



COUNTY OF HUMBOLDT



RULES OF THE BOARD OF SUPERVISORS

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I. INTRODUCTION AND PURPOSE

In order to provide for the expeditious handling of public business, these Board Rules of policy and procedure are adopted by the County of Humboldt Board of Supervisors as of October 10, 2017 and (insert date). Wherever possible, these rules are to be construed generally.

These rules shall apply to the Board of Supervisors of the County of Humboldt, whether sitting as the Board of Supervisors of the County or as the Governing Board of any district or other local entity.

A. PURPOSE OF MANUAL

The purpose of the Board Rules is to compile, revise and adopt rules and policies. By adopting Board Rules, the Humboldt County Board of Supervisors (the “Board”) hereby establishes updated Board Rules for the preparation of its agendas, conduct of its meetings and transaction of other County business. In addition, by adopting these Rules, the Board further compiles, consolidates, updates, and supersedes any prior Board Rules, Resolutions, rules and related administrative procedures that have been formally adopted by the Board of Supervisors addressing the subject matter and/or the topics discussed herein.

The purpose of these Rules is to set a standard of professionalism for the conduct of the Board of Supervisors’ business. These Rules are intended to enhance public participation and Board debate so that the best possible decisions can be made for the County of Humboldt. While attempting not to be overly restrictive, procedures, policies, codes of ethics and conduct are being established and/or clarified so that expectations and practices are clearly articulated to guide Board members and staff in their day-to-day conduct and actions.

B. EFFECTIVE DATE AND PERIODIC REVIEW/UPDATE OF MANUAL

1. EFFECTIVE DATE

The Board Rules shall be in effect immediately upon their adoption by the Board’s resolution, and shall remain in effect until such time as these Rules are amended and new Rules are adopted and/or updated by a Board resolution.

2. REVIEW

The Board may review and/or revise these Rules at such times and with such frequency as it determines.

C. APPLICABILITY

These Rules are applicable to all appointed and elected officials of the County. Acceptance of these Rules shall be evidenced by a signed statement by all those who are affected. The Board, by resolution and with an affirmative vote of no less than four Supervisors, shall adopt, periodically review and amend these Rules as the Board may deem necessary. Any such amendments shall be documented by Resolution and become effective immediately upon adoption.

II. RESPONSIBILITIES, ROLES AND DUTIES OF ALL SUPERVISORS

A. SUPERVISOR RESPONSIBILITIES

1. MEETING ATTENDANCE

The Board of Supervisors shall annually adopt a schedule of meetings for the next succeeding calendar year. The County Administrative Officer shall prepare a recommended schedule of meetings on an annual basis. Generally, the Board shall meet in a regular session each Tuesday (except for the fifth Tuesday of any month containing one and Tuesdays following a Monday holiday), at 9:00 a.m., in the Supervisors' Chambers, County Courthouse, Eureka, California. In addition, as provided in Humboldt County Code Section 211-1, the Board may meet in regular session on Mondays at 1:30 p.m. at the call of the Chairperson. The location of such meetings shall be posted in accordance with the requirements of open public meetings under State law. In the absence of a Supervisor, routine business relative to his/her district shall be conducted, unless he/she has requested an item be continued.

Special meetings of the Board of Supervisors may be called in the manner provided by State law. The order calling the special meeting shall specify the time and place of the meeting and the business to be transacted at such meeting, and no other business shall be considered at that meeting.

It is the responsibility of Supervisors to attend Board meetings. The Chairperson may order any regular or special meeting of the Board canceled when, in his/her opinion, such meeting would not be productive for conducting the business of the Board or upon learning that a quorum will not be present for the meeting. In the event of a meeting cancellation, the Chairperson shall work with staff to immediately inform the other members of the Board, the press and the public.

2. SUPERVISOR ADVANCE PREPARATION FOR MEETINGS

a. Prior Review of Agenda Materials

Prior to attending Board meetings, Supervisors shall read or otherwise familiarize themselves with each agenda and supporting documentation for the items thereon.

b. Seek Prior Clarification of Agenda Materials

Whenever possible, Supervisors should request answers to questions on agenda items and attachments from the County Administrative Officer and/or applicable Department Head, County Counsel, or Clerk of the Board, to the extent required prior to the meeting at which they are to be discussed. Resolving questions with County staff prior to each public meeting will enhance and clarify agenda items and move the agenda forward in a timely manner. Supervisors should refrain from individually

giving direction to any staff member as to do so is outside their authority and undermines the authority of the Department Heads. No Supervisor has the right to require insertion of particular material in the staff report or agenda packet.

c. Avoid Unfair Surprise

Supervisors are urged to advise the County Administrative Officer and/or applicable Department Head in advance of issues or questions they intend to bring up at a public meeting. This refers to issues and questions that County staff would not normally anticipate or have researched for that particular meeting.

3. SUPERVISOR ROLE

One of the fundamental tenets of county governance is recognizing that the Board acts as a body. No individual Supervisor has extraordinary powers beyond those of other Supervisors. Although the Chair and Vice-Chair have additional ceremonial, parliamentary and administrative responsibilities as described elsewhere in these rules—with respect to the establishment of policies, voting, and in other significant areas— all members are equal.

While individual Supervisors may disagree with decisions of the majority, a decision of the majority binds the Board to a course of action and provides County staff with direction to follow. Similarly, County staff is responsible to ensure that the policy set by the Board is implemented and upheld consistent with the wishes of the majority. Implementation of Board policy by staff does not reflect a bias against Supervisors who held a minority opinion on an issue.

B. SUPERVISOR ELECTION AND GOVERNANCE

During the month of December in years in which there is no change in Board membership or at the first meeting in January after a new Board member is seated, the Chairperson and Vice-Chairperson shall be elected by majority vote of the Board present and such Chairperson and Vice-Chairperson shall preside for one year, beginning with the first meeting of the calendar year. In the absence of the Chairperson/Vice-Chairperson, the members present (three voting members) shall select one of their members to act as Chairperson pro tem. The Chairperson pro tem shall have all the powers and duties of the Chairperson during the absence of, or inability to act, of the Chairperson and Vice-Chairperson.

In the absence or inability to act (of the Chairperson), the Vice-Chairperson shall act as Chairperson. While so doing, the Vice-Chairperson shall have all the powers and duties of the Chairperson.

The Chairperson, when present, shall preside at all meetings of the Board and shall take the chair at the hour appointed for every Board meeting and shall immediately call the members to order and, except in the absence of a quorum, shall proceed with the business of the Board in the manner prescribed in these rules.

In the absence of a quorum, the members present shall adjourn the meeting until the next regular or special meeting of the Board. If all members are absent, the Clerk of the Board may adjourn the meeting to a stated time and place in accordance with Section 54955 of the Government Code.

The Chairperson shall preserve order and decorum at Board meetings. In the event that any meeting is willfully interrupted by a group or groups of persons so as to render the orderly conduct of such meetings unfeasible and order cannot be restored by the removal of individuals who are willfully interrupting the meeting, the Chairperson may order a recess until order can be restored. Alternatively, if it cannot be determined which individuals are interrupting a meeting, the Chairperson may order the meeting room cleared and continue in session, except that any member of the press who is not clearly participating in the disruption shall be permitted to remain. If occasion demands, the Chairperson shall call upon the Sergeant-at-Arms, who shall be a sworn peace officer, to preserve order, subject to Government Code Section 54957.9.

C. RIGHTS AND DUTIES OF MEMBERS

When any Supervisor is about to speak, they shall address the Chairperson, and when two or more Supervisors address the Chairperson at the same time, the Chairperson shall name the member who is first to speak, and the speaker shall confine his/her remarks to the question under debate. If any Supervisor is unable to attend a meeting (except in the event of illness or emergency) he/she shall notify the Board as soon as possible prior to the meeting.

No member shall absent himself/herself from any session of the Board without first notifying the Chairperson.

III. PARLIAMENTARY RULES AND GENERAL AGENDA ITEM PROCESS

A. ROSENBERG'S RULES

Except as otherwise provided in these Rules, the proceedings of the Board of Supervisors at meetings shall be generally guided by the latest revised edition of Rosenberg's Rules of Order (Attachment 1). However, no ordinance, resolution, proceeding or other action of the Board of Supervisors shall be invalidated, or the legality thereof otherwise affected, by the failure or omission to observe or follow said rules.

B. STATEMENT OF CONFLICT

Board members shall abide by the Political Reform Act, all Fair Political Practice Commission rules and regulations, and all other applicable laws regarding conflicts. In order to strengthen the public's trust in decision making, it is important to declare conflicts of interest.

Any Supervisor who has a conflict of interest regarding any matter being considered by the Board shall, in compliance with the provisions of the Political Reform Act and other applicable laws, declare the conflict, state the reason for the conflict, and leave the room during the discussion of that particular agenda item, unless it is a Consent Calendar item.

Members shall not be interested in any contract, purchasers at any sale, or vendors at any purchase made by them in their official capacity. Any member with an interest or "remote interest" as defined in the applicable sections of the Government Code, shall disclose the fact thereof to the Board and/or recuse himself/herself, and the same shall be noted in the minutes.

Board members are also encouraged to pay attention to "appearances of a conflict of interest" where a legal financial conflict may not exist, but the appearance of a conflict due to a relationship does exist. In the instances of a strong appearance of a conflict of interest, Board members are encouraged to recuse themselves from the discussion and decision and to leave the room during that deliberation.

Engaging in Legislative and Quasi-Judicial Decisions/Acts. Almost all actions or decisions made by the Board fall into one of two categories: legislative or quasi-judicial.

C. LEGISLATIVE AND QUASI-JUDICIAL DECISIONS/ACTS

1. LEGISLATIVE

These actions/decisions formulate rules to be applied to all future cases. Examples include but are not limited to: adoption and amendments to county codes; general plans; zoning codes; and personnel regulations. These actions are generally taken by ordinance or resolution.

2. QUASI-JUDICIAL

While legislative actions establish public policy and rules applicable to groups of property or people, quasi-judicial proceedings affect individual properties or parties. Quasi-judicial proceedings involve the application of established standards to individual facts to determine specific rights or to take specific actions under existing law.

3. DUE PROCESS

The distinction between these two types of acts/decisions comes into play in the due process afforded to parties in quasi-judicial actions (particularly in the public and appeal hearing context).

D. PROCEDURE FOR THE CONDUCT OF PUBLIC HEARINGS

The hearings should be conducted as follows:

- (a) The Chair announces the item and opens the public hearing.
- (b) Declarations by Supervisors of any conflicts of interest, ex parte contacts, or site visits.
- (c) Staff will present the staff report using visual aids and documents. The staff's written agenda report will be available to the applicant/appellant and to the public prior to the hearing and will become part of the public record. Supervisors may direct any questions to staff regarding the presentation through the Chair.
- (d) Staff will present any other communications concerning the application/appeal that have been received.
- (e) The applicant/appellant may then present statements amplifying the written application or to present supplemental information. The opposing party will be provided the same opportunity.
- (f) Any other member of the public may then speak on the matter. Each speaker is limited to 3 minutes. In the discretion of the Chair, time limits may be further limited or adjusted. When public testimony is complete, the Chair will close the public testimony portion of the hearing, but the public hearing shall remain open for further action by the Board.
- (g) The Board will proceed with discussion, including clarification or explanation by the staff of points raised by members of the Board. During discussion, a Supervisor may, through the Chair, direct questions to those who offered testimony; the Chair will assure that responses are limited to answering the questions posed.

The Board may then:

- (i) Vote upon the matter by either granting or denying it as presented; or
 - (ii) Grant it subject to conditions; or
 - (iii) Defer taking action on the matter and continue it to another time for further discussion and appropriate action.
 - (iv) In accordance with Humboldt County Code 312-13.9 if a decision is not reached within 35 days of the conclusion of the hearing (including any continued public hearing) the decision will be deemed a denial of the appeal and affirmation of the action of the Hearing Officer.
- (h) Tie Vote: If the vote on a motion is tied, the Chair calls for any further motions of any member on the subject. If none, or further motions also result in a tie vote, the Chair will call for a motion to declare the Board deadlocked. If the declaration is passed by a majority of a quorum, or if the vote is also a tie vote, the Chair will declare a deadlock. The declaration of a deadlock is considered a denial of the matter.
- (i) Findings: Final decision will include findings required by statute or ordinance with reasonable factual determination pertinent to the issues involved. If the Board votes in a manner that is not anticipated in staff recommendations, the Board shall instruct staff to prepare a resolution and findings consistent with its decision for review and approval at a subsequent meeting. The review shall be solely for the purpose of ensuring consistency with the Board's decision and shall not reopen the matter for decision.

E. COMMITTEES

1. COMMITTEES AND AD HOC OF THE BOARD

The Board, by majority vote, may appoint committees, either standing or ad hoc, at such time as it is deemed necessary for the proper conduct of business of the Board. All orders of the Board relative to the creation of committees shall specify the purpose of the committee, the type of committee, the length of time the committee shall service, and the times and methods in which the committee shall report to the Board.

No committee or ad hoc of the Board of Supervisors shall include in their membership more than two Supervisors.

It shall be the responsibility of each committee to be fully informed of the business performed by departments, institutions, and districts within its charge, and to report to the Board such information and recommendations concerning said departments, institutions, and districts as shall be necessary to properly administer and legislate for the same.

Committees by nature of their structure and length of duration must adhere to the Brown Act. Ad hoc committees are temporary committees established by the Board for a specific length of time to address a specific topic and are then dissolved.

2. BOARDS, COMMITTEES & COMMISSIONS FOR WHICH THE BOARD HAS APPOINTMENT AUTHORITY

Appointments by the Board of members of the public to boards, committees and commissions – other than committees of the Board – shall be governed by State law, including the Maddy Act, and the Protocol adopted by the Board on April 19, 2011.

Appointments by the Board of individual Board members to represent the Board on boards, committees and commissions – other than committees of the Board – shall be made annually by majority vote, except that when the appointed Supervisor is unavailable and no alternate appointment exists the Chairperson may appoint a member pro tem to represent the Board until either the duly appointed Supervisor returns to service or the Board meets to select a new appointee by majority vote.

a. Staff Attendance

The County Administrative Officer, Clerk of the Board of Supervisors, and County Counsel, or a representative designated by each, shall attend all regular and special meetings of the Board unless excused by the Chairperson.

Each County or district officer having any matter on the agenda for consideration by the Board shall either be present at the Board meeting or shall hold themselves in readiness for the purpose of furnishing information to the Board. Each County or district officer may designate a deputy to perform this duty.

b. Voting Requirements

Any action of the Board requires at least three affirmative votes. Any Board member may abstain (either verbally or by silence) from voting on a motion before the Board. The abstention shall not be counted as either an affirmative or a negative vote. However, if the motion does not receive at least three affirmative votes (or four, when a 4/5th's vote is required) absent the abstention, it shall be deemed to have failed passage. Dependent upon the topic under consideration by the Board, the voting requirements for passage/failure will vary. The following is to be used as a guide:

i. Consent agenda—simple majority vote except those items specifically noted as requiring a 4/5th's or unanimous vote

1. Items may be removed from the consent calendar at the request of an individual Supervisor or a department head or designee, and voted on separately. Any member of the public may request a Supervisor to remove an item from the Consent calendar to be discussed in open

session. The removal of an item from the consent calendar for further public discussion will be at the discretion of the Supervisor.

ii. Departmental agenda—simple majority, with the following exceptions:

1. Contingency transfer—4/5th’s vote.
2. Personnel—when action taken is pursuant to Salary Resolution section entitled "Special Actions by Board of Supervisors," a 4/5th’s vote is required.
3. And other matters required by law to be passed with a 4/5th’s vote, including urgency ordinances.

iii. All other items—simple majority

1. In the absence of an objection, the Chairperson may order an item unanimously approved, except for those votes required by law by roll call votes. The “Board Order” shall record the actual vote of each Board member

c. Public Comment

At the beginning of each Board meeting, the Chair shall describe the opportunities for public comment. This would include comments on the Consent Agenda, and any other agenda item as they come up. In addition, there will be opportunity to speak on items not on the agenda. Typically, each speaker will get 2.5 minutes to speak, with a final 30 seconds to wrap up for a total of 3 minutes. Green light for 2.5 minutes, yellow light for the final 30 seconds, and a red light when time is up. All speakers will be treated equally. Public comment or conduct that causes an actual disruption so that the meeting cannot proceed or is interfered with may be cut off or the member of the public removed from the meeting to end the disruption.

Members of the public shall have the right to comment on any item on the agenda at any meeting of the Board, including the Consent calendar, closed session items and non-action items. The Chairperson shall exercise discretion as to when within the Board’s discussion of an item to solicit public comment. Each member of the public shall be given three (3) minutes to comment on an item. When in the opinion of the Chairperson the time demands of a meeting so warrant, the Chairperson may reduce the time provided for each speaker on a topic or may limit the total time allowed for public comment on an item.

- i. Prior to accepting public comment, the Chair will request the public that those who are making comment in an official capacity as a delegate or representative from a particular group, organization, or agency identify themselves as such.

- ii. When it is unclear if a member of the public is commenting in an official capacity as a delegate or representative from a particular group, organization, or agency the Chair may ask the commenter to clarify whether or not they are commenting as an individual or if they are commenting in a formal capacity as a delegate or representative for that organization.

In addition to comment on items on the agenda, at each regular meeting of the Board the public shall be afforded an opportunity to comment on items not on the agenda. Each speaker shall be afforded 3 minutes for this purpose. The Chairperson may shorten the time for each speaker or limit the total time allowed due to the press of other business. The Board shall not respond to Public Comment on non-agenda items.

d. Use of Electronic Communication Devices During Board Meetings

Each Supervisor has a duty to pay attention during the conduct of a Board meeting, including to presentations and comments by staff, fellow Supervisors, invited guests and members of the public. In addition, each Supervisor must not engage in conduct that results in that Supervisor receiving improper input on any item before the Board. Accordingly, Board members should generally avoid electronic communications via e-mail, text message, telephone call, instant message or similar medium during Board meetings and should limit use of portable electronic communication devices during Board meetings to accessing agendas and calendars relevant to the subject at hand. It may not always be possible to do so, particularly in situations of personal emergency, but each Board member should exercise care and discretion to avoid any appearance of distraction or improper input.

e. Special Presentation, Resolution and Proclamation Usage by Supervisors

To expedite the order of business, requests to present a resolution or proclamation at a Board meeting shall be approved by the Chair prior to placement on the agenda by the Clerk of the Board

The Chair will make every effort to minimize the number of special presentations, resolutions, and proclamations on any one agenda and will encourage Supervisors to make their presentations at the appropriate community function.

- i. Special Presentations: A local agency, county department, or member of the public may request an individual Supervisor to sponsor a special presentation during a regularly scheduled Board of Supervisors meeting. Special presentations shall be limited in time determined by the chair of the board, but all presenters are encouraged to be brief and to the point.

- ii. Resolutions: A Board resolution is an administrative action taken by the

Board. A resolution expresses the Board's policy; direct administrative or legal action; or to make a public statement from the Board. The Clerk of the Board will work with individual Supervisors and the County Administrative Office to ensure placement of resolutions on the agenda meet the intent of this Rule.

iii. Proclamations: Proclamations are ceremonial documents issued by the Board that may formally recognize certain events, causes, groups or people. The goal of a proclamation is to recognize and celebrate the extraordinary achievements of Humboldt County residents and non-profit organizations, to honor occasions of importance and significance to Humboldt County citizens, and to increase public awareness of issues with the hope of improving the well-being of citizens in Humboldt County.

F. AGENDA ITEM PROCESS

Agenda items are to be submitted to the County Administrative Office (CAO) complete with all attachments meeting the standards and deadline requirements established in the annual CAO Agenda Item Memo. Any agenda item that is not in conformance with the standards and/or deadlines established in the annual CAO Agenda Item Memo will be placed on the next regularly scheduled meeting once any necessary modifications are made by the submitting department. Exceptions may only be granted in writing by the CAO. Adherence to this Board Rule will be monitored by the CAO and feedback will be shared with the Supervisors during the department head evaluation process.

IV. PRINCIPLES AND STANDARDS

The principles and standards of ethical conduct for Humboldt County Board of Supervisors are hereby established as set forth below.

1. Act In the Public Interest

Recognizing that stewardship of the public interest must be their primary concern, Supervisors will work for the common good of the people of Humboldt County and not for any private or personal interest, and they will assure fair and equal treatment of all persons, claims and transactions coming before the Humboldt County Board of Supervisors.

2. Comply with the Law

Supervisors shall comply with the laws of the nation, the State of California and the County of Humboldt in the performance of their public duties.

3. Supervisor Conduct

The professional and personal conduct of Supervisors must be above reproach and by the law must avoid even the appearance of impropriety, which is critically important for maintaining a positive and productive image of county governance. While it is understood that Supervisors enjoy First Amendment rights, they should practice civility and decorum in discussions and debate, and refrain from abusive conduct, personal charges unsubstantiated allegations, disclosure of confidential information or verbal attacks upon the character or motives of other members of the Board, boards, commissions, staff or the public which has the effect of disrupting the County's business and bringing the County's government into dispute.



Rosenberg's Rules of Order

REVISED 2011

*Simple Rules of Parliamentary Procedure for the 21st
Century*

By Judge Dave Rosenberg



MISSION and CORE BELIEFS

To expand and protect local control for cities through education and advocacy to enhance the quality of life for all Californians.

VISION

To be recognized and respected as the leading advocate for the common interests of California's cities.

About the League of California Cities

Established in 1898, the League of California Cities is a member organization that represents California's incorporated cities. The League strives to protect the local authority and autonomy of city government and help California's cities effectively serve their residents. In addition to advocating on cities' behalf at the state capitol, the League provides its members with professional development programs and information resources, conducts education conferences and research, and publishes Western City magazine.

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About the Author

Dave Rosenberg is a Superior Court Judge in Yolo County. He has served as presiding judge of his court, and as presiding judge of the Superior Court Appellate Division. He also has served as chair of the Trial Court Presiding Judges Advisory Committee (the committee composed of all 58 California presiding judges) and as an advisory member of the California Judicial Council. Prior to his appointment to the bench, Rosenberg was member of the Yolo County Board of Supervisors, where he served two terms as chair. Rosenberg also served on the Davis City Council, including two terms as mayor. He has served on the senior staff of two governors, and worked for 19 years in private law practice. Rosenberg has served as a member and chair of numerous state, regional and local boards. Rosenberg chaired the California State Lottery Commission, the California Victim Compensation and Government Claims Board, the Yolo-Solano Air Quality Management District, the Yolo County Economic Development Commission, and the Yolo County Criminal Justice Cabinet. For many years, he has taught classes on parliamentary procedure and has served as parliamentarian for large and small bodies.

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Introduction

The rules of procedure at meetings should be simple enough for most people to understand. Unfortunately, that has not always been the case. Virtually all clubs, associations, boards, councils and bodies follow a set of rules — *Robert's Rules of Order* — which are embodied in a small, but complex, book. Virtually no one I know has actually read this book cover to cover. Worse yet, the book was written for another time and for another purpose. If one is chairing or running a parliament, then *Robert's Rules of Order* is a dandy and quite useful handbook for procedure in that complex setting. On the other hand, if one is running a meeting of say, a five-member body with a few members of the public in attendance, a simplified version of the rules of parliamentary procedure is in order.

Hence, the birth of *Rosenberg's Rules of Order*.

What follows is my version of the rules of parliamentary procedure, based on my decades of experience chairing meetings in state and local government. These rules have been simplified for the smaller bodies we chair or in which we participate, slimmed down for the 21st Century, yet retaining the basic tenets of order to which we have grown accustomed. Interestingly enough, *Rosenberg's Rules* has found a welcoming audience. Hundreds of cities, counties, special districts, committees, boards, commissions, neighborhood associations and private corporations and companies have adopted *Rosenberg's Rules* in lieu of *Robert's Rules* because they have found them practical, logical, simple, easy to learn and user friendly.

This treatise on modern parliamentary procedure is built on a foundation supported by the following four pillars:

- 1. Rules should establish order.** The first purpose of rules of parliamentary procedure is to establish a framework for the orderly conduct of meetings.
- 2. Rules should be clear.** Simple rules lead to wider understanding and participation. Complex rules create two classes: those who understand and participate; and those who do not fully understand and do not fully participate.
- 3. Rules should be user friendly.** That is, the rules must be simple enough that the public is invited into the body and feels that it has participated in the process.
- 4. Rules should enforce the will of the majority while protecting the rights of the minority.** The ultimate purpose of rules of procedure is to encourage discussion and to facilitate decision making by the body. In a democracy, majority rules. The rules must enable the majority to express itself and fashion a result, while permitting the minority to also express itself, but not dominate, while fully participating in the process.

Establishing a Quorum

The starting point for a meeting is the establishment of a quorum. A quorum is defined as the minimum number of members of the body who must be present at a meeting for business to be legally transacted. The default rule is that a quorum is one more than half the body. For example, in a five-member body a quorum is three. When the body has three members present, it can legally transact business. If the body has less than a quorum of members present, it cannot legally transact business. And even if the body has a quorum to begin the meeting, the body can lose the quorum during the meeting when a member departs (or even when a member leaves the dais). When that occurs the body loses its ability to transact business until and unless a quorum is reestablished.

The default rule, identified above, however, gives way to a specific rule of the body that establishes a quorum. For example, the rules of a particular five-member body may indicate that a quorum is four members for that particular body. The body must follow the rules it has established for its quorum. In the absence of such a specific rule, the quorum is one more than half the members of the body.

The Role of the Chair

While all members of the body should know and understand the rules of parliamentary procedure, it is the chair of the body who is charged with applying the rules of conduct of the meeting. The chair should be well versed in those rules. For all intents and purposes, the chair makes the final ruling on the rules every time the chair states an action. In fact, all decisions by the chair are final unless overruled by the body itself.

Since the chair runs the conduct of the meeting, it is usual courtesy for the chair to play a less active role in the debate and discussion than other members of the body. This does not mean that the chair should not participate in the debate or discussion. To the contrary, as a member of the body, the chair has the full right to participate in the debate, discussion and decision-making of the body. What the chair should do, however, is strive to be the last to speak at the discussion and debate stage. The chair should not make or second a motion unless the chair is convinced that no other member of the body will do so at that point in time.

The Basic Format for an Agenda Item Discussion

Formal meetings normally have a written, often published agenda. Informal meetings may have only an oral or understood agenda. In either case, the meeting is governed by the agenda and the agenda constitutes the body's agreed-upon roadmap for the meeting. Each agenda item can be handled by the chair in the following basic format:

First, the chair should clearly announce the agenda item number and should clearly state what the agenda item subject is. The chair should then announce the format (which follows) that will be followed in considering the agenda item.

Second, following that agenda format, the chair should invite the appropriate person or persons to report on the item, including any recommendation that they might have. The appropriate person or persons may be the chair, a member of the body, a staff person, or a committee chair charged with providing input on the agenda item.

Third, the chair should ask members of the body if they have any technical questions of clarification. At this point, members of the body may ask clarifying questions to the person or persons who reported on the item, and that person or persons should be given time to respond.

Fourth, the chair should invite public comments, or if appropriate at a formal meeting, should open the public meeting for public input. If numerous members of the public indicate a desire to speak to the subject, the chair may limit the time of public speakers. At the conclusion of the public comments, the chair should announce that public input has concluded (or the public hearing, as the case may be, is closed).

Fifth, the chair should invite a motion. The chair should announce the name of the member of the body who makes the motion.

Sixth, the chair should determine if any member of the body wishes to second the motion. The chair should announce the name of the member of the body who seconds the motion. It is normally good practice for a motion to require a second before proceeding to ensure that it is not just one member of the body who is interested in a particular approach. However, a second is not an absolute requirement, and the chair can proceed with consideration and vote on a motion even when there is no second. This is a matter left to the discretion of the chair.

Seventh, if the motion is made and seconded, the chair should make sure everyone understands the motion.

This is done in one of three ways:

1. The chair can ask the maker of the motion to repeat it;
2. The chair can repeat the motion; or
3. The chair can ask the secretary or the clerk of the body to repeat the motion.

Eighth, the chair should now invite discussion of the motion by the body. If there is no desired discussion, or after the discussion has ended, the chair should announce that the body will vote on the motion. If there has been no discussion or very brief discussion, then the vote on the motion should proceed immediately and there is no need to repeat the motion. If there has been substantial discussion, then it is normally best to make sure everyone understands the motion by repeating it.

Ninth, the chair takes a vote. Simply asking for the “ayes” and then asking for the “nays” normally does this. If members of the body do not vote, then they “abstain.” Unless the rules of the body provide otherwise (or unless a super majority is required as delineated later in these rules), then a simple majority (as defined in law or the rules of the body as delineated later in these rules) determines whether the motion passes or is defeated.

Tenth, the chair should announce the result of the vote and what action (if any) the body has taken. In announcing the result, the chair should indicate the names of the members of the body, if any, who voted in the minority on the motion. This announcement might take the following form: “The motion passes by a vote of 3-2, with Smith and Jones dissenting. We have passed the motion requiring a 10-day notice for all future meetings of this body.”

Motions in General

Motions are the vehicles for decision making by a body. It is usually best to have a motion before the body prior to commencing discussion of an agenda item. This helps the body focus.

Motions are made in a simple two-step process. First, the chair should recognize the member of the body. Second, the member of the body makes a motion by preceding the member’s desired approach with the words “I move . . .”

A typical motion might be: “I move that we give a 10-day notice in the future for all our meetings.”

The chair usually initiates the motion in one of three ways:

1. **Inviting the members of the body to make a motion**, for example, “A motion at this time would be in order.”
2. **Suggesting a motion to the members of the body**, “A motion would be in order that we give a 10-day notice in the future for all our meetings.”
3. **Making the motion**. As noted, the chair has every right as a member of the body to make a motion, but should normally do so only if the chair wishes to make a motion on an item but is convinced that no other member of the body is willing to step forward to do so at a particular time.

The Three Basic Motions

There are three motions that are the most common and recur often at meetings:

The basic motion. The basic motion is the one that puts forward a decision for the body’s consideration. A basic motion might be: “I move that we create a five-member committee to plan and put on our annual fundraiser.”

The motion to amend. If a member wants to change a basic motion that is before the body, they would move to amend it. A motion to amend might be: “I move that we amend the motion to have a 10-member committee.” A motion to amend takes the basic motion that is before the body and seeks to change it in some way.

The substitute motion. If a member wants to completely do away with the basic motion that is before the body, and put a new motion before the body, they would move a substitute motion. A substitute motion might be: “I move a substitute motion that we cancel the annual fundraiser this year.”

“Motions to amend” and “substitute motions” are often confused, but they are quite different, and their effect (if passed) is quite different. A motion to amend seeks to retain the basic motion on the floor, but modify it in some way. A substitute motion seeks to throw out the basic motion on the floor, and substitute a new and different motion for it. The decision as to whether a motion is really a “motion to amend” or a “substitute motion” is left to the chair. So if a member makes what that member calls a “motion to amend,” but the chair determines that it is really a “substitute motion,” then the chair’s designation governs.

A “friendly amendment” is a practical parliamentary tool that is simple, informal, saves time and avoids bogging a meeting down with numerous formal motions. It works in the following way: In the discussion on a pending motion, it may appear that a change to the motion is desirable or may win support for the motion from some members. When that happens, a member who has the floor may simply say, “I want to suggest a friendly amendment to the motion.” The member suggests the friendly amendment, and if the maker and the person who seconded the motion pending on the floor accepts the friendly amendment, that now becomes the pending motion on the floor. If either the maker or the person who seconded rejects the proposed friendly amendment, then the proposer can formally move to amend.

Multiple Motions Before the Body

There can be up to three motions on the floor at the same time. The chair can reject a fourth motion until the chair has dealt with the three that are on the floor and has resolved them. This rule has practical value. More than three motions on the floor at any given time is confusing and unwieldy for almost everyone, including the chair.

When there are two or three motions on the floor (after motions and seconds) at the same time, the vote should proceed *first* on the *last* motion that is made. For example, assume the first motion is a basic “motion to have a five-member committee to plan and put on our annual fundraiser.” During the discussion of this motion, a member might make a second motion to “amend the main motion to have a 10-member committee, not a five-member committee to plan and put on our annual fundraiser.” And perhaps, during that discussion, a member makes yet a third motion as a “substitute motion that we not have an annual fundraiser this year.” The proper procedure would be as follows:

First, the chair would deal with the *third* (the last) motion on the floor, the substitute motion. After discussion and debate, a vote would be taken first on the third motion. If the substitute motion *passed*, it would be a substitute for the basic motion and would eliminate it. The first motion would be moot, as would the second motion (which sought to amend the first motion), and the action on the agenda item would be completed on the passage by the body of the third motion (the substitute motion). No vote would be taken on the first or second motions.

Second, if the substitute motion *failed*, the chair would then deal with the second (now the last) motion on the floor, the motion to amend. The discussion and debate would focus strictly on the amendment (should the committee be five or 10 members). If the motion to amend *passed*, the chair would then move to consider the main motion (the first motion) as *amended*. If the motion to amend *failed*, the chair would then move to consider the main motion (the first motion) in its original format, not amended.

Third, the chair would now deal with the first motion that was placed on the floor. The original motion would either be in its original format (five-member committee), or if *amended*, would be in its amended format (10-member committee). The question on the floor for discussion and decision would be whether a committee should plan and put on the annual fundraiser.

To Debate or Not to Debate

The basic rule of motions is that they are subject to discussion and debate. Accordingly, basic motions, motions to amend, and substitute motions are all eligible, each in their turn, for full discussion before and by the body. The debate can continue as long as members of the body wish to discuss an item, subject to the decision of the chair that it is time to move on and take action.

There are exceptions to the general rule of free and open debate on motions. The exceptions all apply when there is a desire of the body to move on. The following motions are not debatable (that is, when the following motions are made and seconded, the chair must immediately call for a vote of the body without debate on the motion):

Motion to adjourn. This motion, if passed, requires the body to immediately adjourn to its next regularly scheduled meeting. It requires a simple majority vote.

Motion to recess. This motion, if passed, requires the body to immediately take a recess. Normally, the chair determines the length of the recess which may be a few minutes or an hour. It requires a simple majority vote.

Motion to fix the time to adjourn. This motion, if passed, requires the body to adjourn the meeting at the specific time set in the motion. For example, the motion might be: “I move we adjourn this meeting at midnight.” It requires a simple majority vote.

Motion to table. This motion, if passed, requires discussion of the agenda item to be halted and the agenda item to be placed on “hold.” The motion can contain a specific time in which the item can come back to the body. “I move we table this item until our regular meeting in October.” Or the motion can contain no specific time for the return of the item, in which case a motion to take the item off the table and bring it back to the body will have to be taken at a future meeting. A motion to table an item (or to bring it back to the body) requires a simple majority vote.

Motion to limit debate. The most common form of this motion is to say, “I move the previous question” or “I move the question” or “I call the question” or sometimes someone simply shouts out “question.” As a practical matter, when a member calls out one of these phrases, the chair can expedite matters by treating it as a “request” rather than as a formal motion. The chair can simply inquire of the body, “any further discussion?” If no one wishes to have further discussion, then the chair can go right to the pending motion that is on the floor. However, if even one person wishes to discuss the pending motion further, then at that point, the chair should treat the call for the “question” as a formal motion, and proceed to it.

When a member of the body makes such a motion (“I move the previous question”), the member is really saying: “I’ve had enough debate. Let’s get on with the vote.” When such a motion is made, the chair should ask for a second, stop debate, and vote on the motion to limit debate. The motion to limit debate requires a two-thirds vote of the body.

Note: A motion to limit debate could include a time limit. For example: “I move we limit debate on this agenda item to 15 minutes.” Even in this format, the motion to limit debate requires a two-thirds vote of the body. A similar motion is a *motion to object to consideration of an item*. This motion is not debatable, and if passed, precludes the body from even considering an item on the agenda. It also requires a two-thirds vote.

Majority and Super Majority Votes

In a democracy, a simple majority vote determines a question. A tie vote means the motion fails. So in a seven-member body, a vote of 4-3 passes the motion. A vote of 3-3 with one abstention means the motion fails. If one member is absent and the vote is 3-3, the motion still fails.

All motions require a simple majority, but there are a few exceptions. The exceptions come up when the body is taking an action which effectively cuts off the ability of a minority of the body to take an action or discuss an item. These extraordinary motions require a two-thirds majority (a super majority) to pass:

Motion to limit debate. Whether a member says, “I move the previous question,” or “I move the question,” or “I call the question,” or “I move to limit debate,” it all amounts to an attempt to cut off the ability of the minority to discuss an item, and it requires a two-thirds vote to pass.

Motion to close nominations. When choosing officers of the body (such as the chair), nominations are in order either from a nominating committee or from the floor of the body. A motion to close nominations effectively cuts off the right of the minority to nominate officers and it requires a two-thirds vote to pass.

Motion to object to the consideration of a question. Normally, such a motion is unnecessary since the objectionable item can be tabled or defeated straight up. However, when members of a body do not even want an item on the agenda to be considered, then such a motion is in order. It is not debatable, and it requires a two-thirds vote to pass.

Motion to suspend the rules. This motion is debatable, but requires a two-thirds vote to pass. If the body has its own rules of order, conduct or procedure, this motion allows the body to suspend the rules for a particular purpose. For example, the body (a private club) might have a rule prohibiting the attendance at meetings by non-club members. A motion to suspend the rules would be in order to allow a non-club member to attend a meeting of the club on a particular date or on a particular agenda item.

Counting Votes

The matter of counting votes starts simple, but can become complicated.

Usually, it’s pretty easy to determine whether a particular motion passed or whether it was defeated. If a simple majority vote is needed to pass a motion, then one vote more than 50 percent of the body is required. For example, in a five-member body, if the vote is three in favor and two opposed, the motion passes. If it is two in favor and three opposed, the motion is defeated.

If a two-thirds majority vote is needed to pass a motion, then how many affirmative votes are required? The simple rule of thumb is to count the “no” votes and double that count to determine how many “yes” votes are needed to pass a particular motion. For example, in a seven-member body, if two members vote “no” then the “yes” vote of at least four members is required to achieve a two-thirds majority vote to pass the motion.

What about tie votes? In the event of a tie, the motion always fails since an affirmative vote is required to pass any motion. For example, in a five-member body, if the vote is two in favor and two opposed, with one member absent, the motion is defeated.

Vote counting starts to become complicated when members vote “abstain” or in the case of a written ballot, cast a blank (or unreadable) ballot. Do these votes count, and if so, how does one count them? The starting point is always to check the statutes.

In California, for example, for an action of a board of supervisors to be valid and binding, the action must be approved by a majority of the board. (California Government Code Section 25005.) Typically, this means three of the five members of the board must vote affirmatively in favor of the action. A vote of 2-1 would not be sufficient. A vote of 3-0 with two abstentions would be sufficient. In general law cities in

California, as another example, resolutions or orders for the payment of money and all ordinances require a recorded vote of the total members of the city council. (California Government Code Section 36936.) Cities with charters may prescribe their own vote requirements. Local elected officials are always well-advised to consult with their local agency counsel on how state law may affect the vote count.

After consulting state statutes, step number two is to check the rules of the body. If the rules of the body say that you count votes of “those present” then you treat abstentions one way. However, if the rules of the body say that you count the votes of those “present and voting,” then you treat abstentions a different way. And if the rules of the body are silent on the subject, then the general rule of thumb (and default rule) is that you count all votes that are “present and voting.”

Accordingly, under the “present and voting” system, you would **NOT** count abstention votes on the motion. Members who abstain are counted for purposes of determining quorum (they are “present”), but you treat the abstention votes on the motion as if they did not exist (they are not “voting”). On the other hand, if the rules of the body specifically say that you count votes of those “present” then you **DO** count abstention votes both in establishing the quorum and on the motion. In this event, the abstention votes act just like “no” votes.

How does this work in practice?

Here are a few examples.

Assume that a five-member city council is voting on a motion that requires a simple majority vote to pass, and assume further that the body has no specific rule on counting votes. Accordingly, the default rule kicks in and we count all votes of members that are “present and voting.” If the vote on the motion is 3-2, the motion passes. If the motion is 2-2 with one abstention, the motion fails.

Assume a five-member city council voting on a motion that requires a two-thirds majority vote to pass, and further assume that the body has no specific rule on counting votes. Again, the default rule applies. If the vote is 3-2, the motion fails for lack of a two-thirds majority. If the vote is 4-1, the motion passes with a clear two-thirds majority. A vote of three “yes,” one “no” and one “abstain” also results in passage of the motion. Once again, the abstention is counted only for the purpose of determining quorum, but on the actual vote on the motion, it is as if the abstention vote never existed — so an effective 3-1 vote is clearly a two-thirds majority vote.

Now, change the scenario slightly. Assume the same five-member city council voting on a motion that requires a two-thirds majority vote to pass, but now assume that the body **DOES** have a specific rule requiring a two-thirds vote of members “present.” Under this specific rule, we must count the members present not only for quorum but also for the motion. In this scenario, any abstention has the same force and effect as if it were a “no” vote. Accordingly, if the votes were three “yes,” one “no” and one “abstain,” then the motion fails. The abstention in this case is treated like a “no” vote and effective vote of 3-2 is not enough to pass two-thirds majority muster.

Now, exactly how does a member cast an “abstention” vote?

Any time a member votes “abstain” or says, “I abstain,” that is an abstention. However, if a member votes “present” that is also treated as an abstention (the member is essentially saying, “Count me for purposes of a quorum, but my vote on the issue is abstain.”) In fact, any manifestation of intention not to vote either “yes” or “no” on the pending motion may be treated by the chair as an abstention. If written ballots are cast, a blank or unreadable ballot is counted as an abstention as well.

Can a member vote “absent” or “count me as absent?” Interesting question. The ruling on this is up to the chair. The better approach is for the chair to count this as if the member had left his/her chair and is actually “absent.” That, of course, affects the quorum. However, the chair may also treat this as a vote to abstain, particularly if the person does not actually leave the dais.

The Motion to Reconsider

There is a special and unique motion that requires a bit of explanation all by itself; the motion to reconsider. A tenet of parliamentary procedure is finality. After vigorous discussion, debate and a vote, there must be some closure to the issue. And so, after a vote is taken, the matter is deemed closed, subject only to reopening if a proper motion to consider is made and passed.

A motion to reconsider requires a majority vote to pass like other garden-variety motions, but there are two special rules that apply only to the motion to reconsider.

First, is the matter of timing. A motion to reconsider must be made at the meeting where the item was first voted upon. A motion to reconsider made at a later time is untimely. (The body, however, can always vote to suspend the rules and, by a two-thirds majority, allow a motion to reconsider to be made at another time.)

Second, a motion to reconsider may be made only by certain members of the body. Accordingly, a motion to reconsider may be made only by a member who voted in the majority on the original motion. If such a member has a change of heart, he or she may make the motion to reconsider (any other member of the body — including a member who voted in the minority on the original motion — may second the motion). If a member who voted in the minority seeks to make the motion to reconsider, it must be ruled out of order. The purpose of this rule is finality. If a member of minority could make a motion to reconsider, then the item could be brought back to the body again and again, which would defeat the purpose of finality.

If the motion to reconsider passes, then the original matter is back before the body, and a new original motion is in order. The matter may be discussed and debated as if it were on the floor for the first time.

Courtesy and Decorum

The rules of order are meant to create an atmosphere where the members of the body and the members of the public can attend to business efficiently, fairly and with full participation. At the same time, it is up to the chair and the members of the body to maintain common courtesy and decorum. Unless the setting is very informal, it is always best for only one person at a time to have the floor, and it is always best for every speaker to be first recognized by the chair before proceeding to speak.

The chair should always ensure that debate and discussion of an agenda item focuses on the item and the policy in question, not the personalities of the members of the body. Debate on policy is healthy, debate on personalities is not. The chair has the right to cut off discussion that is too personal, is too loud, or is too crude.

Debate and discussion should be focused, but free and open. In the interest of time, the chair may, however, limit the time allotted to speakers, including members of the body.

Can a member of the body interrupt the speaker? The general rule is “no.” There are, however, exceptions. A speaker may be interrupted for the following reasons:

Privilege. The proper interruption would be, “point of privilege.” The chair would then ask the interrupter to “state your point.” Appropriate points of privilege relate to anything that would interfere with the normal comfort of the meeting. For example, the room may be too hot or too cold, or a blowing fan might interfere with a person’s ability to hear.

Order. The proper interruption would be, “point of order.” Again, the chair would ask the interrupter to “state your point.” Appropriate points of order relate to anything that would not be considered appropriate conduct of the meeting. For example, if the chair moved on to a vote on a motion that permits debate without allowing that discussion or debate.

Appeal. If the chair makes a ruling that a member of the body disagrees with, that member may appeal the ruling of the chair. If the motion is seconded, and after debate, if it passes by a simple majority vote, then the ruling of the chair is deemed reversed.

Call for orders of the day. This is simply another way of saying, “return to the agenda.” If a member believes that the body has drifted from the agreed-upon agenda, such a call may be made. It does not require a vote, and when the chair discovers that the agenda has not been followed, the chair simply reminds the body to return to the agenda item properly before them. If the chair fails to do so, the chair’s determination may be appealed.

Withdraw a motion. During debate and discussion of a motion, the maker of the motion on the floor, at any time, may interrupt a speaker to withdraw his or her motion from the floor. The motion is immediately deemed withdrawn, although the chair may ask the person who seconded the motion if he or she wishes to make the motion, and any other member may make the motion if properly recognized.

Special Notes About Public Input

The rules outlined above will help make meetings very public-friendly. But in addition, and particularly for the chair, it is wise to remember three special rules that apply to each agenda item:

Rule One: Tell the public what the body will be doing.

Rule Two: Keep the public informed while the body is doing it.

Rule Three: When the body has acted, tell the public what the body did.




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