

EMERGENCY BYLAWS

1 **WHEREAS**, the pandemic of 2020 has resulted in the need for creating alternate ways
2 of convening meetings to carry on the work of the ministry network; and
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4 **WHEREAS**, the General Council has created emergency bylaw recommendations for
5 districts to adopt to provide guidelines for business operations of districts during
6 emergency situations; therefore,
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8 **BE IT RESOLVED**, that a new bylaw, article I, section G Emergency Procedures, be
9 added to the bylaws as follows:
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- 11 1. The Network presbytery may adopt bylaws to be effective only in an
12 emergency defined in subsection 6 of this section.
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- 14 2. The emergency bylaws may make all provisions necessary for managing the
15 Network during the emergency, including but not limited to the following:
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 - 17 a. Procedures for calling a meeting of the Network Summit and Network
18 presbytery.
 - 19 b. Quorum requirements for any meeting.
 - 20 c. Designation of additional or substitute directors.
 - 21 d. Modification of lines of succession to accommodate the incapacity of
22 any director, officer, employee, or agent resulting from the emergency.
 - 23 e. Relocation of the principal office.
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- 25 3. During an emergency, the Network presbytery shall have the maximum
26 authority possible to run the Network's interim affairs in the manner they
27 deem best.
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- 29 4. All provisions of the regular bylaws consistent with the emergency bylaws
30 remain effective during the emergency. The emergency bylaws are not
31 effective after the emergency ends.
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- 33 5. Corporate action taken in good faith in accordance with the emergency
34 bylaws both binds the Network and may not be used to impose liability on
35 a corporate director, officer, employee, or agent.
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- 37 6. An emergency exists for purposes of this section if a quorum of the Network's
38 members or directors cannot readily be assembled because of any of the
39 following events:
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 - 41 a. A natural catastrophe, including, but not limited to, a tornado, storm, high
42 water, wind-driven water, earthquake, landslide, mudslide, snowstorm, or
43 drought, or, regardless of cause, any fire, flood, or explosion.

- 44 b. An attack on this state or nation by an enemy of the United States of
45 America, or upon receipt by this state of a warning from the federal
46 government indicating that an enemy attack is probable or imminent.
47 c. An act of terrorism or other manmade disaster that results in extraordinary
48 levels of casualties or damage or disruption severely affecting the
49 infrastructure, environment, economy, government functions, or population,
50 including, but not limited to, mass evacuations.
51 d. A pandemic.
52 e. A state of emergency proclaimed by a governor or by the president.
53 f. Any other condition as a result of which a quorum cannot readily be
54 assembled.

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56 7. Electronic Meetings and Action by Unanimous Consent

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58 a. In the event of an emergency or other sufficient cause as determined by the
59 Network presbytery the members of the Network presbytery or Network
60 Summit may participate and act at any meeting through the use of any
61 technology by means of which all persons participating in the meeting can
62 communicate simultaneously with each other, upon such terms and in such
63 manner as the Network presbytery shall determine. Participation in such
64 meeting shall constitute attendance and presence in person at the meeting
65 of the member or members so participating.

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67 b. Any action required or permitted to be taken at any meeting of the
68 Network presbytery may be taken without a meeting if all members
69 consent thereto in writing, and the writings are filed with the minutes of
70 proceedings of the Network presbytery.

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73 Respectfully submitted by

74 The Ministry Network Presbytery