

BOARD PROTOCOL

With the Brown Act and Robert's Rules

California Special Districts Association

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California Special
Districts Association
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**PROFESSIONAL
DEVELOPMENT**

Board Protocols

1. Critical Overall Information
2. Open Meeting Rules (The Brown Act)
3. Rules of Order (Robert's)
4. Appendices
 - a. Purpose and Form of Selected Motions
 - b. The Evil Side of Parliamentary Procedure
 - c. Ranking of Selected Motions

1. Critical Overall Information

The power of the rules lies in each rule's role as protector of members' rights.

Each rule is affected by, and in turn, affects all the other rules.



Hierarchy of Governance

- ✚ Federal Statutes
- ✚ State Laws:
 - ✓ Corporations Code – Name; Object
 - ✓ Brown Act – Open Meeting Laws
- ✚ City and Local Statutes
- ✚ Constitution: Highest requirements for change
- ✚ Bylaws: A Society's Business Defined
- ✚ Rules of Order (Robert's): Everything else
- ✚ Standing Rules: Routine maintenance rules
- ✚ Customs: Scary part

Protocol of Board Facilitation

- ✦ Only one person speaks at a time
- ✦ A speaker must be recognized before speaking
- ✦ All comments are made through the chair
- ✦ Comments are confined to the current issue
- ✦ Discussion should alternate between Pro and Con
- ✦ No reading of lengthy papers
- ✦ No cross conversations or interruptions
- ✦ No verbal attacks of other members
- ✦ All rules must be respected and obeyed

Powers of a Board of Directors

- ✦ The Board and the officers have only those powers which are specifically granted by...
 - ✓ The Corporations Code,
 - ✓ The Brown Act,
 - ✓ The Constitution,
 - ✓ The Bylaws,
 - ✓ The Rules of Order (Robert's),
 - ✓ The Standing Rules,
 - ✓ The Established Customs.
- ✦ Not merely the “board’s agenda”; “board’s meeting”.

2. Open Meeting Rules

Your goal is to convince the public that you have exceeded the requirements of the Brown Act.



The Critical Concepts of the Brown Act

1. Properly posted agenda must provide for public to directly address the body on any item, **before or during** the body's consideration of the item, if within the **subject matter jurisdiction** of the body.
2. The body shall not prohibit criticism of the **policies, procedures, programs, or services, or of the acts or omissions** of the body.
Nothing shall confer any privilege or protection for expression beyond that otherwise provided by law.
(Ca Code Section 54954.3 (c))



The Brown Act of 1953 Requires

- ✦ What an agency is obligated to do
 - ✓ Post an agenda 72 hours before the meeting in a public and accessible location,
 - ✓ Briefly describe each item on the agenda,
 - ✓ Allow free and unqualified access to the public for any meeting of a majority of the members,
 - ✓ Allow public to record the meeting; and address the board, a standing committee, the membership, etc.,
 - ✓ Vote openly even if by secret ballot,
 - ✓ Prohibit Serial or Hub Meetings, and
 - ✓ Conduct all Close Sessions in an open fashion.

The Brown Act of 1953 Covers

✦ What an agency MAY do

- ✓ Hold Teleconference Meetings with a few restrictions,
- ✓ Hold Special Meetings with some restrictions,
- ✓ Hold Emergency Meetings with many restrictions,
- ✓ Hold Closed Sessions under very strict conditions, and
- ✓ Apply its Constitution, Bylaws, Standing Rules, and Robert's Rules of Order as long as these do not conflict with the Brown Act.



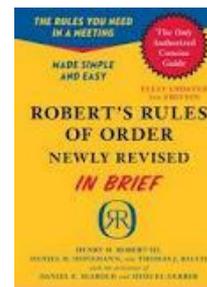
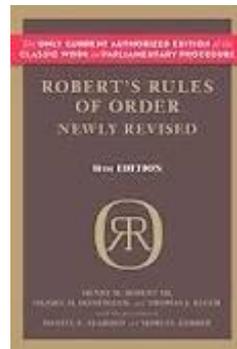
3. Rules of Order (Robert's)

The Shield to protect your rights.
The Sword to champion your interests.



Best Parliamentary Advice

- 🔪 Advice #1 – Read your Bylaws, and the Brown Act, before every meeting.
- 🔪 Advice #2 – If the answer is not in your Bylaws or the Brown Act, you will find it easily in Robert's.
- 🔪 Advice #3 – When in doubt for anything at all, read your Bylaws, and the Brown Act, again.



Order of Business and Minutes

- ✦ This is Robert's recommendation for an efficient agenda. Customization is expected, especially under the Brown Act.

[Sample Order of Business](#)

- ✦ Minutes are more productive when the dos and don'ts are followed.

[Dos & Don'ts](#)

Six Steps to Handling a Motion

✦ If the chair is handling a routine motion, such as adoption of the agenda or the minutes, the 6 formal steps to handling a motion may be replaced with one casual statement:

“If there is no objection, the ____ will be adopted.”

✦ If someone objects, the chair must follow the 6 formal steps to handling a motion.

✓ [Six Steps to Handling a Motion](#)

✓ Script A: [Handling a Motion](#)

1° Amendment – Insert or Add

✦ Original Main Motion

I move to create a committee to study the Clay Pigeon habitat.

✦ You prefer

I want it to be a committee of three.

✦ You need to move to amend

I move to amend by inserting “**of 3 members**” after the word “committee”.

✦ If the amendment is adopted, the main motion will read

I move to create a committee **of 3 members** to study the Clay Pigeon habitat.



1° Amendment – Strike

↖ Original Main Motion

I move to create a president appointed committee to study the Clay Pigeon habitat.

↖ You prefer

I want the committee to be created by the members.

↖ You need to move to amend

I move to amend by striking “**president appointed**” before the word “committee”.

↖ If the amendment is adopted, the main motion will read

I move to create a committee to study the Clay Pigeon habitat.



1° Amendment – Strike and Insert

✦ Original Main Motion

I move to create a committee to study the Clay Pigeon habitat.

✦ You prefer

I want to study Lawn Flamingos, not Clay Pigeons.

✦ You need to move to amend

I move to amend by striking “**Clay Pigeon**” before the word “habitat” and inserting “**Lawn Flamingo**”.

✦ If the amendment is adopted, the main motion will read

I move to create a committee to study the **Lawn Flamingo** habitat.



2° Amendment – Any of the 3 Forms

✦ Original Main Motion

I move to create a committee to study the Clay Pigeon habitat.

✦ Someone wants to move to amend (Primary Amendment)

I move to amend by inserting “**of 3 members**” after the word “committee”.

✦ Somebody else wants to move to amend (Secondary Amendment)

I move to amend by striking “**3**” and inserting “**2**”.

✦ If the amendments are adopted, the main motion will read

I move to create a committee **of 2 members** to study the Clay Pigeon habitat.



Motion to Refer

- ✦ When a body needs more time or more information during the handling of a motion, it may refer the main motion to a Standing Committee or to a Special Committee.
 - ✓ Script B: [Motion to Refer](#)
- ✦ A Special Committee may be created, but it needs the following pieces of information:
 - ✓ Number of members
 - ✓ Name of chair and members
 - ✓ Instructions on action, and what date to report back

Motion to Postpone

- ✚ Sometimes the board needs more time to obtain information to make an intelligent decision.
- ✚ Sometimes your buddies are not at the meeting, and you do not want the vote to be taken without them.
- ✚ Move the motion to Postpone (Not “to Table”).
 - ✓ I move to postpone the main motion until the next meeting. (Never beyond)
 - ✓ I move to postpone the main motion until after the lunch break.
 - ✓ I move to postpone the main motion until 3:00 p.m.

Motion to Lay on the Table

- ✚ If you have seen this motion used, you have seen it used incorrectly.
- ✚ Valid only for a Temporary Emergency.
- ✚ Not valid to Kill or to Postpone a main motion.
- ✚ May be qualified as to “reason” but not as to “time”.
- ✚ Move the motion to Lay on the Table.
 - ✓ Mr. Chair, since our guest speaker needs to take an early flight, I move that we table the main motion.
- ✚ The tabled motion is “taken from the table” at any time, or it will die by the end of the next meeting.

Point of Order and Appeal

- ✚ A member notices a violation of a rule.
- ✚ Without waiting to be recognized, the member must call out, “**Point of Order**”.
- ✚ The Chair listens to the complaint and rules whether there is a violation. (“Point well/not well taken”)
- ✚ If the member disagrees with the chair’s ruling, the member may call out, “**I appeal from the decision of the chair.**”

Appeal Process

1. Chair explains the reason for his/her ruling
2. Each member who wishes may debate one time
3. The Chair gives a closing statement
4. A vote is taken on “**Shall the decision of the chair be sustained?**”
5. Only a majority in the negative will overturn the ruling of the chair.
 - Script C: [Point of Order and Appeal](#)

Suspend the Rules that ...

- ✦ Often, a group has a need to perform a certain task, but there is a rule that prohibits that task. The group can move to **“Suspend the rules that prohibit ...”**
- ✦ **BEWARE:** You never ‘Suspend the Orders of the Day’ (= the agenda), or ‘Suspend the Rules’ (= Robert’s).
- ✦ The problem is to determine which rules may be suspended, and what vote would be required.
 - ✓ Drill: [Suspend the Rules](#)

4. Appendices

How to phrase a motion;

How to beware of other members' intentions;
and

How to exploit your motion's ranking among
the other motions.



Purpose and Form (Selected Motions)

- ✚ All members know what they wish to accomplish during the handling of a motion.
- ✚ They need only two pieces of information.
 - ✓ Which is the best motion to use?
 - ✓ How to word the motion with clarity?
- ✚ [Purpose of Motions and their Correct Form](#)

Evil Side of Parliamentary Procedure

- ✦ As in the implementation of any rules, most members will figure out how to use the rules to their advantage at your expense.
- ✦ Let Parliamentary Procedure be
 - ✓ A Shield to protect your rights
 - ✓ A Sword to champion your interests
- ✦ [Rules as Sword or Shield](#)

Ranking of Selected Motions

- ✚ Not all motions need a second. Not all may be amended or debated. Not all require a majority vote to adopt. Some motions do not require a vote for adoption.
- ✚ Some motions have a higher ranking in power than other motions.
- ✚ This chart will illustrate all of these features.
 - ✓ [Ranking of Motions](#)

You and the Rules

Your goal is to uphold the objectives of your organization as described in the bylaws, and to protect the rights of the organization's members.



Thank you for your participation.



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