

Rules of Order Made Easy!

Board Protocol
February 25, 2016

California Special Districts Association

Lorenzo R. Cuesta
Professional Registered Parliamentarian
<http://www.roberts-rules.com>
parliam@roberts-rules.com



California Special
Districts Association
Districts Stronger Together

**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 Rules lies in each Rule's role as protector of a member's rights.

Each Rule is affected by, and in turn affects, all the other Rules.



Hierarchy of Governance

- ✚ Federal Statutes
- ✚ State Laws:
 - ✓ Corp. Code; Ca Public Records Act; Special District Acts
 - ✓ Brown Act (Open Meeting Law)
- ✚ 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
- ↖ A speaker may not speak a second time unless no one seeks to speak his first time
- ↖ All comments are made through the chair
- ↖ Comments are confined to the current issue
- ↖ Members have no right to complain. Only the right to make motions (or amend, postpone, refer, etc.)
- ↖ Discussion should alternate between Pro and Con
- ↖ No lengthy papers read, 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 and Special District Acts,
 - ✓ The Brown Act,
 - ✓ The Constitution,
 - ✓ The Bylaws,
 - ✓ The Rules of Order (Robert's),
 - ✓ The Standing Rules,
 - ✓ The Established Customs.
- ✦ It is not the “board’s agenda” or “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 but clearly 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 to address the board, a standing committee, the membership, etc.,
 - ✓ Vote openly even if by secret ballot,
 - ✓ Prohibit Serial, Hub, Retreat, and Team Building Meetings,
 - ✓ All Close Sessions require a prior posting, proper reporting.



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
- ✓ An organization's Constitution, Bylaws, Standing Rules, or Robert's Rules of Order may not conflict with the Brown Act.



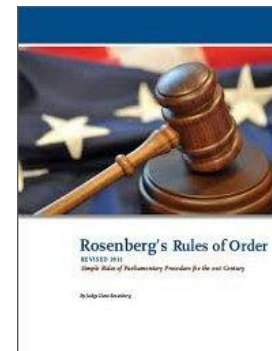
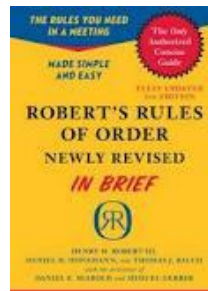
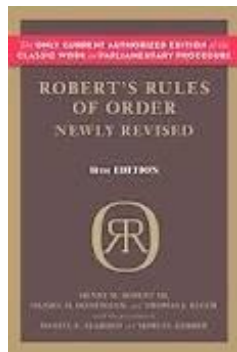
3. Rules of Order (Robert's)

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.



Dos and Don'ts of Minutes

↖ DO INCLUDE

- ↖ Meeting Information (i.e., date, time, location, type of meeting)
- ↖ Attendance, quorum, name of each motion maker
- ↖ Exact wording and action of motions, amendments (e.g., adopted, defeated, postponed, referred, laid, etc.)
- ↖ How every member voted
- ↖ All Points of Order, Appeals, Rules Suspended, Notices, and reports from Close Sessions

↖ DO NOT INCLUDE

- ↖ Report details, debate content, personal opinions
- ↖ Withdrawn motions
- ↖ Phrases of praise or criticism



Six Steps to Handling a Motion

- ✦ If the chair is handling a routine motion, such as adoption of the agenda (or minutes, or recess, or adjournment) 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](#)



1° Amendment – Insert or Add

✦ Original Main Motion

I move that membership not be restricted on basis of race, religion, etc.

✦ You prefer

I want to include “age”.

✦ You need to move to amend

I move to amend by inserting “age” after the word “religion”.

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

I move that membership not be restricted on basis of race, religion, age, etc.



1° Amendment – Strike

✦ Original Main Motion

I move that membership not be restricted on basis of race, age, genetic information, etc.

✦ You prefer

I don't want “**genetic information**” included.

✦ You need to move to amend

I move to amend by striking “**genetic information**” after the word “**age**”.

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

I move that membership not be restricted on basis of race, age, etc.



1° Amendment – Strike and Insert

✦ Original Main Motion

I move that a majority be defined as “50% plus 1”.

✦ You prefer

I don’t want the Hollywood version. I want the mathematical version.

✦ You need to move to amend

I move to amend by striking “50% plus 1” and inserting “greater than half”.

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

I move that a majority be defined as “greater than half”.



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.
- ✚ It is valid only for a Temporary Urgency.
- ✚ Not valid to Kill or to Postpone a main motion.
- ✚ May be qualified as to “reason,” but not as to “time”.
- ✚ Correct way to move the motion to Lay on the Table.
 - ✓ Mr. Chair, since our guest speaker needs to take an early flight, I move that we Lay the current motion on the Table.
- ✚ A Tabled motion is “Taken from the table” anywhere on the agenda, or it will die after 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 taken; Point 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 speaks a 2nd time giving 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, even though there is a rule that prohibits that task. The group can move to **“Suspend the rules that prohibit ...”**
- ✦ **BEWARE:** You don't ‘Suspend the ORDERS of the Day’ (= the agenda), or ‘Suspend the Rules’ (= Robert’s).
- ✦ The problem is to determine which Rule 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 Rule, 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 need a formal 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 your bylaws, and to protect the rights of the organization's members.



Thank you for your participation.



**California Special
Districts Association**
Districts Stronger Together

**PROFESSIONAL
DEVELOPMENT**



**California Special
Districts Association**

Districts Stronger Together

This webinar is provided for general information only and is not offered or intended as legal advice. Attendees should seek the advice of an attorney when confronted with legal issues and attorneys should perform an independent evaluation of the issues raised in this webinar.



**California Special
Districts Association**
Districts Stronger Together

**PROFESSIONAL
DEVELOPMENT**