Virtual Board Meetings & AGMs

**Purpose:** With most states and countries recommending and / or enforcing quarantine which limits non-essential businesses and bans groups of 10 people from meeting, Society Relations would like to share general guidance on how to leverage virtual options to facilitate board meetings and Annual Member Meetings.

**Guidance**

*In-Person Events*
- Presidents / Society Staff should monitor state and local developments to determine if the society should continue, cancel, postpone events or explore virtual options. Consider planning events 3-4 months in advance to be agile to adjusted local social distancing requirements and comfort level from local members.

*Virtual Board Meetings*

Note: Nearly all states allow for meetings to utilize electronic communications (teleconference, video conference). However, there are distinctions about how the technology can be used. Per the 2016 Board Effect Study, 36 states indicated that everyone must be able to hear each other, whereas 7 states have requirements that the participants must be able to communicate with one another.

1. **Check whether local law addresses virtual attendance.**
   Note: Pay attention to any clauses that indicate if the participants must be able to communicate or hear each other.

**Resources:**
- Visit your state's Secretary of State website to review nonprofit laws and / or use their Contact Us page to request additional information.
- Board Effect – Conducted a survey in 2016 which provides virtual meeting and virtual voting options on all 50 states (you will be required to share contact information to access the report).
- Consult with local legal counsel (please note, CFA Institute's law firm project has been oversubscribed for FY20).

2. **Review your society's bylaws to confirm virtual meetings are permitted.**
   Note: If there are no provisions, consider amending the bylaws. Consider creating a board policy that addresses when and why virtual board meetings would be appropriate.

*Electronic Voting*

1. **Check whether local law addresses electronic voting.**
   Note: Pay attention to if written confirmations are required or not and if a roll call is required.

**Resources:**
- Visit your state's Secretary of State website to review nonprofit laws and / or use their Contact Us page to request additional information.
- Consult with local legal counsel (please note, CFA Institute's law firm project has been oversubscribed for FY20).

2. **Review your society's bylaws to confirm electronic voting is permitted.**
Note: If there are no provisions, consider amending the bylaws. Consider creating a board policy that addresses when and why virtual board meetings would be appropriate.

**Additional General Resources**

- **Virtual Meetings Untangled: Planning, Facilitating, Engaging Board Members**
  
  A BoardSource guide developed to support nonprofit boards with weighing the pros / cons of leveraging virtual meetings for board meetings. The guide is split into four chapters, covering concepts from how to offer virtual options (and the logistics) to best practices to facilitate virtual meetings to the legal aspects. In response to the new challenges nonprofits are facing with Coronavirus, BoardSource is temporarily waiving the fee to download this guide.
  
  Link: [https://blog.boardsource.org/blog/what-nonprofit-board-members-should-be-doing-right-now-to-address-the-covid-19-situation?utm_source=hs_email&utm_medium=email&utm_content=84813146&_hsenc=p2ANqtz-8PbJ97HkwYtOLgyqS-1gW-vArMAHVtxXRUPiTbVH5dReuHNdf8wkvR3t4fGIbpaNgIlhM-WHZkfxoYarw-0DZMV72wRq8vCBd9Gm7YSsoeC5WnIa&_hsml=84813146](https://blog.boardsource.org/blog/what-nonprofit-board-members-should-be-doing-right-now-to-address-the-covid-19-situation?utm_source=hs_email&utm_medium=email&utm_content=84813146&_hsenc=p2ANqtz-8PbJ97HkwYtOLgyqS-1gW-vArMAHVtxXRUPiTbVH5dReuHNdf8wkvR3t4fGIbpaNgIlhM-WHZkfxoYarw-0DZMV72wRq8vCBd9Gm7YSsoeC5WnIa&_hsml=84813146)

Abbreviated One Page Summary: [https://boardsource.org/resources/virtual-board-meetings/](https://boardsource.org/resources/virtual-board-meetings/)

- **Quick & Dirty: Going Virtual Fast and Well**
  
  A BoardSource blog post outlining recommendations for board meeting agendas, the virtual meeting, and logistics.
  
  Link: [https://blog.boardsource.org/blog/quick-dirty-going-virtual-fast-well](https://blog.boardsource.org/blog/quick-dirty-going-virtual-fast-well)

- **Running Effective Virtual Nonprofit Meetings: 9 Best Practices for Facilitating Engagement**
  
  A quick read with 9 tips on how to facilitate virtual nonprofit meetings.
  

- **Center for Nonprofit Excellence Webinar: What Should the Board’s Role be in the COVID-19 Crisis?** (see PDF)