



RULES AND PROCEDURES OF THE 2015–2020 CONVENTION GOVERNANCE COMMITTEE

Approved February 1, 2016

1. GENERAL

1.01 Duties

These Rules and Procedures of the Convention Governance Committee (CGC Rules) are established in accordance with the Duties of the CGC as described in Article X of the 2015-2020 Bylaws and identified below at (2), (3) and (4).

1.02 Defined Terms

Capitalized terms not defined herein and used in the Bylaws will have the meanings given there.

1.03 Amendments

The CGC Rules will be reviewed at least annually by the CGC to determine if changes are necessary. The CGC also may undertake a review upon request by a Voting Member. All proposed amendments will be subject to Voting Member review and Board approval as detailed at Article X, Section 3 of the Bylaws.

1.04 Meetings: Quorum/Notes

The CGC shall meet as often as it deems necessary to fulfill its Duties. A majority of members shall constitute a quorum. Meetings may be held in person or electronically. Notes shall be kept of all meetings and a summary of CGC actions and decisions shall be posted to the USP website and made available to the CGC, the Board, the Council of Experts and the Council of the Convention.

1.05 Code of Ethics

Members of the CGC are expected to comply with the USP Code of Ethics.

2. ENSURING THE INTEGRITY, ACCURACY, AND SECURITY OF THE CONVENTION'S VOTING PROCESS

2.01 Voting Mechanisms

- A. The CGC shall oversee the selection, validation, testing and use of an electronic audience response system (ARS) to conduct voting at Membership Meetings, and will ensure the system selected meets the needs of the Convention. Prior to each Membership meeting USP IT staff will conduct equipment validation and provide results to the CGC.
- B. The CGC shall ensure the existence of a manual backup system and a written Standard Operating Procedure (SOP) for its implementation for counting votes at each Membership Meeting. It will also brief the presiding officer on its use prior to commencement of the Meeting.
- C. The CGC shall seek to introduce an electronic *online* voting system for use when a Membership vote is required outside of a Membership Meeting. It will also provide for an



optional paper-ballot system, and for delivering information to the Membership about using it.

2.02 Rules of Order

The CGC shall ensure that voting and all other parliamentary procedures of the Convention, whether employed at a Membership Meeting or online, comply with the 11th Edition of *Roberts Rules of Order, Newly Revised*.

2.03 Parliamentarian

The CGC may engage a parliamentarian, if deemed appropriate, to advise the CGC on proper procedure at a Regular or Special Membership Meeting.

3. DEVELOPING AND REVIEWING PROPOSED AMENDMENTS TO THE BYLAWS

3.01 Soliciting Input

Prior to the Regular Membership Meeting, the CGC shall begin a review of the Bylaws to ensure that all provisions adequately specify Members' rights, USP's governance structure and the flow of authority within the organization. It will seek input as follows:

- At least **two years** prior to the Meeting the CGC will consider input from staff on their experience with Bylaws provisions during the first three years of the cycle.
- At least **one year** prior to the Meeting the CGC will solicit Voting Member input and will provide an online mechanism for those Members to submit their input. Voting Members will also be given the option to provide input through the mail. The CGC will acknowledge receipt of input from individual Voting Members and will advise them of the outcome with respect to their input.
- At least **one year** prior to the Meeting, the CGC shall solicit input from the Board, the Council of the Convention (CoC), and the Council of Experts (CoE). The CGC will inform those bodies of the outcome with respect to their input.
- The CGC will seek input from the parliamentarian contracted under CGC Rule 2.03 above to also advise on parliamentary conformance of the Bylaws and proposed amendments.

3.02 Open Hearings and Business Sessions

The CGC shall develop rules for conducting open hearings and business sessions at Membership Meetings. Open hearings address proposed Resolutions and proposed amendments to the Bylaws. The rules for both procedures will ensure that impartiality, objectivity, order and openness are maintained and that Delegates receive priority to be heard. Prior to holding open hearings and business sessions, the CGC shall present the Delegates with the corresponding rules for their adoption.

4. REVIEWING PROPOSED RULES AND PROCEDURES OF THE COE AND COC

4.01 Timing of Review

The CGC shall ensure that the Rules and Procedures (Rules) established by the CoE and CoC for the fulfillment of their respective Duties are consistent with the Bylaws. It will review those Rules as follows:

- At the beginning of a cycle when the CoE and CoC initially submit their proposed Rules
- At any time the CoE or CoC proposes any change to its Rules
- At any time a Voting Member requests a review that the CGC deems appropriate

- At any time the CGC believes a review becomes necessary for any reason

4.02 Review Procedure

The CGC will not unreasonably withhold its recommendation to the Board for approval of Rules, however it will not approve Rules that present a conflict with the Bylaws. Following receipt by the CGC of the proposed CoC and CoE Rules, or of any subsequent proposed amendments thereto, the CGC will take the following steps:

- It will ensure there are no provisions that conflict with the Bylaws and will work with the CoE and the CoC to resolve any if found.
- It will submit the Rules to the Voting Members and will allow them at least 90 days to comment.
- After expiration of the comment period it will provide the CoE and the CoC with: (a) a summary of Members' comments if any; and (b) CGC's comments including any recommendations for changes and the rationale for those. The CoE and the CoC will have the opportunity to make recommended changes or respond to the CGC's comments.
- It will forward to the Board: (a) the Rules; (b) all comments provided to the CoE and CoC; (c) any responses from the CoE and CoC; and (d) a recommendation for approval.