

## Parliamentary Questions from “The Field”

### Who can be ‘the chair’?

Usually ‘the chair’ is the president. The bylaws state that the executive vice president and vice presidents, in order of succession, perform the duties of the president when the president is absent or unable to perform the duties.

### When does the president vote?

The president protects the impartiality of the chair by exercising the right to vote (or by abstaining) only when the vote will affect the outcome; i.e., to break a tie vote, or when the vote is by ballot. Robert’s Rules of Order states, “If the presiding officer is a member of the assembly, he can vote as any other member when the vote is by ballot. In all other cases the presiding officer, if a member of the assembly, can (but is not obliged to) vote whenever his vote will affect the result — that is, he can vote either to break or to cause a tie; or, in a case where a two-thirds vote is required, he can vote either to cause or to block the attainment of the necessary two-thirds.”

Small boards, according to Robert’s Rules, are boards of no more than twelve members in attendance. In this instance, the president may participate fully if that is the custom. In PTA, because so many members are inexperienced with parliamentary procedure and because we do not want members to become confused, we encourage the same parliamentary procedure to be followed during association meetings and board meetings, so presidents generally do not vote unless the vote is by ballot. For further information, see *Robert’s Rules of Order, Newly Revised*.

### Can you better explain quorums, majority votes and when members vote at meetings?

A quorum is the minimum number of qualified members necessary to do business at a meeting. The quorum for association meetings and executive board meetings is established in the bylaws. All qualified members (parents, teachers, students and other members) may vote at association meetings. A qualified member is a member who has been a paid member of the association for at least thirty (30) days prior to the vote. Only executive board members may vote at executive board meetings. Usually the executive board includes all officers, the chairmen of standing committees, the principal, and a teacher representative. Some PTSAs include student representatives on the executive board, or a “vice president serves as the student representative.” Articles IV and VIII of the bylaws defines the executive board for your association.

The number required for a majority vote is  $\frac{1}{2}$  plus 1 of the qualified members in attendance, provided that a quorum is present. If there are not enough qualified members attending to satisfy the quorum stated in the bylaws, no business may be conducted.

### Can the association and the executive board have meetings at the same time?

No. Each group has specific responsibilities as outlined in the bylaws. The executive board meets on a monthly basis and must meet at least two weeks prior to association meetings so that any recommendations requiring a vote of the association may be adequately noticed. Should the PTA executive board meet on the same day as the association, then the executive board meeting must be held following the association meeting.

### Can the ten-day notice of meetings be done by e-mail only?

The California Corporation Code requires that all members have a reasonable expectation of receiving written notice, so using multiple means of providing notice is highly recommended.

E-mail notices are only one way to reach members and are only effective if every member has an e-mail address and checks e-mail every day. Since computers crash from time to time, it is prudent to provide written notice in multiple ways through flyers, newsletters, or postcards, as well as e-mail. Remember that written notice must include the date, time, location, and the business items requiring a vote. Most meetings require ten (day) notice. For the election of officers and proposed bylaws amendments, written notice of the meeting with the full text of the bylaws proposals must be given thirty (30) days in advance; and the slate of officers must be noticed twenty-eight (28) days in advance of the election.

### How do executive board meetings differ from association meetings?

The PTA executive board consists of the elected and appointed officers, the principal, teacher representative, and committee chairmen. The executive board meets monthly to handle the transaction of necessary and detailed business between meetings of the association. The executive board is responsible for accepting and studying recommendations to be presented to the membership for approval. The bylaws provide details about the executive board’s responsibilities. Minutes are accessible only to members of the board. (The association may order inspection of board minutes by a two-thirds vote or the board may grant permission.) Guests may be invited to an executive board meeting and granted a courtesy seat by the president. A guest may bring specific information, however guests do not participate in discussion or voting and should leave the meeting after their information is relayed. An association member who shows interest in becoming a chairman on the board may also be invited as a guest.

### **What business is conducted at association meetings?**

The association is the voting body for all action taken, including: adopting bylaws; adopting the program, fundraisers and budget for the year; electing the nominating committee; electing officers; and approving all moneys spent by the organization. Minutes are accessible to all members of the association. PTAs should hold enough association meetings to keep members informed and to transact the business of the organization. Keep the business portion of an association meeting as brief as possible. Guests may attend association meetings, however, a guest who is not a member of the association may not make motions nor participate in discussion, nominations or elections.

### **We never get one-third (1/3) of our membership at a general meeting. Does this mean we can never take a vote?**

A quorum as established in the bylaws must be present for any business to be voted upon. The PTA may not take action on most business unless all members have received written notice of the meeting ten (10) days in advance. Written notice must include the date, time, location, and the business items requiring a vote. For the election of officers, and proposed bylaws amendments, written notice must be given at least thirty (30) days in advance and the slate of officers must be noticed 28 days prior to the election.

### **Can we have a phone vote?**

No; a phone vote is considered a proxy vote by PTA and the bylaws prohibit proxy voting. E-mail votes are also illegal. All votes must be taken at a meeting where everyone is physically in attendance. Bylaws permit the president to call a special meeting, with the proper notice, if a vote is needed between the regularly scheduled meetings.

### **How does one deal with a difficult member; one that won't stop talking?**

Only PTA members may speak, debate and vote at meetings. Parliamentary procedure is helpful in this situation. Standing rules may be established by the members in advance that limit debate to a certain amount of time on any given issue, with each member given a set amount of time and only one turn to speak to the issue. Rules for debate allow the meeting to move along without getting bogged down in lengthy, repetitive discussion.

Reports may be limited to one or two minutes or provided in writing (especially if no action is required), unless time for discussion or debate is extended by a vote of the association.

Distributing an agenda helps to keep meetings on track. If the difficult member is blurting out, the chair must remain calm, thank the member for the comment, and state that according to the agenda, it is time to consider \_\_\_\_\_. According to the pre-printed standing rules, items requiring

action that are not on the agenda must be postponed until proper notice has been given and/or referred to the executive board or a committee for further study.

In addition, setting ground rules for how the group will interact during meetings works well for executive board and association meetings. The group decides together what the ground rules are and agrees to follow them. The ground rules are printed and the person can be reminded of the particular ground rule. (e.g., wait to be called upon before speaking.)

### **What is the procedure for addressing the president when he/she is not following rules? May other board members advise president, if the parliamentarian doesn't advise the president on Points of Order?**

A member may make a parliamentary inquiry if the member is uncertain of the parliamentary rule. Any member may make the appropriate Point of Order at the time of the breach of the rule. The president should consult the parliamentarian or *Robert's Rules of Order* before ruling on the Point of Order. After the chair has made a ruling, any two members can appeal if the chair's ruling is in question. An appeal is made in the form of a motion, second, and vote of the body. Unless a member's rights are being ignored, it may be best for the parliamentarian or board member to wait until after the meeting and speak to the president privately regarding the issue.

### **Who gets a copy of the minutes? Who approves them?**

Minutes should be provided to and approved by members of the group originating the minutes; executive board minutes are provided to and approved by the executive board and association minutes are provided to and approved by the association.

### **How is general consent recorded in the minutes?**

General (unanimous) consent requires that a quorum be present. To obtain general consent, the chair must state, "if there is no objection..." \_\_\_ action will be taken. If no member objects the chair announces, "Since there is no objection..." \_\_\_ action shall be taken. If any member objects, the chair must state the question on the motion and proceed with a vote in the regular manner. In the minutes, a statement that "By general consent..." the action stated will be taken.

### **What positions are executive officers?**

Your bylaws state in Article V which positions are officer positions and, in Article VII, who serves on the executive board. Officers are elected, except for the corresponding secretary and parliamentarian, and may include the president, executive vice president, additional vice presidents, recording secretary, corresponding secretary, treasurer, financial secretary, auditor, historian, and parliamentarian. When other officers are added in Article V, a brief description of duties is included in Article VI.

### **Do auditors have to be elected or can they be appointed?**

Generally, the auditor is elected; however, the auditor may be appointed. If the auditor is not an elected or appointed officer, the bylaws must specifically state that the auditor is not an officer or executive board member. In this case (e.g., audits done by a committee, volunteer or by an accountant), the auditor should be appointed by the executive board and ratified by the association at an association meeting prior to the month that the mid-year audit must be completed. The correct bylaws wording for this situation is available from the district PTA parliamentarian.

### **Why is the parliamentarian appointed instead of elected?**

The parliamentarian has a special working relationship with the president, so the president should be free to appoint someone to this position in whom he/she has confidence regarding parliamentary procedure and bylaws. If elected, amend Article V, Section 1; and Article VI Section 2d.

### **Who handles parliamentarian duties if your unit does not have one?**

The parliamentarian position is very important and should be filled. As with all officer positions, training is available from the council or district for individuals who would like to learn more about the duties. In the event the parliamentarian position remains vacant, the duties of the parliamentarian should be reassigned to other officers who have some knowledge of parliamentary procedure and/or bylaws review. The primary responsibilities that must be reassigned are calling the first meeting of the nominating committee to give directions and chairing the bylaws and standing rules committee.

### **Does the current PTA president discuss his/her opinions of nominees with other elected members of the nominating committee prior to the election?**

Elected members of the committee may not discuss potential nominees with anyone outside of the nominating committee. The president never serves on the nominating committee. Any PTA member may recommend individuals to the nominating committee for consideration, including factual information about each individual's qualifications; however, the deliberations of the nominating committee are CONFIDENTIAL and are not shared outside of the committee before, during, or after the slate of nominees has been presented to the association.

### **What if, during an election meeting, only 18 members, including the principal and present board members, out of 300 members, attend? Would the vote be in effect?**

That depends on what the association quorum is. If the quorum for your association meeting is 18 or less, then the

vote is legal. Quorums for association meetings and executive board meetings are stated in the bylaws. The association quorum should be established at a number high enough to assure general member participation in the association meetings.

### **Can two members be nominated for an officer position; for example: first vice president of programs: Kelly; second vice president for membership: Lisa/Debbie.**

Although it is not advisable, the nominating committee may nominate two people for one officer position, but only one person may be elected to that position. PTA does not recognize co-officers. Each officer and chairman position is entitled to one vote. The positions of president-elect, corresponding secretary and financial secretary should be used when officers require assistance. The standing rules permit the president to appoint an assistant to any chairman, subject to ratification by the executive board. In this example, Lisa might be elected as the second vice president for membership and Debbie might be appointed by the president as the assistant to the vice president for membership.

### **If you need to fill a board position, does it need to be brought to the association?**

The association initially elects officers at the annual election meeting. In the event of a vacancy after the election or if an office is not filled at the election meeting, the bylaws permit the executive board to elect individuals to fill vacancies in office. The association does not vote to fill the vacancy, but certainly the new officer should be introduced to the association after duly elected by the executive board. Only when the executive board quorum cannot be met, is a vacancy filled by the association.

### **Define 'not qualified' in relation to 'null and void' in an election.**

An election must be declared "null and void" whenever discovery is made that the individual elected did not meet the qualifications for office as stated in the bylaws. For example, an individual who has served two consecutive terms in the same position IS NOT ELIGIBLE for election to an additional term in the same position. Otherwise, with few exceptions, a challenge to procedures or outcome must be during the election meeting. For assistance contact the district PTA, and refer to the *California State PTA Toolkit, Running Your PTA, Nominations and Elections, The Election and Ballot Vote sections, and Roberts Rules of Order Newly Revised, Contesting the Announced Results of an Election and Point of Order sections.*