

**TEXAS ASSOCIATION OF BLACK CITY COUNCIL MEMBERS
BY LAWS**

ARTICLE I NAME

Section 1.1 - This organization shall be known as the Texas Association of Black City Council Members.

ARTICLE II PURPOSE

Section 2.1 - **Statement of Purpose.** The Texas Association of Black City Council Members (TABCCM) is a membership organization formed to provide a forum for Black elected officials and the community for the purpose of educating by becoming a resource through sharing ideas, experiences and knowledge. Education and sharing information will enhance the community and the Association's overall contribution to the science and practice of public policy in their individual communities.

ARTICLE III MEMBERSHIP

Section 3.1 - **Membership.**

The Texas Association of Black City Council Members shall consist of the following classes of membership:

- A. Individual Membership. Open to all elected Black City Council members in the State of Texas who subscribe to the goals and objectives of the organization.

- B. Associate Membership. Open to all professional associations, organizations and institutions, public and private, which subscribe to the goals and objectives of the organization and especially wish to help promote interdisciplinary networking and communications. Associate members representing private-for-profit corporations shall not have the right to vote or hold office.

- C. Ex-Officio Membership. Open to all former elected municipal officials in the State of Texas who subscribe to the goals and objectives of the organization.

- D. Honorary Membership. Open to any person who has rendered conspicuous service to the organization or toward the accomplishment of the goals and objectives of the organization. Honorary membership may be granted by nomination and vote of the Board of Directors. All former presidents of TABCCM shall be Honorary Members and have voting privileges if serving as elected officials.

Section 3.2 - Dues

The annual dues shall be fixed by vote of the Board of Directors; the annual dues shall be due upon application for membership or upon invoice.

Section 3.3 - Voting Privileges

Only individual members in good standing shall be entitled to voting privileges on organizational matters and may hold office.

ARTICLE IV BOARD OF DIRECTORS

Section 4.1 - Composition.

The Texas Association of Black City Council Members shall be governed by an eleven (11) member Board of Directors which shall set overall policy direction and provide on-going guidance to assure successful completion of tasks toward fulfillment of the organization's goal and objectives.

- A. Executive Committee. The Executive Committee shall consist of five (5) officers elected by the membership. The officers shall be President, President, Secretary, Treasurer and the eligible Immediate Past President. Only current members of the Board of Directors shall be eligible to hold office.

- B. TML Board Representative. The Immediate Past President shall serve a one two (2) year term as a voting member of the Board of Directors and Executive Committee. During that term, he/she will be responsible for continued membership development, corporate fundraising and enhancing the visibility of the organization and its goals.

- C. Directors. Six (6) directors shall be elected by the membership to serve two- year terms. The President shall appoint a Parliamentarian to assist with the orderly conduct of all public meetings of the organization. The Parliamentarian shall serve at the pleasure of the President and must be a current member of the Board.

Section 4.2 - Qualifications.

TABCCM members who are eligible to serve on the Board of Directors shall be restricted to individual members in good standing who currently hold elected municipal office in the State of Texas.

Section 4.3 - Nominations for Officers and Board of Directors.

Prior to the annual meeting of the organization, the President shall appoint a Nominating Committee to submit a slate of officers and Board members for ratification by the membership at the annual meeting. The slate shall provide for fair representation from all areas of the state.

Section 4.4 - Election and Terms of Office for the Board of Directors.

The terms of officers and directors shall be for two (2) years. All elections shall take place at the annual meeting.

A. **Staggered Terms.** The terms of the directors shall be staggered so that the terms of approximately one-half of the Board of Directors shall expire each year. The terms of one-half of the Board expiring in odd-numbered years and one-half expiring in even-numbered years. The odd or even designation shall be determined by the year in which the director was elected to serve on the Board.

B. **Vacancies.** Vacancies on the Board of Directors shall be filled as follows:

1. **Board Vacancy.** In the event of a vacancy on the Board of Directors, the Board shall appoint a replacement to serve until the next annual meeting of the organization.
2. **Order of Officer Succession.** In the event the office of President becomes vacant for any reason, the Vice President shall assume the title and the responsibility of President until the next annual meeting. In the event the Vice President for any reason is unable to assume the office of President, the Secretary shall assume the President office, duties and responsibilities. If none of the three officers are vacated-able to fulfill the duties of President, the Board of Directors, by a majority vote, shall elect a President from among its members to serve until the next annual meeting.
43. **Attendance Disqualification.** If a Board member is absent from two (2) consecutive regularly scheduled quarterly meetings without valid excuse, the Board may, in its discretion, vote to remove the Board member from continued service. An absence is excused if the absent Board member informed the President or consultant of his /her absence in advance and the reasons for the absence.
34. **Removal.** Any removal of officers or Board members shall require a two- thirds (2/3) vote of the Board of Directors.

Section 4.5 - **Compensation.**

Reimbursements. The directors shall not receive any compensation as such for their services, but, by resolution of the Board, shall be entitled to reimbursement for actual and necessary expenses incurred in the performance of their duties, provided that funds have been budgeted for such expenses.

Section 4.6 - **Action by Consent of Board Without Meeting.**

Any action required or permitted to be taken by the Board of Directors may be taken without a meeting, and with the same force and effect as a unanimous vote of the Directors. If all members of the Board consent to the action, such consent may be given individually or collectively.

ARTICLE V OFFICERS

Section 5.1 - Officers.

The Executive Committee of the Texas Association of Black City Council Members shall be composed of the officers of the organization and their duties shall be as follows:

- A. **President.** Shall preside at all meetings of the organization, serve as chair of the Board of Directors, communicates and interprets policy.
- B. **Vice President.** Shall assume duties of the President and serve as presiding Officer in the absence of the President and shall carry out such duties as delegated by the President. The Vice President shall be responsible for the various programs and activities which are consistent with the goals of the organization.
- C. **Secretary.** Shall assume duties of the President in the absence of the Vice President. The Secretary shall be responsible for keeping all records of the organization including but not limited to the minutes of all meetings, correspondence and other records that are required.
- D. **Treasurer.** Shall be responsible for maintaining the financial records of the organization.
- E. **Immediate Past President.** Shall serve as TML Board Representative. The Immediate Past President shall be responsible for continued membership development, corporate fundraising and enhancing the visibility of the organization and its goals.

Section 5.2 - Terms of Office.

The terms of all offices shall be two (2) years. No officer can be elected to serve more than two (2) consecutive terms in the same office. All officers shall be elected at the annual meeting.

Section 5.3 - Authority to Act

The Executive Committee shall have the authority to act for the Board of Directors at intervals between meetings of the Board, provided that; (a) the Board has authorized the Executive Committee to act, or (b) the Executive Committee's actions are required by emergency. All actions taken by the Executive Committee require written notification to the Board of Directors as soon as practicable by U.S. mail, facsimile or e-mail transmissions.

ARTICLE VI FINANCES

Section 6.1 - Fiscal Year.

The fiscal year of the TABCCM shall be from July 1 through June 30 of the following year.

Section 6.2 - Chief Administrative Officer.

The Board may appoint a consultant who will be given the authority to administer the affairs of the organization in accordance with the policies set forth by the Board. The consultant will be designated as the authority to execute checks, drafts and offers of payment on behalf of TABCCM. He/she will also be delegated the authority to execute contracts subject to appropriate approvals.

Section 6.3 - Fiscal Authority.

Responsibility for all fiscal affairs rests with the Treasurer subject to audit by the Board of Directors. The consultant may be responsible for preparing and submitting appropriate fiscal reports to the Treasurer for review and presentation to the Board.

Section 6.4 - Budget.

No fewer than sixty (60) days prior to the end of the fiscal year, the Board of Directors shall meet and adopt a budget which shall serve as the complete financial plan for the ensuing fiscal year. Not less than fifteen (15) days prior to the budget meeting of the Board of Directors, the President shall cause to be prepared a detailed budget setting forth the estimated revenues and expenditures for the ensuing fiscal year and shall submit such budget to the Board of Directors for its consideration and approval. No unbudgeted indebtedness shall be incurred. No budget shall be adopted under which the expenditures for the ensuing year exceed a reasonable estimate of the actual funds to be available.

Section 6.5 - Audit.

The accounts of the TABCCM shall be audited at least once annually by a certified public accountant to be selected by the Board of Directors.

Section 6.6 - Finance Committee.

Each year, the President shall appoint a Finance Committee to make recommendations to the Board of Directors concerning the budget and fiscal matters of the organization. The Committee shall make a report to the Board of Directors at the meeting in which the budget is adopted and thereafter as needed.

ARTICLE VII ORGANIZATIONAL MEETINGS

Section 7.1 - Place of Meeting.

Any or all meetings of the TABCCM membership and/or the Board of Directors shall be at the call of the President or a majority of the members of the Board of Directors and may be held at a time and place designated by the President. Exceptions shall be pursuant to the rules and regulations imposed by vote of the membership.

Section 7.2 - Annual Meeting of Members.

An annual meeting of members shall be held each year during the annual meeting of the Texas Municipal League and on a date and site recommended by the President and ratified by a majority vote of the membership at the annual meeting at least one year prior.

Section 7.3 - Notice of Annual Meeting.

At least sixty (60) days prior to the date fixed by Section 7.32 of this article for holding the annual meeting of members, the secretary, provided for herein, shall mail written notice of the time and place of such meeting to all voting members in good standing.

Section 7.4 - Delayed Annual Meeting.

If for any reason the annual meeting of the members shall be delayed, such meeting may be rescheduled and held as a special annual meeting. The same proceedings shall apply there as at an annual meeting, including that the notice of such meeting shall be not less than 60 days.

Section 7.5 - Order of Business at Annual Meeting.

The order of business at the annual meeting of members shall be as follows:

- A. MINUTES OF LAST MEETING**
- B. REPORT OF COMMITTEE(S) OR TASK FORCES**
- C. PRESIDENT'S REPORT**
- D. REPORT OF THE-TML BOARD REPRESENTATIVE**
- E. REPORT OF NOMINATING COMMITTEE AND ELECTION OF OFFICERS**
- F. OLD BUSINESS**
- G. NEW BUSINESS**
- H. ADJOURNMENT**

It is provided that, in the absence of any objection, the presiding officer may vary order of business or add thereto at his/her discretion.

Section 7 6 - Meetings of Board of Directors.

The TABCCM Board of Directors shall meet quarterly each year, at a time and place designated by the President, with the exception of one such meeting which shall be held in conjunction with the TML annual meeting of the membership.

Section 7.7 - Special Meetings of Board of Directors.

Special meetings of the Board may be called at any time by the President or a majority of the members of the Board of Directors. The methods by which such meeting may be called are as follows: Upon notification by the President setting forth the date and objectives of such proposed special meeting or by the majority of the Board.

Section 7.8 - Notice of Special Meetings.

At least 14 days prior to the date fixed for the holding of special meetings of the Board of Directors, written notice of the time, place, and purpose of such meeting shall be mailed, e-mailed or faxed as herein provided, to each member entitled to vote at such meetings. In the absence of any objection, the presiding officer may vary the order of business or add thereto at his/her discretion.

Section 7.9 - Council of Past Presidents.

The Council of Past Presidents should hold its meeting in conjunction with the regularly scheduled Board meetings.

Section 7.10 - Quorum.

Board of Directors. A majority of the eleven (11) -member Board of Directors present and in person shall constitute a quorum for the transaction of all business at any meeting of the Board.

Section 7.11 - Conduct of Meeting.

All meetings shall be conducted according to Robert's Rules of Order.

Section 7.12 - Who is Entitled to Vote.

Except as provided under Articles herein, or amendments hereto, each member in good standing shall be entitled to one vote, specific to each subject properly submitted to vote at each meeting of members present in person.

Section 7.13 - Proxy.

No proxy voting shall be permitted.

ARTICLE VIII ORGANIZATIONAL COMMITTEES

Section 8.1- Committees and Task Forces.

A. Standing Committees. There shall be four standing committees. New standing committees shall be established upon a majority vote of the Board of Directors. The standing committees of TABCCM shall be:

- 1. Executive Committee**
- 2. Finance Committee**
- 3. Program Committee**
- 4. Membership Committee**

B. Special Committees and Task Forces. Special committees and task forces shall be appointed by the President as needed to accomplish the goals of the organization.

C. Appointment of Chairpersons. Chairpersons of committees and task forces shall be appointed by the President.

ARTICLE IX EXECUTION OF INSTRUMENTS

Section 9.1 - Contracts and Conveyances.

Authority to execute any instrument on behalf of TABCCM rests with the President subject to the approval of the Board of Directors.

ARTICLE X **ADHERENCE TO TEXAS MUNICIPAL LEAGUE
POLICY AND GUIDELINES**

The Texas Association of Black City Council Members, as an affiliated organization of the Texas Municipal League, shall adhere to the general policy, guidelines, conditions, or other requirements which may be adopted from time to time by the League. Further, TABCCM shall not intentionally take any action in conflict with such established policies.

ARTICLE XI **BYLAWS**

The by laws may be changed or amended only by a majority of the present and voting members. The proposed amendments or changes shall have first been prepared in writing and submitted to the Board of Directors 30 days prior to the date on which the changes will be considered. Such amendment shall go into effect immediately upon adoption or as otherwise stipulated.

Adopted: November, 2007

Affiliate Guidelines

(As last approved on March 19, 2004)

The Texas Municipal League Board of Directors approved this set of criteria and related guidelines to assist both current and prospective affiliated organizations in determining how best each can become more effective partners with the League in bringing about improved city government in Texas. Adherence to all affiliate conditions, criteria, and guidelines (except the conditions related to legislative activities) is voluntary.

- General, Voluntary Conditions
- Mandatory Conditions Related to Legislative Activities
- Conditions Related to Sponsorship Activities
- Criterion I – Purposes, Goals, and Objectives
- Criterion II – Governing Bodies, Officers, and Directors
- Criterion III – Organizational Structure and Documents
- Criterion IV – Programs, Services, and Activities
- Criterion V – Financial Planning and Reporting
- Criterion VI – Membership Development and Retention
- Criterion VII – Communications

General, Voluntary Conditions

- An affiliated organization in the League would be limited to groups representing professional associations – as opposed to cities, special districts, consultants, and others.
- An affiliated organization would be statewide in nature to avoid servicing regional groups that may from time to time form around particular regional issues.
- An affiliated organization would agree to promote the overall purposes and goals established in the TML Constitution.
- An affiliated organization would have a budget and financial structure capable of supporting its envisioned activities.
- An affiliated organization would consist of members representing a reasonable percentage of the organization's membership market to ensure a minimum level of support for requested services.
- An affiliated organization would be approved by the TML Board and such affiliated status continued until terminated by the affiliate or the TML Board.
- An affiliated organization would serve as an ancillary advisory body complementing TML's overall services plan.
- An affiliated organization would recognize that a specific program, activity, or service it designs or initiates for use by its respective members, but which may have potential value for use by other TML members, should be made available to TML on a cooperative, non-profit basis.
- An affiliated organization would agree that it should coordinate current and proposed services with TML.
- An affiliated organization would identify, on its stationery and other communications, that it is affiliated with the Texas Municipal League; use of the TML logo and name would require prior TML Board approval (See condition #5 under Legislative Activities on this page.)
- An affiliated organization would agree to have a constitution and bylaws.
- An affiliated organization would agree to have an annual financial statement, preferably by an outside auditor, which is shared with the affiliate's governing body, the affiliate's membership, and the TML staff.
- An affiliated organization would agree to encourage high professional ethical standards among its membership.

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Mandatory Conditions Related to Legislative Activities

- An affiliate may not adopt or advance any policy position, legislative or otherwise, which is contrary to TML's policy position. Before an affiliate adopts or advances any position, it must take actions to ensure that such position is not contrary to TML policy.
- An affiliate may, when requested or at its own initiative, communicate its priority legislative issues to TML at any time, so that those issues can become part of the deliberations of the TML legislative policy committees. **However, each affiliate that in any manner adopts a legislative program or a list of legislative priorities, by action of its officers,**

board, a committee, or membership, must provide such information to the Executive Director of TML no later than ten days prior to the TML Board meeting that immediately precedes the beginning of a regular legislative session.

- An affiliate should, when requested or at its own initiative, nominate members of its affiliate group to serve on the TML legislative policy committees.
- If an affiliate works for the defeat or passage of any legislation which is not specifically addressed in the TML legislative program, the affiliate shall not use letterhead stationery or other means of communication which state or indicate an affiliation with TML and shall not state that it represents, is represented by, is affiliated with, or is part of the TML. It is the responsibility of the affiliate to ascertain TML's position on any legislation or proposed legislation on which the affiliate wishes to adopt a position. This policy controls, regardless of affiliate guidelines which may seem to be contradictory.
- An affiliate should seek input from the TML staff before the affiliate decides to give an award to any member of the Texas Legislature. An affiliate must inform the TML staff of any decision to give such an award prior to the time the award is given and must provide to TML any press releases or other information concerning the award.
- An affiliate should seek input from the TML staff before the affiliate decides to retain a lobbyist. An affiliate must inform the TML staff of any decision to retain a lobbyist and must provide the lobbyist's name. The affiliate should encourage its lobbyist to regularly communicate with the TML staff.
- An affiliate must immediately inform the TML staff of any decision to make a political contribution and the amount of the contribution to any campaign for a state-level office.

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Conditions Related to Sponsorship Activities

- No service of the Texas Municipal League may be provided by an affiliate in exchange for receiving sponsorship revenue for the affiliate. This includes providing publications, magazine advertising, reduced rates for TML service, and so on.
- No TML staff member may solicit sponsorships for an affiliate.
- Affiliate groups must not represent that the sponsor for an affiliate group is in any way connected to the Texas Municipal League.

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Voluntary Criteria and Guidelines

Criterion I – Purposes, Goals, and Objectives

An affiliate should have a clear, written statement of its purposes, goals, and objectives, and it should demonstrate the manner in which it intends to fulfill its purposes and goals both now and in the future.

Guidelines

- The purposes and goals should be clear and declare a positive mission.
- The statement should express an attitude of concern for the local government enterprise and a willingness to enhance the overall effectiveness of local government through the affiliate's related products and services.
- The affiliate should have plans for meeting its goals based on a set of periodic reviews and procedures for adapting its goals to changing conditions.
- The statement of its purposes should be in a form that can be readily provided to its members and interested others.
- The responsibilities of the governing body and committees should reflect the purposes and goals of the affiliate.
- There should be proof in the form of written objectives, programs, justified operational assignments, and target dates that the activities and programs conform to the stated purposes.
- There should be a stated willingness to have periodic review of its progress toward purposes as well as goals and objectives by the governing body, committees, and TML.

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Criterion II – Governing Bodies, Officers, and Directors

The governing body of the affiliate should represent all major interests of the membership. The roles of the officers should be clearly defined, and the manner in which they are fulfilling their function should be demonstrated. There should be an ongoing effort to elevate minority members to leadership positions.

Guidelines

- The election procedures should provide for a rotating, representative governing body.
- The duties and responsibilities of the voluntary leadership should be published and available to the membership.
- The issue of indemnification of officers, directors, and other representatives of the affiliate should be addressed.
- The agenda and related source materials should be distributed sufficiently in advance of board and committee meetings to the appropriate affiliate officers and TML staff.
- The minutes of the governing body should be prepared and distributed promptly to the appropriate affiliate officers and TML staff.
- The membership, within the affiliate, should be made aware of pending meetings of the governing body and timely informed afterward of policy decisions and related actions.
- There should be an ongoing effort to elevate minority members to leadership positions, including the affiliate's seat on the TML Board.

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Criterion III – Organizational Structure and Documents

The affiliate should have a constitution and bylaws, or equivalent documents, and demonstrate that it operates in keeping with these documents. It should show that its documents are periodically reviewed, are consistent with one another, and revised when necessary.

Guidelines

- The relationship between the governing body, committees, and staff should be specifically delineated.
- There should be an organizational chart or other documentation showing functional relationships between the affiliate's officers, committees, membership, and TML.
- The composition, specific missions, reporting relationships, and responsibilities of affiliate committees should be in written form and updated periodically.
- There should be a practical procedure for amending the constitution and bylaws which involves the affiliate's membership and seeks approval of the TML Executive Director.

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Criterion IV – Programs, Services, and Activities

There should be evidence that the affiliate intends for its programs, services, and activities to meet member needs. The affiliate should demonstrate that it will elicit feedback from its members of its programs and services and will encourage involvement in the evaluation and planning of these programs and services.

Guidelines

- The affiliate should annually prepare a written plan of activities for the year ahead.
- The affiliate should take into consideration the fiscal resources necessary to implement its goals.
- The affiliate should plan sufficiently in advance to ensure its ability to fulfill its purposes in the long term.
- The affiliate should strive for member participation in its activities and attempt to utilize its volunteers.
- The governing body of the affiliate should utilize member feedback in shaping its programs, services, and activities.

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Criterion V – Financial Planning and Reporting

Financial planning should relate directly to the affiliate's programming. The affiliate should present evidence of fiscal controls and a disclosure reporting system.

Guidelines

- The dues, fees, and rates should be periodically adjusted to the short- and long-term needs of the affiliate.
- The affiliate should have realistic plans for developing income and controlling costs.
- The affiliate should have a reserve or contingency fund.
- The affiliate should have an accounting system adequate for its size and complexity.
- There should be evidence of prudent internal fiscal controls.
- There should be a provision made for the accurate and timely preparation of important reports, including state and federal tax reports and others.
- There should be evidence that periodic income/expense statements, including comparisons to current budget, are analyzed by the appropriate officials and shared with the affiliate board and TML.

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Criterion VI – Membership Development and Retention

The affiliate should demonstrate that it has an effective and continuing program of membership retention and recruitment, and an effective and ongoing effort to recruit minority members.

Guidelines

- There should be funds for membership development and retention in the affiliate's budget.
- The affiliate should have a realistic appraisal of its potential for membership growth over the next two years.
- There should be a marketing plan for new membership development and current membership retention.
- A list of prospective members should be maintained and updated by the affiliate.
- There should be established procedures for the proper handling of membership inquiries or requests.
- There should be an established procedure for identifying and recruiting minority members.

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Criterion VII – Communications

The affiliate should demonstrate that its internal and external communications are commensurate with membership needs.

Guidelines

- Through a calendar of events or by other means, the affiliate should prepare and publish its plans for the year ahead.
- The affiliate should define its publics and devise effectual means for maintaining credibility with each.
- The affiliate should maintain liaison with other groups in related fields with the primary objective of developing mutual understanding.
- The elected leadership of the affiliate should regularly inform the membership on affiliate-related news and major professional developments.
- The affiliate should consciously strive to build and maintain a favorable image within appropriate professional circles.
- The affiliate should cooperate with the media and work together with the League on how best to respond to media requests.

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Minutes

Texas Municipal League Meeting of the Board of Directors March 30, 2012 Austin, Texas

1. Call to Order

TML President Leonard Reed called the meeting to order at 10:00 a.m.

2. Roll Call

The following Board members were present:

Officers

President Leonard Reed, Mayor, Willis
President-Elect John Monaco, Mayor, Mesquite

Past Presidents

Robert Cluck, Mayor, Arlington
John Cook, Mayor, El Paso
Guy Goodson, City Attorney, Vidor
Henry Wilson, Councilmember, Hurst
Dock Jackson, Councilmember, Bastrop
Terry Henley, Mayor Pro Tem, Meadows Place
Jackie Levingston, Mayor, Groesbeck

Directors-at-Large

Jimmy Bennett, Councilmember, Arlington
Joe Adame, Mayor Corpus Christi
Mike Rawlings, Mayor, Dallas
Jungus Jordan, Councilmember, Fort Worth
Cris Medina, Councilmember, San Antonio

Regional Directors

Kevin Caddell, Mayor, Dalhart
Jim Winn, Mayor, Sundown
Barbara Graff, Councilmember, Odessa
Allen Harris, Councilmember, The Colony
Marion Grayson, Mayor Pro Tem, Belton

Victor Gonzales, Mayor Pro Tem, Pflugerville
Charles Wax, Mayor, Rockport
Jim Darling, Commissioner, McAllen
Cory Spillman, Councilmember, Cedar Hill
Thomas Abraham, Mayor Pro Tem, Sugar Land

Departmental Directors

Steven L. Brown, Director of Libraries, North Richland Hills
Robert Burby, Chief of Police, Texas City
Anita Burgess, City Attorney, Denton
Sheryl Cole, Mayor Pro Tem, Austin
Joe Cordina, Mayor, Parker
Randy Criswell, City Manager, Canyon
Eric Dargen, Deputy Director, Houston
O.C. Garza, Communications Director, Victoria
Norma Aguilar Grimaldo, City Secretary, Odessa
Bonita Hall, Human Resources Director, Pearland
David Harris, Director of Utilities, Brownwood
Rhonda Kuehn, Court Administrator, Brenham
John Lettelleir, Director of Development Services, Frisco
Jim Olk, Chief Building Official, Farmers Branch
Pat Reynolds, Purchasing Agent, Leander
Karen Rhodes Whitley, Director of Budget and Research, Plano
Steve Ross, Fire Chief, North Richland Hills
Scott Swigert, Director of Parks and Recreation, Deer Park

The following Board members were absent:

Bill Spelman, Councilmember, Austin (requested excused absence)
James Rodriguez, Councilmember, Houston
Ann Morgan Lilly, City Representative, El Paso
Dorothy Roberts Burns, Councilmember, Wichita Falls
Anthony Williams, Councilmember, Abilene
Albert Alvarez, Mayor, Pearsall
Angela Raiborn, Mayor, Rusk
Deloris Prince, Mayor, Port Arthur (requested excused absence)
Pam Gidney, Tax Assessor/Collector, Richardson (requested excused absence)
Mark Brinkley, Director of Health, San Marcos (requested excused absence)
Daniel Tejada, Mayor, Floresville (requested excused absence)
Mary Gauer, TML Intergovernmental Risk Pool (requested excused absence)
David Riley, Mayor, Idalou (requested excused absence)

MOTION made by John Cook, seconded by Sheryl Cole, and passed unanimously to approve the absence of any Board member who requested an excused absence.

3. Consider Minutes of the October 12 and October 14, Board Meetings

MOTION made by John Cook, seconded by Jackie Levingston, and passed unanimously to adopt the minutes.

4. President's Report

TML President Reed reported on the executive committee's recent action on healthcare legislation, specifically to adopt the following legislative position: *support federal and state legislation that would permit city health benefit pools to be recognized as qualified health plans under federal law, and to permit city health benefit pools to offer administrative support for city health benefits offered through exchanges.*

MOTION made by Henry Wilson, seconded by Terry Henley, and passed unanimously to ratify the executive committee's action on healthcare legislation.

TML President Leonard Reed announced the appointment of the 2012 TML Budget and Audit committee.

Chair: TML President-Elect John Monaco, Mayor, Mesquite
Members: Victor Gonzales, Mayor Pro Tem, Pflugerville
Barbara Graff, Councilmember, Odessa
Bonita Hall, Human Resources Director, Pearland
Jim Olk, Building Official, Farmers Branch

5. Briefing on IRS Rulemaking and Effect on TML

Scott Houston, TML General Counsel, briefed the board on IRS rulemaking that could potentially impact TML staff participation in the Texas Municipal Retirement System (TMRS).

6. Legal Report

Scott Houston, TML General Counsel, provided the board with an indepth report on the Supreme Court decision on *City of Dallas v. Stewart*.

7. Legislative Report

Shanna Igo, Director of Legislative Services, provided the board with an update on interim legislative activities.

Bennett Sandlin, TML Executive Director, explained the 2012 TML Legislative Policy Committee process.

8. Selection Process for the TML Annual Conference Host Cities in 2015 and 2016

Mr. Sandlin reported that the RFP process for the 2015 and 2016 TML Annual Conferences was successfully completed and, after careful consideration, the staff recommended the City of San Antonio be selected as the location of the 2015 TML Annual Conference and Exhibition and the City of Austin be selected as the location of the 2016 TML Annual Conference and Exhibition.

MOTION made by Joe Cordina, seconded by Terry Henley, and passed unanimously to select San Antonio as the location of the 2015 TML Annual Conference and Exhibition.

MOTION made by John Cook, seconded by Sheryl Cole, and passed unanimously to select Austin as the location of the 2016 TML Annual Conference and Exhibition.

9. Membership Services Report

TML staff provided the board with an update on membership services activities.

10. Final Items

TML President Leonard Reed announced the dates and locations of the upcoming Board meetings.

- **Friday, June 22, 2012, 9:00 a.m., La Torretta**, 600 La Torretta Blvd. Montgomery, Texas.
- **Tuesday, November 13, 10:00 a.m., Grapevine**. Specific location for this meeting, held in conjunction with the 100th TML Annual Conference, is yet to be determined.

11. Adjournment

There being no further business to come before the Board, the meeting was adjourned.



Dave Rosenberg

SUPERIOR COURT JUDGE

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"Rosenberg's Rules of Order, Revised"

(Simple Rules of Parliamentary Procedure for the 21st Century)

By Judge Dave Rosenberg

(First Revision dated July 2011)

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 5-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 20 years 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, and fully participate 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. So, 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), and 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 which establishes a quorum. So, 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 in the conduct of the meeting. The Chair should be well versed in those rules. The Chair, for all intents and purposes, 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, the Chair as a member of the body 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, and 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. And 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 with it, 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. (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 should announce 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 10 days 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" So, a typical motion might be: "I move that we give 10-day's notice in the future for all our meetings."

The Chair usually initiates the motion by either (1) Inviting the members of the body to make a motion. "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 10-day's 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 5-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 which 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 that 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.

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. As a practical matter, more than three motions on the floor at one time tends to be too confusing and unwieldy for most everyone - so keep the maximum at three at three for the sake of clarity.

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. So, for example, assume the first motion is a basic "motion to have a 5-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 5-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 now 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 by 5

members or 10 members). If the motion to amend passed the Chair would now move to consider the main motion (the first motion) as amended. If the motion to amend failed the Chair would now 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 (5-member committee), or, if amended, would be in its amended format (10-member committee). And 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):

A 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.

A 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.

A 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.

A 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.

A 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 simply "question." (As a practical matter, when a member calls for the "question" the chair can expedite things by simply asking the body if anyone wishes to continue discussing the underlying matter. If no one wishes to discuss it further, the chair can proceed to a vote on the underlying matter - without having to vote on the "question". On the other hand, if even one member of the body wishes further discussion and debate on the underlying matter, then the chair has to treat the call for the "question" as a motion and proceed accordingly.) When a member of the body makes such a motion for the "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 2/3 vote of the body. Note: that 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 2/3 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 2/3 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 7-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 2/3 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 2/3 vote to pass.

Motion to close nominations. When choosing officers of the body (like 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 2/3 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 2/3 vote to pass.

Motion to suspend the rules. This motion is debatable, but requires a 2/3 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% of the body is required. So, for example, in a five-member body, if the vote is 3 in favor and 2 opposed, the motion passes. If it is 2 in favor and 3 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. So, for example, in a seven-member body, if 2 members vote "no" then the "yes" vote of at least 4 members is required to achieve a two-thirds majority vote to pass the motion.

What about tie votes? In the event of a tie vote, the motion always fails since an affirmative vote is required to pass any motion. So, for example, in a five member body, if the vote is 2 in favor and 2 opposed, with 1 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 3 of the 5 members of the board must vote affirmatively in favor of the action. A vote of 2 to 1 would not be sufficient. A vote of 3 to 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 abstain 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 abstain 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? Let's look at a few examples.

Let's assume that we have a five-member city council voting on a motion that requires a simple majority vote to pass, and let's 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 1 abstention, the motion fails.

Let's assume we have a five-member city council voting on a motion that requires a two-thirds majority vote to pass, and let's 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 3 "yes", 1 "no" and 1 "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, let's change the scenario slightly. Let's assume the same five-members city council voting on a motion that requires a two-thirds majority vote to pass, but let's 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 vote were 3 "yes", 1 "no" and 1 "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.

And, how, exactly, 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 to vote neither "yes" nor "no" on the pending motion may be treated by the chair as an abstention. And 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, "Let's 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.

About the Author

Dave Rosenberg is a Superior Court Judge He has served as Presiding Judge of his Superior Court for two terms, as well as Presiding Judge of the Superior Court Appellate Division. He has also served as Chairman of the Trial Court Presiding Judges Advisory Committee (composed of all 58 California Superior Court Presiding Judges) and as an advisory member of the California Judicial Council. Judge Rosenberg was first appointed to the bench by the Governor of California in 2003, and has been subsequently elected to office. Prior to his appointment to the Bench, Rosenberg served as an elected County Supervisor representing the 4th district in Yolo County, and also served as Director of Community and Intergovernmental Relations, Director of Operations, and Senior Advisor to the Governor of California. He has served as a member and chair of numerous state, regional, and local boards, both appointed and elected. He has served as a member of the Davis City Council member for 12 years, including two terms as Mayor of Davis. He served two terms as Chairman of the Board of Supervisors. He also chaired the California State Lottery Commission, the California Victim Compensation and Government Claims Board, the Yolo County Economic Development Commission, and the Yolo County Criminal Justice Cabinet. He has served as Chairman of the California Law Revision Commission and as Chairman of the District Securities Advisory Commission, the Yolo-Solano Air Quality Management District, and as a member of the California Council on Criminal Justice Planning and the California Commission on State Mandates. For many years, he has taught classes on parliamentary procedure and has served as parliamentarian for large and small bodies.

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