

Guide to Meeting Rules of Order

The importance of maintaining order and advancing the issues of the meeting benefit greatly from relying on Rules of Order.

Running a Meeting

Agenda - Have an agenda and know how to make motions.

Address the Chair - Obtain the floor by standing and addressing the Chair. (Whoever addresses the Chair first gets the floor).

Motions - Make a motion before debating an issue. (Chair has the option to call to question if a motion is not made.) "I move...", wait for a second and then start the debate. Use a final vote to close the motion. If there is no second, then there is no motion on the floor to debate. The meeting moves forward.

Which Motion to Make?

Main Motion - First motion on an issue is debatable/open for discussion (i.e. motion to... accept, reject, adjourn, schedule next meeting, amend, ratify, repeal)

Attached Motions - These are attached to a main motion, are debatable, and open for discussion (i.e. motion to... table the motion, previous question, limit/extend debate, delay, amend, table indefinitely)

Incidental Motions - These are motions that come up during the course of a meeting and are not debatable (i.e. motion to...suspend rules, parliamentary inquiry, opening/closing voting, etc.)

Special Motions - These take precedence above all motions and are not debatable (i.e. motion for...adjournment, recess, call for orders, etc.)

Debate During a Board/Council Meeting (after a motion is made and seconded)

Respect - Be respectful and speak when it is your turn and address issues by not naming the person but addressing the point of the "person who made the last remark"

Speak - Do not speak more than two times (give others a chance to speak)

Close - Chair should be vigilant to determine if a debate is closed. If yes, the Chair should ask, "Is the Board/Council ready for the question?" If debate continues, the Chair should ask again. If the Board/Council is ready for the question the motion is made as is or amended. It is then open for discussion again.

No Debate - After two votes and two discussions, debate is closed for any other voting unless the Board/Council approves consent.

How do I Vote?

"Putting the Question" - If discussion is closed or you have a motion that is not debatable, then the chair can "put the question" or ask for a vote

"Call to Question" - This is different from "putting the question". A call to question is to ask for a stoppage on the debate and look for an immediate vote. Two-thirds of the Board/Council present must vote to stop the debate or discussion and then formally vote on the motion before them. This is rarely used to shut down those trying to prolong a discussion. The call to question is not debatable and must be voted upon immediately. If the call to question fails, debate or discussion can continue.

Voting Yay or Nay - Each member of the Board/Council will be asked to vote either Yay (yes) or Nay (no)

Voting by Paper Ballot - Paper ballot is typically use to vote privately on sensitive issues

Acknowledging the Vote - The Chair will determine if the motion passes (dependent upon majority or 2/3 vote) and let the Board/Council know what passed at the same time restating the motion

Proxy Voting - Proxy voting is the practice of assigning your vote to a Board/Council member's selected proxy if they are not able to attend the meeting. *The State Bar uses Robert's Rules of Order. Robert's (and thus, the State Bar) do not allow proxy voting.*

Invalid Votes - If a motion and a second is made with deliberation and an affirmative vote is received by a simple majority or as stated by the bylaws and conflicts with the state or federal statutes, legal or other guiding documents (articles of incorporation, bylaws, etc.) of the organization, then the vote is considered invalid

Two-thirds Vote - Required only to adopt any motion that takes away a rule of order or modifies one previously adopted (i.e. amending, rescinding, suspending, limiting debate, increasing the length of the meeting, removing an officer, etc.)

How do Committees Fit In?

Duties - The Board/Council or Council defines committee duties

Limits - Committees are appointed to accomplish a scope of work as set by the Board/Council. Time limits can be assigned or committees can be “standing” committees with an indefinite time frame

Appointments - The Chair appoints/re-appoints committees

Robert’s Rules of Order - Parliamentary procedure applies to committees but is less formal (consult Robert’s Rules of Order)

Quorum – The committee can only act when a quorum is present

Recommendations - The committee typically provides recommendations that were approved by the majority of the committee to the Board/Council, which may or may not be approved/adopted

Reporting - If called on by the Chair, the committee chair should be prepared to provide a report

Voting to accept the Report - If the Board/Council votes to accept the report of the committee, they are legally adopting the report and all of its elements. If the report is only as a point of information, then the report should NOT be adopted.

Minutes of a Meeting are Important

Secretary - The organization’s secretary is the recording officer of the Board/Council

Approval - The Board/Council typically approves the minutes of the past meeting at their next meeting.

Agenda - The agenda is designed by the Chair, after input from the entire Board/Council and Committee Chairs

What Should be Recorded in the minutes?

Type of meeting (regular, special, adjourned regular or adjourned special)

Date, Time and Location

Attendees and those absent (note if it was an excused absence)

Note around approval of last minutes

Motions (and the results of any votes)

Adjournment time

Discussion does NOT necessarily need to be included in the meeting minutes.

Other “Stuff” You Might Need to Know

Quorum - This is the number of Board/Council members that need to be present in order to conduct Board/Council business (as stated in bylaws). Also applies to full membership meetings where business is being handled.

Agenda - An agenda should always be established for meetings of the Board/Council, Committees or any general assemblies

Nominations and Elections - Know your bylaws and the requirements. Not knowing or scheduling key dates may violate your nomination or election process, thus making it invalid or contested

Bylaws - Know them and act in accordance with them

Articles of Incorporation - This is your organization’s relationship with the state. Understand them. (The State Bar of Texas is not incorporated – it is a government agency created by the Supreme Court as defined by the State Bar Act.)

Mission Statement - This is one of your key guiding documents. Know the mission of your organization, including the State Bar’s Mission and the Section’s mission.

Robert’s Rules of Order - This is a short guide! Pick up a copy of Robert’s Rules of Order to fulfill your duty as a Board/Council member.