

Proposals

A. Constitutional Amendment: Allowing the possibility of virtual attendance for National Council Sessions and for Special Sessions of the National Council.

Originated by Girl Scouts of Eastern Pennsylvania

Proposal

To amend the Constitution and Bylaws of GSUSA as follows:

Update Article V Sections 1, 3, and 4 of the *Blue Book of Basic Documents*, page 9, by inserting the bolded, green wording, as follows:

Section 1

There shall be a regular session of the National Council held triennially at such time and place as determined by the National Board of Directors. Notice of the time, place, and purpose of such session shall be mailed **or delivered electronically** not less than 60 days before the session to each local council, to each USA Girl Scouts Overseas committee, and to each member of the National Board of Directors and National Board Development Committee.

Section 3

Notice of the special session, stating the time, place, and specific purpose, shall be mailed **or delivered electronically** not less than 30 days before the session to each local council, each delegate from USA Girl Scouts Overseas, each member of the National Board of Directors and the National Board Development Committee, each Past President, and each member elected by the National Council who is entitled to vote at such session.

Section 4

Two hundred members of the National Council present in person shall constitute a quorum for the transaction of business at sessions of the National Council, provided, however, that delegates are present from one or more local councils in a majority of the geographical areas of the country as defined in the Bylaws. **At the sole discretion of the National Board, any National Council session may be held in whole or in part by means of the internet or other electronic communications technology pursuant to which the members of the National Council have the opportunity to read or hear the proceedings substantially concurrently with their occurrence, vote on matters submitted to the members, pose questions, and make comments. Attendance through such means shall constitute presence in person at such meeting for quorum and voting purposes.** In the absence of a quorum, a majority of those present at the time and place set for a session may take an adjournment from time to time until a quorum shall be present.

Rationale Submitted by Originating Council

In advance of the 2020 NCS, two proposals were submitted for constitutional amendments to allow virtual or electronic special sessions of the National Council. At that time, the National Board opted not to include this proposal in the slate for NCS 2020. Here are a few of their remarks on this topic.

- The concept of adapting to and incorporating modern technology-based ways of communication to enhance the democratic process resonated strongly with the board.
- After further research, it became clear that an electronic special session would not work at this time, given the technology required, the cost, and the size of the delegate body.
- Electronic sessions would not create the same experience for dialogue, communication, and interaction with other members.
- Parliamentarians expressed that it is not currently possible to hold an electronic meeting that would be compliant with *Robert's Rules of Order NR*.
- Managing electronic debate and decision-making under *RONR* for a group of this size would be extremely difficult, if not impossible.
- Parliamentarians were unaware of any technology that could satisfy the requirements of an NCS (verify identity of delegates, confirm a quorum, safeguard votes, etc.).
- The costs of the technology would be significant and there could also be additional costs for councils and potentially delegates.

Then COVID-19 happened, and rather than canceling the 2020 NCS, GSUSA found a way through these obstacles and objections to make our groundbreaking first virtual session a reality. Delegates, councils, and members agree that, while not ideal, the virtual session was successful. Here are a few positive outcomes:

- An electronic session did work; the technology does exist.
- Technology is ever-evolving; better ways and more cost-effective ways will become available.
- GSUSA is one of many organizations and corporations that can and will incorporate this technology into everyday business.
- GSUSA was able to follow *RONR* on a virtual platform.
- *Robert's Rules 12th Edition* now includes four sets of sample rules for electronic meetings designed to meet various needs, along with bylaw provisions sufficient to authorize such meetings.
- It is possible to manage electronic debate, identification of participants, reach a quorum, and safeguard votes virtually.
- GSUSA managed the cost of holding a virtual NCS.

Plus, the National Board of Directors already allows their members to have a virtual presence in their meetings; per the *Blue Book*, Bylaws Article I, Section 3: "A majority of the National Board must be present (in person or linked by telecommunication or by means such that all members participating in the meeting are able to hear one another [italics added for emphasis]) to constitute a quorum." We believe offering this same option to the National Council illustrates understanding and equity and, therefore, should be allowed.

- Implementing virtual access and participation in National Council Sessions and special sessions of the National Council promotes inclusivity within our membership by eliminating the need to

travel in order to attend, a cost barrier for some.

- Eliminating the need for travel also accommodates other circumstances that may affect our members such as school and work obligations, weather-related issues, and medical issues.
- This proposal supports and encourages the use of technology, aligning with concepts we promote in our program.
- This proposal allows our organization to be nimble under any circumstances that may come up.
- We have already done virtual; we can continue to do virtual, and it's time we bring our Constitution up to date to account for this.

Financial Impact Statement Submitted by Originating Council

Without having access to actual budget amounts for the 2020 NCS, we have hypothesized impacts on income and expenses in the chart below. Evaluation of these factors implies that in-person meetings have a greater financial impact than virtual meetings for both GSUSA and councils. For 2020, we assume that money not spent on in-person expenses was invested in technology to make the virtual meeting a reality.

Virtual meetings are estimated to be less expensive for both the host and participants; however, there is a different dynamic. Given the current state of technology and the current state of the world, allowing the National Board to make an informed decision offers the best of both worlds in terms of flexibility, timeliness, and equitable access.

Expense or Income Item:	In-person Increase	In-person Decrease	Virtual Increase	Virtual Decrease
Rental of convention center	X			X
Hall of Experiences	X			X
Video broadcast within site	X			X
Security	X			X
Printed materials	X		X	
Swag	X			
Food	X			X
Transportation around site	X			X
GSUSA volunteer, board, staff costs	X			
Entertainment/keynote costs	X			
Voting tabulation system	X			
Credentialing—virtual		X	X	
Income—sponsorships	X			X
Income—ticket sales	X			X
Income—exhibitor fees	X			X
Income—retail merch	X			X
Contract with virtual platform vendor		X	X	
Virtual voting platform			X	
Expanded tech support			X	
Councils—transportation, hotel, food for delegates	X			X
Councils—registration fees	X			X
Members at large—upgraded tech and internet access		X	X	
Members at large—cost of attendance	X			X
Tabulation:	18	3	6	13

Recommendation of the National Board

The board recommends adoption of this constitutional amendment. If adopted, it would:

- preserve the ability to conduct in-person meetings.
- provide flexibility for virtual sessions, which could be scheduled more quickly in response to urgent matters as opposed to being limited to an in-person format.
- allow for electronic notification of a session which may be more efficient and cost-effective than sending printed information.

The NCS Advisory Team supports the proposal.