

Mastering PFD Board Meetings

Ann G. Macfarlane, Professional Registered Parliamentarian
Jurassic Parliament

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Better meetings = less risk

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Disclaimer

The material contained in this presentation is based upon the principles and practices of parliamentary procedure. I am not an attorney and nothing in this presentation constitutes legal advice.

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Our topics

- I. Meeting discussion
- II. Authority and role of chair and members
- III. Appeal
- IV. Six unacceptable remarks
- V. The right kind of control

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I. Meeting discussion

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Unanimous consent

- Form of voting – a type of “fast track.”
- Very efficient.
- Presider suggests something, and if you agree, REMAIN SILENT. Silence means consent.
- If you disagree, say “OBJECTION.”
- Presider then knows that everyone does not agree, and abandons the fast track to use the regular method.

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Principle of Equality

All members have equal rights, privileges and obligations.

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Key Point

Discussion in board and committee meetings is NOT A CONVERSATION.

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Rules for discussion

- No one may speak a second time until everyone who wishes to do so has spoken once.

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This is CRITICAL!

- Applying this rule will transform your meetings.
- It is a **MUST** if you wish to maximize your effectiveness.

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Why don't we follow this rule?

- Boards tend to discuss their affairs in conversational mode.
- In conversations, dominant people tend to dominate, and agreeable people tend to let them.
- Must have a structure to make sure that everyone has an equal chance to speak.
- This is both fair and efficient.

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Point of Order

- A motion claiming that a mistake has been made.
- Chair rules on whether it is correct.
- According to Robert, can be made only by a member.
- We recommend authorizing staff to do this also
- **May interrupt** a speaker if necessary.
- **Must be timely – made at the time of the offense.**
- There are a few exceptions, but they are rare.

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Point of Order Script

Member: *Point of Order!*

Chair: *State your point.*

Member: *That remark breaks our rules of courtesy.*

Chair: *The point is well taken. Members will refrain from such improper language, OR*

Chair: *The point is not well taken. The remark is acceptable.*

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Use the “third person”

- Note that the chair states the general rule.
- The chair is speaking on behalf of the rules of procedure.
- Do you say, “You are out of order” or “You made a mistake.”
- Use the “third person” to keep things neutral and lessen conflict.

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Chair should act

- The chair has the duty of maintaining order and decorum, so in a difficult situation should always take the appropriate action. Doesn't have to say “Point of Order.”
- Members make a Point of Order when chair fails to act.

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When in doubt, ask the group!

- Chair can always ask the group to decide if a point of order is correct (“well-taken”) or not.

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Do we have to consider this amendment?

NO. One of the duties of the chair is to protect the assembly from dilatory (time-wasting) or frivolous motions.

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Role of the chair

- In large boards, chair may not participate in debate.
- Exception: Chair may relinquish position as presider and sit on the floor with other members. Vice-chair presides until issue is resolved.

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Role of the chair

- Robert has special rules for small boards.
- In a small board, up to about 12 people, the chair may take part in discussion, make motions, and vote (if bylaws do not say otherwise).
- Nevertheless, chair must exercise restraint, so...

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Role of the chair

- We recommend that chair *speak and vote last* (note that this is a Jurassic Parliament suggestion, not taken from Robert's Rules).

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HOW to do this?

- Members seek recognition before speaking.
- Members speak to the chair, not to each other.
- Chair keeps track of who has spoken and who wishes to speak.
- Can empower vice-chair to keep track – great training for them.
- Can use the “round robin”

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Seeking recognition

- Raise your hand and wait to speak until the chair calls your name, nods at you, or gives some other sign that you have permission to speak (you “have the floor”)

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Seeking recognition

- DO NOT raise your hand and start to speak at the same time. This is unacceptable.

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Speak to the chair

- Speak to the chair, NOT to another member.
- It is a kind of “SONAR.” Everything pings back and forth between the chair and the members.
- This depersonalizes issues and improves clarity of discussion.

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Speak to the chair

- This process means that members may not say “YOU” to another member.
- Insist on this rule!

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Down the rabbit hole...

- If members speak directly to one another, often the discussion degenerates into a conversation between two members.
- “Down the rabbit hole” results in the rest of the group being left out.
- The “rule of equality” is violated.

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If this is just too formal for your board...

- Chair keeps a watchful eye to make sure no two people “hijack” the meeting.
- Chair can intervene and say,
“We need to hear from everyone. Does anyone else wish to speak on this topic?”

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HOW to do this?

- No interrupting!
- No whispering!
- No sidebar conversations!
- No texting!
- No checking cell phones!

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What about time limits?

- Robert’s general rule is that each member may speak TWICE on each subject per day.
- Each speech may be up to 10 minutes.

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What about time limits?

- In the “special rules for small boards,” Robert says there is no limit on the number of times members may speak.
- For boards, we do not believe it is necessary to limit number of speeches.
- However, if length of speaking is an issue, we recommend that boards adopt a shorter time limit – 3 or 5 minutes.

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One person speaks at a time

- When a member has the floor, they have the right to speak, without interruption, until they have completed their comments.

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No interrupting!

- Interrupting is ABSOLUTELY FORBIDDEN.
- Members may not interrupt each other, and chair may not interrupt members.
- An exception – point of order.

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An occasional exception...

- Sometimes there is benefit in the conversational style or “informal discussion.”
- This provides a sparky flow of ideas that can be beneficial, for instance at a study session.
- A member can say, “I move that we discuss this in conversational style for 10 minutes.”
- However, DO NOT make the conversational style your ordinary or “default” style of discussion.

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The four big mistakes

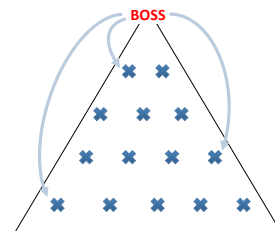
- Speaking twice in a row
- Not seeking recognition
- Speaking directly to another member
- Interrupting another person

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II. Authority and role of chair and members

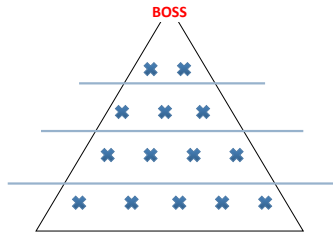
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Accountability Hierarchy



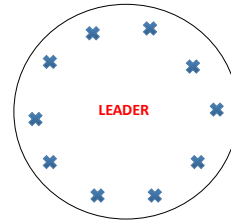
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Accountability Hierarchy



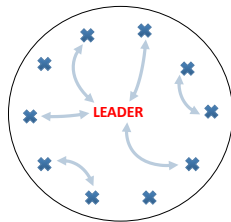
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Voluntary Association



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Voluntary Association



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Key Point

Each member has an equal right to speak and to try to persuade others to accept her view.

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Key Point

During meetings, the chair controls the process so the group can make the decisions.

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Key Point

During meetings, the chair is the servant of the group, and the group is the final authority.

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What is each person's individual authority?

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ZERO
Nothing
Nada
Zip
0

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What is each person's individual authority?

- As a separate individual, you have NO authority.
- Our society emphasizes the individual so much that this seems almost un-American.
- In fact, it is deeply and profoundly American.

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What is each person's individual authority?

All members of a governing board share in a joint and collective authority which exists and can be exercised only when the group is in session.

The Standard Code of Parliamentary Procedure

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The clash of opinions is vital

- The fact that people have different opinions is a strength, not a challenge.
- BUT we tend to identify with our own position.
- When we are defeated, we sometimes take it personally.
- This is a mistake.

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At the end of the day, the board must unite behind its decision.

- It is an ancient democratic principle that the decision of the majority is the decision of the body as a whole.
- The minority must make it their decision as well.
- It's a terrible system – but see Winston Churchill quote.

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“Democracy is the worst system of government in all the world, with the exception of those others that have been tried from time to time.”

Winston Churchill

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Bottom line

- In a democracy, HOW we decide things is more important than WHAT we decide.
- Courtesy and respect, no surprises, no unilateral action, no end-runs...these are essential for the system to work.

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“The willingness to engage in honest debate and lose on issues you care deeply about reaffirms your commitment to common citizenship.”

Cornell Clayton, Washington State University

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What is the alternative?

“The ballot box is sacred because the alternative is blood.”

Elias Canetti

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III. Appeal

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Appeal

The most important motion in all of Robert's Rules – and the least known!

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Chair's rulings can be appealed

- The CHAIR enforces order and decorum.
- The GROUP is the final authority.
- Any TWO MEMBERS can appeal a ruling of the chair.
- EXCEPTION: If the ruling is a matter of fact on which there cannot be two interpretations, the ruling cannot be appealed.

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Explaining the Appeal

- Chair must take care in explaining vote to members.
- Question being voted on is, "Shall the decision of the chair be SUSTAINED?"
- Takes a NEGATIVE vote for the appeal to win. A majority vote in favor or a tie upholds the chair's decision.

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The heart of democracy

- By using Point of Order and Appeal, the group is the final authority.
- In our view this is the heart of our democracy.

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IV. Six unacceptable remarks

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The six unacceptable remarks

1. Personal remarks
2. Discourteous remarks – insulting language, attacks
3. Inflammatory language
4. Referring to another member's motives (except for conflict of interest)
5. Criticizing past actions of the group (unless subject is under discussion, or member is about to propose a change)
6. Remarks that are not germane (relevant) to the discussion

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Important note

- We are speaking here about discussion within the board meetings.
- These prohibitions DO NOT APPLY to the public when they are giving public comment.
- We recommend that board members follow these rules OUTSIDE meetings as well.
- This will increase the reputation and stature of the board in the eyes of the public.
- Speak to the issues, not the personalities.

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Why the rules on courtesy?

Generally speaking, if a human being never shows anger, then I think something's wrong. He's not right in the brain.

Dalai Lama

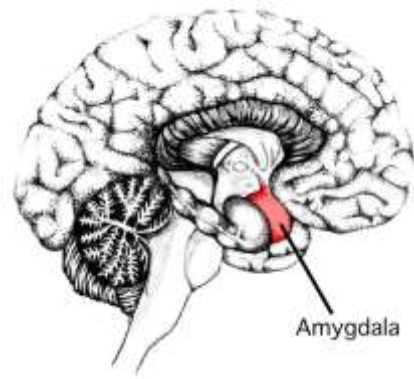
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Why the rules on courtesy?

Anger and intolerance are the enemies of correct understanding.

Mahatma Gandhi

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Why the rules on courtesy?

- Amygdala vs. prefrontal cortex
- Emotions are contagious.
- Anger and rage prevent people in the room from thinking clearly.

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Send the right message

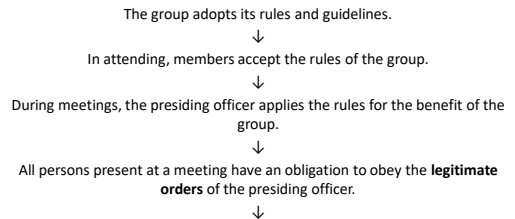
- No sarcasm
- No frowning
- No eye-rolling
- No sighing
- No checking cell phones

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V. The right kind of control

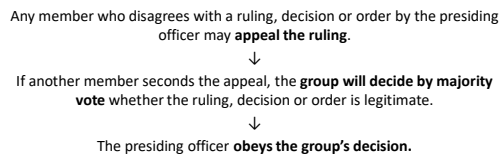
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Flow of authority at a meeting



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Flow of authority at a meeting



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Chair **MUST** control discussion

- Repeat: the chair must control the meeting discussion.
- The chair serves as a **BENEVOLENT DICTATOR**, enforcing the rules the group has chosen.

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We don't like this

- The modern style is completely opposite.
- We're encouraged to speak softly, gently, indirectly.
- We're encouraged to use "I" statements.
- Forget all that when running a meeting.

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A balancing act

- Radiate confidence.
- Speak clearly and definitely.
- At the same time, keep emotionally connected to the members.

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Brisk, warm neutrality

- It's important to be business-like and focused.
- Keep things moving.
- At the same time, show humanity and humor when appropriate.

73

Strength vs. warmth

John Neffinger and Matthew Kohut

*Compelling People:
The Hidden Qualities that
Make Us Influential*

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Who sez?

"It the duty of the presiding officer to enforce the rules relating to debate and those relating to order and decorum within the assembly."

Robert's Rules of Order Newly Revised, 11th edition, p. 450

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Who sez?

"All persons present at a meeting must obey the **legitimate orders** of the presiding officer."

Robert's Rules of Order Newly Revised, 11th edition, p. 645

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Chair **MUST** control discussion

- If someone speaks up without being recognized, **STOP THEM.**
- If someone speaks out of turn, **INTERRUPT THEM.**
- If someone make obnoxious remarks, **STOP THEM.**

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HOW to control?

"Under no circumstances should the chair attempt to drown out a disorderly member—either by his own voice or the gavel—or permit himself to be drawn into a verbal duel."

Robert's Rules of Order Newly Revised, 11th edition, p. 456

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HOW to control?

“In dealing with any case of disorder in a meeting, the presiding officer should always maintain a calm, deliberate tone—although he may become increasingly firm if a situation demands it.”

Robert's Rules of Order Newly Revised, 11th edition, p. 456

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HOW to control?

“The chair should never get excited.”

Robert's Rules of Order Newly Revised, 11th edition, p. 456

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HOW to control?

- Controlling the meeting in a positive way is both an art and a skill.
- It is like learning a foreign language. Practice the jargon!
- As chairs become more experienced, their ability grows.

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WHY do we need these rules?

- Because the single most important factor in group decision-making is whether the individuals involved are thinking freely, and giving their true INDEPENDENT judgment. But oftentimes we fail to do this.
- You can have “group genius” instead of “group think” if you hear from EVERYBODY before moving into decision-making mode.

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Conclusion

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Chair MUST:

- Control the discussion.
- Recognize members.
- Interrupt a member who breaks the rules.
- Be fair at all times.
- Remain calm.

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Chair MUST NOT:

- Participate too much in the debate.
- Try to control the content of the debate.
- Get all emotional.
- Interrupt a speaker because he knows more than speaker about the subject.
- Throw a member out of the room.

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Central paradox

- The chair is the most important person in the room, AND the least important person in the room.
- The chair must be strict on process – a “benevolent dictator.”
- The chair is not responsible for the decision that the group makes.
- The chair is the servant of the group, and the group is the final authority.

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PO Box 77553, Seattle, WA 98177

Tel: 206-542-8422

Email: ann@jurassicparliament.com Web: www.jurassicparliament.com

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