

Parliamentary Procedures

State Bar of Texas

Parliamentary Procedure: Your Job as a Bar Leader

Developed by:

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Parliamentary Procedure

Tools for a Great Year as Bar President or Committee Chair

“The object of Rules of Order is to assist an assembly accomplish the work for which it was designed, in the best possible manner.”

— Robert’s Rules of Order, Preface 16 (Bantam, 1982).

Resources

If you anticipate controversy, study the details. They are available at the following websites:

<http://www.roberts-rules.com/index.html>: “Survival Tips” from the California Association of Parliamentarians

<http://www.rulesonline.com/start.html#rror—00.htm>: Well-formatted, complete rules, easy to move from topic to topic

<http://www.robertsrules.org/motions.htm>: Chart showing types of motions and requirements

Whose Rules Are They Anyway? Charter, Bylaws, General Robert

Parliamentary law is the name given to rules and customs followed by the English Parliament in conducting its business. The early leaders of the United State of America adopted procedures and rules for the business of government and other deliberate assemblies.

Deliberate assemblies may include boards, committees, subcommittees, conventions, or legislative bodies. When the procedures and rules of a deliberate assembly are silent, the rules of parliamentary procedure are usually followed and often specifically adopted as authority in the conduct of the business of the assembly.

The Corporate Charter (Articles of Incorporation, Certificate of Incorporation, etc.) and bylaws establish the essential rules for organizations.

Hierarchy of Rules

Primary:	The Charter, i.e. Articles of Incorporation or Association; Certificate of Incorporation.
Secondary:	The Constitution or Bylaws as adopted. The budget as adopted by the assembly.
Supplementary:	Special Rules of Order.

Groups frequently include an explicit statement in their bylaws adopting Robert's Rules where the bylaws are silent.

The Basics for Conducting a Meeting?

To conduct business, a deliberate assembly must have the following:

- a quorum of members;
- two officers (one to preside and one to take minutes);
- a call to order and order of business;
- a method, agreed upon by the group, to conduct business (Robert's Rules, group bylaws, etc);
- a means for bringing business before the assembly (by motions or motions growing out of reports); and
- a way to obtain or assign the floor (for debate).

What Do I Do as President/Chair? Fairness and Civility

The President or Chair is the presiding officer of the meeting. He or she ensures that the assembly's rules are followed and that there is courteous discussion of issues and facilitated decision-making.

The ideal chair is tactful and impartial, does not take sides, applies common sense and ensures fairness.

This section reviews 3 elements of conducting a meeting:

- **Opening the Meeting at the Appointed Time**
- **Setting the Ground Rules**
- **Official Duties**

Open the Meeting at the Appointed Time

The Presiding officer often sets a meeting agenda with the objective of being able to complete the business on the agenda in the allotted time. Lawyers are good and caring people – and they will try to do more than have time for. Remember that board and committee members' time is at a premium.

Starting and finishing a meeting on time is an art.
Succeed, and your term will be remembered fondly.

TIPS:

- Mail or e-mail the agenda three days or more before the meeting.
- Allocate the amount of time for each agenda item.
- Attach as much detailed information as possible regarding discussion items and potential motions.

Set Ground Rules

Start out carefully, and your year will be more smooth. If your rule is that the meeting will start promptly as scheduled, people will arrive promptly. Begin discussion even if there is no quorum. After a quorum arrives, formally begin the meeting. A tardy board member should be briefed quietly by another board member — not by the President/Chair. You could ask a particular board member to do the briefing so that you can continue the meeting.

Inform your board at the beginning that votes will be taken only on the items included on the agenda. (New Business is not an opportunity for people to bring up whatever they want and have it voted on – a frequent cause of chaotic meetings).

If a board member wants to discuss or vote on something, he/she needs to contact you so it can be included as New Business on the agenda.

Official Duties of the Chair/President

The presiding officer sets the tone and the ground rules for the meeting. The following is a brief list of the presiding officer's duties:

- Call the meeting to order.
- Recognize persons who are entitled to the floor (for comments)
- State clearly any motion or pending business that is put to a vote
- Enforce the rules of debate and decorum.
- Refuse to recognize frivolous or dilatory motions.
- Expedite business.
- Decide questions of order.
- Respond to questions regarding parliamentary procedure or factual information.
- Authenticate the orders, acts, and proceedings by signature when necessary.
- Adjourn the meeting.

TIPS:

- Take votes only on the items included on the agenda.
- “New Business” is not an opportunity for people to surprise the chair and other members with a topic not on the agenda — a frequent cause of chaotic meetings.
- Board or committee members should contact the presiding officer so that matters for discussion or vote may be included as “New Business” on the agenda.

Does the Presiding Officer Voice an Opinion?

While presiding over a meeting, the presiding officer or chair does not participate in discussion on the merits of any pending questions. In a small group this rule is difficult to follow.

To properly participate in debate, the chair must relinquish the gavel, turning the chair over to the vice-chair.

In small or casual groups, the chair probably will participate in discussion, but must take care not to overwhelm the meeting.

In the movie, *The Man Who Shot Liberty Valance*, the chair (Jimmy Stewart) of the Territorial Convention stepped down to voice his opinion. After the question has been voted upon or otherwise disposed of, the presiding officer may return to the chair.

Does the Chair Vote?

If the chair is a voting member of the group, the chair may vote in three situations:

1. When there is a printed ballot;
2. When the chair’s vote is needed to break or create a tie; or
3. When the chair’s vote is necessary to create or break a necessary two-thirds majority.

Meetings — Fun, Fast, and Fruitful

The material that follows is designed for the general work of a collegial group in a bar association setting.

Bar meetings serve two primary purposes:

- **Building friendships and teamwork**
- **Making decisions**

Dynamic groups meet together in the same room several times during the year. Why not just talk on the phone or email? The answer is “human nature.”

Building Friendships and Teamwork — Peer Pressure is Your Friend

When individuals accept an assignment in full view of the group, the chances are better they will follow through. People do not want to let their friends down.

Board and committee members need to develop a camaraderie with one another. When they know and care about each another — an association has a powerful tool in Peer Pressure.

Start the Year with Introductions

To help members become acquainted with each other, introduce each individual in detail to the group — married, children, law school, hobby, special interests — at the start of the Bar year. Find out introductory information about your members ahead of the meeting, and don't leave it up to them to describe themselves.

Make Each Meeting “Fun”

To break the ice and strengthen the group, include a fun or interesting surprise to start each meeting.

It can be anything — an interesting quotation, a getting-to-know-each-other activity to create a shared experience, special bakery cookies, or party favors, etc. Try not to be predictable or do the same thing.

Accomplishing the Meeting Goals and Making Decisions

Policy of No Surprises

The Policy of No Surprises is both courteous and effective.

No board member should be out-of-the-loop. Having an in-group with favored access to information is a frequent cause of board dissension.

Board and committee members should know well in advance of the meeting what will be discussed.

Whether sent several days or two weeks prior to the meeting, a detailed agenda and backup material attached will allow the meeting participants to familiarize themselves with the issues before them.

If there is a controversial matter on the agenda, the president/chair should telephone the members to give them a personal heads-up.

Agenda

In addition to distributing agendas several days ahead of any meeting, agendas should have as much detail as possible, and include estimated times for each item. The “timed agenda” can help keep the meeting moving. If motions will be presented, draft language for the motions should be included in the agenda.

Place time periods on agenda items to keep the meeting on schedule

Include draft language of motions scheduled for a vote

Send the **minutes** of the prior meeting with the agenda to “dispense with the reading of the minutes.” Instead, the minutes will have been circulated for and approval or amendment as circulated.

Any items to be discussed and voted upon should appear on the agenda. In other words, **nothing should be voted on (and probably should not be discussed) that did not appear on the agenda.** This avoids having members blindsided by a particularly enthusiastic member, avoids time-consuming red herrings, and is in keeping with fairness.

The question to keep in mind is, “Would someone, who is not at the meeting, have attended the meeting if they had known the topic would be discussed?”

“New Business” should list any new matters for the meeting. If someone wants to bring up a completely new topic during the meeting, make a note and include it for the next meeting as “New Business.” It is unfair for board or committee members to be presented with a one-sided argument or called upon to make decisions on a subject without time for adequate reflection.

Details, Details, a Motion in Detail

Treasurer's Report — The proper motion is to **receive** the Treasurer's Report. The board **cannot** “**approve**” it because it has not been audited.

Motions — When a motion is made, the Chair has 7 steps:

1. Ask for Second
2. Restate the Motion
3. Call for Discussion
4. End discussion
5. Ask for Aye's
6. Ask for No's
7. State that the motion passed/failed

Example:

Sue Smith: “I move that the association continue to hold the monthly meeting at Bert's Barbecue.”
(NO discussion should take place at this point.)

CHAIR: Do I hear a second?

Ted Jones: I second.
(NO discussion should take place at this point.)

CHAIR: (Restate the Motion — what the chair states is the official motion, so speak carefully.)
The motion is that the association continue to hold its monthly meeting at Bert's Barbecue.

CHAIR: Is there any discussion?
(Discussion may follow.)

CHAIR: Are we ready for the question?

CHAIR: All in favor say aye (or raise your hand.)
(Response.)

CHAIR: All opposed say nay (or raise your hand.)

CHAIR: The motion passes.

Sample Agenda

- | | |
|---------|--|
| 5:30 pm | I. Approval of Minutes
<u>Motion: to dispense with the reading of the minutes and approve them as circulated</u> |
| 5:35 pm | II. Reports of Officers and Standing Committees
(For example, Treasurer's Report, Membership Report) |
| 5:45 pm | III. Special Committee Reports, if any
(For example, ad hoc committees)
<u>Motion: to continue to hold monthly association meetings at Bert's Barbecue</u> |
| 5:55 pm | IV. Unfinished Business
(Topics that were covered in an earlier board meeting, but not finalized) |
| 6:00 pm | V. New Business
(Limited to these items listed on the agenda)
Discuss possible fundraising events: canoe trip, art auction, other |
| 6:15 pm | VI. Adjournment |

Sample Board Minutes

The job of the secretary is not to record the discussion, but rather to record decisions or formal actions that take place.

At a regular meeting of the board of the _____ Bar Association, held at the offices of Sam Smith, on Thursday evening, March 19, 1914, the president in the chair and Mr. Smith acting as secretary, the board dispensed with the reading of the minutes of the previous meeting and the minutes were approved as circulated.

The Treasurer's report was received. According to the Treasurer's Report there was a balance of \$25.75 on January 1, 1914. For the quarter ended March 31, there had been receipts of \$236.25 and disbursements of \$187.00, leaving a balance of \$49.25.

Upon motion by Ms. Jones, duly seconded, the contract with Bert's Barbecue for the monthly meetings was approved.

On motion of Ms. Jones the board adjourned at 6:15 p.m.

Sam Smith
Secretary

Sample Budget

For the Period September 1, 2004, through August 31, 2005

Income

Dues Revenue	\$750
Newsletter Advertising	\$200
Family Picnic	\$300
Picnic Sponsors	<u>\$100</u>
Total	\$1,350

Expense

Meeting Space Rental	\$100
Newsletter, printing	\$200
Newsletter, postage	\$75
Copy Expense	\$80
Family Picnic	<u>\$500</u>
Total	\$955

Sample Treasurer's Report

Receipts:

Balance on hand January 1, 1914	\$ 25.75
Members' dues	<u>150.00</u>
Total	\$175.75

Disbursements:

Meeting Space Rental.	\$ 80.00
Newsletter Printing	<u>15.00</u>
Total	\$ 95.00

Balance on hand March 31, 1914	\$ 80.75
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Susan Morris
Treasurer

Robert's Rules of Order Motions Chart

Based on Robert's Rules of Order Newly Revised (10th Edition)

www.robertsrules.org/motions

Notes on reading the Motions Chart:

Interrupt?	Means whether or not the motion may interrupt pending business.
2nd?	Means whether the motion must be seconded.
Debate?	Means whether the motion is debatable.
Amend?	Means whether the motion may be amended.
Vote?	Answers whether the motion needs a simple majority or a two-thirds majority to prevail.

Part 1, Main Motions. These motions are listed in order of precedence.

A motion can be introduced if it is higher on the chart than the pending motion.

§ indicates the section from Robert's Rules.

§	PURPOSE:	YOU SAY:	INTERRUPT?	2ND?	DEBATE?	AMEND?	VOTE?
§21	Close meeting	I move to adjourn	No	Yes	No	No	Majority
§20	Take break	I move to recess for ...	No	Yes	No	Yes	Majority
§19	Register complaint	I rise to a question of privilege	Yes	No	No	No	None
§18	Make follow agenda	I call for the orders of the day	Yes	No	No	No	None
§17	Lay aside temporarily	I move to lay the question on the table	No	Yes	No	No	Majority
§16	Close debate	I move the previous question	No	Yes	No	No	2/3
§15	Limit or extend debate	I move that debate be limited to ...	No	Yes	No	Yes	2/3
§14	Postpone to a certain time	I move to postpone the motion to ...	No	Yes	Yes	Yes	Majority
§13	Refer to committee	I move to refer the motion to ...	No	Yes	Yes	Yes	Majority
§12	Modify wording of motion	I move to amend the motion by ...	No	Yes	Yes	Yes	Majority
§11	Kill main motion	I move that the motion be postponed indefinitely	No	Yes	Yes	No	Majority
§10	Bring business before assembly (a main motion)	I move that [or "to"] ...	No	Yes	Yes	Yes	Majority

Part 2, Incidental Motions. No order of precedence. These motions arise incidentally and are decided immediately.

§	PURPOSE:	YOU SAY:	INTERRUPT?	2ND?	DEBATE?	AMEND?	VOTE?
§23	Enforce rules	Point of Order	Yes	No	No	No	None
§24	Submit matter to assembly	I appeal from the decision of the chair	Yes	Yes	Varies	No	Majority
§25	Suspend rules	I move to suspend the rules	No	Yes	No	No	2/3
§26	Avoid main motion altogether	I object to the consideration of the question	Yes	No	No	No	2/3
§27	Divide motion	I move to divide the question	No	Yes	No	Yes	Majority
§29	Demand a rising vote	I move for a rising vote	Yes	No	No	No	None
§33	Parliamentary law question	Parliamentary inquiry	Yes	No	No	No	None
§33	Request for information	Point of information	Yes	No	No	No	None

Part 3, Motions That Bring a Question Again Before the Assembly.

No order of precedence. Introduce only when nothing else is pending.

§	PURPOSE:	YOU SAY:	INTERRUPT?	2ND?	DEBATE?	AMEND?	VOTE?
§34	Take matter from table	I move to take from the table ...	No	Yes	No	No	Majority
§35	Cancel previous action	I move to rescind ...	No	Yes	Yes	Yes	2/3 or Majority with notice
§37	Reconsider motion	I move to reconsider ...	No	Yes	Varies	No	Majority

Notes on reading the Motions Chart:

Interrupt? Means whether or not the motion may interrupt pending business.

2nd? Means whether the motion must be seconded.

Debate? Means whether the motion is debatable.

Amend? Means whether the motion may be amended.

Vote? Answers whether the motion needs a simple majority or a two-thirds majority to prevail.