
ROBERT'S RULES RESEARCH

June 4 Executive Board Meeting Committee

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Purpose

In response to a number of concerns raised by membership of the 21st Legislative District concerning parliamentary procedure and actions of the Chair during the Regular Meetings held in March and April of 2016, the Executive Board took up the matter at the June 4, 2016 Executive Board meeting. After a long discussion, the Executive Board voted to establish a research committee to research and produce a report to inform the general membership of the parliamentary rules that govern the matters at question. The purpose of this report is to provide the membership with information to help handle future matters and to clarify the correct procedures. The findings provided at the end of this report constitute the best understanding of the committee as to the proper interpretation of parliamentary procedure. Guidance, recommendations, and next steps are out of scope for this document and are therefore intentionally omitted. All citations are taken from either the Bylaws of the 21st Legislative District, or the most recent Robert's Rules of Order Newly Revised (RONR), Edition 11.

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Overview of Governing Documents

Before discussing the rules, a brief overview of the governing authorities that contain the rules that govern the conduct of the 21st Legislative District is in order. The rules governing the conduct of the 21st LD are contained in a hierarchy of documents. No rule contained in a lower authority can override a rule contained in a higher authority. The hierarchy of the governing documents is as follows:

1. Laws passed by national, state, and local governments
2. The Charter and Bylaws of the Democratic Party of the United States
3. The Charter and Bylaws of the Democratic Party of Washington State
4. The Bylaws of the Snohomish County Democratic Central Committee
5. The Bylaws of the 21st Legislative District
6. Special Rules of the 21st Legislative District
7. Roberts Rules of Order Newly Revised (latest edition)

To illustrate the hierarchy, imagine the national democratic party stated in their bylaws that all legislative districts must pass all motions and votes with a unanimous vote. No rules in the Washington State, Snohomish County, 21st LD, or Robert's Rules could override this rule, however a State or Federal law could override this rule. When researching a rule, the committee starts at the bottom with Robert's Rules and then moves up the hierarchy. Whenever a rule is found at a higher level that explicitly overrides a rule at a lower level, the lower level rule is disregarded and the higher level rule is followed. If none of the documents comment on a subject, it is up to the chair or the membership to decide how to handle the particular situation, by majority vote.

Bylaws

Robert's Rules defines the Bylaws simply:

In general, the constitution or the bylaws – or both – of a society are the documents that contain its own basic rules relating principally to itself as an organization, rather than to the parliamentary procedure that it follows.

RONR p. 12 II. 8-11

The Bylaws are basically an instruction manual in how the organization is formed. As exemplified in Roberts Rules, Section 58, they contain things like:

- What the name of the organization is
- What the organization's purpose is
- Who the Members are

- Who the Officers are, what their duties are and how they are elected
- What Meetings the organization conducts
- Who makes up the Executive Board and what they can do
- What committees there are and who serves on them
- What parliamentary rules the organization follows
- How the bylaws are changed

Special Rules of Order

Special Rules of Order or simply Special Rules, according to Robert's Rules, have the following function:

*Special rules of order supersede any rules in the parliamentary authority with which they may conflict. * [The footnote reads: However, when the parliamentary authority is prescribed in the bylaws and that authority states that a certain rule can be altered only by a provision in the bylaws, no special rule of order can supersede that rule.] The average society that has adopted a suitable parliamentary authority seldom needs special rules of order...*

RONR p. 16 II. 1-4

Robert's Rules goes on to give three examples of notable exceptions: rules establishing the societies order of business, rules limiting debate, and adoption of less formal procedures applicable to small boards. Special rules should be listed separately from bylaws to avoid confusion over whether a particular passage in the bylaws may be suspended with a 2/3 vote, which is only the case for rules of order (see **RONR p. 17 II. 11-26**).

Unless specified in the Bylaws, special rules of order are adopted and amended by the requirements in Robert's Rules:

Adoption or amendment of special rules of order that are separate from the bylaws require either (a) previous notice and a two-thirds vote or (b) a vote of the majority of the entire membership. After the bylaws of a society have been initially adopted when the organization is formed, the adoption or amendment of special rules of order placed within the bylaws is subject to the procedure for amending the bylaws.

RONR p. 17 II. 28-35

Standing Rules & Customs

Standing rules are written rules that are defined in Roberts Rules as follows:

Standing rules, as understood in this book except in the case of conventions, are rules (1) which are related to the details of the administration of a society rather than to parliamentary procedure, and (2) which can be adopted or changed upon the same conditions as any ordinary act of the society. An example of such a rule might be one setting the hour at which meetings are to begin...

RONR p. 18 II. 3-9

Therefore, no standing rule can override the bylaws or Robert's Rules of Order, nor can it alter parliamentary procedure. To do so, it must be adopted as a Special Rule. Though a body may have the custom of ignoring or changing certain rules, Robert's Rules states that:

However, if a customary practice is or becomes in conflict with the parliamentary authority or any written rule, and a Point of Order citing the conflict is raised at any time, the custom falls to the ground, and the conflicting provision in the parliamentary authority or written rule must thereafter be complied with.

RONR p. 19 II. 10-15

Suspending Rules

*Rules of order – whether contained in the parliamentary authority or adopted as special rules of order – can be suspended by a two-thirds vote as explained in **25** (with the exceptions there specified). Rules clearly identifiable as in the nature of rules of order that are placed within the bylaws can (with the same exceptions) also be suspended by a two-thirds vote; but, except for such rules and for clauses that provide for their own suspension, as stated above, rules in the bylaws cannot be suspended.*

RONR p. 17 II. 11-26

Therefore, any rule of order, that is any rule relating to parliamentary procedure, even if it is in the bylaws, can be temporarily suspended by the membership. An example of this may be allowing non-members to speak in debate if their expertise in a matter would benefit the membership.

Principles of Interpretation of Bylaws

Due to the complexities involved in interpreting bylaws, under the heading *Some Principles of Interpretation*, on page 588 Robert's Rules offers some guidance. To aid the membership, this report is including that section verbatim:

Some Principles of Interpretation

In preparing bylaws and interpreting them, the following principles of interpretation – which have equal applications to other rules and documents adopted by an organization – may be of assistance.

- 1) *Each society decides for itself the meaning of its bylaws.* When the meaning is clear, however, the society, even by a unanimous vote, cannot change that meaning except by amending its bylaws. An ambiguity must exist before there is any occasion for interpretation. If a bylaw is ambiguous, it must be interpreted, if possible, in harmony with the other bylaws. The interpretation should be in accordance with the intention of the society at the time the bylaws was adopted, as far as this can be determined. Again, intent plays no role unless the meaning is unclear or uncertain, but where an ambiguity exists, a majority vote is all that is required to decide the question. The ambiguous or doubtful expression should be amended as soon as practicable.
- 2) *When a provision of the bylaws is susceptible to two meanings, one of which conflicts with or renders absurd another bylaw provision, and the other meaning does not, the latter must be taken as the true meaning.* For example, assume the bylaws define the offices as "a president, a vice-president, a secretary, a treasurer, and five other members, all of whom shall serve as members of the Board ..." Assume also that elsewhere the bylaws speak of "Directors" being board members. A suggestion that the "Directors" are not officers and are additional members of the board would create a conflict within the bylaws and cannot be taken as the true meaning. the "other members" are the same as the "Directors."
- 3) *A general statement or rule is always of less authority than a specific statement or rule and yields to it.* It is not practical to state a rule in its full detail every time it is referred to. General statements of rules are seldom strictly correct in every possible application. The specific statement of the rule that gives the details applying to the particular case must always be examined. For instance: in the Sample Bylaws, Article III, section 2 (P584), it is provided that any "adult-resident" shall, by a two-thirds vote, be elected to membership. This is a general statement which yields to the proviso stated in Section 1 of the same article that restricts membership to two hundred. Thus, the Society is not empowered to elect a two-thirds vote. No one has a right to quote a general statement of authority against a specific statement.
- 4) *If the bylaws authorize certain things specifically, other things of the same class are thereby prohibited.* There is a presumption that nothing has been placed in the bylaws without some reason for it. There can be no valid reason for authorizing certain things to be done that can clearly be done without the authorization of the bylaws, unless the intent is to specify the things of the same class that may be

done, all others being prohibited. Thus, where Article IV, Section I of the Sample Bylaws (p. 585) lists certain officers, the election of other officers not name, such as a sergeant-at-arms, is prohibited.

- 5) *A provision granting certain privileges carries with it a right to a part of the privileges, but prohibits a greater privilege.* The Sample Bylaws, in Article VI, section 2 (p. 586) provide that the executive board may "fix the hour and place of meetings" of the society. The board may, therefore, change the time or the place, or both, of a society's meeting. But it may not change the day for which the meeting is scheduled.
- 6) *A prohibition or limitation prohibits everything greater than what is prohibited, or that goes beyond the limitations; but it permits what is less than the limitation, and also permits things of the same class that are not mentioned in the prohibition or limitations and that are evidently not improper.* The Sample Bylaws, Article IV, Section 4, (p.585) limits a member to holding one office at a time. This limitation carries with it, of course, the prohibition of holding more than two or three offices, as well. The next clause in Article IV, Section 4 (p.585) prohibits officers from serving three consecutive terms office. Hence, an officer cannot serve four consecutive terms, but may serve two consecutive terms. Article IX of the sample Bylaws, (p.588) limits amendments to the bylaws to those of which notice has been given and which are adopted by a two-thirds vote. Thus, the change of a single word is prohibited unless these conditions are met, and a revision of the entire bylaws requires that the same steps be taken.
- 7) *The imposition of a definite penalty for a particular action prohibits the increase or diminution of the penalty.* If the bylaws state that a member shall be dropped from membership on a board if he misses three consecutive regular meetings of the board, he cannot be retained by vote of the board, nor can more severe penalties be imposed, such as a fine in addition. If, for example, it is desired to allow the board to diminish or waive the penalty, or increase it, the bylaws must not make it definite or must specifically provide for diminution, waiver, or enlargement.
- 8) *In cases where the bylaws use a general term and also two or more specific terms that are wholly included under the general one, a rule in which only the general term is used, applies to all the specific terms.* Where the bylaws provide in the basic enumeration for the classes of membership that "member may be active, associate, or honorary," the general term "member" is used to apply to all three classes of members. But if, in the article on Members, it is stated that members may be either active or associate members, or if that article simply describes "members" without classification, as in the Sample Bylaws (Article III, (pp. 584-85), the term "member" applies only to those classes or that class of members, even if honorary members are provided for elsewhere - in which case honorary membership is not real membership. Similarly, if the bylaws provide for "elected officers" and "appointed officers" the word "officers" or the expression "all officers" used elsewhere in establishing the term during which office shall be held, applies to both the elected and the appointed officers.

Executive Board Powers

The Executive Board is a body within the membership established to handle administrative functions of the 21st Legislative District. According to Robert's Rules:

The board has only such power as is delegated to it in the bylaws or by vote of the society's assembly referring individual matters to it.

RONR p. 482 II. 27-30

No action of the board can alter or conflict with any decision made by the assembly of the society, and any such action of the board is null and void. Except in matters placed by the bylaws exclusively under the control of the board, the society's assembly can give the board instructions which it must carry out, and can rescind or amend any action of the board unless it is too late.

RONR p. 483 II. 6-13

The Bylaws of the 21st LD specify only a few matters placed exclusively under the control of the board in Article 5, Section 2 and state that:

The Executive Board shall also recommend such other activities and make such other necessary decisions, subject to approval of the membership at the next regular meeting, consistent with the purpose of the organization.

21st LD Bylaws p. 2 II. 31-33

This provision extends the authority of the board to only act outside the "matters placed by the bylaws exclusively under the control of the board," but explicitly states that these decisions or activities must be approved by the membership.

Endorsement Procedures

In standard parliamentary procedure, endorsements are handled like any other regular motion: requiring only a majority of those present at the meeting where the motion is presented for the endorsement to pass. However, the 21st Legislative District has chosen to establish bylaws to set additional rules surrounding endorsements. These rules are in Article X of the bylaws and establish an Endorsement Committee made up of the Executive Board membership. Candidates are required to interview and submit questionnaire answers to the Endorsement Committee, which then reports to the body whether or not they recommend endorsing a candidate. If a candidate is recommended, when presented at a regular meeting, a simple majority is required to endorse a candidate, just like any other standard motion.

However, if the Endorsement Committee does not recommend a candidate for endorsement, the membership may still endorse a candidate following this process under Article X, Section 6:

If a candidate is interviewed by the Endorsement Committee and the committee does not recommend endorsement of the candidate, said candidate may be endorsed if the candidate is nominated and seconded from the floor by voting members at a meeting where endorsements are published as an agenda item,⁴ and then receives a two-thirds vote of the voting members at the next regular membership meeting.

21st LD Bylaws p. 5 ll. 14-17

Points of Order and Motions to Appeal

The Chair is elected by the body to preside over meetings and act on the behalf of the members present at meetings in enforcing and ruling on parliamentary procedures. To protect the body from a Chair abusing their position, Robert's Rules provides guidelines on challenging the rulings of the chair:

When a member thinks that the rules of the assembly are being violated, he can make a Point of Order (or "raise a question of order," as it is sometimes expressed), thereby calling upon the chair for a ruling and an enforcement of the regular rules.

RONR p. 247 ll. 3-7

The chair can consult with the board or parliamentarian if they desire, then either rule on the point of order, or turn the decision over to the body, where it is debated upon, and then voted on, with a majority required to uphold the point of order. If chair choose to rule on the point of order instead of turning it over to the body for debate and a vote, any two members can appeal his ruling, one by making a motion to appeal and the other by seconding the motion (RONR p. 250 ll. 2-8).

It must be noted that an appeal cannot be made, as stated in Roberts Rules:

When the chair rules on a question about which there cannot possibly be two reasonable opinions, an appeal would be dilatory and is not allowed.

RONR p. 256 ll. 34-36

Once an appeal is made and seconded, the appeal must be addressed. Except in certain circumstances, the motion is debated. Debate on an appeal is different than standard debate. First, the chair speaks, explaining why they made their ruling. Then, members can speak at most once in support or against the chair's ruling. Finally, the chair is allowed to speak a second time in rebuttal (RONR p. 260 ll. 1-12).

The membership then votes on whether the chair's decision should be upheld. The requirements to pass the vote are as follows:

A majority or tie vote sustains the decision of the chair on the principle that the chair's decision stands until reversed by a majority. If the presiding officer is a member of the assembly, he can vote to create a tie and thus sustain his decision.

RONR p. 258 II. 14-18

Motions to Rescind

Occasionally, the membership may find out new information that causes it to desire reversing a motion that previously passed. A Motion to Reconsider may be moved by a member who voted on the prevailing side of a motion that passed, if that motion is not brought during the same meeting as the original motion or the following meeting at the latest. If the member seeking to reverse a prior decision was not on the prevailing side, or it has been longer than 1 meeting since the decision passed, a Motion to Rescind or a Motion to Amend Something Previously Adopted must be made.

These motions:

Can be applied to anything (e.g., bylaw, rule, policy, decision, choice) which has continuing force and effect and which was made or created at any time or times as the result of the adoption of one or more main motions

RONR p. 305 II. 28-31

However, according to Robert's Rules, the motions to Rescind and to Amend Something Previously Adopted are not in order under the following circumstances:

- a)** *When it has previously been moved to reconsider the vote on the main motion, and the question can be reached by calling up the motion to reconsider*

RONR p. 308 II. 17-19

In other words, if someone has already moved to reconsider and that reconsideration is pending (tabled, postponed etc), instead of moving to rescind or amend, that pending Motion to Reconsider should be used instead.

- b)** *When something has been done, as a result of the vote on the main motion, that is impossible to undo. (The unexecuted part of an order, however, can be rescinded or amended.)*

RONR p. 308 II. 20-23

An example of this may be if a motion was made to purchase a piece of land and build a house on it. If the purchase is already made, but the house hasn't been built, obviously the purchase could not be undone, but if the house had not yet been built, a motion to rescind or amend could halt the construction of the house. A member could then make a motion to sell the land, and this would be a separate main motion, not a rescinding of the purchase. Another example would be if a motion had been passed that caused a legal agreement to be entered into, such as the signing of a contract with a vendor. Due to the nature of contractual law, once a contract is signed, it is binding, therefore a motion to sign a contract cannot be rescinded after the contract has been signed. To reiterate the hierarchy of the governing documents, laws are at the top of the hierarchy, therefore the body could not take an action that was not legal (rescinding a contract), making the original motion "impossible to undo."

When a resignation has been acted upon, or a person has been elected to or expelled from membership or office and the person was present or has been officially notified of the action. (The only way to reverse an expulsion is to follow whatever procedure is prescribed by the bylaws for admission or reinstatement. For the case of an election, see pp. 653-54 regarding removal of a person from office.)

RONR p. 308 II. 24-30

For example, if a member of the board was removed from office by the body and had been officially notified of the decision, no member could move to rescind the removal as that would be equivalent to re-electing the officer, which has its own process that must be followed. However, a member *could* move to reconsider or rescind the removal, if the board member had not yet been notified of the decision.

Because reversing a decision is such a serious matter, Robert's Rules mandate that a motion to rescind have special requirements in order to pass. This is in an effort to protect members from voting on motion and a different group later rescinding the motion while the original supporters are not present or aware of the action to rescind. In order to provide this protection, Robert's Rules state that motions to rescind:

require (a) a two-thirds vote, (b) a majority vote when notice of intent to make the motion, stating the complete substance of the proposed change, has been given at the previous meeting within a quarterly time interval or in the call of the present meeting, or (c) a vote of the majority of the entire membership – any of which will suffice.

RONR p. 306 II. 25-31

By allowing a simple majority vote, providing notice is given ahead of the vote, requirement (b) protects both the rights of the majority at a meeting, and the rights of the original passers of the original motion, giving them the opportunity to attend and vote block the motion to rescind.

Renewing Motions

There are times when a member may wish the body to look at a motion that failed to pass when it was originally considered. Under Robert's Rules:

Any motion that is still applicable can be renewed at any later session, except where a specific rule prevents its renewal;
RONR p. 337 II. 22-23

In the context of the 21st LD, a session and a meeting are synonymous. However, if a motion fails to pass, it may not be renewed during the same meeting, unless done so through a Motion to Reconsider. The discussion of Motions to Reconsider are beyond the scope of this committee. For details, review Section 37 of Robert's Rules and for requirements to Reconsider a particular motion, consult the Robert's Rules section covering that motion, see Standard Characteristic #8.

Findings of the Committee

It is the finding of this committee that, in the absence of a Special Rule or Bylaw, per Robert's Rules:

Challenging and Appealing the Chair's Decision

Any decision of the chair may be challenged by any member. First, a Point of Order, must be made. If the chair rules this Point of Order not correct, an appeal may be made and seconded. This appeal must be made at the time of the chair's ruling and cannot be made after subsequent business has been taken up.

Renewing Motions

Any motion that has been voted on, may be brought again before the body at any following meeting after the original introduction of that motion.

Motions to Rescind

Any motion may be rescinded, except those that have already been moved to be reconsidered, or are "impossible to undo." While the initial interpretation of whether a motion is "impossible to undo" is made by the Chair, as with any decision, it may be appealed.

Vote Requirements to Rescind Endorsements

The requirements to pass a Motion to Rescind cannot be altered without amending the Bylaws or passing a Special Rule. Specific to the May 2016 meeting and on Article X, Section 10, the Committee finds that two reasonable opinions exist and as such, per the rules governing appeals, the ruling of the chair is eligible to appeal, requiring a majority or tie to uphold the Chair's ruling.

The two reasonable opinions presented were:

- a) that the bylaws implicitly require Endorsement Committee recommendations for motions to rescind and thus require 2/3 without a recommendation to pass
- b) that the bylaws do not explicitly require the endorsement committee's recommendation to pass motions to rescind with a simple majority after giving proper notice.

Debate Limits

Neither the chair, nor any Standing Rule may alter the standard debate limits as set forth in Robert's Rules, pages 387-389. However, debate limits may be altered for a single debate, or single meeting by means of a Motion to Limit or Extend Limits to Debate, passed by 2/3 majority of members present, as described in Section 15 of Roberts Rules.

Motion to Recount

If made before the conclusion of the next meeting following the vote, any member may make a motion to conduct a recount of a vote taken by either rising vote, ballot, or roll call. The purpose of the recount is to "ensure the count is precisely correct as recorded". The Secretary is required to maintain the teller's tally and paper votes (if made by a ballot vote) until the conclusion of the next meeting following the vote.