

# Robert's Rules of Order Cheat Sheet

## **TYPES OF MOTIONS**

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

## **EVERY MOTION HAS 6 STEPS**

1. **Motion:** A member rises or raises a hand to signal the chairperson.
2. **Second:** Another member seconds the motion.
3. **Restate motion:** The chairperson restates the motion.
4. **Debate:** The members debate the motion.
5. **Vote:** The chairperson restates the motion, and then first asks for affirmative votes, and then negative votes.
6. **Announce the vote:** The chairperson announces the result of the vote and any instructions.

**TIP!** If the board is in obvious agreement, the chairperson may save time by stating, "If there is no objection, we will adopt the motion to..." Then wait for any objections. Then say, "Hearing no objections, (state the motion) is adopted." And then state any instructions. If a member objects, first ask for debate, then vote and then announce the vote.

## **REQUESTING POINTS**

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

**Point of Order:** Draws attention to a breach of rules, improper procedure, breaching of established practices, etc.

**Point of Information:** A member may need to bring up an additional point or additional information (in the form of a nondebatable statement) so that the other members can make fully informed votes.

**Point of Inquiry:** A member may use Point of Inquiry to ask for clarification in a report to make better voting decisions.

**Point of Personal Privilege:** A member may use Point of Personal Privilege to address the physical comfort of the setting such as temperature or noise. Members may also use it to address the accuracy of published reports or the accuracy of a member's conduct.

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

ACTION	WHAT TO SAY	CAN I INTERRUPT SPEAKER?	NEED A SECOND?	CAN BE DEBATED?	CAN BE AMENDED?	VOTES NEEDED
Introduce main motion	"I move to..."	No	Yes	Yes	Yes	Majority
Amend a motion	"I move to amend the motion by..." (Add or strike words or both)	No	Yes	Yes	Yes	Majority
Move item to committee	"I move that we refer the matter to committee."	No	Yes	Yes	No	Majority
Postpone item	"I move to postpone the matter until..."	No	Yes	Yes	No	Majority
End debate	"I move the previous question."	No	Yes	Yes	No	Majority
Object to procedure	"Point of order."	Yes	No	No	No	Chair decision
Recess the meeting	"I move that we recess until..."	No	Yes	No	No	Majority
Adjourn the meeting	"I move to adjourn the meeting."	No	Yes	No	No	Majority
Request information	"Point of information."	Yes	No	No	No	No vote
Overrule the chair's ruling	"I move to overrule the chair's ruling."	Yes	Yes	Yes	No	Majority
Extend the allotted time	"I move to extend the time by ___ minutes."	No	Yes	No	Yes	2/3 vote
Enforce the rules or point out incorrect procedure	"Point of order."	Yes	No	No	No	No vote
Table a motion	"I move to table."	No	Yes	No	No	Majority

# Robert's Rules of Order Tips and Reminders

Robert's Rules of Order, which is also widely known as parliamentary procedure, was developed to ensure that meetings are fair, efficient, democratic and orderly. The following tips and reminders will help chairpersons to run a successful and productive meeting without being run over or running over others.



Follow the agenda to keep the group moving toward its goals.



Let the group do its own work; don't over-command.



Control the flow of the meeting by recognizing members who ask to speak.



Let all members speak once before allowing anyone to speak a second time.



When discussions get off-track, gently guide the group back to the agenda.



Model courtesy and respect, and insist that others do the same.



Help to develop the board's skills in parliamentary procedure by properly using motions and points of order.



Give each speaker your undivided attention.



Keep an emotional pulse on the discussions.



Allow a consensus to have the final authority of the group.

## **SPECIAL TIPS AND REMINDERS FOR ELECTRONIC MEETINGS**

The COVID-19 pandemic is requiring many boards to use the electronic meeting format for board meetings to help prevent the spread of the virus. These tips and reminders for electronic meetings will ensure that your board is following good governance practices and will help you to run your electronic meetings more smoothly.

[The National Association of Parliamentarians](#) offers the following four sets of guidelines for conducting electronic meetings.

1. Revise your bylaws to authorize electronic meetings. Review the specific language in the bylaws to ensure that the rules clearly state what's required to hold an electronic meeting that qualifies as an official board meeting.
2. Bylaws authorize absent members to participate electronically; however, the entire meeting cannot be conducted electronically. Note the difference between a fully electronic meeting and permissible electronic participation for what is largely an in-person meeting. The bylaws should state clear rules for allowable locations and quorum requirements. For example, do the bylaws allow the chair to host an electronic meeting with one member in attendance and the remainder of the members attending via electronic means?
3. Hold informal electronic meetings without transacting official business. For boards that aren't permitted by their bylaws to hold official electronic meetings, their bylaws may allow them to meet via electronic means informally for discussions. Official decisions would then have to wait to be voted on until the organization could hold an official board meeting.
4. Bylaws may authorize boards to transact business without holding a meeting—for example, via telephone or email. Where this is allowed, boards wouldn't have to meet in person. Boards could discuss matters informally and transact official business in the manner described by the bylaws.

## **TIPS TO MAINTAIN GOOD GOVERNANCE DURING ELECTRONIC MEETINGS**

1. The secretary should post the date and time, URL, and any meeting passcodes in the agenda well before the meeting starts. Ideally the agenda is stored within a secure board management platform, like BoardEffect. The secretary should also set up an alternative audio connection to the internet meeting platform along with the phone number and access codes for those that can only participate by phone.
2. The secretary should set up the meeting time for at least 15 minutes before the actual meeting start time to allow members time to enter the platform and resolve any technical difficulties.
3. Members should identify themselves upon entering the meeting and plan to remain on the platform for the duration of the meeting. If they need to leave early, they should sign out of the platform as they leave the meeting.
4. Each member is responsible for their own audio and internet connections. Boards shouldn't invalidate any actions because an individual member's electronic connection prevented them from participating in the meeting.
5. The chair may mute or disconnect a member's connection if it's causing interference with the meeting. If the chair makes this decision, it's subject to any member requesting an undebatable appeal. The decision and the appeal should be announced during the meeting and be recorded in the meeting minutes.
6. If the chair recognizes a member to speak on the floor, the chair should clear the queue of members who also sought recognition. Members can seek recognition again and the chair should recognize a member for the purpose of determining whether the member is entitled to preference in recognition.
7. Certain groups are too large for everyone to be seen on video. The chair, secretary or tech assistant should arrange the platform so that the chair's video is pinned to the screen throughout the meeting. Also, the person handling tech issues should arrange the platform so that a member being recognized to speak has that person's video displayed.
8. At the close of the meeting, the board chair may choose to summarize discussions and ask if they missed anything.
9. Consider holding a recap session at the close of your board meeting to get feedback from the members on how well the technology worked and ask for suggestions on how to ensure your meetings are being run efficiently.

# Nonprofit Board Meeting Agenda Sample

## TRADITIONAL NONPROFIT AGENDA SAMPLE

The most common type of agenda format is the [traditional agenda](#). There's some room for flexibility based on the organization's needs, but this agenda generally follows the following [format](#).

- Welcome
- Call to order
- Roll Call or Attendance (make note of members attending electronically)
- Approve the minutes of the last meeting (if one or more members are attending electronically, must determine if the bylaws qualify this as an official meeting; if it isn't, the board can't approve the prior minutes or vote on other matters)
- Executive Director's report
- Finance committee report
- Nominating and governance committee report
- Program committee report
- Fundraising committee report
- Unfinished business
- New business
- Board development
- Guest presentations (you may move this up earlier in the agenda so guests don't have to sit through the entire meeting)
- Adjournment

The finance committee usually distributes quarterly reports, and the board may have a brief discussion about the projected budget and the actual budget. The agenda may also include cyclical items, such as the audit, elections or other annual events.

## STRATEGIC NONPROFIT AGENDA SAMPLE

- Welcome
- Opening thoughts. A different board member starts the meeting with an opening thought.
- Call to order
- Roll Call or Attendance (make note of members attending electronically)

- Consent Agenda. This usually includes the minutes of the last meeting and other routine items that require little or no discussion. Board members can move to withdraw an item from the consent agenda if it needs additional discussion (if one or more members are attending electronically, must determine if the bylaws qualify this as an official meeting; if it isn't, the board can't approve the prior minutes or vote on other matters)
- Finance committee report
- Nominating and governance committee report
- Program committee report
- Fundraising committee report
- Discussion of strategic initiatives
- Board development
- Unfinished business
- Adjournment

The idea behind a strategic agenda is to streamline routine items to allow board members to spend most of the meeting time on strategic planning. Some nonprofit boards have found it helpful to throw out a discussion starter like, "What's keeping you up at night?" to get board conversations started.

## CUSTOMIZED NONPROFIT AGENDA SAMPLE

Taking a [nontraditional approach](#) to the agenda forces board members to pay attention. They'll usually keep their agendas front and center because they won't be able to memorize the order of the agenda. Place critical details such as dates and other important information at the top of the agenda, because board members will see them repeatedly as they look for their places on the agenda.

- Welcome
- Call to order
- Roll Call or Attendance (make note of members attending electronically)
- Reading of the mission statement
- Board chair remarks
- 7-minute briefing

- 7-minute question-and-answer session
- Upcoming events or program planning
- Open-ended discussion on outside factors
- Minutes and commitments review
- Finance committee report
- Approving prior minutes and accepting reports (if one or more members are attending electronically, must determine if the bylaws qualify this as an official meeting; if it isn't, the board can't approve the prior minutes or vote on other matters)
- Nominating task force
- Executive Director responds to questions

"Board chair remarks" refers to anything that's been weighing on the mind of the board chair. This could be an opportunity for a new fundraising idea, board development, organizational culture, potential risks or anything else. This is also a good time to discuss adding language to the bylaws to authorize electronic meetings and whether the bylaws allow one or all members to attend electronically and still consider it an official meeting.

The board member briefing gives boards a short time to hear from a board member about the knowledge or expertise that they've gained in their professional life that may help other board members. Boards can also use this time to hear from a board member who uses the services of the nonprofit. Rotate speakers so all board members have a chance to share their knowledge and experiences. Follow the brief with an additional seven minutes of questions and answers.

The reason for offering a short time to discuss outside factors is because many changes happen in communities over the course of a year. Nonprofit boards can address outside changes more quickly when they make time on the agenda to discuss them as they occur, as opposed to discussing multiple changes in an annual meeting.

Prior to approving the minutes, boards may take a few minutes to review any follow-up actions that board members promised to take after the last meeting.

Board members should get a copy of the Executive Director report with their board packets. They should receive it in enough time to review it and to prepare questions. Provide a few minutes toward the end of each meeting for board members to ask questions. Many boards find that this format offers them increased opportunities for two-way communications and sets the tone for strengthening their relationship with the Executive Director.

## **ELECTRONIC NONPROFIT AGENDA SAMPLE**

To hold a meeting electronically, your bylaws must allow it. Also, your bylaws should specify whether it's considered an official meeting if one or more members attend electronically or whether the entire board can meet electronically. If the bylaws don't allow for an electronic meeting, approving minutes and voting aren't allowed. The format for an electronic nonprofit meeting largely follows the traditional agenda format. The main thing to consider is that your board members can't see facial expressions or note body language as easily, even if you're using video cameras, so it's best to reserve the bulk of the meeting for discussions and streamline the rest.

- Welcome
- Call to order
- Audible Roll Call or Attendance (make note of members attending electronically) and establish quorum\*
- Approve the minutes of the last meeting (if one or more members are attending electronically, must determine if the bylaws qualify this as an official meeting; if it isn't, the board can't approve the prior minutes or vote on other matters)
- Entertain motions to accept the Executive Director's report, finance committee report, nominating and governance committee report, program committee report, fundraising committee report, and any other reports (these reports should have been distributed within the agenda software prior to the meeting)
- Unfinished business
- New business
- Adjournment

\*After the quorum has been established at the beginning of the meeting, the quorum thereafter should be determined by the online list of participating members. A member may demand a quorum count by audible roll call later in the meeting if a vote totals less than a quorum.

Boards may make it a practice to meet in person as often as practicable and reserve electronic meetings for emergencies and unusual safety situations such as the COVID-19 pandemic.

## **CONTACT YOUR ADVISOR FOR MORE INFORMATION:**

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