

PARLIAMENTARY LAW ARTICLES

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WHAT IS PARLIAMENTARY LAW?

Richard Ashby RPP

Parliamentary Law, while not actually law in the sense of statutes and jurisprudence, is a set of time tested rules for clubs, organizations, and other deliberative assemblies to be able to productively conduct business. Parliamentary Law is common sense, based on logic and founded on certain fundamental principles. At its heart it takes into account the rights of the majority, protection of the minority, the individual, absent members, and the collective rights of all these groups. Its object is to allow deliberation and arrive at the will of the majority in a timely manner.

Typically national, state/provincial and other full-scale legislative assemblies have extensive internally written rules of order, whereas non-legislative bodies write and adopt a limited set of specific rules as the need arises. For deliberative organizations, the hierarchy of the rules followed are: Federal law, Provincial/State law, Municipal law, Constitution/Bylaws, Special Rules, Standing Rules and lowest on the hierarchy is the parliamentary authority. Robert's Rules of Order Newly Revised is the best known and world-wide respected parliamentary authority used by most organizations. The parliamentary authority helps to provide the stability of established and proven rules. Every single meeting of every single organization uses Parliamentary Law - to some extent.

Parliamentary Law is also known as parliamentary procedure, parliamentary practice, legislative procedure or rules of order. It is important that everyone know these basic rules, primarily so that they can apply Parliamentary Law properly and to be able to restrain those who know just enough to be dangerous or are able to deliberately misuse it for their advantage and personal gain.

Rules for a formal meeting such as an Annual General Meeting are stricter than the rules are for a Board meeting, and the rules are stricter for a Board meeting than those used in committee meetings. For example, at an Annual General Meeting, it is necessary that a motion be made before debate can take place since there are a larger number of members present and discussion needs to be focussed to save time. In a Board meeting things are not quite as formal, and in a committee meeting, Parliamentary Law is even more relaxed. In a committee, for example, a motion adopted by the committee is often the result of debate rather than being the stimulus of discussion.

Just like in a court of law, a minor transgression of Parliamentary Law rules is not necessarily a cause to reverse the process and re-do the actions. If there is a reasonable expectation that the end result would be the same, there is no reason to do it all over again. If there is a reasonable expectation that the result will be different, then steps have to be taken. For example, if the Chair does not ask for a seconder, yet someone starts to immediately debate. Effectively, after the mover, the member who spoke first seconded the motion, whether he likes it or not. There is no need to back up and formally ask for a seconder.

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WE DON'T USE PARLIAMENTARY LAW IN OUR ORGANIZATION

Richard Ashby RPP

We have all heard someone say “We don’t use Parliamentary Law in my ABC Association and it works just fine.” “We shouldn’t bother using Parliamentary Law here. It’s just waste of time.” Have they ever made a motion? Seconded something? Taken part in Debate? Voted? If so, yes they do use Parliamentary Law. It is up to you how to use it properly and effectively. I have heard some evidence that courts have held that all organizations are subject to the principles and rules of common parliamentary law. As a result most organizations justifiably adopt a Parliamentary Authority such as Robert’s Rules of Order to help provide the stability of established and proven rules without having to write their own. Every single meeting of every single organization uses Parliamentary Law - to some extent.

The reason people develop an aversion to Parliamentary Law is they have been exposed to the misuse by those who don’t know how to apply the rules properly, or by those who know just enough to deliberately misuse it for their advantage. Parliamentary Law gets blamed - instead of the incorrect application of the rules. It is up to the Chair and to the members how well it is used.

Parliamentary Law is common sense, based on logic and founded on fundamental principles including but not limited to the following;

- All members have equal rights, privileges, and obligations.
- The majority vote (or more) decides.
- The rights of the minority must be protected.
- Every member has the right to know the meaning of the question before the assembly and what its effect will be.
- Only one motion can be considered at a time.
- All meetings must be characterized by fairness and by good faith.

There are a lot of myths about Parliamentary Law, only some of which are; - Rules are the same for all meetings. - The absence of a quorum is okay if nobody brings it up.- Seconds are critically important. - Anyone can speak at meetings. - “Old business.”- Calling “question!” stops all business. There are a lot more. The most important thing is to have a basic understanding of the principles of Parliamentary Law so you don’t get lead astray by well meaning advice like “*well the right way to do this is ... according to ...*” or, “*We’ve always done it this way ...*”. The problem is, a lot of that information is based on a myth or erroneous information. The best of course is to have a working knowledge of Parliamentary Law.

One myth to clear up here. “If you abstain from voting it doesn’t matter.” A majority vote means a majority of those present and voting. If you abstain - your presence doesn’t count. But let’s take it to the absurd, if there are 100 people present in a meeting, and a vote is taken. 1 person votes for the motion, 0 vote against the motion, and 99 people abstain - THE MOTION PASSES! Your vote (your voice) does matter.

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MAKING A MOTION

Richard Ashby RPP

There are several classes of motions; main, subsidiary, privileged, incidental etc. Some need a seconder, some do not, some can be amended, some cannot, some can be debated, some cannot. As a member of an organization, you should be aware of the classifications and the characteristics of motions so you can participate appropriately. This article will focus on the “main motion”.

A main motion is a motion whose introduction brings business before the assembly. It can only be made when no other motion is pending, and it ranks lowest in the order of precedence of motions. The main motion is the building block of organizations. Nothing happens without a main motion as it is the way in which a matter is presented to the organization for possible action. A simple main motion is easy. “I move that the Secretary be authorized to purchase a new minute book.” A resolution to amend the Constitution is usually more complicated - and that is the subject of this article.

If there is an issue you want to address; there are a number of steps to follow;

1. Don't write anything down yet! Do your research. Why do you want to make an amendment to the Constitution/Bylaws? Is your issue already addressed in the Constitution/Bylaws? Read them carefully. What is the concept of your motion? What clauses in the Constitution must be changed? The Bylaws? The Rules and Regulations? Make sure that every clause that would need to be changed is on the list. Research all the steps you have to take to get your proposal on the floor for consideration. If you miss a step, it may not be allowed, so make sure to follow the rules carefully.
2. Consult the Constitution/Bylaws, Rules and Regulations and Standing Rules. Amending the Constitution and/or Bylaws will require “Previous Notice” so make sure to follow the requirements. Not following the regulations will delay or possibly even block the presentation of your motion entirely.
3. Draft your motion, including your analysis and rationale for the proposal. Can it be interpreted differently from your intent? Keep in mind that if your motion can be misinterpreted - it will be. Is your intent very clear? You will likely have to make several drafts before you have the best possible wording. If your wording is not clear, the Jurisprudence Committee and/or Chair has the obligation to rule the motion “out of order”.
4. At the meeting, rise and be recognized by the Chair when it is in order to make your motion.
5. State: “I move” ...” and state your motion. If for example your proposal has followed all the rules and been approved for presentation at the meeting, and is printed and listed as “Resolution #3” you simply state “I move Resolution #3 as printed.” As the mover of the motion, you have the right to speak first. It is at this time that you present your reasons and logic for making the motion.
6. IF you are proposing an amendment to someone else's resolution;
 - a. Do your research - as above.
 - b. Clearly draft your amendment to the motion/resolution.
 - c. Have at least four copies 1. Chair. 2. Secretary. 3. Jurisprudence Committee. 4. Yourself. And provide those copies as quickly as possible to those individuals, preferably beforehand.
7. At the appropriate time, rise and be recognized and state “I move the following amendment.” Be prepared to speak first in debate on your amendment and present your logic and reasons.

Important subjects to keep in mind.

- Tone of voice is essential. Someone who by tone of voice is belligerent to the Chair can be ruled out of order, and if inappropriate conduct continues can face charges.
- Keep debate germane to the motion on the floor. Only the wording of the amendment to the Constitution is on the floor. Other words in the clause of the Constitution that are not being changed are NOT part of the amendment and cannot be discussed. The Chair properly will call you to order and may stop your debate.
- Don't use the excuse/pretence of asking a question then making a statement or debating. You should rightly be called to order, and might lose your right to debate.
- Nominations are NOT seconded. Nominations are not technically motions.

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8 STEPS TO A MAIN MOTION

Richard Ashby RPP

The basic building block of Parliamentary Law is the Main Motion and the processes involved. The following description provides the basics for making and handling main motions.

1. MEMBER SEEKS RECOGNITION BY THE CHAIR

In a large assembly, members should stand to be recognized. In smaller groups where everyone can see all other members, they may remain seated, unless the organizations rules specify otherwise, but raise need to their hand while addressing the Chair by the appropriate title for the presiding officer.

2. A MEMBER IS RECOGNIZED BY THE CHAIR

Until the Chair recognizes the member, the member does not "have the floor" or the right to speak. The Chair must ensure that only one member has the floor at a time, and that only voting members are recognized for the introduction of motions or debate. The Chair must be clear on who has been recognized to speak.

3. THE MEMBER STATES THE MOTION

The proper form is, "*I move that...*" rather than, "*I'd like to make a motion...*". The motion should be stated in the positive, rather than in the negative (a proposal not to take a certain action). Debate is not in order before the next two steps have been taken.

4. ANOTHER MEMBER SECONDS THE MOTION

By seconding a motion, another member indicates a willingness to discuss the subject. It does not necessarily imply agreement with the motion. A seconder does indicate a motion needs to be discussed. Without a second, the Chair just states that the motion is lost for lack of a second, and no further action is taken.

5. THE CHAIR STATES THE MOTION

The Chair announces, "It has been moved and seconded that..." and then using the exact same wording as the mover, re-states the motion. The Chair may need to describe exactly what the assembly will be asked to vote upon. Only after the motion has been re-stated by the Chair is any discussion in order. It then becomes the "property" of the assembly which has the ultimate authority to deal with the motion.

6. MEMBERS DISCUSS/DEBATE THE MOTION

The Chair should first recognize the maker to give the reasons for introducing this subject and to speak in favour of its adoption. Next, an opposing argument should be entertained, and remaining debate should then alternate between those in favour and those opposed. No member should be recognized and permitted to speak twice before any other member who wishes to has yet to speak for the first time on this subject. The mover does have the right to speak last, just before the vote is taken. By speaking the second time, this closes debate.

7. THE CHAIR TAKES THE VOTE

When the assembly appears to have debated to its satisfaction and is ready to vote, the Chair should clearly re-state exactly what is being voted upon, then ask, "All those in favour?" then "All those opposed?" Members usually signify by raising their hands to vote. If the Chair is ever in doubt regarding the results of the vote, he should immediately call for another vote and may ask for assistance in counting the vote. Or he may call for a rising vote for count accuracy.

8. THE CHAIR ANNOUNCES THE RESULTS OF THE VOTE

The Chair would state, for instance, "The ayes have it, and the motion is adopted" or "The noes' have it, and the motion is lost." The Chair could then explain the specific impact of this vote to the assembly, particularly what needs to be done, if anything, as a result of their vote. P.S. a tie vote is a lost vote and does not adopt the motion. Always.

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THE ROLE OF THE SECONDER by Richard Ashby RPP

The purpose of a seconder is to demonstrate that more than one person present wishes to discuss a proposed motion. Without the requirement of a second the result would be issues presented that waste time. Members would feel compelled to discuss an issue, even if they are not interested. Members should not feel obligated to second a motion. If you are not interested in discussing the motion, don't second the motion.

There are motions that need a seconder, and motions that do not. It all depends upon the characteristics and classification of the motion. All Main Motions do require a second, some Incidental motions and some Privileged motions do not require a second, and some motions require a second only under certain circumstances. There are by my count, 22 motions that do not need a seconder. See RRONR 11th Edition for details.

When no second is made, and *if the motion requires a second*, the Chair will usually ask, "Is there a second?" If no second is obtained within a reasonable time, the Chair simply declares that there was no seconder, declares the motion "dead", and proceeds to the next order of business. The assembly has decided nothing, therefore nothing need be recorded in the minutes. The minutes are a record of what was *decided* at the meeting, *actions* taken by the assembly, not what was *said* at the meeting. So, if there is no second as required, no *action* was taken, nothing was *decided*, so the matter simply disappears.

"A second merely implies that the seconder agrees that the motion should *come before the meeting* and not that he necessarily favours the motion. A member may second a motion ... because he would like to see the assembly go on the record as *rejecting* the proposal .."¹ The mover cannot speak against his or her own motion, although he or she can vote against it. After all, everyone has the right to change their mind. The person who seconds the motion, however, can speak against the motion because a second means "Let's discuss it," not "I agree."

Nominations DO NOT have to be seconded. While it is not out of order for members to second a nomination, it does tend to be frowned upon and it does signal an endorsement which may be inappropriate in some assemblies.

In small committees, or boards (usually about 12 members), motions do not strictly require a seconder since in smaller boards/committees motions often come about as the result of discussion.

When recommendations from a committee report are presented, no seconder is required as the assembly has already demonstrated an interest through the establishment of the committee in the first place, and secondly the motion is coming from a committee composed of members who have demonstrated an interest in the motion being presented for discussion.

¹RRONR, 11th Edition, page 36

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DEBATE

Richard Ashby RPP

Debate is the process by which discussion takes place on a particular topic in a meeting, in which arguments for and against the motion are put forward by members in a formal and respectful manner.

In general the necessary steps preliminary to debate are; 1) when no business is pending, 2) a member rises and is recognized, 3) the member shall then state the motion, 4) the motion is seconded, 5) the chair then re-states the motion and says (for example) "The floor is now open for debate". Now the question is open for debate, subject to limitations as specified by the organization. Groups may specify debate limitations in their Bylaws among which may be a time limit, the number of speakers, etc. No member can speak a second time as long as any other member yet desires to speak, nor longer than a time specified without the approval of the assembly. There are options available to modify debate privileges.

The mover is entitled to speak first, and last to close the debate. If he has not already exhausted his time limit. Usually when the mover speaks a second time it closes debate. The Chair must ensure that this privilege is not used to adversely close debate and deny other members the right to speak in debate.

There are certain formalities that need to be observed in debate.

- All remarks **MUST** be addressed **TO** and **THEREBY** through the Chair to the members present.
- It is not allowable to make derogatory remarks, accuse someone of a wrong doing, an inadequacy, or to question the motives of a member. Such remarks could cause the member to be subject to censure.
- Tone of voice is also important. Someone whose tone of voice is derogatory can and should be called to order, and could face loss of debate privileges.
- Avoid the use of an individuals' name. Use phrases such as "the member who spoke last". Officers should always be referred to by their official titles.
- Members must confine debate to merits of the motion or amendment, the exact wording of the question on the floor, not to go off on tangent discussions or a different subject. Words in a bylaw clause that are not being changed are "off limits" as they are not part of the proposed amendment, and cannot be part of the debate.
- During debate, and while the chairman is speaking, or the assembly is engaged in voting, no member is permitted to disturb the assembly by whispering, or walking across the floor, or any other disruption.
- The maker of a motion, though he can vote against it, cannot speak against his own motion.

The right of members to debate and, make motions cannot be cut off by the chair's putting a question to vote too quickly. If the chair gives ample opportunity and the debate appears to be finished, he should inquire, "Are you ready for the question?" After a reasonable pause, the chair proceeds to take the vote. Before the negative vote is taken, a member may yet rise and claim the floor, and reopen the debate. Should this privilege be abused by intentionally waiting until the affirmative vote has been taken and then rising and reopening the debate, the chair should act the same as if it were a dilatory motion, or any other attempt to obstruct business to protect the assembly from annoyance.

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DEBATE - WHY DO YOU ADDRESS THE CHAIR?

Richard Ashby RPP

How many times have we seen in a meeting, someone gets up to speak in debate, and starts their remarks with "Through the Chair", then proceeds to address their remarks directly to another member?

Respect to the Chairs' authority and to other members is communicated by carefully depersonalizing comments made in debate. When addressing remarks made by another member, no one will ever go wrong by speaking *to* and thereby *through* the Chair. In debate the speaker addresses all remarks directly to the Chair, not to other members. This means to look at the Chair when speaking, and avoid looking at the member to whom remarks might be directed. Thus the speaker will be circumspect in what is being said as they are speaking to a person in authority (the Chair), NOT to any member in particular.

All speakers must refrain from making remarks directly to another member, using a member's name, and especially avoid making derogatory or personal remarks. An appropriate tone of voice is also critical. A belligerent tone of voice can lead to disciplinary measures by the Chair. In debate a member must confine himself to the question before the assembly, and avoid personalities or castigations. For example, "*Mr. Chairman, does the member who just spoke have information on the cost of this purchase?*" works much better than, "*Darn it George, just how much is this stupid idea is going to cost us?*" Formality has its benefits. The main thing to remember when things get tense - it is not the individual, but the measure, that is the subject of debate. It is prohibited to accuse someone of wrongdoing or an inadequacy, or to question motives. The nature or consequences of a measure may be criticized - not individuals. Be polite and civil in all remarks.

There is nothing to suggest that the words "Through the Chair" have to be used. It is the action of addressing all remarks to the Chair. In order to speak through the Chair, you actually need to look at and speak directly to the Chair. If a member interrupts with a question they should go through the chair to ask the question and the response must also go back through the Chair. This process must continue going through the chair on every question.

Tone of voice is of import. If a member rises in debate or to a point of order then addresses the Chair in an antagonistic tone of voice, or is obviously belligerent they should rightly be called to order or ruled out of order by the Chair, and may justly lose their right to participate any further in debate.

Members who rise to ask a question, worded in such a manner that it is actually debate should be ruled out of order. Members who rise to ask a question, wait for the answer, then proceed to participate in debate shouldn't be surprised when the Chair rightly rules them out of order as they used subterfuge to get around the rules of debate. That individual just might lose the right to debate due to their action(s).

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DECORUM IN DEBATE

Richard Ashby RPP

During debate, and while the chairman is speaking, or the assembly is engaged in voting, no member is permitted to disturb the assembly by whispering, or walking across the floor, or in any other way interrupting proceedings. In debate, members must keep their comments germane (directly relevant) to the motion. Members must address all remarks directly TO and therefore THROUGH the Chair to the rest of the members. Things can deteriorate quickly when members do not address the Chair and speak directly to another member. Do use titles, not individuals names in order to keep things impersonal. Be polite and civil. Don't get the floor and start reading a paper, don't argue with the Chair, and don't say or do anything designed to deliberately provoke or antagonize.

Actually listen to the opposition. You have a right to speak, so does the opposition, so give your fellow members their rightful turn. Listen to them - you might just change your mind.

In debate a member must focus on the issue and avoid personalities. For example, "Mr. Chairman, does the member who just spoke have the statistics available?" works much better than, "Darn it Ben, can you back up that information?" Formality has its benefits. There may be disagreements, but if everyone sticks to the issue and is circumspect in their remarks, no one will feel personally attacked. Acrimonious debate does nothing but ruin good organizations. If members attending meetings are continually embarrassed by bickering, squabbling, and snide remarks, those members quit, and those causing the problem generally don't have what it takes to keep the organization going.

Sometimes things do get emotional. If debate does get heated and disorderly words or a disagreeable tone of voice is used, the Chair will rightly call the member to order and direct the individual to refrain from the disparaging remarks. Usually this is sufficient. If the situation escalates, further steps should be taken as specified in Roberts. If any business has taken place since the member spoke, it is too late to take notice of any disorderly words used. Disorder must be handled without delay.

If the member does not come to order, and denies impropriety and/or cannot justify the words used, it becomes the duty of the assembly to act in the case. Basically a trial can be held immediately. No member involved in the disruption should be present in the assembly when any matter relating to himself is under debate. The exception is if the disorderly words are directed to the Presiding Officer/Chair. In this case the Chair does not retire or step down from the chair to have someone else conduct the vote.

There may be circumstances when a speaker's comments or behaviour is so unsuitable that the Chair has no choice but to rule the member out of order without further warning or measures to protect the rights of other members present and to preserve the harmony of the meeting. Additionally, in Eastern Star, our conduct as members is held to a higher standard of behaviour, so an unruly member can be disciplined immediately. If the offense is so reprehensible that the Chair feels immediate steps are required, the offending member may not get any further warning(s) and the Chair may take immediate action. The Chair must avoid personalities however, remain calm, and bring honour to his/her position.

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THE MYTH OF ADOPTING AN AGENDA

Richard Ashby RPP

An agenda is a list of meeting activities in the order in which they are to be taken up, beginning with the call to order, and includes one or more specific items of business to be acted upon. It is always a good idea for any organization, committee or board to circulate copies of the agenda of an upcoming meeting. At the meeting, the Chair can add requested items to the agenda, *unless the meeting is for one specific purpose only*, and may take an item up for discussion out of order if necessary, for example if a member needs to leave early. The agenda is primarily used for the guidance of the chair and the members present on the order of business to be followed. In spite of the great organizational tools and techniques available, especially the use of an agenda, some presiding officers only want to discuss their wants, rehashing old decisions, and stamping down anybody who tries to move things along. This is a mistake. An agenda should always be used to ensure that the objects of the meeting are accomplished.

In some cases the Chair will call for a motion to adopt the agenda or program. While the circulation of the agenda is a good idea, the adoption of the agenda is definitely **not a good idea** for most ordinary societies. The adoption of the agenda (by majority vote), restricts the business of the meeting to only those items listed, nothing can be added that develops, and items must be taken up in the specified order. When an adopted agenda specifies a time, that item cannot be taken up earlier, and must be taken up when that time arrives even if other business is pending. When the assigned time arrives, the must chair announce that fact, and immediately takes the vote on any pending question(s) without allowing further debate.

The purpose of adopting an agenda is for organizations that do not hold frequent regular meetings, and for conventions/sessions that may last for several days, such as the House of Commons (Cdn) or the Congress (US). By adopting the agenda, the delegates know when they need to be back in the meeting room to address an issue of particular interest. If a meeting does adopt an agenda, it can change that agenda only by a formal motion to do so. Such a motion must be seconded and requires a two-thirds vote. This protects the rights of the delegates from issues being introduced without notice or out of order from the agenda.

In small and medium sized organizations or conventions of less than several days, or organizations that do hold regular meetings, adoption of the agenda is usually totally unnecessary. Committees and boards need never adopt the agenda since; there are a small number of members, the members do not typically come and go from the meeting, the meeting is usually only a few hours instead of several days long, and finally adopting the agenda severely restricts the flexibility desirable for smaller bodies to work effectively.

Every organization has goals that it wants to accomplish, which require that its members work together effectively and efficiently. Time and meeting management is critically important. Parliamentary Law saves time when used properly, and wastes time when used inappropriately.

Adopting the agenda for most assemblies is a waste of time, reduces flexibility and creates a waste of time.

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OLD BUSINESS VS UNFINISHED BUSINESS

Richard Ashby RPP

First piece of information on this subject is to cover the topic of an Agenda.

An agenda is a list or outline of things to be considered or to be done at a meeting to make sure that the meetings are organized, productive and don't miss achieving specific goals. The formality of the agenda will depend on the formality of the group. Committees use more informal agendas than those used at an Annual General Meeting. Some organizations Bylaws go so far as to require the agenda for their Annual General Meeting to specify the time an item will come to the floor for discussion.

Business meetings often follow a basic agenda that lists those items of business to be discussed and decided, and an opportunity to introduce new business. An organization or group can add specific items to the agenda that they find necessary, such as an opening prayer. The *minimum* usual agenda for a business meeting is;

1. Reading the Minutes of the previous meeting [and their approval].
2. Reports of Officers, Boards and Standing Committees.
3. Reports of Special (Select or Ad Hoc) Committees.
4. Special Orders.
5. Unfinished Business and General Orders
6. New Business.

The main logical reason for this order is to complete unfinished work before introducing more work/goals. Items that were not completed at the previous meeting come up under "Unfinished Business". Uncompleted business needs to be resolved and completed before anything new is introduced if possible. The proper term is "Unfinished Business" not "Old Business". Old business implies that the issue was so unimportant that it is stale or no longer current. The term Unfinished Business allows for the inclusion of items of a ongoing activities that may be active for weeks or months, or years and of which periodic updates are necessary. So the business is unfinished, never old or noncurrent.

Additionally, Robert's Rules of Order specifically states: "The expression "old business" should be avoided since it may incorrectly suggest the further consideration of matters that have been finally disposed of."²

As usual in Parliamentary Law there are subtleties that come into effect. New business items are those that have not been discussed by meeting attendees previously and that do not belong in a committee report. For example, the finance might present new information at a meeting, but that is not considered new business. If the organization does not have an insurance committee and the organization has just found out its insurer will not be renewing its liability or directors' and officers' insurance policy, that news would be announced during the new business portion of the meeting. If the board assigns the task of soliciting new insurance quotes to an attendee, that information would be presented during the unfinished business portion of the next meeting.

²RRONR 11th Edition, page 358

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HOUSEKEEPING MOTIONS

Richard Ashby RPP

There appears to be an increased use of the term “housekeeping motions” in many organizations. There is no such thing listed in Robert's Rules of Order. Based on how people have been using this term it has been recognized that there seem to be two usages, or definitions.

1. Motions that come up as a regular order of business. Topics such as adoption of the minutes, adoption of an annual budget, auditors reports, etc. Orders of business that come up on a regular basis, depending upon the nature of the meeting and whether the meeting is a regular meeting, or an Annual General Meeting, or a committee meeting for example. This use of the term “housekeeping motions” to identify regular items of business, which while not a recognized Parliamentary Law term, is tolerable.
2. Unfortunately, under the second interpretation, the term “housekeeping motions” being used to identify motions that some consider to be of such a minor consequence that they think the motion can be made and brought to the floor without meeting all the normal legal requirements. For example, there have been incidents when a “housekeeping motion” was attempted to be introduced to amend the Bylaws or Constitution without previous notice. The argument being that the motion was of such minor import that the consideration would not be of great effect. The problem with this reasoning has several defects.
 - a. Even the change of the location of a comma or the introduction of a comma, can materially change the integral meaning of a phrase or clause.
 - b. Who can categorically state that their personal particular clarification of the “intent” of the clause in the Bylaws is correct or what was originally intended? One individual's reading of the intent may be different from another's. If the purpose of the so called “housekeeping motion” is to clarify the intent of the original content in the Bylaws, such clarification can only be determined by the deliberative assembly after previous notice and the interpretation agreed upon by a 2/3 vote.
 - c. If such a “housekeeping motion” dealing with a “minor change” to the Bylaws without previous notice were to be allowed, at which point does previous notice become required? When does a motion become “housekeeping”. The mover's interpretation, the President's, the Secretary, or the Bylaw Committee? Thus it becomes a so called “slippery slope”. Over time, more and more motions could be allowed to be introduced as a so called “housekeeping motions” covering broader and broader topics to the extent that the Constitution and the amendment process becomes immaterial.
 - d. The purpose of the requirement of previous notice is to protect the rights of absent members. Members have the right to attend and express their opinion by participating in debate and by voting. If they are not notified of topics of import such as amendment of the Bylaws or the Constitution, the rights they have as members are violated.
 - e. The purpose of a 2/3 vote is to ensure that the decision of the assembly is appropriate. Therefore a vote requiring more than a majority has been established as a compromise between the rights of the individual and the rights of the assembly or organization.
 - f. The requirements of previous notice and a 2/3 vote is to make sure that the decision to amend the Constitution, for example, is difficult enough to ensure that the decision has been well and truly considered and the process did not violate the rights of members.

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COMMITTEE REPORTS

Richard Ashby RPP

After consulting several parliamentary authorities, “Roberts Rules of Order”, “Procedures for Meetings and Organizations” by M. Kaye Kerr and Hubert W. King, and “Learning Parliamentary Procedure” by Alice Sturgis among others, all authorities stated that adoption of a committee report, adopts any and all recommendations contained in that report, but none stated it clearer that Alice Sturgis. *“If a committee report is adopted, the assembly binds itself to any opinions, conclusions, recommendations, or resolutions which are contained in the body of the report.”* page 264, Learning Parliamentary Law by Alice F. Sturgis, McGraw-Hill Book Company.

For example, if a committee report contains a recommendation that members must wear pink dresses, and if that committee report is accepted, adopted, or agreed to - all members would then have to wear pink dresses, ... including the men.

It is recommended for ALL committee reports;

- Any recommendations be grouped at the end of the report, repeating the recommendations if they had already been noted earlier in the report. This way the recommendations which should be stated as motions and dealt with separately from the committee report.
- If there is more than one recommendation or motion from the committee, each recommendation should be handled separately to avoid any confusion.
- Reports are no longer required to be “Respectfully submitted”. The more appropriate form is to start the report with words such as “The ... Committee submits the following report ...” Nothing is required at the conclusion of the report, however you may say “This concludes our report”.
- AFTER the reporting member has presented the report, NO MOTION should be made to agree to, adopt, accept, or to receive the report. The report is “received” by the assembly when it either hears or reads the published report. The Chair simply declares the report received then moves on to the next order of business.
- PLEASE STOP saying “I move the adoption of my report”. The Chair should, and will quite correctly ignore such a motion for reasons already explained.
- *Only if the report contains recommendations is any kind of motion necessary.* The motion or motions suggested or recommended by the committee should immediately follow and be separate from the presentation of the report. The member who presented the report should make that motion(s). No seconder is required as the motion is being made on behalf of the committee.
- Recommendations/motions should always be dealt with apart from the report so the members know exactly what is being adopted by the assembly.

Any motion to agree to, adopt, or accept a committee report automatically adopts ALL the recommendations and options contained within that report.

A MOTION TO ADOPT A COMMITTEE REPORT WILL BE RIGHTLY **IGNORED** BY THE CHAIR.
So unless you like to be ignored - don't make such a motion.

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CALLING FOR THE QUESTION

Richard Ashby RPP

I know we have all been in a meeting with debate proceeding when a member gets bored with the discussion and without recognition calls out “Question”. The Chair reacts as if the voice of God spoke and She said “You will take the vote now!”. The Chair immediately says “*Question has been called all those in favour all those opposed the motion is carried.*” Wrong.

Just calling out the word “Question” is rude. Just because that member is bored or fed up with the discussion going on, does not mean that there are other members who want to continue. Some people even imagine that it is necessary to call for the question before a vote can be taken. I have seen inexperienced chairmen say "Would someone like to call for the question?". A member calling out "Question, question" is actually being disorderly. At best, it is heckling the chair to stop the discussion and get on with the voting.

The proper procedure is to formally make the motion “Previous Question”. As in, after being recognized by the Chair, the member says “I move the previous question on [*specify the motions on which it is desired the vote be taken*].” The Chair calls for a seconder, and if there is one, the Chair states that the motion is not debatable and if adopted, the vote will be taken on all the questions specified. There may be a Main Motion, an amendment, and perhaps a motion to refer to a committee. The Chair then calls for the vote on the Previous Question, which if it passes, the chair immediately proceeds to put to vote the questions on which it was ordered, including amendments, until all the votes are taken, or there is an affirmative vote on postponing definitely or committing, either of which exhausts the previous question, and the votes stop at that point.

Previous question is one of the easiest subsidiary motions to use because, while it needs to be seconded, is very limited in applicable amendments, and is not debatable therefore making it a quick decision. Because adopting it infringes on members’ rights to speak or hear more information, the previous question requires a two-thirds vote. The adoption of this motion stops further discussion or the making of any further subsidiary motions (except a motion to lay on the table, which outranks it). When used properly, this motion can save time because if two-thirds of the members are ready to stop debate and vote on the pending motion (or motions), it’s probably pointless to keep on with the debate. In other words it is a motion to take a vote on whether or not you are going to vote.

It can be used in a dilatory manner to prematurely shut down debate, so if the Chair makes that judgement call, it can be ruled out of order. If used appropriately and the motion passes by the required 2/3 vote, obviously the members agreed to closing debate. If the motion does not pass, it shows that they want to discuss the main motion more thoroughly. The previous question may be renewed (made again) after sufficient progress has been made in debate to make it a new question.

Don’t be rude and just call out “Question”. Make the motion properly. After being recognized by the Chair say “I move the Previous Question.” or “I move the Previous Question on all pending motions.”

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CALLING FOR NOMINATIONS FROM THE FLOOR

Richard Ashby RPP

There is a lot of confusion about calling for nominations from the floor. There is a wide spread myth that the Chair has to call for nominations three times before closing nominations. This is a myth.

Calling for Nominations DOES NOT have to be repeated 3 times. This unfortunate habit came about as the result of Presiding Officers who could not adequately "read" the members present to determine if more nominations were forthcoming, and were accused of rushing things, or they took so long to move on that members had to make the motion to close nominations. This inability to gauge the members present and adjust the timing of the process gave rise to some Presiding Officers to call for nominations 3 times in order to give themselves more appropriate timing. Done properly, the Chair only need call once - and give enough time for a reply from the members - without rushing or waiting too long.

RRONR 11th Edition, Section 46, page 433.

If there is no nominating committee and nominations are to be from the floor, the chair calls for them by saying, for example, "Nominations are now in order for the office of President." If there is a nominating committee, the chair calls for nominations as shown on pages 435–36. When the presiding officer has called for nominations from the floor, a member rises and makes a nomination as follows:

MEMBER: I nominate Mr. A. [Or, in a large assembly, "Mr. President, I nominate Mr. A."]

CHAIR: Mr. A is nominated. [Mr. A; do you accept the nomination? Answer: Yes] Are there any further nominations [or "any further nominations for the office of President"]?

The chair repeats each nomination in this way until all nominations for the office have been made. ... Nominations for the different offices are thus called for in the order in which the offices are listed in the bylaws.

Normally after each nomination is proposed from the floor, the Chair should ask the nominated member if they accept the nomination as above. Don't wait until after the election to ask the member, by then it is too late and can cause great embarrassment. Then the Chair should then say "Are there any further nominations?". Again, only make this call once after each nomination. No seconder is required for the nomination process. Nominations are not motions so no seconder is required. Seconding a nomination is akin to endorsing the nominee. Nothing more. See the article about seconds for further information.

RRONR 11th Edition, Section 31. Page 288-289.

In the average society, a motion to close nominations is not a necessary part of the election procedure and it should not generally be moved. When nominations have been made by a committee or from the floor, the chair should inquire whether there are any further nominations; and when there is no response, he declares that nominations are closed. ... When no one wishes to make a further nomination, the motion serves no useful purpose.

Calling for further nominations three times just wastes time. A good Chair can read the mood of the members present and will be able to gauge the timing so they can keep the process moving.

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MINUTES (Part I)

Richard Ashby RPP

Generally, in a meeting of a deliberative assembly, business is conducted using a formal procedure of motion, debate, and vote. A record needs to be kept of what happened during the meeting and that document is called the *minutes*. The meaning of the word “minutes” in Parliamentary Law use is “small” and has nothing to do with time. Minutes are a short concise record of what was done at a meeting, Actions taken, decisions made etc. NOT a record of what was said. It is not necessary to summarize debate, or *record* discussion or opinions. In fact it is NOT a good idea to go to that extent. Furthermore there is no need for the Chair and Secretary to go through the ritual of calling for the next order of business and the secretary stating “Nil”, and recording such in the minutes. If there was nothing done, why record it? There is no requirement to record that nothing was done.

There is a difference between *minutes* of a meeting and *proceedings*. Proceedings are a word for word record of everything at some meetings/conventions or in the Congress / House of Commons. Very few organizations require records to such an extent. Minutes are different. Most organizations use “Minutes”. Even in organizations that use proceedings in their major meetings (an Annual General Meeting), use minutes for local groups, committees and board meetings.

Minutes are an official record of the meeting so it is crucial that they are accurate since they are the legal record of the proceedings and actions and as a legal document **can be subpoenaed for a court case**. Being such a legal document, Secretaries must be careful of what is recorded. The fewer personal details the better. Some of the things that should NOT be included are things like;

- The opinion or interpretation of the secretary.
- Judgmental phrases e.g. “heated debate” “valuable comment”.
- Things said in debate.
- Do Not record personal comments made except at the direction of the Chair in preparation for possible charges against or trial of a member.
- Discussion: Minutes are a record of what was done at the meeting, not what was said at the meeting. In this “minutes” are different from “proceedings”.
- Do Not record Motions that were withdrawn.
- Name of seconder is unnecessary. Just the fact the motion was seconded.

In an extreme situation, if a member starts making unsuitable comments the Chair can direct the Secretary to record what is being said - for the purposes of making proper record for a court case or the trial of a member. Other than at the direction of the Chair, the Secretary should not record comments.

Robert's Rules says that all MAIN motions should be shown in the minutes. However, at a meeting, the secretary will need to record in his notes all motions, including amendments etc. This is to assist the Chair in conducting the meeting and keeping track of what is to be done next. These are details that are not intended to show up in the final draft of the minutes. These notes are also considered a legal document and remain so until the official transcription is adopted as the minutes, so care must be taken here as well.

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MINUTES (Part II)

Richard Ashby RPP

In Part I - Minutes were defined, the difference between Minutes and Proceedings explained.

During the meeting, the Secretary usually keeps handwritten notes, then transcribes them as shortly afterwards as possible so the details are fresh. The handwritten notes made by the Secretary should then be carefully and accurately edited and condensed so that secondary motions, e.g. amendments, while not listed separately in the minutes, are incorporated into the final wording of the motion decided upon by the members vote.

Motions should be recorded as per the sample below:

Motion: Moved by Elizabeth Foster that the society donate \$25.00 to the Salvation Army for the Christmas Kettles". Seconded. Carried.

Or if an amendment was made to increase the amount to \$50.00, seconded, debated and carried.

Motion: Moved by Elizabeth Foster that the society donate \$50.00 to the Salvation Army for the Christmas Kettles". Seconded. **Carried as amended.**

There is no need to record or comment on what members said. Remember this is a legal document - don't record anything you don't want read out in court to strangers.

This will help keep the minutes short and to the point. [RONR (10th ed.), p. 451, l. 25-28]

What to include in the minutes for a meeting;

- The place, date and time the meeting was opened. Sometimes the Chair and other officers names are recorded, but more often, the minutes simply state, "Members in attendance as per the register."
- Reading and approval of Minutes (or that the Minutes were adopted as corrected)
- Reports of Standing and Special Committees
- Communications (letters received)
- Treasurers Report
- Accounts and Bills
- Unfinished Business
- New Business. Record the motions, and who moved the motion. There is no need to record the name of the seconder, just state "seconded" in the minutes. Then the result of the vote - Carried or Defeated.
- Education / Special Presentation(s)
- The time the meeting was adjourned.

I really recommend the Secretary and Chair get together for a few minutes before the meeting to go through the agenda. There is no need for the Chair and Secretary to go through the ritual of calling for the next order of business and the secretary stating "Nil", and recording such in the minutes. If there are no communication to be presented, skip it, nothing needs be done and nothing is recorded in the minutes. Why waste time making a record of not doing things.

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MINUTES (Part III)

Richard Ashby RPP

In Part I, the definition of Minutes was presented, and what should not be included. In Part II, items that should be included in the minutes were covered. Part III now covers wording and how to “adopt” the final record of the minutes.

In non-legislative deliberative bodies operating under Robert's Rules of Order, *general consent* is often used to expedite the consideration of uncontroversial motions, such as the adoption of the minutes of the previous meeting. It is used simply as a time-saving device.

Generally, in a meeting of a deliberative assembly, business is conducted using a formal procedure of motion, debate, and vote. However, if there are no objections, action could be taken on items of routine business, such as the minutes, by general (or unanimous) consent. Only items that are every day items, mundane or routine, can be handled in this manner. The procedure of using general consent is to expedite business in a timely manner by eliminating the need for formal votes on routine questions in which the existence of a consensus is quite likely. The principle behind it is that procedural safeguards designed to protect a minority is of no effect when there is no minority to protect.

There is a difference between general or unanimous consent and a unanimous vote. Action taken by general or unanimous *consent* means that the Chair made a decision based on no objections and therefore agreeable to all members present. A unanimous *vote* means that a vote was actually taken, and everyone present agreed to the adoption of the motion. There can be some confusion with the terms, which is why I recommend using the term *general consent* to avoid that confusion.

For example - adoption of the minutes.

IF the minutes are printed and distributed prior to the meeting, the following script can be used;

Chair: The minutes having been read (*or printed or published or distributed*) are there any errors or omissions? (*Pause and wait for a response - don't wait too long - just long enough to see if there is going to be a reaction.*) IF there is no response - “There being no errors or omissions, I declare the minutes are adopted as”

If there is a required correction that is made the Chair states “Are there any further errors or corrections? (*Pause again*). “There being no further corrections, the minutes are adopted as corrected.”

Please don't declare the minutes adopted as amended! You cannot *amend* something that happened - but you can correct the record (minutes) to accurately reflect and document what actually happened.

When corrections to the minutes are made by the assembly, the corrections are done by the Secretary who handwrites the correction(s) on the minutes and initials and dates each. The minutes of the current meeting merely state that the previous minutes were approved “as corrected”, without actually stating the details of those corrections. The secretary simply crosses off the erroneous part of the minutes, writes the correction and initials.

Because the minutes are a legal document, the Secretary and the Chair usually sign the minutes immediately after the adoption to signify and attest to their accuracy.

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RIGHTS AND DUTIES OF EX-OFFICIO OFFICERS

Richard Ashby RPP

“Ex-Officio” in Latin essentially means “*from the office*” or “*by virtue of office*”. In many organizations, the President or Chair is an “Ex-Officio” member of all committees (with the exception of the Nominating Committee). The individual is a member of those boards and committees “by reason of their office” such as President or Chair. When a President/Chair or any other officer serves as an “Ex-Officio” member of an organizations subordinate body, the ex-officio status is tied to the office, not to the individual. When the Chair’s term is over and a new Chair is elected, the new Chair automatically assumes the ex-officio status on the committees. The ex-officio status of an individual never extends beyond the term of office.

Robert’s Rules of Order specifies that all ex- officio members of boards and committees have exactly the same rights and privileges as all other members, including the right to make motions, debate and to vote and must receive all meeting notices, memos, minutes and communications. Ex-officio members are not generally counted in determining the number required for a quorum or in determining whether or not a quorum is present.

Ex-officio members have the duty to attend all meetings, if possible. Other positional duties might preclude attendance, which is why the individual is not counted in the quorum requirement. They have the duty to participate in debate and to vote as their position often allows for expertise, knowledge or a perspective that may not be available to other members. Just as all members do, an ex-officio member has a duty to act ethically, honestly, in good faith and in the best interest of the organization.

Sometimes a specific officer, the head of a department or chair of a committee is an ex-officio member of the Board or another committee. For example, in some cases the Treasurer is an ex-officio member of the Finance Committee. The same rules apply to that individual as they do to the Chair or President. They have all the rights and privileges of any other member of that Board or Committee, and retain the ex-officio status only for as long as they hold that office.

In some cases, non-members of an organization are made ex-officio board members due to their status as government officials, as corporate representatives or because the organization needs their expertise or influence in that position. In these cases, the ex-officio members might not have voting rights as they are not members of the organization. However this would have to be specifically stipulated in the Bylaws. *If the Bylaws are silent, the ex-officio members have voting rights within the committee just as if they were full members of the organization.* These delegates are appointed because of the position they hold and they have the right to express the opinions of their authorizing bodies through debate, making motions and voting. If those individuals terminate their position with their employer for any reason, that individuals right to ex-officio status immediately ends, and their successor will automatically take the ex-officio position on the committee or board.

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CONFLICT OF INTEREST

Richard Ashby RPP

Conflict of Interest can be a difficult and troublesome subject. Accusations of conflict of interest have caused the downfall of good organizations and individuals. Just the *appearance* of a conflict of interest can bring about devastation. Which is why even the *appearance* of a conflict of interest needs to be addressed with great seriousness.

A conflict of interest is possibly present if there is a potential for the personal interests of an individual to clash with their duties as an officer of an organization. No member should vote on a question in which he has a direct personal or financial interest not common to other members of the organization. An officer of an organization, no matter how elected or appointed, has a duty to act primarily in the best interests of the organization and with a view to advancing its welfare; to avoid Interest Conflicts (potential, actual, or apparent conflicts of interest) or otherwise manage them in order to neutralize them.

Officers of an organization have a fiduciary duty to put the good of the organization above their own personal interests. Thus “Conflict of interest” is a conflict between the official responsibilities of an officer of the organization and that individuals private interests. The term is used to describe a situation in which an officer of an organization exploits the relationship for personal benefit, typically being financial. Thus there being a conflict between putting the organization first and personal gain.

For example: If an organization is considering ordering jackets for members from a specific company, and an officer of the organization is an employee of that company, they are possibly in a position of conflict of interest. Depending upon their position of employment, it may be a perceived conflict or an actual conflict. If the officer is a shareholder owner, or in the sales department, the conflict is credible, if the officer works in the shipping department, the conflict would likely be just perceived.

General guidelines - An officer or director who has a Conflict of Interest: is to be counted in the quorum for a meeting at which the individual attends notwithstanding that the individual is absent while any matter is considered in respect of which a Conflict of Interest exists; the individual must not participate in the discussion of or vote on any questions concerning such matter at the meeting; must be absent from any discussions or vote concerning such matter at the meeting; and even if otherwise excluded from participation or temporary attendance due to the conflict may be specifically called upon by the presiding officer to attend and answer questions put in debate through the presiding officer before once again withdrawing. The individual's temporary absence from the meeting does not “break” quorum, and the individual's retirement from the meeting, and re-entry should be recorded in the minutes for the protection of both the officer and the organization.

The presence of a conflict of interest is independent of the occurrence of impropriety. Therefore, a conflict of interest can be discovered and voluntarily defused before any corruption occurs. A conflict of interest exists if the circumstances are reasonably believed (on the basis of past experience and objective evidence) to create a risk that a decision may be unduly influenced by other, secondary interests outside of the organization, and not on whether a particular individual is actually influenced by a secondary interest.

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DUTIES OF THE PARLIAMENTARIAN

RICHARD ASHBY RPP

A Parliamentarian is a consultant who advises the President/Chair and other officers, committees, and members on matters of Parliamentary Law, and as such are expected to be well versed in the chosen Parliamentary Authority such as Robert's Rules of Order, as well as the Constitution, Bylaws, Rules and Regulations, Special Rules, Standing Rules and the Policies etc. of the organization. It is the responsibility of the Parliamentarian to ensure the principles of Parliamentary Law are used for effective meeting management so that the assembly is able to arrive at the will of the majority on the greatest number of questions in the shortest amount of time. To turn long, difficult meetings into smoothly run, productive yet short and relatively painless meetings.

Prior to the meeting, the Chair may wish to confer with the Parliamentarian concerning business on the agenda, or questions that are likely to arise or the handling of difficult situations that might occur. The Parliamentarian's role is purely an advisory function, and the advice of a parliamentarian is not binding on the presiding officer. The Chair alone has the power to make decisions or rule on points of order. Once the Parliamentarian, who should be conveniently seated next to or at least near the Chair, has quietly and privately given advice to the Chair, the Chair then announces his or her ruling to the assembly.

When the Parliamentarian is a member of the organization, they give up some of their membership rights since they have the same duty as the Chair to remain impartial, and therefore cannot make motions, participate in debate, or vote on any question except in the case of a ballot vote.

At meetings, the parliamentarian should unobtrusively call the attention of the presiding officer to serious errors in procedure. When something being done is out of order, the Parliamentarian should, for example, place a note where the Presiding Officer can see it and take notice. The Parliamentarian is not to interrupt or usurp the Chair or intercede in the proceedings.. If the error is not significant, and the eventual outcome will not be affected, it is not suitable to disrupt the meeting to correct something minor. The Parliamentarian must respect and support the authority of the Chair by quietly suggesting a course of action - if requested or required. The Parliamentarian may not address the meeting or explain a parliamentary point except at the direction of the Presiding Officer.

Outside of meetings, the Parliamentarian may be asked for advice from the President, Officers and members. In all cases, it is a good idea to copy the President (or Chair) on any queries and responses.

A Parliamentarian can also provide additional useful services outside of an annual convention, including: training officers and committee chairs, conducting parliamentary workshops, supervising credentials and elections, preside over particularly contentious meetings when requested by the President, respond to Parliamentary Law queries, consult on the creation or revision of Bylaws, and advise on parliamentary tactics and strategy.

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