

eHealth Commission By-laws [DRAFT]

Ver 2.0, September 15th, 2017

By-laws:¹

These by-laws must be approved, amended or dissolved by a majority vote of the members of the eHealth Commission. These by-laws can be amended at any regular or special meeting, provided that previous notice was given at the prior meeting in writing and then sent to all members of the Commission by the Chair or co-chair.

1. **The Quorum:** “The quorum refers to the number present, not to the number voting.”ⁱ

- a. There are sixteen (16) commission members as designated by Executive Order
- b. For approval of meeting minutes: eight (8) members present will represent a quorum.
- c. For adopting plans, measures, policy recommendations, or other substantive recommendations: thirteen (13) members must be present to represent a quorum
- d. The “count” of the quorum present will be conducted within the first 15 minutes of the meeting start, and will not be changed as members arrive late or leave early

2. **Absentee Voting:** “There are two forms of absentee voting: by mail, and by proxy voting.”ⁱⁱ Both of these options are constrained by quorum requirements.

- a. Limited proxy is a signed proxy in which the signer stipulates the way that the holder is to vote on specific issues; the proxy holder must cast the member’s vote the way the signer designated on the proxy. Limited proxy voting may be permitted when a commission member gives their vote to another commission member. This proxy must be announced by the designated “proxy commissioner” prior to each vote.
- b. When a commissioner gives limited proxy to another commissioner for voting purposes, this proxy designation should be communicated to the chair or co-chair prior to the eHealth Commission meeting where the limited proxy vote will occur.
 - I. When a commissioner uses a proxy vote, it is required that they review the meeting materials in advance of the eHealth Commission meeting, and communicate their voting designation to their limited proxy prior to the vote.
- c. Voting may also occur via email. This vote may not be secret, and is subject to the limitations of quorum.
 - II. When a commissioner votes via email, it is required that they review the meeting materials in advance of the eHealth Commission meeting, and communicate their vote to the chair or co-chair prior to the

¹ The following by-law proposals are based on suggested standards presented in Robert’s Rules of Order, a rulebook of standard parliamentary conventions that is widely accepted by a range of organizations, deliberative bodies, committees and associations in the United States.

3. Conflicts of Interest

- a. “No member should vote on a question in which they have a direct personal or pecuniary interest not common to other members of the organization. For example, if a motion proposes that the organization enter into a contract with a commercial firm of which a member of the organization is an officer and from which contract he would derive personal pecuniary profit, the members should abstain from voting on the motion. However, no member can be compelled to refrain from voting in such circumstances.”ⁱⁱⁱ

ⁱ *Robert’s Rules of Order*, Art XI, §64. Miscellaneous.

ⁱⁱ *Robert’s Rules of Order*, Art VIII, §46. Vote.

ⁱⁱⁱ *Robert’s Rules of Order Newly Revised*, §45. Voting Procedure.