

Robert's Rules of Order

12th edition

Rev. 03/07/2022



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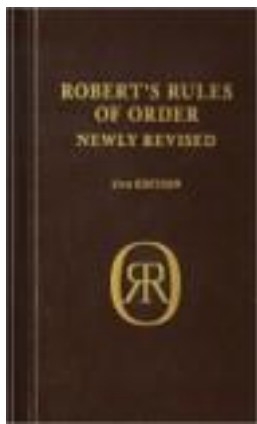
Agenda



- Why Robert's Rules
- Deliberative Assembly
- Quorum
- Customs of Formality
- Order of Business
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- Obtaining the Floor
- Making a Motion
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- Considering a Motion
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Why Robert's Rules?

- Required NRS requires associations to use and follow the most recent edition (12th) unless:
 - The bylaws prescribe a different method, or NRS 116.3109(4)
 - The board adopts a resolution prior to a meeting starts.
- Considered by many to be the gold standard when it comes to running a professional meeting.
- It allows the association to adopt special rules to change, clarify or supplement their parliamentary rules as needed.



Why Robert's Rules? continued

RONR, 12TH ED., p. li

- Based on a regard for the rights of:
 - The majority,
 - The minority, especially a strong minority (1/3 or less),
 - Individual members,
 - Absent members, and
 - All of the aforementioned altogether.
- The culmination of centuries of precedence and best practices within the meetings of deliberative bodies (regardless of size) assembled to conduct business.



Deliberative Assembly Defined

RONR, 12TH ED., pp. 1-2

- A deliberative assembly has the following distinguishing characteristics:
 - In any decision made, the opinion of each member present has equal weight as expressed by vote – through which the voting member joins in assuming direct personal responsibility for the decision should his or her vote be on the prevailing side.
 - Board members are indemnified by the association so long as their actions do not constitute willful misconduct or gross negligence. NRS 116.31037
 - The officers and members of the board are fiduciaries and shall act on an informed basis, in good faith, and in the honest belief that their actions are in the best interest of the association. NRS 116.3103(1)



Deliberative Assembly Defined continued

RONR, 12TH ED., pp. 1-2

- A deliberative assembly has the following distinguishing characteristics:
 - Failure to agree to a decision of the body does not constitute withdrawal from the body.
 - If any members are absent, the members present at a regular meeting act for the entire membership, subject only to such limitations as established by the body's governing rules (quorum requirement).
- **YOUR BOARD IS A DELIBERATIVE ASSEMBLY.**



Quorum Requirement

NRS 116.3109

- The quorum requirement is a protection against totally unrepresentative action in the name of the association by an unduly small number of board members.
- A quorum **MUST** be present for action to be taken at any meeting.
- For executive board meetings, a quorum is present **ONLY** if individuals entitled to cast a majority (or larger is required in bylaws) of votes are present at the time a vote is taken.
 - Members may participate via telephone and video
 - Vote via email is “greatly disfavored”

AO 11-01



Customs of Formality

RONR, 12TH ed., pp. 20-23

- Meetings require an officer who presides over the meeting (typically the president).
 - The officer who presides over the meeting is also referred to as the “chair”.
 - The president, when presiding over the meeting, is addressed as “Mr. President” or “Madam President”.
 - If another individual is presiding over the meeting, “Mr. [Madam] Chairperson”.



Customs of Formality continued

RONR, 12TH ed., pp. 20-23

- Even in small meetings, the presiding officer of an assembly should not be addressed or referred to by name.
- All members should be addressed using their title (i.e. Director Smith, Secretary Roberts, etc.)
- Customs of formality are followed in order to maintain board member's position of impartiality



Order of Business

RONR, 12TH ed., pp. 23-27

- If an association has not adopted its own particular order of business, the following is the standard order of business for one-meeting sessions:
 - 1) Call to order:
 - The presiding officer determines whether a quorum is present,
 - Proceeds to open the meeting by waiting or signaling for quiet, and
 - While standing, announces in a clear voice, “The meeting will come to order,” or, “The meeting will be in order.”
 - 2) Unit owner forum [NRS 116.31083(6)]
 - 3) Reading and approval of previous meeting minutes
 - 4) Reports of officers, board, and standing committees



Order of Business continued

RONR, 12TH ed., pp. 23-27

- If an association has not adopted its own particular order of business, the following is the standard order of business for one-meeting sessions:
 - 5) Reports of special committees
 - Standing, or
 - Ad hoc (those appointed to complete a specified task)
 - 6) Special orders
 - Matters which have previously been assigned a type of special priority
 - 7) Unfinished business and general orders
 - 8) New business
 - 9) Unit owner forum [NRS 116.31083(6)]
 - 10) Adjournment



Board Meeting Minutes

NRS 116.31083

- The minutes of each meeting of the executive board **MUST** include:
 - The date, time and place of the meeting;
 - Those members of the board who were present and those absent;
 - The substance of all matters proposed, discussed or decided at the meeting;
 - A record of each member's vote on any matter decided by vote at the meeting; and
 - The substance of remarks made by unit owner's who addressed the board, if the owner requested the remarks be included.
- The executive board may establish reasonable limitations on material, remarks or other information to be included in the minutes of its meetings.

Board Meeting Minutes: Executive Sessions

NRS 116.31085

- Any matter discussed by the executive board when it meets in executive session **MUST** be **generally** noted in the minutes.
- If the board holds a meeting **exclusively** to a violation hearing, at the next regularly scheduled board meeting, the board **SHALL**:
 - Acknowledge the meeting occurred in accordance with NRS 116.31085(3)(c) or (d), and
 - Include that acknowledgment in the minutes of the open meeting
- The board **SHALL** maintain minutes of any decision made concerning an alleged violation and, upon completion of the hearing, provide a copy of the decision to the person who was subject to being sanctioned.



Knowledge Check



1. What version of Robert's Rules are associations required to follow?
2. Is a CIC board a Deliberative Assembly as defined by Robert's Rules of Order?
3. According to AO 11-01, what is the Division's opinion regarding board members casting votes via email?
4. During meetings, how should the presiding officer be addressed?
5. During meetings, how should all other board members be addressed?

Obtaining the Floor

RONR, 12th ed., pp. 26

- BEFORE a board member can make a motion or speak in debate (any form of discussion of a motion), they must first be recognized by the chair.
- This grants them exclusive right to be heard
- The chair **MUST** recognize any member who seeks the floor while they are entitled to it
- Those who have not spoken have priority over those who have
- To claim the floor:
 - A member stands (standing may not be required in small meetings) and faces the chair and says “Mr./Madam President,” or “Mr./Madam Chairman(woman),”
 - The chair recognizes the member by announcing the person’s title, or in small assemblies, by nodding at him or her

Making a Motion

RONR, 12th ed., pp. 28-32

- The main (1st) motion brings business before the board and can only be made when there are no other motions pending.
- No discussion or debate of an agenda item is in order unless/until a main motion has been made and seconded
 - A very brief explanation may be allowed;
 - Debate is not allowed at this point.
- The motion **MUST** be seconded.
- Seconding does not constitute support for the issue, only support for the discussion.
- Individuals who make the motion is referred to as the “mover”.



Making a Motion continued

RONR, 12th ed., pp. 28-32

- Normally, there are 3 steps by which a motion is brought before the assembly:
 - 1) A voting member makes the motion by obtaining the floor when no other question is pending.
 - 2) Another member seconds the motion.
 - 3) The chair states the question on the main motion.



Making a Motion continued

RONR, 12th ed., pp. 31-35

- A motion should be as well thought out as possible before it is introduced;
- The wording is extremely important as it indicates what the board actually approves should the motion pass.
 - If the motion offered is in a wording that is not clear or that requires clarifying before it can be recorded in the minutes, it is the duty of the chair to see that the motion is put into suitable form, preserving the content to the satisfaction of the mover.
 - The chair should not admit a motion that the secretary would have to paraphrase for the record. RONR, 12th ed., pp. 35
 - The chair can require any main motion, amendment, or instructions to a committee to be in writing before they state the question.
 - Either at the chair's discretion or
 - By request of the secretary. RONR, 12th ed., pp. 35-36



Making a Motion continued

RONR, 12th ed., pp. 31-35

- If after a reasonable time, the motion is not seconded, the chair must declare the motion dead due to lack of a second.
- If the chair refuses to do so, another member may make a motion to declare the motion dead, it must be seconded, then the chair must conduct a vote to declare the motions dead.



Bringing Forth Business

RONR, 12th ed., pp. 33-39


- The chair **MUST** state the question on a motion immediately after it has been made and seconded, unless:
 - The motion is out of order, or
 - The wording is unclear.



Bringing Forth Business continued

RONR, 11th ed., pp. 33-39

- Neither the making nor the seconding of a motion places it before the board; only the chair can do this utilizing the 3rd step of stating the question.
 - The chair states the question exactly as stated by the mover, “it is moved and seconded that ...[repeats the motion verbatim].”
 - The chair then turns first to the mover to see if they wish to be assigned the floor for discussion/debate of the question.
 - If the mover does not claim the floor and, after a pause, no one else does, the chair may put the question before the board after asking, “are you ready for the question?”



“It is moved
and seconded
that...”

Considering a Motion

RONR, 12th ed., pp. 38

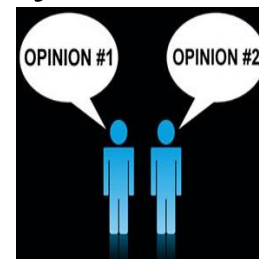
- There are 3 basic steps for considering a motion after it has been brought before the assembly.
 - 1) Members debate the motion (unless no member claims the floor for that purpose).
 - 2) The chair puts the question to a vote.
 - 3) The chair announces the result of the vote (the motion carries, the motion dies, etc.)



Debate

RONR, 12th ed., pp. 38-39

- After stating the question, the mover is provided the first opportunity to debate the motion.
 - All other members are recognized (granted the floor) in the order they request the floor.
 - One member speaks (holds the floor) at a time.
- Each member has the right to speak twice on the same question on the same day, but
 - cannot make a second speech on the same question until all other members have had an opportunity to speak.
- A member who has spoken twice on a particular question on the same day has exhausted their right to debate that specific question for that day.



Debate continued

RONR, 12th ed., pp. 38-39

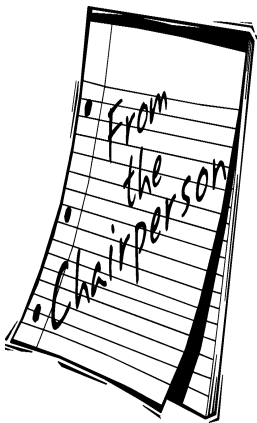
- No member may speak longer than permitted by the rules without permission of the board.
 - If no rule exists, no longer than ten (10) minutes.
- Debate **MUST** be limited to the pending question.
- Speakers:
 - Address the chair,
 - Maintain a courteous tone, and
 - Must avoid injecting a personal note into debate.
- Board members are **NEVER** to attack or make any allusion to the motives of their fellow directors.



Presiding Officer (Chair)

RONR, 12th ed., pp. 39-40

- The presiding officer cannot close debate so long as any member who has not exhausted their right to debate desires the floor.
 - Except by order of the board, which requires a two-thirds (2/3) vote.
- The presiding officer should give close attention to each speaker's remarks during debate. However,
 - the chair cannot interrupt the person who has the floor so long as the person does not violate any of the assembly's rules and no disorder arises.
 - The presiding officer must never interrupt a speaker simply because they (the chair) knows more about the matter than the speaker does.
- Except in committees and small boards, the presiding officer should not enter into discussion of the merits of pending questions.



Putting the Question

RONR, 12th ed., pp. 39-40

- When debate appears to have closed, the chair may ask, “Are you ready for the question?” or “Is there any further debate?”.
- If no one claims the floor, the chair again clearly states the exact question then takes the vote.
- There is no need to call for abstentions when calling for affirmative/negative votes, since abstentions will not impact the outcome.
 - Abstentions simply do not vote.

Main Motions in Action



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Knowledge Check

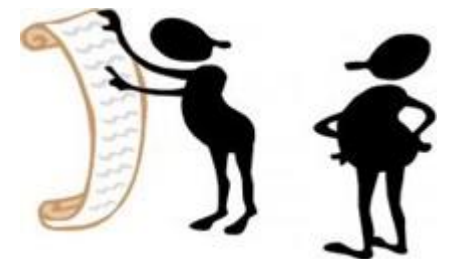


1. Before a board member may make a motion or speak in debate, who must recognize them?
2. No discussion or debate of an agenda item is in order unless/until what happens?
3. After a motion is made and seconded, what must the chair do?
4. Once a motion is brought forth, who has the right to speak first in debate of that question?
5. True/False: The presiding officer cannot close debate so long as any member who has not exhausted their right to debate desires the floor.

Subsidiary Motions

RONR, 12th ed., pp. 56-62

- A type of motion by which a board deals directly with a main motion prior to (or instead of) voting on the main motion itself.
 - Each subsidiary motion ranks higher than the main motion and lower than privileged motions.
- Subsidiary motions can be applied to other pending subsidiary motions made on the main motion depending on their rank.



Subsidiary Motions continued

RONR, 12th ed., pp. 56-62

- Subsidiary motions have all five of the following characteristics:
 - 1) They are always applied to another motion while it is pending, to aid in treating or disposing of it;
 - 2) They can be applied to any main motion;
 - 3) They fit into an order of precedence (some types of subsidiary motions outrank others);
 - 4) They are out of order when another member has the floor;
 - 5) They are in order during the entire time that a motion to which they can be applied is pending (unless debate has been limited or extended or a call for the previous question have been made).



Lay on the Table

RONR, 12th ed., pp. 198-206

- Temporarily sets aside a pending motion to take care of something else deemed urgent.
- If there is a reason for the assembly to immediately lay the main motion aside temporarily without setting a time for resuming its consideration, but with the provision that it can be taken up again whenever a majority so decides, this can be proposed by the motion to Lay on the Table.
- This motion takes precedence of all other subsidiary motions.
- This motion is NOT debatable or amendable.



"We're tabling the motion."

Lay on the Table continued

RONR, 12th ed., pp. 198-206

- May be applied to:
 - Any main motion;
 - To any question of privilege or order of the day, after it is before the assembly for consideration;
 - An appeal that does not adhere to the main question; or
 - To the motion to reconsider when immediately pending, in which case the question to be reconsidered goes to the table also.



Lay on the Table continued

RONR, 12th ed., pp. 198-206

- Cannot be applied to anything except a question actually pending.
- Does not apply to:
 - Orders of the day;
 - Unfinished business; or
 - Reports of committees.
- No motion that has another motion attached to it can be laid on the table by itself; it carries everything attached with it.



Motion to Postpone

RONR, 12th ed., pp. 169-177

- Like all subsidiary motions, a motion to Postpone is made after a main motion.
- There are two types of postponement:

Definitely:

- Used to postpone a motion to:
 - Later in that same session;
 - A specific date and time; or
 - A subsequent meeting.
- This motion IS debatable and amendable.

Indefinitely:

- Drops main motion without directly voting on it.
 - In effect, an indirect rejection of the main motion.
- This motion IS debatable and NOT amendable.



Moving to Commit (Refer)

RONR, 12th ed., pp. 157-168

- Used to turn a motion or resolution over to a committee who may then:
 - Study the business item and
 - Redraft the entire motion before the board considers it further.
- The association must have a committee already established or be authorized to establish it via the association's governing documents.
- This motion takes precedence over the main motion and over the subsidiary motions to Postpone Indefinitely and to Amend.
- It IS debatable and amendable.



Moving the Previous Question

RONR, 12th ed., pp. 187-198

- Used to close debate and amendment of a pending motion and go to an immediate vote.
- This applies to the immediately pending motion.
- Is NOT debatable or amendable.
- Requires two-thirds vote.



Knowledge Check



1. Temporarily setting aside a pending motion to take care of something else deemed urgent is referred to as ____.
2. What are the 2 types of postponements?
3. What is Moving to Commit?
4. When the Chair moves the previous question, what does this do?

Moving Limit/Extend Limits of Debate

RONR, 12th ed., pp. 179-186

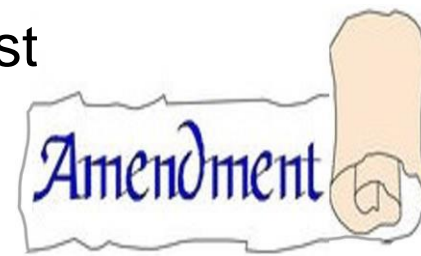
- Used to continue consideration of a motion beyond the 2 speech and/or 10 minute per speech, per item, per day rules.
- Is a subsidiary motion used when the board desires to continue consideration of a motion:
 - If the debate is consuming too much time, a member could place a limit on the debate;
 - Special circumstances may make it advisable for a member to permit more or longer speeches than under the usual rules; or
 - It may be desired to combine the elements of limitation and extension.
 - Example: reduce time limit to 5 minutes but allow 3 speeches.
- This motion IS debatable and amendable



Amending & Moving to Amend

RONR, 12th ed., pp. 36-37

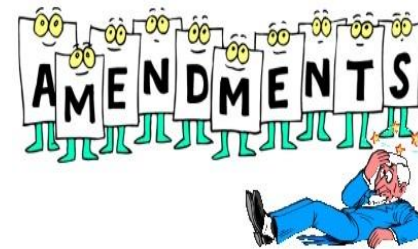
- Amending a main motion without a motion to amend:
 - After a motion has been made but before the question has been stated by the chair, any member can quickly rise and, with little or no explanatory comment, informally suggest one or more modifications to the motion.
 - At this point the mover can either accept or reject as he or she wishes (no debate is in order at this point).
 - Application of this method should be limited to minor changes about which there is likely to be no difference of opinion.
 - Before the question has been stated by the chair, the maker of the motion can amend the motion as they wish or withdraw it entirely.
 - After the question has been stated, the motion becomes the property of the board and the mover can not longer amend or withdraw.
 - After the question has been stated by the chair, the mover can request unanimous consent to modify the motion.



Amending & Moving to Amend continued

RONR, 12th ed., pp. 119-157

- A motion to amend takes precedence over the main motion and over the subsidiary motion to Postpone Indefinitely.
- Requires a majority vote to approve the amendment of the motion.
- This motion IS debatable IF the motion to be amended is debatable. The first motion to amend IS amendable.



Amending & Moving to Amend continued

RONR, 12th ed., pp. 119-157

- Degree of amendment:
 - A secondary motion to amend can be applied to a primary motion to amend.
 - A secondary motion to amend IS debatable IF the motion to be amended is debatable. The second motion to amend is NOT amendable.
 - A third motion to amend CANNOT be raised when a secondary motion to amend is pending before the board.
 - Only two motions to amend may be before the board at any one time.

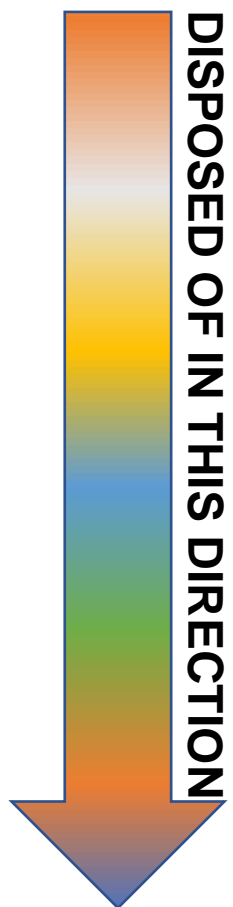


Amendments in action



Hierarchy of Motions

HIGHEST RANKING



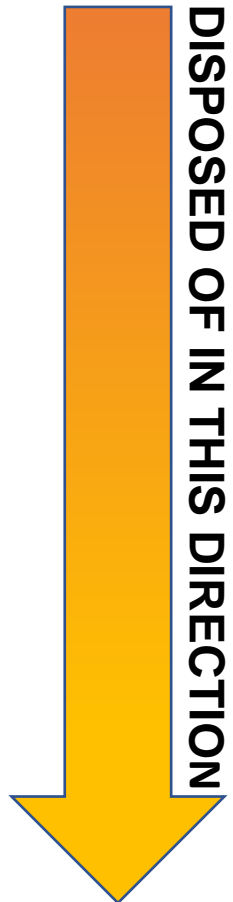
DISPOSED OF IN THIS DIRECTION

LOWEST RANKING

1. **Motion to *Lay on the Table***
2. **Motion to the *Previous Question***
3. **Motion to *Limit or Extend Limits of Debate***
4. **Motion to *Postpone Definitely***
5. **Motion to *Commit***
6. **Motion to *Amend***
7. **Motion to *Postpone Indefinitely***

Hierarchy of Motions

HIGHEST RANKING



1.

Subsidiary Motion

2.

Main Motion

LOWEST RANKING

Knowledge Check



1. Can the limits on debate be amended?
2. Can a main motion be amended without a formal motion to amend?
3. Which takes precedence, the main motion or a motion to amend?
4. Which takes precedence, a motion to Postpone Indefinitely or a motion to amend?
5. How many degrees of amendment are permitted?

Conclusion!



- Why Robert's Rules
- Deliberative Assembly
- Quorum
- Customs of Formality
- Order of Business
- Minutes
- Obtaining the Floor
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Questions?

- <http://red.nv.gov/> - Main Page
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- http://red.nv.gov/Content/CIC/Program_Training/