

An Authorized Précis For  
**The Navy League of Canada**

By R.G. Stewart, CD,  
Past National President  
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**BIG BAY PUBLISHING INC.**

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January 19, 2000

Robert G. Stewart, CD National President  
The Navy League of Canada  
305 Rideau Street,  
Ottawa, Ontario  
K1N 9E5

Dear Mr. Stewart:

Thank you for your kind remarks concerning our book,  
CALL TO ORDER.

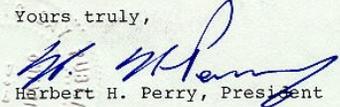
It is our pleasure to comply with your request at no  
charge as follows:

1. The Navy League of Canada has our permission to precis  
the book CALL TO ORDER and have said precis translated  
into French. The precis may incorporate some direct  
excerpts.
2. Copyright to the precis, in both languages will belong  
to Big Bay Publishing Inc. which fact will be stated on  
the cover page.
3. Draft copies of the precis, in both languages will be  
forwarded to Big Bay Publishing Inc. for review and  
approval prior to printing.
4. It is understood and agreed that said precis are for  
the use of The Navy League of Canada only and not for  
sale.

If these conditions are acceptable, please acknowledge same  
after which you may proceed.

We look forward to seeing the draft copies and wish you and  
your members all the best.

Yours truly,

  
Herbert H. Perry, President

HHP/gmp



BIG BAY PUBLISHING INC.

FEB 21 2001

821 Twenty-eighth Street East,  
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Telephone (519) 376-9578

February 16, 2001

R.G. Stewart  
Past National President  
The Navy League of Canada  
305 Rideau Street  
Ottawa, ON K1N 9E5

Dear Mr. Stewart:

Re: Precis of Call To Order

Congratulations on the excellent job you have done in producing the draft precis of  
CALL TO ORDER.

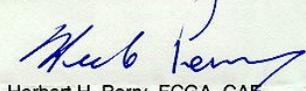
I know that it was not an easy task but your result is outstanding. We do not  
recommend any changes.

Based upon the thoroughness of your work and the high standards of The Navy  
League of Canada we are waiving our request to review a draft of the French Version.

We ask, as a marketing favor, if you would include our mailing address in your P.S.  
that mentions THE BOARD A WINNING TEAM.

We look forward to seeing the final products.

Again our best wishes,

  
Herbert H. Perry, FCGA, CAE  
President



## Introduction

Virtually all associations, charities, professional bodies, and other non-profit organizations try to conduct their meetings in accordance with "rules" written over a century ago and based on rules for governmental bodies, not volunteer groups.

Roberts Rules originated in the U.S. House of Representatives in 1876. In 1884 Sir John Bourinot wrote Parliamentary Procedure and Practice in Canada. "New editions" of these have not changed much. Then Herb Perry wrote **Call To Order** for volunteer groups like ours.

This authorized Précis is designed to make meetings of the Navy League Board, Councils and Committees at all levels more effective. If everyone understands a common, simple and effective set of rules, then everyone should be better prepared for each meeting. If everyone is better prepared, meetings will flow more quickly and our valued volunteers can get on with the work at hand or other things in their lives.

I hope that these simplified rules will make your meetings shorter and more effective and help reduce hurt feelings. We are grateful to Mr. Perry for taking the time to write his excellent book, and for giving us permission to abbreviate it for our needs in the Navy League of Canada.

P.S. Navy League members are encouraged to read another of Herb Perry's works: THE BOARD, A Winning Team, an orientation for every elected volunteer. It's available through the National Office or from the publisher, Big Bay Publishing of Owen Sound, Ont.

### **Big Bay Publishing**

821 Twenty-eighth Street East,  
Owen Sound, Ontario N4K 6P3



# Table of Contents

Introduction  
Table of Contents

## **Part 1 - The Players**

The Chair  
Vice-Chair  
Secretary  
Members

## **Part 2 - The Plays, The Rules**

Notice of Meeting  
Quorum  
Call to Order  
Agendas  
Objection to Consideration  
Other Business  
Business Arising  
Motions/Resolutions  
Withdrawing a Motion  
Amendments  
Motion to Refer  
Tabling  
Debate  
Limiting Debate or Closure  
Reports: Adopt, Accept, Approve, Receive  
Interrupt

Elections  
Voting Methods  
Tie Votes i  
Conflict of Interest ii  
Proxies  
Majority 1  
Rescind, Reconsider 1  
Challenge The Chair, Appeal The Ruling 2  
Dissent 2  
Guests 3  
Vote of Thanks  
Side Meetings 5  
Next Meeting  
Adjournment, Recess 5  
Minutes 5  
Differences Between Board/Committee and General Meetings 6  
Who May Attend 6  
Voting Methods 7  
Notice of Meeting 7  
Conflict of Interest 7  
Quorum 8  
**Part 3 - Glossary** 9  
10  
10  
11  
12  
12  
13

# Part 1 - The Players

## The Chair

The word "Chair" (or Chairman, Chairwoman, or Chairperson) signifies the individual who presides at meetings. "Chair" also signifies the office held by that individual. The Chair has many responsibilities. Most important, (s)he must achieve results while maintaining harmony and order.

## Duties

1. Be familiar with all agenda items and the reason for their discussion.
2. Confirm that the meeting has been properly called and constituted.
3. Start and finish the meeting according to the schedule.
4. Introduce visitors, guests or observers at the beginning of the meeting.
5. Ensure that all members are given a chance to speak.
6. Conduct the meeting in an orderly way, according to the By-Laws and current rules for meetings.

7. Decide who may speak when and for how long.
8. Limit discussions to the matters within the scope of the meeting and decide when there has been sufficient discussion on each item.
9. Call for votes and declare the results of voting.
10. Sign the minutes of the previous meeting at which he or she presided, and ensure that proper minutes of the current meeting are kept.

## **Vice-Chair**

The Vice-Chair is an understudy of the Chair, prepared for the time when he or she may be called upon to preside over a meeting that the Chair cannot attend.

### **Duties**

1. Be prepared to take over the duties of the Chair if (s)he cannot attend.

## **Secretary**

One of the vital roles at a meeting is that of the Recording Secretary. This individual must capture on paper the ideas expressed, decisions made, and actions taken at the meeting. However, the Secretary's duties start well before the meeting and continue afterward.

### **Duties**

1. After discussion with the Chair, prepare the agenda and notice of meeting and send them out to all those who are entitled to attend.
2. Confirm the location for the meeting and ensure that it is properly set up prior to the meeting.

3. Ensure that all reports are received for photocopying and circulation prior to the meeting.

4. Bring all the materials that may be needed, such as by-laws, previous minutes, and reports.

5. Take notes of the proceedings of the meeting, so minutes can be drafted.

6. Read aloud any document that may be required at the meeting.

7. Carry out any actions arising out of the meeting which pertain to the Secretary, including the distribution of the draft minutes as quickly as possible after the meeting.

## Members

Members also have responsibilities while attending meetings. They include the following:

1. Read any relevant material received prior to the meeting. If you are presenting a report at the meeting, have it circulated in advance. Should that be impossible, ensure that there are sufficient copies for distribution at the meeting.
2. Arrive on time, prepared to participate in the meeting.
3. Be courteous and do not speak while others are speaking.
4. Give all motions careful thought prior to the meeting. Carefully word your motions.
5. Address the Chair only about the business of the meeting.
6. If you disagree, disagree with ideas and motions, not individuals.



# Part 2 - The Plays, The Rules

## Notice of Meeting

### Rules:

1. For a Committee or Board meeting, notice should be sent to each member in time for him/her to plan to attend, particularly if (s)he has to travel to do so. It should contain the place, date, and time of the meeting, a tentative agenda, the estimated finish time, and a request that members advise the Chair or Secretary if they cannot attend.
2. For a general meeting, the notice should be sent at least one month prior to the meeting and should include the date, time, and place of the meeting and outline the business to be considered.

## Quorum

A quorum is the minimum number of members required to be present to legally transact business.

### Rules:

1. The numbers required for a quorum are described in the By-Laws.

2. Meetings called to carry on official business cannot be called to order without a quorum.

3. If there is a quorum at the start of a meeting and some members leave reducing the number to less than a quorum, the meeting may continue only if the remaining members wish to do so.

4. Those at a meeting who declare a "conflict of interest," and refrain from debate and subsequently voting on a specific issue, are included in determining a quorum.

## Call to Order

The formal start of a meeting is called the Call (to members present) to (come to) Order.

### Rules:

1. Meetings start or reconvene only when the Chair calls the meeting to order. The Chair should try to do so at the appointed time, but (s)he must exercise judgement concerning the number of members present and possible reasons for delays.

2. In the event of an unexplained absence of the Chair, neither the Vice-Chair nor any other person may call the meeting to order until at least 15 minutes after the advertised starting time.

## Agendas

The agenda is the list of specific subjects (items) to be discussed at a meeting. It should contain motions rather than just headings. (For example, the subject Finance could include anything from buying a new building to going broke.)

### Rules:

1. The agenda belongs to the meeting, not to the Chair or person who prepared it.

2. Items on an agenda should be specific proposals for action, not just general headings.

3. A tentative agenda should be distributed with the notice of meeting, but it remains tentative until approved at the meeting.

4. Immediately following the call to order and any opening remarks from the Chair the next item should be Approval of the Agenda.

5. After the motion to approve the agenda has been made, seconded, and accepted, members may move amendments to add or delete items. Each addition or deletion (amendment) must be seconded and accepted and then voted on individually.

6. After the agenda, as presented or amended, is approved the meeting proceeds to the next item, usually the previous meeting minutes.

## Objection to Consideration

### Rules:

1. Objection to consideration of an agenda item must be made in the form of an amendment to delete the item from

the agenda, and it should be done when the tentative agenda is being approved.

2. Objection to consideration of a non-agenda item arising during the meeting is done by an interruption stating the objection. A seconder is not required. The Chair will then dispose of the objection by either a ruling or a vote.

## **Other Business**

Most tentative agendas contain an item called Other Business, which may either be deleted or replaced by other items on the final agenda during the approval process.

Because approval of the agenda is the first item of business, identifying other items at that time allows the Chair to better gauge the length of the meeting and the time that can be allocated to each item. It also allows members time to think about or discuss an item during breaks, and the staff or others to have time to gather information. Identifying Other Business items at the beginning of a meeting will also prevent unwanted surprises.

### **Rule:**

1. Those wishing to have an item added to the agenda must move an amendment to the motion to approve the agenda.

If the amendment carries, the item becomes part of the agenda.

## **Business Arising**

An item on many meeting agendas has been "Business arising from the previous meeting" or its minutes. "Business Arising" should never be an agenda item.

### **Rule:**

1. No item called Business Arising should appear on a meeting agenda. Items from the previous meeting that warrant further discussion should be treated as separate agenda items.

## **Motions/Resolutions**

A motion is simply a proposal for action (i.e. that we do something) to be considered at a meeting.

A resolution is a statement of belief that something is true or desirable (e.g. We are resolved that child abuse is intolerable, or, ...that: the government should...)

### **Rules:**

1. Both motions and resolutions must be stated in such a way that will enable members to agree or disagree with (and vote for or against) them.
2. To be placed before a meeting for discussion and voting, a motion or resolution requires a mover, a seconder, and acceptance by the Chair (which ensures that it falls within the scope of the meeting).
3. When moved, seconded, and accepted, discussion on the item may begin. The mover has the right to be both the first and the last speaker.
4. Movers and seconders, like their fellow members, have the right to vote for or against any motion or resolution, or to abstain from voting.

## **Withdrawing a Motion**

Sometimes during the discussion of a motion (or resolution) it becomes clear that the meeting is not in favour of it and some other course of action is preferable. Once the Chair accepts a motion it becomes the property of the meeting, not the mover. The mover and seconder do not have any right to withdraw it or alter the wording in any way. Calling for the vote and moving along to the next item of business is the best way to dispose of a motion that has lost support.

## **Rule:**

1. A mover may not withdraw or alter a motion after the Chair has accepted it.

## **Amendments**

Amendments to motions are specialized motions themselves. An amendment is its mover's idea of how a motion might be improved.

After an amendment to a motion is dealt with, the motion itself must be dealt with. For example, it is moved that the Secretary be given a \$2,000 bonus. It's then moved that the motion be amended so that the \$2,000 is changed to \$1,000. The amendment carries. This does not mean that the Secretary is now to receive \$1,000. It means that the meeting has only agreed to change the amount. The motion might be defeated, as the majority does not favour a bonus at all - but they preferred \$1,000 to \$2,000.

### **Rules:**

1. Amendments, being motions themselves, are subject to the rules of motions: i.e. they require a mover, seconder, and acceptance by the Chair.
2. An amendment must address a motion under present consideration.
3. An amendment must add to, delete from, or substitute words in a motion, or divide the motion. An amendment cannot reverse the intent of the motion. Adding the word "not" is unacceptable.

4. Amendments may not be amended. Only one amendment may be on the floor at one time. A member who disagrees with an amendment can vote against it and move a separate amendment after the former one has been decided.

5. Numerous amendments may be made, one at a time, subject to the Chair's ruling.

6. After all amendments have been made, the debate on the main motion (in its original or amended form) resumes.

## **Motion to Refer**

“To refer” means to send an agenda item to another committee to study and report its findings to a future meeting. A motion to refer is just a proposal to send the item out for further study.

### **Rule:**

1. A motion to refer, whether made as a main motion or while debate is in progress, is fully debatable and should be debated so that the terms or purposes of the other committee’s study are fully understood by all concerned.

## **Tabling**

Tabling means to postpone discussion of a motion until a specific future time or until a specific event occurs, for example, until the results of a Fundraising Campaign are known.

### **Rules:**

1. A motion to table may be made only if the postponement is until a fixed date or until some specific and known event has occurred.

2. A tabling motion takes precedence over a motion or an amendment that is already on the floor.

3. Tabling motions must be debated only on the advisability of the proposed postponement.

4. Tabling motions may be amended only to change the length of the postponement.

## Debate

The use of the word "debate" to describe discussion and voting on motions in meetings suggests confrontation. "Discussion" is the preferred word but "debate" is often used. Whether debate or discussion, tempers sometimes flare when members disagree on motions. This often results in hurt feelings, sometimes in resignations, and always in delays in meetings. Bad feelings almost always result because members do not follow the rules of debate. They address each other directly rather than through the Chair, and they disagree with each other rather than with the motion.

### Rules:

1. Discussion begins only after the Chair accepts a motion.
2. The mover has the right to speak first. The seconder has the right to speak second (usually waived).
3. A member wishing to enter the discussion must indicate such to the Chair, usually by raising his or her hand, and then wait until (s)he is recognized.
4. Members should begin with: "Mr./Madam Chair, I (do or do not) support the motion because..."

5. Normally the Chair will not permit a member to speak a second time until everyone who wishes to speak has spoken once. The Chair may make exceptions, for instance when a comment from a previous speaker needs clarification.

6. All speakers should practice good manners and be considerate of the rights (including the right to differ) and feelings of other members.

## **Limiting Debate or Closure**

Limiting Debate and Closure are terms used to describe parliamentary procedures, not volunteer association procedures. Here discussion on agenda items ends when the Chair calls for a vote. Many well-meaning members and Chairs are confused when one or more members at a meeting call out “question!” What they are really saying is “We are ready for the vote”.

### **Rules:**

1. How long debate or discussion continues before a vote is called is at the Chair’s discretion.
2. Members may request that a vote be called or, when the vote is called, members may request that debate continue. The Chair accepts or denies the request as (s)he sees fit.

## **Reports: Adopt, Accept, Approve, Receive**

Members may agree with one part of a report presented at a meeting while opposing another. Therefore, it is unwise to use the words adopt, accept, or approve in the introductory motion which enables it to be discussed. While individuals “receive” everything delivered to them, wanted or unwanted, a meeting only receives those things which it decides by majority vote to receive. If it is received, it becomes part of the minutes. The meeting has

the option of refusing receipt by referring a report back to its originator, or some other person or committee, or tabling the report until some future date or happening.

If the meeting passes a motion to receive a report, a second motion may be made to approve, adopt, make recommendations to members, or whatever. If the meeting does not pass the motion to receive a report, it is returned to the person who presented it. A meeting can vote to receive a report, and then not vote to approve, adopt, or act on the recommendations contained in it.

### **Rules:**

1. When a committee report is presented to a meeting, the first motion to be made concerning it is that it be “received”. Thus, even if not approved, it becomes part of the minutes.
2. A motion to receive may be amended only to divide the report for receipt of one section at a time.
3. The meeting may table or refer the motion and report.
4. If the motion to receive a report is passed, the next motion concerning the report will normally be one to adopt, approve, or recommend its proposals to another body.

## **Interrupt**

When a member speaks without being recognized by the Chair or while another member is speaking he has INTERRUPTED, regardless of whether his reasons are justified or not. The Chair will act on the information or request, or declare an interruption to have been unjustified.

### **Rules:**

1. Any member may interrupt a speaker only if he or she sincerely believes that a matter of honour, information, safety or other similar item cannot wait until the speaker finishes.
2. Under no circumstance is a member justified in interrupting merely to voice his or her disagreement with the speaker.
3. The interrupter states, "Mr/Mme Chairman, I interrupt" and waits to be recognized by the Chair.
4. The Chair will ask the reason for an interruption and either act on the information supplied or declare the interruption unjustified and direct the speaker to continue, in which case the interrupter should apologize and refrain from pursuing the matter.

## **Elections**

Normally the members elect the Directors (the Board or Council) and the Directors elect the officers (usually Board/Council members). Election to a Branch, Division or National Council or Board, or as a Chair or other officer, is an honour and a responsibility. The easiest and smoothest procedure for elections is to follow the following rules.

### **Rules:**

1. Candidates become eligible for election to an office by a member stating "I nominate \_\_\_\_\_ for election to the position of \_\_\_\_\_".
2. A nomination does not require a seconder.
3. The Chair will indicate acceptance of the nomination by stating "\_\_\_\_\_ has been nominated, is he/she willing to serve?"
4. The Chair will then ask if there are any further nominations and repeat the process until no additional names are put forward.
5. The Chair will then declare nominations closed.

6. If the number of members nominated exceeds the number of vacancies, the Chair will call for a vote, preferably by ballot.

7. When voting is by ballot, the Chair appoints vote counters.

8. Those who count the ballots report the results to the Chair. Note that those counters do not declare candidates elected, as this is the responsibility of the Chair.

9. When those counting the ballots have reported the count to the Chair, the Chair will declare the elected candidate(s).

10. When the number of members nominated equals the number of vacancies and there are no further nominations, the Chair shall declare nominations closed and the member(s) elected by acclamation.

11. In the election of officers each position shall be filled separately.

12. A newly elected Chair assumes the office immediately upon being declared elected unless the terms of election specify otherwise.

## Voting Methods

At a general meeting every member is equal and represents only himself. Members at general meetings should, on request, be entitled to a ballot vote on any issue before the meeting. Voting at a Board/Council meeting should be open (by show of hands or standing) because those who elect Council Members have a right to know how their representatives vote.

There are several levels of voting formality. They are:

**Consensus.** When the Chair believes that the mood or sense of the meeting is obvious, he or she may simply declare that "The consensus is that the motion carries."

**Voice Vote.** On occasion the Chair will say "Those in favour say aye, those opposed say nae", and then announce the results based upon his or her assessment of the volume of each response. Voice votes are often used at general meetings, seldom at Board or Council meetings.

**Show of Hands.** This is the most common voting method in associations. The Chair states "Those in favour please raise a hand", then "Those opposed please raise a hand". Often the Secretary of the meeting will assist the Chair in making the count. The Chair announces the result.

**Poll.** A poll is conducted by the Chair calling upon each person to say whether in favour, opposed, or abstaining. At a general meeting of members, the Chair asks those in favour and those opposed to stand in turn or gather in opposite parts of the room.

**Ballot.** Ballots are just pieces of paper distributed, marked, and counted in a way to provide secrecy.

### Rules:

1. Voting at a meeting may be by consensus, voice vote, show of hands, or poll at the Chair's discretion.
2. Anyone entitled to vote may demand that a poll be used instead of consensus, voice vote, or show of hands, provided the request is made immediately after a consensus, voice vote or show of hands.
3. Anyone entitled to vote at a general meeting may demand a vote by ballot, provided the request is made before the vote or immediately after a statement of consensus, voice vote or show of hands.
4. A demand for a poll or a ballot does not require a seconder and invalidates the previous result.

## **Tie Votes**

The Chairperson normally does not vote, except in the case of a tie, however the By-Laws say: "in the event of a tie vote the Chair shall cast a second vote." Regardless of how the decision is reached, one of the duties of the Chair is to resolve an issue when a tie vote occurs.

### **Rules:**

1. The Chair should not vote except when there is a tie vote, in which case the Chair shall break the tie by voting according to his or her own judgment of the issue.
2. The chairperson's vote may be included in determining whether or not a decision is unanimous.

## **Conflict of Interest**

Conflict of interest means opposing obligations. For example, when a Board member has a business interest in a company with which his organization is considering doing business. Whether a member should ask to be excused and leave a meeting during the discussion of that business depends on the sensitivity of the issue. Leaving the meeting is the safest course of action. Members who have declared a conflict of interest are still counted in determining whether a quorum is present.

### **Rules:**

1. A member who has a conflict of interest shall declare it when the agenda is being approved, or at the first opportunity thereafter.
2. Those who declare a conflict of interest may neither speak nor vote on any motion or amendment made concerning the matter on which they have made the declaration.
3. Those who do not participate or leave the meeting because of a declared conflict of interest are still included as present in determining whether there is a quorum.
4. The Minutes must record all declarations of conflict of interest.

## **Proxies**

The word proxy has two meanings. It can be a person empowered by another to represent him, or it can be the instrument conferring that power (normally a letter).

The By-Laws specify the circumstances permitting certain people to be represented at meetings. General proxies are not permitted.

### **Rule:**

1. A proxy may be for one meeting only, and may not be open, undated, or continuing.

## **Majority**

A majority is simply one more than half of the votes cast.

### **Rule:**

1. At all meetings, except as provided in the by-laws or other statutes, a simple majority is sufficient to carry any motion.

## **Rescind, Reconsider**

People sometimes change their minds. The most common situation is when members wish that a motion made at a previous meeting had not been approved or defeated. The second situation is that a member or members change their minds during the meeting at which some motion has been disposed of -- passed or defeated.

After the minutes have been approved, any member may move that a motion passed or defeated at a previous meeting be reconsidered, provided it has not been acted on.

If the motion to reconsider is seconded and accepted by the Chair, discussion and a vote can take place, which may

result in a decision to reconsider the original motion. If the motion to reconsider is passed, the motion being reconsidered is then restored to its status before the first vote was taken. Motions being reconsidered may, therefore, be amended, tabled, or referred.

### **Rules:**

1. Meeting minutes must be approved or corrected based on whether or not they accurately describe the decisions made at the previous meeting.
2. Any motion passed at a previous meeting but not yet acted on, or defeated, may be reconsidered at a subsequent meeting by members moving, seconding, and passing a motion to do so. A motion which has been acted on (money spent, contracts signed, meeting adjourned, etc.) may not be reconsidered.
3. To reconsider a motion that was dealt with earlier in the same meeting, the mover (but not the seconder) of the motion to reconsider must have voted with the majority on the original vote.
4. A motion should be reconsidered once only.
5. Motions of adjournment cannot be reconsidered or rescinded.

## **Challenge The Chair, Appeal The Ruling**

At association meetings the Chair wields a great deal of authority. However, a cardinal principle is that the ultimate power and authority rests with the members. Although the members have delegated much of this power to the Chair, they retain the right to question and, on occasion, over-rule the Chair's decision.

As with any challenge of authority, to be effective it should be infrequent. Members should use discretion in deciding when to challenge. The procedure does not exist for the satisfaction of every member who fails to get his or her own way.

### **Rules:**

1. Every member has the right to propose a challenge to any specific decision or ruling of the Chair.
2. When a member sincerely believes that the Chair's ruling constitutes an error in principle, he or she may interrupt by saying, "I challenge the Chair," and then briefly and politely state why.

3. If the challenge is seconded, the Chair must either:

- a. Change his or her ruling based on the reasons advanced by the challenger; or,
- b. Put the matter to a vote of those at the meeting.

4. Debate on a challenge is not permitted.

5. Only a majority vote can reverse a decision of the Chair. In the event of a tie vote the decision of the Chair is sustained.

## **Dissent**

The word dissent simply means to differ in opinion. In associations the word dissent has a narrower and more specialized meaning. Dissenter now means a member who disagrees so strongly with a decision of the majority that he or she wishes to be recorded in the minutes as disagreeing.

On occasion, a dissenter will believe that the association is going to incur some legal liability resulting from a decision and is anxious to be recorded as not agreeing with it. Unfortunately, more often the request to be recorded as a dissenter is made by an irate member whose arguments failed to sway the other members, but the request must be granted nevertheless.

## **Rules:**

1. A member who votes against a motion that carries, or who votes for a motion that is defeated, may have his or her dissent (from the majority) recorded in the minutes by so requesting immediately after the result of the vote is announced.

2. A member who is absent from a meeting may have his or her dissent from any item(s) recorded in the minutes by a written request sent to the Secretary within a reasonable time (usually 10 days) after the draft minutes have been received.

## Guests

Often the business of a meeting can be expedited by the presence of guests. For example, Committee Chairs, accountants, legal counsel, staff, or other persons who can inform or report to a Board might attend a Board meeting.

### Rules:

1. Guests (non-members) may be permitted to attend any meeting. However, members have the right to request, through the Chair, that guests be asked to leave the meeting or not be admitted in the first place. Naturally, that would be better done before the meeting started.
2. By invitation from the Chair only, guests may address the meeting, ask and answer questions, and take part in discussions.
3. Guests are not permitted to move or second motions, interrupt, challenge, or vote.
4. Members have the right to request that (a) guest(s) be excluded from the meeting. When there is such a request, the Chair will ask the reason for the request and then make a ruling or take a vote of the members.

## Vote of Thanks

Frequently at association meetings, a member will say “I move a vote of thanks to \_\_\_\_\_”. The “motion” is usually followed by applause and the Chair's request that the thanks of the group be relayed to the recipient and recorded in the minutes.

Members are sometimes puzzled when there is no seconder, acceptance, debate, or vote on what is described as a motion. If, however, the Chair were to call for all the normal steps to be taken including asking if any members are opposed, the spontaneity and impact of the honour would be diminished.

**Rule:**

1. A motion for a vote of thanks does not require a seconder, acceptance, debate, or a vote provided:
  - a. The motion does not include any adoption of a report or policy change;
  - b. The motion does not involve an award, presentation, or honorary or life membership; and,
  - c. No member objects.

**Side Meetings**

A side meeting is two members talking to each other while another member has the floor.

**Rules:**

1. The Chair should not permit side meetings at any time during a meeting.
2. When members are talking privately to each other the Chair should just ask them to stop.

**Next Meeting**

If the date for the next meeting is not set before everyone leaves a meeting, it will be much more difficult

later on to determine a convenient date. If the Chair is aware that several members will be leaving a meeting early, (s)he should coordinate the selection of the next meeting date before those members depart.

**Rule:**

1. The Chair should select the next meeting date before the current meeting is adjourned.

## Adjournment, Recess

There is sometimes confusion concerning adjournment and recess. The most common error is referring to a recess as an adjournment. A "recess" is any break in the progress of a meeting, after which it resumes from where it left off. An "adjournment" is the end of a meeting.

### Rules:

1. The Chair may declare a recess whenever he or she considers it prudent to do so.
2. Members may request a recess with a motion. Such a motion requires a seconder and is debatable.
3. Members may move adjournment any time except when another motion is being discussed.
4. A motion to adjourn a meeting requires a seconder and is fully debatable.
5. The Chair may adjourn the meeting without a vote of the members only if:
  - a. Discussion and conduct has degenerated, and order cannot be restored;
  - b. An emergency exists, such as fire or flood; or,

c. All the business on the approved agenda has been concluded.

## Minutes

The official record of a meeting must record what business was done at the meeting, when, and by whom, so the appropriate actions can be taken as a result, and so there will be an accurate and complete historical record of the meeting for later audit, if necessary. It is not necessary to record everything that everybody said, merely to capture the intent of the decisions made. (A good example of a set of minutes starts on page 99 of the original Call To Order.)

### Rules:

1. The minutes must include: the name of the group, the date, time and place of the meeting, the names of those present (or represented, if such is allowed), who chaired and who recorded the meeting.
2. The minutes must list the motions accepted for discussion, who made and who seconded them, and whether they were carried or not carried. Amendments to motions, being motions themselves, must also be included.
3. The minutes must indicate the names of any participant who declares a conflict of interest on any subject and should show whether the individual left the

room during the relevant discussion or just did not participate in that portion of the meeting.

4. The minutes must include (or have attached to them) any reports that were submitted for consideration at the meeting and “received” by a motion at the meeting regardless of whether the recommendations in the reports were accepted or adopted. (If a major presentation is made at a meeting, don’t just use copies of slides that only show subject headings and not the meaningful information imparted. Note the presentation substance and include that in the minutes.)

5. The minutes need not show the count of votes for or against a motion, but may do so if the Chair directs it, and they must show the names of any who ask to be recorded as abstaining. If a member requests a recorded vote, the Chair may direct that the names of all those who vote in favour of a motion, and those opposed to it, be recorded in the minutes.

6. The minutes should clearly indicate the action to be taken as a result of each decision made, and by whom, (and by when, if a time constraint is imposed).

7. Draft minutes should be drawn up as soon as possible after the meeting to ensure the discussions are still fresh in attendees’ minds, and then be distributed quickly to all those who are entitled to receive them so action can be

taken in accordance with the decisions made.

8. Anyone objecting to the accuracy of the draft minutes should inform the Chair as soon as possible, so action can be delayed pending a correction if such is required.

9. The minutes are not finalized until the group approves them by a motion at the next meeting, the Chair initials any corrections made, and signs the master copy.

## **Differences Between Board/Committee and General Meetings**

There are differences between the rules and practices that apply at Board, Committee or Council meetings and General meetings.

### **Who May Attend**

National, Division and Branch Board, Council or Committee Meetings. Only members of a Council or Committee have the right to attend and vote at Council or Committee meetings. Staff, general members, or others who attend occasionally do so as a privilege and not as a right.

General Meetings. Every member in good standing is entitled to attend and vote at (Annual or Special) General meetings.

### **Voting Methods**

All or any of the various voting methods - consensus, voice vote, show of hands, poll, and ballot - may be used at general meetings.

Ballots are not permitted at Board or Council meetings. This is because members have a democratic right to know how their representatives vote on any issue.

### **Notice of Meeting**

The requirements for issuing notices of meetings are in the By-Laws.

### **Conflict of Interest**

Board or Council Members who have a conflict of interest regarding any item of business coming before a meeting must declare the situation and refrain from participating in the discussion and voting on the subject. The conflict of interest rules do not apply to members at a general meeting, although they still apply to Directors and Officers at such a meeting.

### **Quorum**

At general meetings it is customary for the Chair to make a formal declaration that a quorum is present. Obviously such formality is not necessary at Board meetings where everyone can quickly see whether or not a quorum is present.

## Part 3 - Glossary

**Acceptance.** The indication by the Chair (usually by repeating) that a motion is in order.

**Carry, Carries, Carried.** A majority vote in favour of a motion.

**Consensus.** A collective or general opinion as declared by the Chair at a meeting.

**Floor.** The attention of the meeting. A member “having the floor” has the right to speak. A motion or amendment is “on the floor” when it is the subject under present consideration.

**Good Standing.** A member who is neither in arrears in membership dues nor under suspension because of some infraction of the membership rules and regulations.

**Meeting.** The coming together of two or more persons with the intention of conducting business.

**Minutes.** The official record of a meeting.

**Mover.** The member who first proposes a motion for consideration.

**Nominate.** To propose someone for appointment or election to an office.

**Out of Order.** A declaration that a motion, remark or conduct is unacceptable to the meeting.

**Poll.** A voting method by which voters answer to their names, thereby indicating their vote.

**Question.** The subject, motion, or amendment under discussion. Also the associated voting.

**Recognize.** The action by which the Chair grants a member the right to speak.

**Rescind.** To cancel a previous decision.

**Resolution.** Statement of belief that something is true or desirable.

**Roll Call.** The reading aloud of members’ names to determine which are present.

**Second a Motion.** To indicate to the Chair that a member supports a motion.

**Special Meeting.** A meeting other than a regularly scheduled (e.g. annual) meeting.

**Tentative Agenda.** The proposed agenda prior to its approval at the meeting to which it relates.

**Unanimous.** All voted the same way, either for or against a motion.

**Voice Vote.** A voting method in which the Chair asks those in favour of a motion to say “aye” and those opposed to say “nay”.