

Royal Scottish Country Dance Society Vancouver Branch

BOARD MEETING PROCEDURES

General Procedure

The Chair of a Board Meeting should run the meeting in an orderly manner and in a timely fashion. In the event of a dispute on the procedure followed at a meeting then this should be resolved by reference to *Roberts Rules Of Order*.

All Directors have a responsibility to oversee all operations of the Branch and their principal way of accomplishing this is by attending and participating at Board Meetings. This means that, where possible, reports should be prepared and distributed well ahead of Board Meetings. It also means that Directors should prepare for meetings by reading the agenda and reports distributed prior to the meeting and consider their position on items appearing on the agenda.

There are two main objectives of a Board Meeting. The first, and most important, is to reach a consensus of the Directors present on future courses of action. To reach this consensus every Director should be given the opportunity to exercise their right to be heard and for their opinions to be properly considered. The second objective of a Board Meeting is to inform Directors of matters of interest to the Board.

A good chair is the key to having effective meetings. The Chair must keep order and also ensure that time is not wasted. To achieve this the Chair should:

- Conduct the meeting in a fair and friendly manner.
- Ensure that speakers stay on the topic being considered.
- Ensure that speakers do not repeat themselves either within one presentation or within more than one presentation.
- Recognize Directors or others who wish to speak and not allow Directors or others to speak unless they have been so recognized.
- Not allow one or a few Directors to dominate a meeting.
- Encourage all Directors to express themselves.
- In complicated matters, summarize the proceedings to date, obtain agreement that the summary is correct and encourage the meeting to only proceed further with new proposals on the topic under discussion.
- Make comments from his/her own viewpoint without making these dominant and be clear that he is expressing his/her view that is equal, but not superior, to other views.

Observer, Delegations and Guests

- All members of RSCDS - Vancouver Branch have a right to attend any Board Meeting that is not being held in-camera and such members are classified as observers.
- Persons who are not members of RSCDS - Vancouver Branch are guests and may only attend Board Meetings or parts of Board Meetings with the approval of the Chair of the meeting.
- Delegations are groups that wish to make a presentation to the Board on a particular subject. Individuals who are part of a delegation (delegates) have rights only as individuals and no special rights as part of a delegation.

- If possible, observers, delegations and guests should give advance notice that they intend to be present at a meeting.
- If an observer, delegation or guest is attending for a particular reason, then their presentation should be placed at the beginning of the agenda.
- An observer or a guest does not have a right to speak at a meeting. The Chair may choose - or not choose - to recognize an observer or guest to speak.
- Remarks of an observer, delegation or guest should be recorded in the minutes of a Board Meeting but with the notation that the remarks were from an observer, delegation or guest.
- Only Directors and the Dancing-Coordinator sit at the Board table. The Chair of a meeting may invite observers and guests to sit at the Board table during their involvement with a particular agenda item.

In-Camera Board Sessions

- Normally, all Board meetings are open to all Members. However, the Board may decide to hold all or part of a Board meeting in-camera. Such a decision may be made for any reason that the Board decides is appropriate but in-camera sessions should be used sparingly and normally will only be in circumstances concerning discussion of the actions of Members or where public knowledge of a matter may prejudice future actions of the Board.
- All or part of a Board Meeting may be held in-camera if decided by a majority vote of all Directors present at the meeting.
- Only Directors and other individuals specified by the Board may be present at the in-camera part of a Board Meeting.
- The proceedings of in-camera parts of a Board Meeting are to be kept confidential. However, minutes should be kept and approved at the next in-camera Board Meeting.
- If possible, in-camera parts of a Board Meeting should be scheduled at the end of the meeting.

Agenda

- The Chair should e-mail to all Directors a draft agenda at least 7 days prior to each regular Board Meeting.
- At the start of each Board Meeting, the agenda shall be developed by consensus without the need for a vote on each proposed revision. The final agenda shall be adopted by means of a vote.
- At Board Meetings there should be a standard agenda of items to be considered plus items to be considered with observer or delegation or guest input, important items, and other items. Items to be considered with observer, delegation or guest input and important items should be placed first on the agenda after the approval of the agenda and the minutes.
- Except for the Treasurer and Membership Secretary, no report on standard agenda items will be given to a Board Meeting if nothing of note has happened since the last report to the Board was given. The Chair should control this rigorously.
- At every Board Meeting, the Treasurer should give an up-to-date report on the financial condition of the Branch and items of a financial nature that may be of concern.
- At every Board Meeting, unless there is need for a longer report, the Membership Secretary should give a brief report outlining the number of members.
- Generally, reports on the standard agenda need not be in written format except for financial reports.
- Where possible, items being presented by an observer, delegation or guest or important items should be summarized and circulated as a report to Board Members ahead of the meeting at which they are to be considered.

Minutes

- The Recording Secretary should prepare draft minutes and e-mail them to the Chair within approximately 4 days of each meeting.
- The Chair should review the draft minutes and return comments to the Recording Secretary within approximately 3 days of receiving them.
- The Recording Secretary should distribute the revised draft minutes to Directors by e-mail within approximately 3 days of receiving them from the Chair.
- At the start of the next Board Meeting, the minutes of the previous meeting shall be developed by consensus without the need for a vote on each proposed revision. The final minutes shall be adopted by means of a vote. Copies of the draft minutes shall be destroyed. No reference shall be made in the minutes of the current meeting of revisions made to the draft minutes of the previous meeting.
- The Recording Secretary should e-mail a copy of the approved minutes complete with attachments to Directors, Lower Mainland Club Representatives and the Webmaster for addition to the Members' section of the website within approximately 4 days of the meeting.
- The Recording Secretary should file the approved minutes and referenced reports, documents, attachments, etc.
- Minutes of in-camera sessions shall be kept in a dedicated confidential binder for review by Directors but they shall not be circulated.

Rights of Members to be Heard

If a matter being discussed at a Board Meeting could reflect unfavourably on a Member then the Member concerned must be given the opportunity to be heard by the Directors before the Board takes any action. The Board may waive this requirement if there is good reason for the Board to take action quickly.

Board Training

- Immediately following the Annual General Meeting, the Recording Secretary shall distribute to new Directors a binder containing a copy of the RSCDS/Vancouver Branch Licence Agreement, Constitution, Bylaws, Directors' contact information, minutes of the last Board meeting, Board And Committee Position Responsibilities and any other pertinent information useful to Directors.
- It is the responsibility of Directors to keep their binders up to date as documents are revised.
- As soon as possible after the Annual General Meeting, a review should be made with the Board of the overall responsibilities of the Board, particular responsibilities of certain Directors, standing and ad hoc committees that are in effect, and the procedure to be followed at Board Meetings.

Committee Meetings

Committee Meetings may be less formal than Board Meetings, but the procedure stated above should be followed for meetings of Committees established by the Board.

Committees Established by the Board

When the Board appoints a Committee the following must be stated:

- Whether the Committee is a standing or an ad hoc committee.
- The purpose of the Committee.
- The terms of reference of the Committee including the responsibilities of the Committee.
- The term of each Committee Member and how they are appointed and re-appointed.

Approved by the Board on April 10, 2010
Replaces document dated January 9, 2010

Robert's Rules of Order Motions Chart

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

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.

§	<u>PURPOSE:</u>	<u>YOU SAY:</u>	<u>INTERRUPT?</u>	<u>2ND?</u>	<u>DEBATE?</u>	<u>AMEND?</u>	<u>VOTE?</u>
§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.

§	<u>PURPOSE:</u>	<u>YOU SAY:</u>	<u>INTERRUPT?</u>	<u>2ND?</u>	<u>DEBATE?</u>	<u>AMEND?</u>	<u>VOTE?</u>
§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.

§	<u>PURPOSE:</u>	<u>YOU SAY:</u>	<u>INTERRUPT?</u>	<u>2ND?</u>	<u>DEBATE?</u>	<u>AMEND?</u>	<u>VOTE?</u>
§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