

BOARD PROTOCOL

With the Brown Act and Robert's Rules

California Special Districts Association

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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 Dark Side of Parliamentary Procedure
 - c. Ranking of Selected Motions



1. Critical Overall Information

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



Hierarchy of Governance

- ✚ Federal Statutes
- ✚ State Laws:
 - ✓ Corp. Code – Name; Object
 - ✓ Brown Act – Open Meeting Laws
- ✚ City and Local Statutes
- ✚ Constitution: Members; Officers; Meetings
- ✚ Bylaws: A Society's Business Defined
- ✚ Rules of Order (Robert's): Everything else
- ✚ Standing Rules: 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
- ✦ 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 Corporate Code,
- ✓ The Brown Act,
- ✓ The Constitution,
- ✓ The Bylaws,
- ✓ The Rules of Order (Robert's),
- ✓ The Standing Rules,
- ✓ The Established Customs.

✦ It is not “their agenda” or “their meeting”.

2. Open Meeting Rules

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



The Brown Act of 1953 Rules

- ✚ Rule #1 – Always do more than necessary
- ✚ Rule #2 – Take the Sweetheart Approach
 - ✓ The most you have already done is probably not enough.
- ✚ Rule #3 - Stop the hypothetical “What if I...”
- ✚ Rule #4 - When in doubt see Rule #1

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, standing committee, membership, etc.,
 - ✓ Vote openly even if by secret ballot,
 - ✓ Prohibit Serial 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.

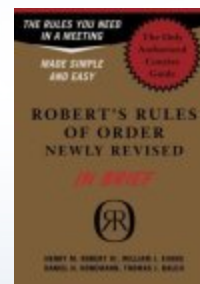
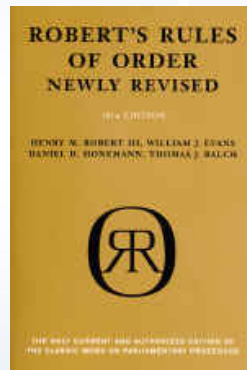
3. Rules of Order (Robert's)

The shield to protect your rights.
The sword to champion your interests.



Best Parliamentary Advice

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



Order of Business

- ✦ This is Robert's recommendation for an efficient agenda. Customization is expected.

[Sample Order of Business](#)

- ✦ The next month's agenda would include items of business from both months.

[Next agenda](#)

Minutes

↖ Here is what this agenda's minutes could look like.

[Sample Minutes](#)

↖ 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 president appointed committee to study the Clay Pigeon habitat.

Your intent

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 president appointed 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.

Your intent

I want the members to create the committee.

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 president appointed committee to study the Clay Pigeon habitat.

Your intent

I want to study Lawn Flamingos not the 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 president appointed committee to study the **Lawn Flamingo** habitat.

2° Amendment – Any of the 3 Forms

Original Main Motion

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

You want to move to amend (Primary Amendment)

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

You want 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 president appointed 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.
 - ✓ I move to postpone the main motion until the next meeting.
 - ✓ 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.
- ✚ 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 the 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

- ✦ 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 rule that prohibits ...”**
- ✦ The problem is to determine which rules may be suspended and what vote would be required.
 - ✓ Drill: [Suspend the Rules](#)

4. Appendices

Phrase a motion; beware of other member's moves; and 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.
- ✦ There are 2 obstacles to this action
 - ✓ Which is the best motion to use?
 - ✓ How to word the motion with clarity?
- ✦ [Purpose of Motions and their Correct Form](#)

Dark Side of Parliamentary Procedure

- ✦ As in the implementation of all 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. Not all need 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.



Copies of this webinar and all of its attachments may be downloaded for further review by visiting the California Association of Special Districts website, <http://www.csda.net/>