

Robert's Rules For Dummies

Bonus Chapter

Ten Custom Rules to Consider

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In This Chapter

- ▶ Making your own rules when Robert's Rules doesn't quite fit
 - ▶ Avoiding future problems by customizing your rules now
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If your organization has adopted Robert's Rules as its parliamentary authority, you've got a good rule for just about anything that can come up. However, Robert's Rules in no way tries to be one-size-fits-all when it comes to individualizing your own rules. Robert's Rules encourages you to make your own specific rules and provides you with good information to help you fine-tune your rules as needed.

This chapter lists some of the ideas frequently recommended by parliamentarians on the topic of special rules and bylaws. The list is far from exhaustive; in fact, it probably barely scratches the surface. But it's a start, and the recommendations come with a lot of 20/20 hindsight. I certainly didn't think of the items on this list all by myself, but I've had clients who wished they had thought of them before they were forced to pay me to help straighten out their mess!

Changing the Ten-Minute Speech Rule

Robert's Rules provides that each member may speak twice to a motion, and each speech may last up to ten minutes.

Even though members rarely claim the right to a full ten minutes, speeches can be time-consuming if they do. And, when speech time becomes an issue in a meeting, changing the limits requires a two-thirds vote. Getting that vote takes time, and unless it's done on a particular topic before members begin to speak, the first speakers will have been able to speak longer than the members who speak after the limit is adopted.



If you want to save your group some time and trouble, you can consider what limits your group may prefer to work under and adopt a *special rule of order* (see Chapter 2 in *Robert's Rules For Dummies*) to provide a time limit less than ten minutes.

Defining Your Quorum

Robert's Rules defines a *quorum* as the number of members entitled to vote that must be present in order to conduct business. If your group hasn't defined its quorum, Robert's Rules does it for you. For most organizations, quorum is a majority of your members. For more detailed information on quorums, see Chapter 4 in *Robert's Rules For Dummies*.

A majority quorum is fine if your group is small. But if your organization is large, and especially if most people join for the benefits and don't care about the meetings, you can find yourself unable to hold a legal meeting. Making reasonable quorum provisions in your bylaws is the best way to prevent this problem.



According to Robert's Rules, a quorum should be set as the largest number of members that can be reasonably expected to attend all the meetings except in bad weather. I tend to believe that it's best to set quorum levels by number rather than by percentage, especially if the membership level is stable. But whether you set a count or a percentage isn't as important as giving careful thought to your quorum and defining it in your bylaws.

Establishing Rules Related to the Quorum

No matter how carefully you consider and define a quorum (see Chapter 4 in *Robert's Rules For Dummies*), membership numbers can change quickly and outpace your ability to reach a quorum under your current rules. If your group faces this problem, you'll be glad you considered the following rules to help make things easier.

Authorize your board to fill its vacancies to achieve a quorum

Organizations with small boards usually have bylaw provisions that authorize the board to fill any board vacancies that occur between election meetings. This provision is fine unless too many people resign from the board at one time. When that happens, the board members who are left need to have the power to fill the vacancies. But they can't take official action if their number falls below the quorum established for the board.

A good way to make sure the board doesn't become powerless in this situation is to make a bylaw provision stating that if the number of board members falls below a certain level, then the remaining members may accept resignations and fill as many vacancies as necessary to again have a quorum (allowing it to act as a board again).

Alternatively, remaining board members need at least temporary authority to do whatever is necessary to call a special meeting of the membership to elect replacement board members.

Authorize a mail vote to change an impossible quorum

Suppose your organization is one whose quorum is expressed as a percentage or is defined only by Robert's Rules as a majority of the membership. What if you find one day that your membership has grown so large that you can't possibly achieve the quorum?

You have a real problem! If you can't achieve a quorum, you can't do anything! You can't change the quorum to a reasonable number, and you can't even take action to dissolve the organization.

The solution? Foresight! Place a provision in your bylaws that if your group is unable to achieve a quorum within a specific time and after taking some specified action (such as sending a notice of the problem to the members and attempting a second meeting), the quorum can be amended by mail ballot. I cover mail ballots in detail in Chapter 8 of *Robert's Rules For Dummies*.



When making provisions for mail ballots, make it clear what vote is required for any issue to be decided in that manner. Also make clear that you have no quorum requirement for votes conducted by mail.

Electing by Voice Instead of by Ballot

A bylaw providing that a vote shall be by ballot is designed to protect the single member's right to cast his vote in any way he chooses without revealing his vote to the other members.

Nevertheless, even in groups where it's abundantly clear that only one candidate is seeking an office and that candidate is practically assured of election, *a ballot must be taken unless a special provision is made in the bylaws allowing a voice vote*. For details on general voting by ballot, flip to Chapter 8 in *Robert's Rules For Dummies*. For specifics on ballot elections, take a look at Chapter 14.



If your group wants to require ballot votes except when you have only one candidate, it can do so by adopting a bylaw similar to the one we have in our local parliamentarian unit: "Votes for officers shall be by ballot unless there is only one nominee for office. In such case, the election vote may be *viva voce*." (*Viva voce* means 'by voice.')

Adopting Special Vote Thresholds

Robert's Rules discusses the wisdom of providing for a low threshold of voters to be able to require a roll-call vote, because a majority is usually unlikely to require itself to go on the record. (Flip to Chapter 8 for details on roll-call voting.)

The standard requirement to order a ballot vote or a counted vote is also a majority. However, as with roll-call voting, you can eliminate some anxiety if the requirement for these votes is lower than a majority, too. Although a percentage can be used, I recommend using a specific number. Generally, votes requiring a percentage can become cumbersome in that you have to have an exact count of the attendance.

The specific number method finds good use in one of my state's political parties, whose bylaws provide that a roll-call vote must be taken in the demand of ten members. This rule makes it pretty easy to decide whether the vote must be by roll call.

On the other hand, the percentage method works efficiently for a professional association I once worked with. Their bylaws say, "A ballot vote may be ordered by ten percent of the members registered for the meeting." They have varying levels of attendance depending on the meeting's program, but they always know the

number of people actually registered at any given meeting, so they don't have to stop and count the members present to figure out what number is represented by ten percent.

Authorizing the Executive Board to Adopt Its Own Rules

Unless your bylaws provide that your boards and committees can adopt their own rules of procedure, Robert's Rules prohibits them from doing so, leaving them completely bound by the default rules found in Robert's Rules. This rule is fine for smaller organizations, but it can be problematic for large organizations — especially those with large boards and committees.

If your board and committees work for the most part as autonomous bodies, it may be to your benefit to make provisions in your bylaws allowing them to adopt their own rules of procedure.

I don't know of many situations where this change really hurts anything, but I can think of plenty of cases in which it helps. Consider a provision such as, "The executive board may adopt such procedural rules as it deems necessary to the conduct of the business of the board so long as they do not conflict with any specific provisions of these bylaws." A provision like this works well for many organizations. It really benefits a board that's too large to officially qualify to use the relaxed rules that Robert provides for smaller boards. (I cover how and when it's okay to use less formal rules in Chapter 3 in *Robert's Rules For Dummies*.)

Authorizing Spending When Adopting Budgets

Your Finance Committee probably takes great pains to work out a good and workable budget, and you very likely spend a lot of time going over the budget when it comes up for adoption by your board or organization. But adopting the budget just shows that members agree on how to spend the organization's money; it doesn't authorize the treasurer to write any checks. For that, the treasurer needs some sort of disbursement authorization.

I provide a sample proposed budget report in Appendix B of *Robert's Rules For Dummies*. In it, I include a disbursement authorization as part of the language of the motion to adopt the budget. But you

can also achieve the same purpose by adopting a special rule of order or bylaw that makes the adoption of the budget an authorization to the treasurer to disburse the funds.



Your rule to authorize disbursement can be as simple as, “Upon adoption of a budget, the treasurer is authorized to make disbursements up to the total amount shown approved in the budget.” But you may want to help the treasurer avoid problems by adding, “. . . upon the order of the president and the committee chairman or officer under whose direction a particular budget item is administered.”

Requiring an Adopted Agenda by Rule

Another thing that can make meetings go faster and reduce surprises from any member who likes to spring a controversial motion on everyone at the last minute is to have some special rules covering meeting agendas. See Chapter 5 in *Robert's Rules For Dummies* for more information on agendas.

You can adopt special rules that

- ✔ Provide for an agenda to be sent to members before the meeting
- ✔ Establish procedures for members to submit motions prior to the meeting
- ✔ Set a particular threshold of votes required to bring up new business not on the agenda

A special rule of this kind may read, “The agenda for the regular meetings of the board shall be mailed to the board members within seven days before the meeting, and shall include any items received by the secretary no later than ten days before the meeting. Additional items may be placed on the agenda for consideration during the meeting with the consent of a majority of the members present and voting.”



Robert's Rules provides that you can adopt an agenda at the beginning of a meeting and change it only by a two-thirds vote. By adopting the special rules suggested here, you add the benefits that come with advanced planning, yet you can still deviate from the plan if enough members want to do so.

Adopting a Customized Order of Business

Robert's Rules provides a logical and workable plan for the order of business for your meetings. I discuss it in detail in Chapter 5 of *Robert's Rules For Dummies*. However, although Robert's Rules' standard order of business is thorough when it comes to essentials, it's very basic. Your organization may want to add things to your agenda or do them in a different order. You can play around with order of business as much as you want, but you need a special rule of order in place to make a permanent change for your meetings.

Breaking a Tie in Elections

According to Robert's Rules, an election (see Chapter 14 of *Robert's Rules For Dummies*) to office requires a majority vote unless some other threshold is established in the bylaws. Under the rules, you just have to keep voting until someone receives a high enough vote for election. Sometimes, a tie is the best you can do. Whether you're faced with a tie between the only two candidates for a single office, or a tie between more candidates than there are seats on the board, a tiebreaker bylaw will save you time and frustration.

In one organization I belong to, we have an election for nine directors, and election is by plurality. (That is, the winners are the nine candidates receiving the highest number of votes, even if nobody gets a majority.) We wanted a way to avoid having to re-ballot to break ties for the last seat or two because that usually took more time than it was worth. So, we changed our bylaws to read, "In the event that there is a tie for any seat on the board, the decision shall be made by lot."