ROBERT'S RULES FOR NONPROFIT BOARDS

BOARD DECISIONS

When there are decisions to be made, there are 3 types of motions used in nonprofits:

- (regular) **Motion** to introduce a new decision item
- **Motion to Table** to kill a motion/not make a decision
- Motion to Postpone to delay a vote

Every Motion Has 6 Steps:

SIX STEPS OF A MOTION		
Step	**Action**	**Terminology/Example**
Motion	**Member** raises a hand to signal the **chair** and make a motion regarding a Board decision	"I move that ABC."
Second	Another member seconds the motion	"I second the motion."
Restate Motion	Chair restates the motion.	"It is moved and seconded that ABC. Discussion is now open."
Discussion	Members discuss the motion.	(normal conversation)
When applicable: Amendment to Motion	*If discussion leads to changes to the original idea, the chair or a member can move to amend the original motion. Then you would repeat steps 2-4*	*"I move that the motion be amended by… (e.g. changing these words, deleting this phrase)"*
Vote	Chair restates the motion. Then, Chair first asks for affirmative votes. Next, Chair asks for negative votes.	On the adoption of the motion that ABC, all in favor say 'aye.' (count ayes). All opposed say 'nay' (count nays).
Announce the Vote	**Chair** announces the result of the vote and any instructions (for the minutes)	"The motion passes with X in favor and Y opposed."
Time Saver *If the Board is in obvious agreement, these steps can save time….*	*The **chair** may opt to save time by suggesting that the Board unanimously adopt a motion.*	*"If there are no objections, we will adopt the motion to ABC." The Chair then waits a moment for any objections. If there are none, the Chair says, "Hearing no objections, the motion to ABC is adopted." If a member objects, first ask for discussion, then vote, and then announce the vote.*

OTHER MEETING PROCEDURES

- **Opening Meeting**
  - ◉ Chair: "The meeting will come to order at (time)."
- **Consent Agenda**
  - ◉ At many Board meetings, a few items come to the agenda that do not need any discussion because they are routine procedures or are already unanimous consent. A consent agenda allows the Board to approve all these items together without discussion or individual motions and free up time for substantial discussions. Typical consent agenda items are routine, procedural decisions, and decisions that are likely to be noncontroversial. Examples include:
    - Approval of the minutes from the previous meeting.
    - Routine matters such as appointments to committees.
    - Items previously discussed for which the Board has come to a consensus, but that still need an official vote.

A consent agenda can only work if the documents are distributed in sufficient time to be read by all members prior to the meeting.

At the beginning of the meeting, the chair asks members if any of the consent agenda items should be moved to the regular discussion items. If a member requests that an item be moved, it must be moved. Any reason is sufficient to move an item.

When there are no items to be moved or if all requested items have been moved, the chair or secretary reads out loud the remaining consent items. The chair can move to adopt the consent agenda. "If there are no objections, we will adopt the motion to…" Wait for any objections. If none, say, "Hearing no objections, (motion) is adopted." (It is not necessary to take a vote on consent agenda items.)

- **Refer to a Committee**

  If someone feels that an idea or proposal being discussed needs more study and investigation, s/he can refer the discussion to a Committee. "I move that the question be referred to (Z) Committee" or "a committee made up of members D, E and F."

- **Adjourning Meeting**

  Usually very quick. "I move to adjourn the meeting." "Second." Chair: "All in favor, all opposed. Meeting is adjourned at (time)."

- **Point of Order**

  If someone feels that the meeting is not following proper rules. "Point of order."

- **Point of Information**

  If someone is wondering about some of the facts under discussion. "Point of information."

- **Point of Parliamentary Inquiry**

  If someone is confused about the parliamentary rules. "Point of parliamentary inquiry."