

## Position: Membership Meeting Moderator (“Moderator”)

**Purpose:** The moderator oversees all WES Membership Meetings during a WES fiscal year, consistent with the requirements of the WES Constitution (Article II.C.) and Bylaws (Sections II.C and D). *[Relevant governance provisions extracted and attached below.]*

### Key Responsibilities:

- Coordinate, organize, oversee, and facilitate the Fall and Spring Membership Meetings (i.e., the Routine Membership Meetings).
- Coordinate, organize, oversee and facilitate any Special Membership Meetings
- Assure post-meeting activities (e.g., posting minutes) are carried out.
- Facilitation of membership meetings

**Oversight:** The moderator works in conjunction with the President of the Board and Senior Leader.

**Length of Appointment:** The moderator is appointed by the Board for a 1 year term and may be reappointed, with the consent of the moderator, up to 2 additional times for a total of 3 consecutive years of service in this lay leadership role.

**Time Commitment:** The moderator works with the Board President, Senior Leader, and various WES lay leaders coordinating, organizing, and facilitating the two Routine Membership Meetings. Total estimated hours of commitment for this position in a routine WES fiscal year (i.e., one without any Special Membership Meetings) is 50 hours or less over the course of the year with time concentrated in the periods around the fall and spring membership meetings.

### Qualifications:

- WES Member
- Dependable
- Clear and effective communicator
- Project management/organizational skills
- Problem-solving abilities
- Ability to work collaboratively with others
- Experience (or comfort) with facilitating meetings / public speaking

### Support Offered:

- Collaboration with and support from Board President and Senior Leader
- LLDC lay leadership training, including meeting facilitation training
- Basic familiarization with meeting procedures/process, such as shorthand version of Robert’s Rules of Order (*Note:* parliamentarian elected at meeting provides real-time support)
- WES staff assistance with certain administrative (ministerial) tasks, such as email distribution, preparation of meeting materials, etc.

### Past Moderators:

- Jen Watson (2015-2017); Sera Morgan (2012-2014)

## **WES Constitution (as of 6/12/16), Article II.C**

### **C. Meetings of the Membership**

1. The membership meets not less than twice per year to address the affairs of the society requiring the attention of the membership as a whole. Every September the board appoints a WES member to serve as moderator for the fall and spring membership meetings; a moderator may be reappointed up to two times.

#### **2. Scheduling and Planning:**

a. Routine Meetings are scheduled by the moderator with the consent of the board and Leaders. Not less than 60 days prior to each meeting, the moderator announces its date, time, and location and solicits agenda items. The moderator distributes a proposed agenda and supporting documents not less than 14 days prior.

b. Special Meetings can be called by the board or via a petition containing the signatures of 10 WES members or 10% of the WES membership, whichever is greater. Upon verification of a petition's validity by the board secretary, the moderator schedules the special meeting to occur not less than 10 and not more than 60 days after receipt of the petition. Not less than 7 days prior, the moderator announces its date, time, location and purpose.

#### **3. Conduct of Meetings**

a. The moderator presides.

b. A quorum is achieved when ten percent of the voting membership is physically present.

c. At the start of each meeting the membership elects a parliamentarian and a recorder.

d. Decisions are made employing a democratic process that gives due consideration to all views present. Unless delineated otherwise herein or in the WES Bylaws, all decisions are made by majority vote.

e. A special meeting's topic is limited to the purpose for which it was called.

f. The recorder takes meeting minutes noting only main motions. The recorder distributes a set of draft minutes to the membership within two weeks of the meeting and ensures that they are stored in an accessible central repository.

## **WES Bylaws (as of 6/4/17), Sections II.C and D**

### **C. Routine Meetings of the Membership**

#### **1. Topics**

a. Required business items appear on meeting agendas as stipulated in the WES Constitution and/or these Bylaws:

(1) Spring meeting business items include elections of Trustees and approval of an operating budget for the following fiscal year. The Membership may also consider whether or not to revise the Statement of Purpose or provide input on a revision of the Society's Ends statements.

(2) Fall meeting business items include the election of an at-large member of the LLDC — see the WES Constitution.

(3) Both meetings feature presentations by the Senior Leader and the Board describing significant developments, efforts, and accomplishments since the prior membership meeting.

b. Optional business items may include amendments to the WES Constitution, ethical action resolutions/initiatives, and significant decisions deemed appropriate for a vote of the entire Membership. Time-sensitive matters or topics that cannot be fully explored within the confines of a multi-topic meeting — including the proposed appointment or dismissal of the Senior Leader (see the WES Constitution) — are taken up at special meetings of the Membership [see section II.D.].

#### **2. Planning — see also the WES Constitution and Appendix C.**

a. Any member may propose an optional business item. Five weeks prior the meeting, the moderator sends out a reminder. Proposals are due to the moderator 21 days prior to the meeting.

b. Three weeks prior to each meeting, the moderator meets with the Senior Leader and the Board President to plan the meeting (attending in particular to any required business items) and recruit volunteers for the various roles.<sup>1</sup>

c. The moderator prepares a draft agenda with the elements below and distributes it to the Membership via email (or via postal mail upon request).

##### **(1) Essential elements**

(a) Collection of proxy authorizations (if any; see Appendix A) and issuance of proxy cards

(b) Confirmation of a quorum

(c) Approval of the agenda

(d) Elections of meeting parliamentarian and recorder

(e) Approval of the minutes of the last membership meeting

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<sup>1</sup> See also the table of meeting tasks in the WES Governance Reference Handbook.

(f) Reports from the Board and Senior Leader (spring and fall meetings); reports from Committees of the Membership (spring meeting only)

(2) As-needed elements

- (a) Reports from any special/ad hoc Committees or Task Forces of the Membership
- (b) Unfinished business
- (c) New business — required
- (d) New business — optional

d. Authorization of proxies

(1) Any Member (a “principal”) wishing to authorize another Member (their proxy agent) to vote on their behalf at a meeting — and who has not authorized a proxy in the preceding 10 months — may do so by completing the top half of a proxy authorization form (Appendix A) and giving the entire form to their proxy agent.

(2) The specified proxy agent completes the bottom half of the form and brings the entire form (top and bottom) with them to the meeting. At the start of the meeting, the moderator (or the designee) collects the form for each principal and issues their proxy agent a proxy card to use when voting.

(3) The Senior Leader, Trustees, and moderator are ineligible to serve as proxy agents.

(4) A proxy agent may hold a proxy for no more than one principal.

(5) A proxy is automatically revoked when the Member is present at the meeting. A principal may revoke their proxy by written dated notification to the moderator and the proxy agent prior to the start of the meeting.

3. Conduct: the moderator is authorized to employ various facilitation techniques in pursuit of meeting goals, so long as these approaches fulfill the constitutional requirement that decisions be made “employing a democratic process that gives due consideration to all views present.”

D. Special Meetings of the Membership

1. Topic: limited to the purpose for which it was called
2. Planning — see also the WES Constitution and Appendix C.
  - a. Prior to each meeting, the moderator meets with the Senior Leader and the Board President to plan the meeting.
  - b. The moderator prepares a draft agenda containing the following elements:
    - (1) Confirmation of a quorum
    - (2) Approval of an agenda
    - (3) Elections of meeting parliamentarian and recorder

(4) Designated topic

c. Proxy voting is not permitted.

3. Conduct: aside from the limitations in subsections 1. and 2.c. here, routine membership meeting guidelines apply.