recognition. To claim preference in recognition, another member who had been seeking recognition may promptly seek recognition again, and the chair shall recognize the member for the limited purpose of determining whether that member is entitled to preference in recognition.
8. **Interrupting a member.** A member who intends to make a motion or request that under the rules may interrupt a speaker shall use [the designated feature] for so indicating, and shall thereafter wait a reasonable time for the chair's instructions before attempting to interrupt the speaker by voice.
9. **Motions submitted in writing.** A member intending to make a main motion, to offer an amendment, or to propose instructions to a committee, shall, before or after being recognized, post the motion in writing to the online area designated

SAMPLE RULES FOR ELECTRONIC MEETINGS

by the Recording Secretary for this purpose, preceded by the member's name and a number corresponding to how the member's name and a number has so far posted during many written motions the member has so far posted during the meeting (e.g., "SMITH 3:.", "FRANCES JONES 2:."). Use of the online area designated by the Recording Secretary for this purpose shall be restricted to posting the text of intended motions.

10. **Display of motions.** The Recording Secretary shall designate an online area exclusively for the display of the immediately pending question and other relevant pending questions (such as the main motion, or the pertinent part of the main motion, when an amendment to it is immediately pending); and, to the extent feasible, the Recording Secretary, or any assistants appointed by him or her for this purpose, shall cause such questions, or any other documents that are currently before the meeting for action or information, to be displayed therein until disposed of.
11. **Voting.** Votes shall be taken by the anonymous voting feature of the Internet meeting service, unless a different method is ordered by the Board or required by the rules. When required or ordered, other permissible methods of voting are by electronic roll call or by audible roll call. The chair's announcement of the voting result shall include the number of members voting on each side of the question and the number, if any, who explicitly respond to acknowledge their presence without casting a vote. Business may also be conducted by unanimous consent.
12. **Video display.** [For groups using video, but in which the number of participants is too large for all to be displayed simultaneously:] The chair, the Recording Secretary, or their assistants shall cause a video of the chair to be displayed throughout the meeting, and shall also cause display of the video of the member currently recognized to speak or report.

SCENARIO B: TELECONFERENCE WITH INTERNET VOTING AND DOCUMENT SHARING

Assuming an organization's bylaws are patterned on the Sample Bylaws in this book, the organization can authorize the board to meet by teleconference, using Internet services for conducting secret votes and sharing documents, by adding the following section to Article VI (56:64):

Sample Bylaw Provisions for Scenario B

Section 4. Meetings Held Electronically. Meetings of the Board shall be conducted by telephone, except that some (a) when the President or First Vice-President has obtained written consent for this from every Board member, or (b) when ordered by the Board, by a two-thirds vote with previous notice of a motion to do so having been given.² Telephone meetings of the Board shall be subject to all rules adopted by the Board, or by the Society, to govern such meetings, which may include any reasonable limitations on, and requirements for, Board members' participation, and which shall specify how motions may be submitted in writing via the Internet. Any such rules adopted by the Board shall supersede any conflicting rules in the parliamentary authority, but may not otherwise conflict with or alter any rule or decision of the Society. At telephone meetings, any ballot votes required under the rules or ordered by the Board shall be conducted electronically, using an Internet service that supports anonymous voting.

The board may then find it helpful to adopt rules such as the following to govern the conduct of telephone meetings. Note that the requirement in Rules 1 and 2 of a unique access code for each member provides greater assurance that only members

2. Compare this with Sample Bylaw Provisions for Scenario D, which assume in-person meetings as the norm, but authorize electronic meetings when directed by the board or with the written consent of a majority of board members (or, in the case of a special meeting, when directed by those calling the meeting).

and others specifically invited can participate than do the sample rules given for Scenarios C and D. (Cf. 9:36.)

Sample Rules for Electronic Meetings for Scenario B

1. **Login information.** The Corresponding Secretary shall send by e-mail to every member of the Board, at least [time] before each meeting, the time of the meeting, the phone number and unique access code that that member needs to connect to the telephone conference call, and the URLs and login information for the online survey tool and file-hosting service. The Corresponding Secretary shall also include a copy of, or a link to, these rules.
2. **Call-in time.** The Recording Secretary shall schedule a telephone conference call, using a free service that provides each user a unique access code, to begin 15 minutes before the start of each meeting. The Recording Secretary shall also establish accounts with a free online survey tool that supports anonymous surveys, and with a free file-hosting service.
3. **Technical requirements.** For the purposes of electronic ballot voting and file sharing, members shall maintain Internet access during the meeting.
4. **Arrival announcements.** Members shall announce themselves at the first opportunity after joining the telephone conference call, but may not interrupt a speaker to do so.
5. **Departure announcements.** Members who leave the telephone conference call before adjournment shall announce their departure, but may not interrupt a speaker to do so.
6. **Quorum calls.** The presence of a quorum shall be established by roll call at the beginning of the meeting and on the demand of any member. Such a demand may be made following the departure of any member, or following the taking of any vote for which the announced totals add to less than a quorum.

3. **Meeting-room equipment.** The society shall provide a speakerphone at each meeting, which the Recording Secretary shall connect to the telephone conference call at least 5 minutes before the start of the meeting.
4. **Location of chairman.** The chair of the meeting must be present in the meeting room.
5. **Arrival announcements.** Members who participate in the meeting by phone shall announce themselves at the first opportunity after joining the telephone conference call, but may not interrupt a speaker to do so.
6. **Departure announcements.** Members who leave the telephone conference call or the meeting room before adjournment shall announce their departure, but may not interrupt a speaker to do so.
7. **Quorum calls.** The presence of a quorum shall be established by roll call at the beginning of the meeting and on the demand of any member. Such a demand may be made following the departure of any member or following the taking of any vote for which the announced totals add to less than a quorum.
8. **Obtaining the floor.** To seek recognition by the chair, a member shall address the chair and state his or her own name.
9. **Motions submitted in writing.** Members who participate in the meeting by phone may not submit motions in writing during the meeting, but are entitled to make motions orally. Members may, however, submit motions in writing by sending them at least [time] before the meeting to the Corresponding Secretary, who shall send any such previously submitted motions by e-mail to all members in advance of the meeting and shall provide copies to the members present in person at the meeting.
10. **Voting methods.** All votes shall be taken by roll call. Under the Board orders a fully recorded roll-call vote, only the number of votes on each side and the number of members

SAMPLE RULES FOR ELECTRONIC MEETINGS

present but not voting (including members participation by phone) shall be entered in the minutes. Business may also be conducted by unanimous consent.

11. **Loss of meeting-room connection.** Any business transacted while the meeting-room speakerphone is disconnected from the telephone conference call is null and void, except that the members present in the meeting room at such a time may take those actions that are in order in the absence of a quorum.
12. **Other technical malfunctions and requirements.** Each member is responsible for his or her connection to the telephone conference call; no action shall be invalidated on the grounds that the loss of, or poor quality of, a member's individual connection prevented participation in the meeting.
13. **Forced disconnections.** The chair may order the Recording Secretary to disconnect or mute a member's connection if it is causing undue interference with the telephone conference call. The chair's decision to do so, which is subject to an undebatable appeal that can be made by any member, shall be announced during the meeting and recorded in the minutes.

SCENARIO D: TELEPHONE MEETING WITHOUT INTERNET SUPPORT

Assume an organization's bylaws are patterned directly on the Sample Bylaws in this book, and assume that no rule of the organization requires votes of the board to be taken by ballot. By adding the following section to Article VI of the bylaws (56:64), the organization can authorize the board to meet by telephone conference call when desired, without using Internet services.

Sample Bylaw Provisions for Scenario D

Section 4. Meetings Held Electronically. Meetings of the Board may be conducted by telephone (a) when the President

or First Vice-President has obtained written consent for this from a majority of the Board members; (b) when so directed by the Board; or (c) in the case of special meetings, when so directed by those calling the special meeting.³ Telephone meetings of the Board shall be subject to all rules adopted by the Board, or by the Society, to govern such meetings, which may include any reasonable limitations on, and requirements for, the Board members' participation. Any such rules adopted by the Board shall supersede any conflicting rules in the parliamentary authority, but may not otherwise conflict with or alter any rule or decision of the Society.

The board may then find it helpful to adopt rules such as the following to govern the conduct of telephone meetings:

Sample Rules for Electronic Meetings for Scenario D

1. **Connection information.** The Corresponding Secretary shall send by e-mail to every member of the Board, at least [time] before each meeting, the time of the meeting and the phone number and access code needed to connect to the telephone conference call.
2. **Call-in time.** The Recording Secretary shall schedule a telephone conference call, using a free service, to begin 15 minutes before the start of each telephone meeting.
3. **Arrival announcements.** Members shall announce themselves at the first opportunity after joining the telephone conference call, but may not interrupt a speaker to do so.
4. **Departure announcements.** Members who leave the telephone conference call before adjournment shall announce their departure, but may not interrupt a speaker to do so.
5. **Quorum calls.** The presence of a quorum shall be established by roll call at the beginning of the meeting and on

3. Compare this with Sample Bylaw Provisions for Scenarios A and B, which assume electronic meetings and require a supermajority to order an in-person meeting.

the demand of any member. Such a demand may be made following the departure of any member, or following the taking of any vote for which the announced totals add to less than a quorum.

6. **Obtaining the floor.** To seek recognition by the chair, a member shall address the chair and state his or her own name.
7. **Motions submitted in writing.** Members may not submit motions in writing during the meeting, but are entitled to make motions orally. Members may, however, submit motions in writing by sending them at least [time] before the meeting to the Corresponding Secretary, who shall send any such pre-submitted motions by e-mail to all members in advance of the meeting.
8. **Voting methods.** All votes shall be taken by roll call. Unless the Board orders a fully recorded roll-call vote, only the number of votes on each side and the number of members present but not voting shall be entered in the minutes. Business may also be conducted by unanimous consent.
9. **Technical malfunctions and requirements.** Each member is responsible for his or her connection to the telephone conference call; no action shall be invalidated on the grounds that the loss of, or poor quality of, a member's individual connection prevented participation in the meeting.
10. **Forced disconnections.** The chair may order the Recording Secretary to disconnect or mute a member's connection if it is causing undue interference with the telephone conference call. The chair's decision to do so, which is subject to an undebatable appeal that can be made by any member, shall be announced during the meeting and recorded in the minutes.



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To: Public Welfare Committee
From: Justin Schoenemann, Assistant City Administrator
Date: August 5, 2021
RE: Audio and Video Upgrades to Support Electronic Meetings

Staff would recommend the following audio and video upgrades in the event the City continues the use of hybrid meetings on a regular basis. While many of these recommendations are not necessary, they would result in an improved experience for all meeting participants.

1. **Audio and Video System:** Over the last two years, the City of Mequon has upgraded the video recording and broadcasting equipment that has resulted in a much-improved final product. The audio system in the Common Council Chamber is over a decade old and past its optimal point. Replacement of the entire audio system would be highly suggested in order to ensure online participants can hear all conversations taking place in the Chambers.
2. **Presentation Laptop Connection:** Currently the presentation laptop only allows for video to be broadcasted. Upgrades to the wiring would be required to allow audio from videos to be heard both in the Common Council Chambers and online.
3. **Virtual Meeting Software:** The City has been using GoToMeeting since the beginning of the pandemic. At the time it was more secure and stable system than other competitors at the same price point. However, Zoom has increased its security, functionality, and stability. Switching to Zoom would allow for a better user experience while also providing with City with additional controls to manage the virtual portion of meetings.
4. **Stationary Wide-Angle Camera:** A stationary wide-angle camera added to the Common Council Chamber would allow for easier operation of the production equipment. Right now, the videographer relies on recognizing voices and verbal cues to know when to change camera angles. A wide-angle camera would also allow for easy display of the entire meeting area to virtual guests.
5. **Wi-Fi Configuration:** Earlier this year, the City upgraded the Wi-Fi access points in the Common Council Chambers to ensure better access and connectivity. However additional work is still needed to determine why the audio and video connection during meetings lags.