

**Training & Executive Coaching on:**

- *Making Meetings Work Better*
- *Demystifying the Rules of Order*
- *Building Better Decision Making Teams*

**Published Books:**

- “*101 Boardroom Problems & How to Solve Them*”
- “*The Business Meetings Sourcebook*”
- “*Mina’s Guide to Minute Taking*”

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## ***Parliamentary Boot Camp For the Council of the American Library Association***

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## **1. GOALS OF SHARED DECISION MAKING**

The overall goals of shared decision-making are to achieve **good decisions**, to achieve them **together**, and to do so within a **reasonable amount of time**.

Substantively, a collective decision should be:

- Proactive (advancing the mission, vision and strategic plan).
- Balanced, fair and objective (balancing legitimate needs and interests).
- Informed (Taking into account professional expertise and member input).
- Realistic and affordable.
- Legal and enforceable.
- Smart and creative.

Process-wise, a decision-making process should be:

- Measured and gradual: Sufficient time is allocated to scrutinizing proposals.
- Efficient: The decision is reached within a reasonable amount of time.
- Inclusive and transparent: Board members are engaged in the process as active partners, and not as reluctant or acquiescent followers. The membership is kept informed (early, and not just after the fact). Where appropriate or prudent, the membership is invited to comment or help shape the decision in some way. These efforts will increase the likelihood of successful and trouble free implementation of the decision and reduce the likelihood that it will be undermined from within the organization.

### **Boardroom Problems**

1. A rush
2. No preparation
3. Short tempers
4. Last minute agenda items
5. Motions and amendments "on the fly"
6. Pre-determined outcomes
7. Late start & late arrivals
8. Use of computers and cell phones

## **2. FUNDAMENTAL DISCUSSION GUIDELINES**

**Order** (one person speaks at a time; Chair or designated person keeps the speakers' lineup)

**Focus** (focusing on the group's core mandate; staying on topic; establishing outcomes)

**Efficiency** (on a per topic basis and on a per person basis)

**Equality** (ensuring equal opportunities to speak and share insights)

**Decorum** (remaining civilized and respectful; focusing on issues, not personalities)

**Safe environment** (making it possible to share unpopular but necessary points without fear)

### **3. PARLIAMENTARY PROCEDURE (RULES OF ORDER)**

Parliamentary Procedure is the combination of rules and customs that govern the conduct of business meetings.

Hierarchy of governing documents:

1. Laws of the Land (applicable statutes)
2. Constitution and Bylaws
3. Rule book. In this handout package it is assumed that the current edition of Robert's Rules of Order Newly Revised (RONR) is the Parliamentary Authority.

Purposes of the rules:

- To create the necessary structure and appropriate level of formality for a meeting
- To facilitate progress
- To include individual members in discussion and shared decision-making on a "level playing field".
- To protect the rights of the majority, minority, individuals, absentees, and the organization

Voting outcomes:

- Most decisions require a majority vote to adopt
- Depending on the statute or bylaws, abstentions may count differently in different settings.
- A tie vote means that a motion is defeated.

### **4. POINTS OF ORDER**

A point of order is a statement by a member that a rule of the assembly has been violated, e.g.: digressing from the agenda, exceeding a prescribed time limit, and other violations.

*RONR: "In ordinary meetings it is undesirable to raise points of order on minor irregularities of a purely technical character, if it is clear that no one's rights are being infringed upon and no real harm is done to the proper transaction of business."*

### **5. UNANIMOUS (GENERAL) CONSENT**

Unanimous/General Consent is an informal method of taking a vote, used for routine and non-controversial decisions. For example:

- *"Is there any objection to changing the agenda to consider item 7 now? (Pause)? There being no objection, we will proceed now with item 7, and then return to item 3". **OR:** "There is an objection and we will take a show of hands. Those in favor of changing the agenda raise your hands. Thank you. Those opposed raise your hands, etc."*
- *"Is there any objection to extending the time for this discussion by 5 minutes? (Pause). There is no objection and the time for this discussion has been extended until 3:40 PM".*
- *"Is there any objection to amending the motion by adding the words 'including all taxes'? (Pause). There is no objection and the motion has been amended to read: \_\_\_\_\_".*

**6. HANDLING MAIN MOTIONS**

A main motion is a proposal to take action or express a view. The 6 steps of handling it are:

<b>Step</b>	<b>Language</b>	<b>Pertinent points</b>
1. A member makes a motion	<i>"I move that ____" or "I move that that the following resolution be adopted: Resolved, That ____".</i>	1. Make sure the motion is concise, complete and unambiguous.  2. It is good practice to require motions to be submitted in writing.
2. Another member seconds the motion.	<i>"I second the motion" or "Second"</i>	Seconding does not mean endorsement of the motion, but only agreement that it should be discussed.
3. The Chair states the motion.	<i>"It is moved and seconded that we ____ . Is there any discussion?"</i>	1. The Chair may rule a motion out of order (giving the reasons) or ask that it be submitted in writing before it is stated.  2. Ownership and control become <b>collective</b> . From now on withdrawing or amending the motion requires the group's permission.
4. Debate and amendment	The motion is debated and possibly amended by the group.	<u>Debate is closed by the group, collectively, and not by one person calling "Question."</u>
5. The Chair puts the motion to a vote.	<i>"There being no further debate, we will proceed to the vote. The motion is that _____. Those in favor of the motion raise one hand. Thank you. Those opposed raise one hand. Thank you."</i>	Ensure clarity by repeating the motion before the vote.
6. The Chair announces the outcome.	<i>"The motion is adopted" or "The motion is defeated."</i>	

**Problematic Motions**

A motion to receive a report

A motion to approve something "in principle" or "subject to"

A motion to support something a community group is doing

## **7. HANDLING AMENDMENTS**

An amendment is a motion to change the wording of another motion before voting on it. The proposed amendment sets the main motion aside. If pursued formally, amending requires the same six steps as main motions do (see previous page).

### **Main Methods of amending:**

1. By inserting or adding text.
2. By deleting text.
3. By replacing text.

### **Number of amendments:**

A Primary Amendment changes the wording of the Main Motion.

A Secondary Amendment changes the wording of the Primary Amendment.

Under strict rules of order, only one Main Motion, one Primary Amendment and one Secondary Amendment may be pending at the same time, and a third level amendment is not allowed.

The amending process can be de-formalized, as long as the proposed changes are clearly articulated and the group's wishes are ascertained.

### **Number of votes:**

If a Main Motion and two amendments are pending, 3 votes are needed:

- First, a vote on the Secondary Amendment;
- Second, a vote on the Primary Amendment;
- Third, a vote on the Main Motion (original or amended).

### **Making things less confusing:**

1. State the amendment and its impact (clearly), e.g.:

*"It is moved and seconded to amend the motion by adding the words: `at a cost not exceeding \$1000'. If the amendment is passed, the motion will read: `\_\_\_\_\_'. Discussion is now **only** on adding the words `at a cost not exceeding \$1000."*

2. Non-contentious amendments may be approved by unanimous consent:

*"Is there any objection to inserting the words \_\_\_\_\_?"*

3. The group may opt to suspend the rules, deal with one aspect of the proposal at a time, and then consolidate the consensus into one motion.

**8. "CHEAT SHEET" FOR MEETING PARTICIPANTS**

<b>If this occurs:</b>	<b>You can say:</b>
Digression	<i>"Point of order."</i>  <i>When recognized: "Can we please get back on topic?"</i>
Interruptions	<i>"Point of order."</i>  <i>When recognized: "Can we have one person speaking at a time?" Or</i>  <i>"Can we speak by raising hands?" Or</i>  <i>"Can we please hear people out without interruptions?"</i>
Personal attacks	<i>"Point of order."</i>  <i>When recognized: "We should be focusing on issues, not people."</i>
Rambling	<i>"Can we please keep our comments brief? I'm concerned that we may run out of time for significant issues later on."</i>
Repetitive debate	<i>"Are we ready to close debate and vote on this motion?" Or:</i>  <i>"I move to close debate." Or "I move the previous question."</i>
Side conversations	<i>"Point of order."</i>  <i>When recognized: "Can we please have one conversation at time?"</i>
Unbalanced participation	<i>"I am wondering if we could hear from members who have not spoken."</i>
Unclear motion	<i>"Can we please have the motion repeated?" Or</i>  <i>"I move to amend the motion by ____" (You may propose to replace, add, insert or delete text.)</i>
Last minute motion	<i>"I move that this motion be referred to ____ for input and assessment." Or:</i>  <i>"Given that it's late, I suggest we discuss this motion informally now, and then postpone it until the next meeting."</i>