

Rules of Organization and Procedure

For the 2021 Deaconess Community Annual Assembly

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The gray shadowed paragraphs contain provisions from the Constitution, Bylaws, and Continuing Resolutions of the Deaconess Community. They are provided here for the purpose of explaining rules and procedures that apply to the Deaconess Assembly. The full text of the governing documents may be found in the Pre-Assembly Packet. The vote to approve the Rules of Organization and Procedure does not include adoption of the material in gray, which is already in effect.

PART ONE: Authority and Duties

Authority of the Deaconess Assembly

4.2 The Deaconess Assembly shall be the highest authority within the Deaconess Community. It shall:

4.1.1 review the work of the Board of Directors and committees, and for this purpose require and receive reports and act on proposed business;

4.1.2 elect the Directing Deaconess and members of the Board of Directors as provided in the bylaws;

4.1.3 have the sole authority to amend the bylaws;

4.1.4 fulfill other functions as required in the bylaws; and

4.1.5 conduct such other business as necessary to further the purposes and functions of the Deaconess Community.

Assembly Chairperson

4.5 The Directing Deaconess shall chair sessions of the Deaconess Assembly. A vice chairperson and a secretary for each session of the Deaconess Assembly may be approved by the Board of Directors from among the members in good standing of the Deaconess Community.

Assembly Vice Chairperson and Secretary

Frank Imhoff has been appointed as recording secretary for the 2021 Assembly (EC2021.01.04).
Sr. Dottie Almoney has been appointed as vice chairperson (EC2021.01.05).

Committees

In accordance with Article 7 of the Bylaws of the Deaconess Community, an Assembly Planning Team, a Reference and Counsel Committee, and a Minutes Committee have been appointed.

The Assembly Planning Team is responsible for the planning, organization, and logistics of the Assembly.

The responsibilities of the Reference and Counsel Committee are explained in Part Seven of these Rules of Organization and Procedure.

The Minutes Committee is responsible for the preparation and review of the minutes in accordance with Part Four of these Rules of Organization and Procedure.

Unless otherwise instructed, during the Assembly communications with any of these Committees, Teams, or individuals should be sent to the Deaconess Community office: <http://Deaconess.Community@elca.org>.

PART TWO: Membership of the Deaconess Assembly

Voting Members

4.1 The Deaconess Assembly is the gathering of the members of the Deaconess Community. Membership in good standing shall be defined in the Deaconess Community Handbook. Voice and vote in sessions of the Deaconess Assembly shall be limited to those who are members in good standing. All members are expected to attend sessions of the Deaconess Assembly.

Non-voting Members and Guests

All members of the Deaconess Community in good standing have voice and vote at the Assembly. Other registered participants and invited guests will have voice but not vote in plenary sessions. Non-voting participants and guests may attend non-plenary sessions upon invitation of the chair.

PART THREE: Meetings of the Deaconess Assembly

Regular and Special Meetings

4.3 The Deaconess Assembly shall meet at least biennially to review the work of the Deaconess Community and to plan for the future; its agenda shall also include elements of worship, fellowship and education.

4.4 The Deaconess Assembly shall be called into session at a time and place determined by it or by the Board of Directors.

4.7 Notice of the convening of a Deaconess Assembly shall be provided to the entire membership by mail or electronic communication at least two months prior to the opening of an assembly.

Electronic Meetings

Bylaw 4.9 provides that *Robert's Rules of Order Newly Revised (12th ed.)*, is the parliamentary authority for a Deaconess Assembly. Consistent with applicable state law, it describes the criteria for an electronic meeting as follows:

A group that holds such alternative [i.e., electronic] meetings does not lose its character as a deliberative assembly so long as the meetings provide, at a minimum, conditions of opportunity for simultaneous aural communication among all participating members equivalent to those of meetings held in one room or area. Under such conditions, an electronic meeting that is properly authorized in the bylaws is treated as though it were a meeting at which all the members who are participating are actually present.

The Board of Directors, with input from the members of the Deaconess Community, will determine at least three (3) months in advance, if an Assembly will be held in-person, as a hybrid, or fully electronic.

The Assembly Planning Team will coordinate the implementation of the electronic platform to be used and provide training on the effective and efficient use of the platform.

PART FOUR: Minutes

The recording secretary shall prepare the draft Assembly minutes and submit them to the Minutes Committee. The Minutes Committee shall review, make grammatical and spelling corrections, edit as appropriate, and submit them to the Board of Directors with a recommendation for approval within 45 days of the close of the Assembly. Members of the Board of Directors may suggest editorial, grammatical, numerical, or other proposed changes. The Executive Committee shall receive input from the Board of Directors and thereafter have the authority to make final editorial revisions and approve the Assembly minutes. At the following Assembly, the approved minutes will be included in the Assembly materials as information.

PART FIVE: Quorum and Procedures

Quorum

4.6 The members present shall constitute a quorum.

In an electronic meeting, each voting member when registering will identify the computer, telephone, or device with an internet connection that will be used to participate in the Assembly. Before the Assembly convenes, voting members will be provided information regarding the process to join the Assembly and participate in plenary sessions. No one other than the voting member is authorized to vote or participate on the designated device. Non-voting members and guests will be provided information on how they can participate in plenary and other sessions.

Parliamentary Procedure

4.9 The Deaconess Assembly shall use parliamentary procedures in accordance with *Robert's Rules of Order*, latest edition, unless otherwise ordered by the Assembly.

Obtaining the Floor

Except in circumstances in which *Robert's Rules of Order* authorizes interruption of a speaker, a voting or non-voting member or individual granted voice may obtain the floor by: going to a microphone (if the Assembly is in person); or (in the case of electronic participation) by raising their hand or using the electronic raised hand function on their device; or (in the case of participation by telephone) by responding verbally and being recognized by the chairperson. Upon recognition, persons speaking should identify themselves.

Speeches

Unless otherwise provided in the agenda or determined by a majority vote of the Assembly, all speeches during discussion of a motion or resolution shall be limited to two (2) minutes.

Insofar as possible during discussion of a motion or resolution, a speaker on one side of the question shall be followed by a speaker on the other side. Before a motion or resolution is debated, the chair will advise voting members how to queue-up for participating in the discussion.

Moving the Previous Question

A member who has spoken on the pending question(s) may not "move the previous question(s)" if there are others who wish to speak to the issue. A motion to close debate (moving the previous question) is not in order until at least three persons favoring and three persons opposing the matter under discussion have been heard, if there are members still wishing to speak to the issue.

Applause

In the give-and-take of debate on issues before the Deaconess Assembly, voting members and others shall refrain from applause or electronic comments.

Departing from the Agenda

The chair shall have the authority to call items of business before the Assembly in whatever order she considers most expedient for the conduct of the Assembly's business.

A motion to alter the agenda shall require a two-thirds vote of the voting members present and voting for adoption.

Recordings of the Deaconess Assembly

All proceedings during an Assembly (including plenary and break-out sessions and worship) may be recorded.

Recordings shall be maintained until the minutes for the Assembly are approved. Once minutes are approved, the Board of Directors may authorize erasing of the recording.

Suspending or Revising the Rules

After the adoption of the Rules of Organization and Procedure, and any amendments offered to them prior to adoption, any further amendment to, revision of, or suspension of the rules shall require for adoption a two-thirds vote of the voting members present and voting.

Unfinished Business

Upon adjournment of the Deaconess Assembly, all remaining unfinished items of business shall be referred to the Board of Directors.

Procedures for Electronic Meetings

In an Assembly where some or all persons will participate electronically, the following additional rules apply:

- No less than one month before the Assembly, instructions for participating electronically will be provided.
- All participants will inform the registrar if they will participate via telephone or computer.
- Unless a participant intends to speak, their telephone/audio should be muted.
- The "chat" feature will only be used as authorized by the chair.
- If the Assembly moves into executive session, the chair and parliamentarian will ensure that only authorized individuals remain in the meeting. Before moving back into open session, arrangements will be made to reconnect individuals who were absent during the executive session.

PART SIX: Voting Procedures***Methods of Voting***

As directed by the chair, voting may be by voice, by show of hands (either in person or electronically), or by written electronic ballot. Abstentions ordinarily will not be recorded in the minutes. Any member wishing to abstain from a vote recorded should contact the secretary immediately after the vote is taken.

In an electronic meeting, a request for a written (paper) ballot is out-of-order.

Proxy and Absentee Voting

Proxy and absentee voting shall not be permitted in the transaction of any business during the Deaconess Assembly.

PART SEVEN: Motions and Resolutions

Written Motions and Resolutions Required

Main motions or resolutions, or amendments to either, must be presented electronically to the Deaconess office at the address provided before or immediately after being moved at the Assembly, unless this requirement is waived by the chair

To the extent reasonably possible and necessary, all motions, resolutions, and proposed actions will be displayed electronically when being considered.

Nature of Motions and Resolutions

A motion is a proposal for the Assembly to take action. The basic form of motion which introduces business before the Assembly is a main motion. A resolution is a form of main motion which usually is more complex and may contain "Whereas" clauses that accurately and briefly describe the background of the resolution and will contain "Resolved" clauses that describe the proposed action. Other motions are described in *Robert's Rules of Order, Newly Revised, 12th edition*.

Sources of Motions and Resolutions

Motions and resolutions submitted prior to the start of the Deaconess Assembly will be referred to the Reference and Counsel Committee for consideration at the Assembly.

Background Information

The author of a motion or resolution submitted to the Reference and Counsel Committee may append background information, up to two pages in length (12 pt. font, 1" margins). In putting together such material, the author is encouraged to bear in mind the primary purpose of background information: to help the voting members of the Deaconess Assembly do thoughtful, careful deliberation about the topic addressed by the resolution. Background information should be informative more than argumentative, clarifying unfamiliar terms or concepts in the resolution. The Reference and Counsel Committee reserves the right to edit background information, normally in consultation with the author of the resolution.

Deadline for Motions and Resolutions

Unless an exception is granted by the Reference and Counsel Committee to be considered by the Assembly, a resolution must be submitted to the Deaconess office by March 1, 2021.

Handling of Motions and Resolutions

All main motions and resolutions shall be referred to the Reference and Counsel Committee, other than proposals to amend the constitution, bylaws, and continuing resolutions of this Community and resolutions and main motions originating from the Board of Directors, Standing Committees or Task Forces of the Deaconess Community. Any recommendation for action presented on behalf of the Board of Directors, Standing Committee, Task Force or Working Group shall be the main motion before the Assembly when introduced. Such a recommendation does not require a second.

Resolutions that may be considered after the Assembly begins

Robert's Rules of Order define "germane" as closely related to or having bearing on the subject of a pending motion or matter on the agenda. The chair shall make the preliminary decision whether a resolution or motion is germane, and refer the matter to the Reference and Counsel Committee

Non-Germane Resolutions Submitted after the Deadline for Resolutions

Non-germane resolutions submitted after the deadline for resolutions may be considered by the Assembly only if they are brought before the Assembly at the recommendation of the Reference and Counsel Committee or by a two-thirds approval of a motion to suspend the rules and to consider the specific resolution.

Germane Resolutions (Motions)

Germane resolutions and motions include incidental main motions, secondary motions, motions that bring a question again before the Assembly, and main motions that, in accord with a strict standard of relevance, are on the same subject as a report or pending resolution.

- Germane motions may be offered by any voting member from the floor by going to a microphone (if attending in person) or by raising their hand or using the electronic raised hand function and being recognized by the chair. (If voting members are participating by telephone and desire to address an issue, they should respond verbally when invited by the chair.)
- When recognized by the chair, the voting member shall give their name, and then state the motion beginning, "I move that...."

Unless the Rules of Organization and Procedure permit otherwise, a germane motion must be seconded before the Assembly may consider it. The mover must submit a written copy of the motion as stated above.

The resolution or motion will be restated by the chair before the Assembly debates or votes on the motion.

A motion or resolution which is germane to the matter before the Assembly may be offered by any voting member, in the manner described above, unless a deadline previously has been established that would prevent such a motion or resolution.

In reviewing proposed resolutions and main motions, the Reference and Counsel Committee may edit, prepare an alternative resolution or motion, or consolidate into a single proposed action multiple resolutions or main motions on the same or similar subjects. Whenever the Reference and Counsel Committee recommends an edited or alternative resolution or motion, the report to the Assembly shall contain the original maker's text.

Work of the Reference and Counsel Committee

- The purpose of the work on resolutions of the Reference and Counsel Committee is to expedite the work of the Assembly.
- The Committee may edit resolutions while seeking to retain their substance.
- The Committee may combine similar resolutions into one substitute resolution.
- The Committee will usually consult with the author of a resolution regarding issues of editing, combining or substituting for the author's resolution. In some situations, the Committee may wish to encourage the author to take action that would not bring the resolution to the Assembly.
- The Committee, in consultation with the chair, shall recommend the order in which resolutions are transmitted to the Assembly. Whenever possible, resolutions of a similar nature should be presented consecutively. The Committee may recommend that a resolution be considered as a special order.

The Committee on Reference and Counsel will report to the Assembly at the times indicated on the agenda. The committee's report, which shall include those motions and resolutions submitted by the deadline and the committee's recommendations, will be distributed to members of the Assembly. When the committee has recommended either the approval or rejection of a motion or resolution, such motion or resolution shall be the main motion before the Assembly and the committee's recommendation shall be received as information. When the committee has made a recommendation (other than merely recommending approval or rejection) concerning a motion or resolution, the recommendation of the committee shall be the main motion before the Assembly.

Debate and Working with Resolutions and Motions

The chair shall regard all motions transmitted to the Assembly through the Board of Directors, Standing Committee, Task Force, Working Group, or the Reference and Counsel Committee to be resolutions that have been both moved and seconded. The chair may invite members of the Assembly to engage in small group discussion of a resolution before it is open for debate.

When a resolution is open for debate, the right to speak first belongs to a member of the Board, Committee, Task Force, Working Group or signer of the resolution who speaks in favor of the resolution. See Part Five above for additional provisions on debate procedures.

Substitute Motions

When a substitute motion is made, secondary amendments may be offered first to the original motion. After all secondary amendments to the original motion have been disposed of, secondary amendments to the substitute motion may be offered. When all amendments to the substitute motion have been disposed of, the vote shall be taken on whether the substitute motion is to be substituted as the original motion or rejected.

PART EIGHT: Nominations and Elections

General Provisions

5.1 The Board of Directors shall be elected by the Deaconess Assembly, and shall consist of five deaconesses and four other persons from the membership of the ELCA or the ELCIC.

8.1 The Deaconess Assembly shall elect a Directing Deaconess for a term of four years, renewable by election for one additional term. The term of office shall ordinarily begin ninety (90) days following election, or at such other time as may be determined by the Board of Directors. The Directing Deaconess shall be chosen from among those who are members in good standing of the Deaconess Community who was called to the roster of the Ministry of Word and Service in the ELCA or the Diaconal Ministers Roster in the ELCIC. The process for electing the Directing Deaconess shall be approved by the Board of Directors pursuant to paragraph 7.7 of these bylaws. No less than three months before the Deaconess Assembly at which a directing deaconess will be elected, all members in good standing shall be provided notice regarding the election.

Balloting and electioneering

All elections in which there is more than one candidate shall be by written ballot in the case of in person meetings and by electronic ballot in the case of electronic meetings.

Ballots will be distributed as described by the chair.

Any public audio or visual display of support for a candidate for election by this Assembly is out of order and inappropriate.

Approved unanimously through email by the Executive Committee 3.3.2021