

LDWA ADMINISTRATIVE POLICIES AND PROCEDURES

SECTION I: BOARD MEMBERS MEETING PROTOCOL ROBERT'S RULES OF ORDER & PARLIAMENTARY PROCEDURE

In an effort to conduct meetings in an ethic and ordered manner, the LDWA Board of Directors has incorporated meeting protocol guidelines in accordance with Parliamentary Procedures and Roberts Rules. These guidelines are for reference and use by the Board of Directors and Staff to use during public and executive meetings.

Parliamentary Procedure is a set of rules for conduct at meetings that allows everyone to be heard and to make decisions without confusion.

Parliamentary Procedure is a time-tested method of conducting business at meetings and public gatherings. It can be adapted to fit the needs of any organization. It is important that Board members and Staff know these basic rules to aid in conducting organized and ethical meetings.

The Board President calls the meeting to order.

Only those who get recognized by the Chair may speak during a meeting that has been called to order.

Side conversations are not allowed. If someone wants to speak, it should be to the whole group, unless someone is given permission from the President to have a small side conversation for the purpose of furthering the meeting.

The President acts as a neutral “gatekeeper” in discussions of matters to be voted upon.

In order to discuss something the Board needs to vote on, someone (other than the President) shall make a motion or proposal (“*I move that...*”).

I. Order of Business. Organizations using parliamentary procedure usually follow a fixed order of business. A typical example is:

- A. Welcome & Call to Order.
- B. Pledge.
- C. Roll Call of Board Members and Staff present.
- D. Approval of last meeting(s) minutes (see also Consent Agenda).
- E. Announcements.

- F. Special orders; tabled issues. Business previously designated for consideration at this meeting.
- G. Field Operations, Officers, and/or Committee Reports.
- H. Unfinished Business.
- I. New Business.
- J. Adjournment.

II. Motions. A motion is a proposal that the entire membership take action or a stand on an issue. The method used by Board members to express themselves is in the form of moving motions. Individual Board members can: (i) call to order; (ii) second motions; (iii) debate motions; (iv) vote on motions. There are four Basic Types of Motions:

Main Motions. The purpose of a main motion is to introduce items to the Board members for their consideration. They cannot be made when any other motion is on the floor, and yield to privileged, subsidiary, and incidental motions.

Subsidiary Motions. Their purpose is to change or affect how a main motion is handled, and is voted on before a main motion.

Privileged Motions. Their purpose is to bring up items that are urgent about special or important matters unrelated to pending business.

Incidental Motions. Their purpose is to provide a means of questioning procedure concerning other motions and must be considered before the other motion.

III. How Motions Are Presented.

Obtaining the Floor. Wait until the last speaker has finished. A Board member may rise and address the Chair by saying, "Mr. Chairman, or Mr. President." Wait until the Chairman recognizes the member.

Make a Motion. Members should speak in a clear and concise manner. Always state a motion affirmatively. Example: "*I move that we ...*" rather than, "*I move that we do not ...*". Avoid personalities and stay on the subject.

Wait for Someone to Second Your Motion. Another member will second the motion or the Chairman will call for a second. If there is no second to the motion, it is lost.

The Chairman States the Motion. The Chairman will say, "*it has been moved and seconded that we ...*"; thus placing the motion before the Board members for consideration and action. The Board then either debates the motion, or may move directly to a vote. Once the motion is presented to the Board by the Chairman it becomes "assembly property", and cannot be changed without the consent of the Board members.

Expanding on a Motion. The time to speak in favor of the motion is at this point in time, rather than at the time it is first presented. The mover is always allowed to speak first. All comments and debate must be directed to the Chairman. Keep to the time limit for speaking that has been established. The mover may speak again only after other speakers are finished, unless called upon by the Chairman.

Putting the Question to the Membership. The Chairman asks, "*Are you ready to vote on the motion?*" If there is no more discussion, a vote is taken. On a motion to move the previous motion may be adopted.

IV. Voting on a Motion. The method of vote on any motion depends on the situation and the by-laws and policies of LDWA. There are five methods used to vote by most organizations:

By Voice. The Chairman asks those in favor to say, "aye", those opposed to say "no". Any member may move for an exact count for clarification on record.

By Roll Call. Each member answers "yes" or "no" as his name is called. This method is used when a record of each person's vote is required.

By General Consent. When a motion is not likely to be opposed, the Chairman says, "if there is no objection ..." The Board shows agreement by their silence, however if one member says, "I object," the item must be put to a vote.

By Division. This is a slight variation of a voice vote. It does not require a count unless the Chairman so desires. Members raise their hands or stand.

By Ballot. Members write their vote on a slip of paper. This method is used when secrecy is desired.

Two Additional Motions Relative to Voting.

Motion to Table. This motion is often used in the attempt to "kill" a motion. The option is always present, however, to "take from the table", for reconsideration by the Board members.

Motion to Postpone Indefinitely. This is often used as a means of parliamentary strategy and allows opponents of a motion to test their strength without an actual vote being taken. Also, debate is once again open on the main motion.

V. Consent Agendas.

At every board meeting, at least a few items come to the agenda that do not need any discussion or debate; either because they are routine procedures, or are already unanimous consent. A consent agenda (Roberts Rules of Order calls it a consent calendar) allows the Board to approve all these items together without discussion or individual motions. Depending upon the organization, this can free up anywhere from a few minutes to a half hour or more for more substantial discussion.

Consent Agenda Items. Typical consent agenda items are routine, procedural decisions, and decisions that are likely to be non-controversial. Examples include:

- Approval of the minutes
- Final approval of proposals or reports that the Board has been dealing with for some time and all members are familiar with the implications
- Routine matters such as appointments to committees
- Staff appointments requiring board confirmation
- Reports provided for information only
- Correspondence requiring no action

A consent agenda can only work if the reports and other matters for the meeting agenda are known in advance and distributed with agenda package in sufficient time to be read by all members prior to the meeting. A typical procedure is as follows:

When preparing the meeting agenda, the president or chairperson determines whether an item belongs on the consent agenda.

The president prepares a numbered list of the consent items as part of, or as an attachment to the meeting agenda.

The list and supporting documents are included in the board's agenda package in sufficient time to be read by all members prior to the meeting.

At the beginning of the meeting, the chair asks members what items they wish to be removed from the consent agenda and discussed individually.

If any member requests that an item be removed from the consent agenda, it must be removed. Members may request that an item be removed for any reason. They may wish, for example, to discuss the item, to query the item, or to register a vote against the item.

Once it has been removed, the chair can decide whether to take up the matter immediately or place it on the regular meeting agenda.

When there are no more items to be removed, the chair or secretary reads out the numbers of the remaining consent items. Then the chair states: "If there is no objection, these items will be adopted." After pausing for any objections, the chair states "As there are no objections, these items are adopted." It is not necessary to ask for a show of hands.

When preparing the minutes, the Secretary includes the full text of the resolutions, reports or recommendations that were adopted as part of the consent agenda.

Implementation of the Consent Agenda. The Board should first adopt a rule of order allowing for the consent agenda process. Parliamentarian Colette Collier Trohan CPP-T, PRP www.ctrohan.com suggests the following rule:

A consent agenda may be presented by the president at the beginning of a meeting. Items may be removed from the consent agenda on the request of any one member. Items not removed may be adopted by general consent without debate. Removed items may be taken up either immediately after the consent agenda or placed later on the agenda at the discretion of the assembly.

It is important to make sure that all Board members know what items belong on the agenda and how to move items to and from the consent agenda. For this reason, instruction on using the consent agenda should be part of the Board orientation program.

- IN SUMMARY -

1. The President should do substantially more facilitation of conversation (*“what do you think, Pat?”*) than talking him/herself.
2. In order to begin discussion of a motion, someone has to “second” it (*“I second the motion”*).
3. The meeting minutes need to reflect who makes motions, who seconds them and what exactly the motions are, and the secretary may ask the chair to clarify these things at any time.
4. If there is no second, the motion dies (will not be discussed) and is noted for the record.
5. If there is a second, the President calls on Board members to speak for or against the motion, giving reasons to vote for or against.
6. If a Board member who supports the basic motion wants to suggest a change within the motion, he/she may make a “friendly amendment” in the form of a new motion: “I would like to move that the current motion be amended like this:...”). If they just don’t agree, that’s what they say and it doesn’t alter the actual motion.
7. The motion to make a friendly amendment either gets a second and the newly altered motion gets discussed, or it dies and discussion returns to the original motion.
8. The President usually sets a limit of time in minutes for consideration of a motion and may ask members to (a) wrap up their point soon and/or (b) only speak if they have new thoughts on the topic.
9. A Board member who is called upon can “call the question,” meaning that if someone else seconds that “call” the group must vote at that time on the motion “on the floor” (being discussed).
10. Once a vote is taken by eligible voting Board members, the secretary announces the numbers and the President announces whether it “passed” or not.
11. The President then gives directions or requests that appropriate action be taken by whomever is responsible to act on the motion that has been “passed.”

12. The President then thanks participants for their discussion and/or makes suggestions for how to perhaps have a better discussion the next time.
13. At the end of the meeting, the President asks for a “motion to dismiss.” Someone seconds and the President asks for a vote. If it passes, the meeting is officially over.
14. Parliamentary Procedure is the best way to get things done at your meetings. But, it will only work if you use it properly.
 - Allow motions that are in order.
 - Have members obtain the floor properly.
 - Speak clearly and concisely.
 - Obey the rules of debate.
 - Most importantly, be courteous.