

## **A Summary of *Robert's Rules Of Order***

The procedures written by a U.S. Army officer, Henry Martyn Robert, in the book, **Robert's Rules of Order** in 1876, is a manual of parliamentary procedure that governs most organizations with boards of directors. The procedures were loosely modeled after those used in the United States House of Representatives with adaptations made for use in ordinary organizations. Rules in his book were not based on military rules.

His interest in parliamentary procedure began in 1863 when he was chosen to preside over a church meeting, and he felt that he did not have the necessary knowledge of proper procedure. In his later work as an active member of several organizations (including church groups, nonprofits, etc.), he discovered that members from different areas had different views regarding what the proper parliamentary rules were, and these conflicting views hampered the organizations in their work. He eventually became convinced of the need for a new manual on the subject, one which would enable many different organizations to adopt the same set of rules for parliamentary procedure for conducting effective & efficient meetings. The object is to assist the organization to accomplish the work for which it was designed. The term Robert's Rules of Order is used more generically in the United States to refer to parliamentary procedure.

Even if an organization has adopted *Robert's Rules of Order*, it can still adopt its own rules which supersede any rules in the book. The only limitations might come from the rules in a parent organization or from national, state, or local law. An example of a rule that organizations sometimes adopt is one that allows the use of proxy voting; such a rule is not allowed unless the organization specifically provides for it in its bylaws.

Because the first edition contained 176 pages and the 12<sup>th</sup> edition contains 714 pages, the current size of the book makes it difficult to look things up during a meeting. That's why this abbreviated document has been generated to assist members of the Secretariat with the key features of parliamentary procedure.

It is much more important that boards have good strategic dialogue, that everyone has input and say, that people get their concerns and questions addressed, and that the board makes good decisions. The important thing is to be efficient, fair, and strategic.

As a reminder, the chair of the board typically facilitates the board meeting but may grant this role to another. So long as the by-laws are followed, the chair has discretion to run the meeting as deemed appropriate. Keep the following in mind:

**Quorum:** A board meeting must have a quorum in order to vote on any matter, even convening the meeting. The **Secretariat By-laws require** **of board** members be present when the meeting is called to order.

**Calling to Order and Adjourning:** The chair calls the meeting to order at the set time when a quorum is present. No motion is necessary to convene the meeting; however, the chair typically calls for a motion to adjourn to close the meeting. A second is needed. The time is recorded in the minutes for both calling to order and adjourning.

**Non-Members at a Board Meeting:** Non-members or ex-officio members of the board may participate in discussion or present reports at the discretion of the chair but may not make motions or vote.

**Types of Motions:**

1. **Main Motion:** Introduce a new item. The vast majority of your business will be conducted as a simple “main motion.”
2. **Subsidiary Motion:** Change or affect how to manage a main motion (vote on this before main motion)
3. **Privileged Motion:** Urgent or important matter unrelated to pending business
4. **Incidental Motion:** Questions procedure of other motions (must consider before the other motion)
5. **Motion to Table:** Kills a motion
6. **Motion to Postpone:** Delays a vote (can reopen debate on the main motion)

**Every Motion Has 6 steps:**

1. Motion is stated. Motions may be made by any voting member of the board other than the chair.
2. Motion is seconded by any voting member of the board.
3. Secretary ensures that the motion has been recorded properly in the minutes, along with the names of the board members making and seconding the motion.
4. Chair calls for discussion, questions, and comments on the motion. During this time discussion should stay focused on the motion that is on the table.
  - a. Board members may propose a “friendly amendment” to the motion on the floor, i.e. “I can approve the motion if we add a \$5,000 spending limit.” Chair may ask the member making the motion if this amendment is acceptable. If so, the Secretary alters the motion and reads it back to the group. If the board member making the motion does not agree to the friendly amendment, the chair proceeds with the motion as-is.
5. Chair calls for a vote on the motion. S/he may ask the secretary to read the motion at this point for clarification. Chair asks, “All in favor” and board members voting affirmatively raise their hands and say “aye.” Chair asks, “All opposed” and board members voting no raise their hands and say “nay.” Chair asks for any abstentions and all those abstaining raise their hands. The Secretary records votes.
6. Chair states the outcome: “Motion passes.” “Motion fails.”

[If the board is in obvious agreement, the chair may save time by stating, “If there is no objection, we will adopt the motion to...” Then wait for any objections. Then say, “Hearing no objections, (state the motion) is adopted.” And then state any instructions.

If a member objects, first ask for debate, then vote and then announce the vote.]

### ***Requesting Points of Something***

Certain situations need attention during the meeting, but they don't require a motion, second, debate or voting. It's permissible to state a point during a meeting where the chair needs to manage a situation right away. Board members can declare a Point of Order, Point of Information, Point of Inquiry or Point of Personal Privilege.

1. ***Point of Order***: Draws attention to a breach of rules, improper procedure, breaching of established practices, etc.
2. ***Point of Information***: A member may need to bring up an additional point or additional information (in the form of a nondebatable statement) so that the other members can make fully informed votes.
3. ***Point of Inquiry***: A member may use point of inquiry to ask for clarification in a report to make better voting decisions.
4. ***Point of Personal Privilege***: A member may use point of personal privilege to address the physical comfort of the setting such as temperature or noise. Members may also use it to address the accuracy of published reports or the accuracy of a member's conduct.

### ***Tips and Reminders for the Chair***

Robert's Rules of Order were developed to ensure that meetings are fair, efficient, democratic, and orderly. A skilled chair allows all members to voice their opinions in an orderly manner so that everyone in the meeting can hear and be heard. The following tips and reminders will help chairs to run a successful and productive meeting without being run over or running over others.

- Follow the agenda to keep the group moving toward its goals.
- Let the group do its own work; don't over control.
- Control the flow of the meeting by recognizing members who ask to speak.
- Let all members speak once before allowing anyone to speak a second time.
- When discussions get off-track, gently guide the group back to the agenda.
- Model courtesy and respect and insist that others do the same.
- Help to develop the board's skills in parliamentary procedure by properly using motions and points of order.
- Give each speaker your undivided attention.
- Keep an emotional pulse on the discussions.
- Allow a consensus to have the final authority of the group.

**The chart on the following two pages may be helpful.**

<b>ACTION</b>	<b>WHAT TO SAY</b>	<b>CAN INTERRUPT SPEAKER?</b>	<b>NEED A SECOND?</b>	<b>CAN BE DEBATED?</b>	<b>CAN BE AMENDED?</b>	<b>VOTES NEEDED</b>
Introduce Main Motion	I move to ...	No	Yes	Yes	Yes	Majority
Amend a Motion	I move to amend the Motion by ...	No	Yes	Yes	Yes	Majority
Move item to committee	I move we refer the matter to committee.	No	Yes	Yes	No	Majority
Postpone item	I move we postpone the matter until ...	No	Yes	Yes	No	Majority
End debate	I move the previous question	No	Yes	Yes	No	Majority
Object to procedure	Point of order	Yes	No	No	No	Chair decision

Recess the meeting	I move that we recess until ...	No	Yes	No	No	Majority
Adjourn the meeting	I move to adjourn the meeting.	No	Yes	No	No	Majority
Request information	Point of information	Yes	No	No	No	No vote
Overrule the chair's ruling	I move to overrule the chair's ruling.	Yes	Yes	Yes	No	Majority
Extend the allotted time	I move to Extend the time by _ minutes.	No	Yes	No	Yes	2/3 vote
Enforce the rules or point out incorrect procedure	Point of order	Yes	No	No	No	No vote
Table a motion	I move to table ...	No	Yes	No	No	Majority
Verify voice vote with count	I call for a division.	No	No	No	No	No vote

ACTION	WHAT TO SAY	CAN INTERRUPT SPEAKER?	NEED A SECOND?	CAN BE DEBATED?	CAN BE AMENDED?	VOTES NEEDED
Object to considering undiplomatic matter	I object to consideration of this matter.	Yes	No	No	No	2/3 vote
Accept a previously tabled item	I move to take from the table ...	No	Yes	No	No	Majority
*Reconsider something already disposed of	I move to reconsider our action to ...	Yes	Yes	Yes	Yes	Majority
Consider something out of its scheduled order	I move to suspend the rules and consider ...	No	Yes	No	No	2/3
Personal preference (noise, room temperature, distractions)	Point of privilege	Yes	No	No	No	No vote

\*A member may make a motion to reconsider something that was already disposed; however, the reconsidered motion may not be subsequently reconsidered. A motion to reconsider must be made during the same meeting and can extend to a meeting that lasts for more than one day.

Adapted from:

“Robert’s Rules of Order Cheat Sheet for Nonprofits” by Nick Price, 6/15/2021.

<https://www.boardeffect.com/blog/roberts-rules-of-order-cheat-sheet/>

“Basic meeting procedures that work for most nonprofit board meetings” by Alexander Carillo Consulting. <https://do-good-better.com/>

“Robert’s Rules of Order Cheat Sheet” by Pennsylvania Parks & Forests Foundation 2022. <https://paparksandforests.org/wp-content/uploads/2022/02/2022-roberts-rules-cheat-sheet.pdf>

