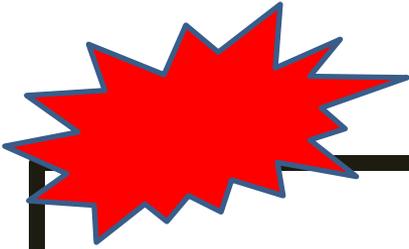


**TITLE OF THE SESSION:
RAISING THE BAR ON PARLIMENTARY
PROCEDURES & BOARD SKILLS**

**HOW CAN UNDERSTANDING PARLIMENTARY
PROCEDURES HELP?**

**HOW CAN EACH OF US IMPROVE OUR BOARD
SKILLS?**



GOVERNING FOR RESULTS

**If you don't know where you are, and
You don't know where you're going,
Any road will get you there!
But how will you know "it"
Or "when" you've arrived
Or made any progress at all?**

Zen paradoxes

QUESTION #1

WHAT KIND OF BOARD ARE WE?

➤ **GOVERNANCE**

➤ **MANAGEMENT**

➤ **ADVISORY**

IT DOES MAKE A DIFFERENCE .
THE BOARD & STAFF NEED TO KNOW AND UNDERSTAND.

WHAT IS GOVERNANCE?

- **Governance is defined as the exercise of authority, direction and control of an organization in order to ensure that its purpose is achieved.**

“The What of Governance”

- The responsibilities fall under seven general headings. They are:
 - Establish and/or safeguarding the vision, mission, values and plan for the future (goals);
 - **Vision** is a clear, succinct articulation of the desired future
 - i.e.: a library card in every home
 - **Mission** is its reason for existence.
 - i.e.: Make libraries accessible to all providing opportunities for life long learning.
 - **Values** are a small set of general guiding principles. Establish the moral and ethical framework within which volunteers, managers and staff are expected to carry on their work. General done as management policies.
 - Financial stewardship; *keeping track of the money and assets*
 - Human resources stewardship; *caring for the people resources*
 - Performance **monitoring** and accountability;
 - Community representation, education and advocacy;
 - Policy Development;
 - Risk Management. *Anticipating and controlling future adversities*

What is expected of me as a Board Member?

- Be informed – re bylaws, policies.
- Keep informed – activities of organization, community issues and general trends.
- Attend meetings and contribute from personal, professional and life experiences.
- Act with honesty and in good faith in the best interest of the organization.
- Maintain solidarity with fellow board members.
- Declare any conflict of interest.
- Exercise care, diligence and skill to assist the board in decision making.
- Offer personal perspectives on the subject of board discussion
- Voice, clearly and explicitly any opposition to a decision
- Know and respect the distinction in roles of board and staff.

BECOMING A BETTER BOARD - HOW?

- Make sure your bylaws reflect the mandate of the organization;
- Ensure your bylaws are in compliance with the Public Libraries Act , Non Profits and are worded in such a way as to allow flexibility: (*Don't have the last Saturday of April for your AGM for example.*)
- Review your policies regularly to ensure they are still adequate and develop new policies when necessary; (*Policies can become redundant because of legislative changes, union contracts or a change in operations*)
- Review your board, executive and committee structure to best enable result based activities; (*Don't have committees without a job description, time lines and expected outcomes.*)
- Establish a meeting agenda, that can/should include time limits for each item and identifies items that will need motions.
- If order is an issue the responsibility to limit or control discussion is that of the chair and if needed can be guided by Roberts Rules of Order or The Standard Code of Parliamentary Procedures commonly known as Sturgis. Both are acceptable, Sturgis more reader friendly but both have cheat section.

What can stand in the way of being a good board?

- 1. Organizational History - “That’s the way it’s always been done”.**
- 2. Lack of Knowledge – concerning the job of the board.**
- 3. Lack of Resources – (e.g. staff and board time and financial) to facilitate development of governance polities and training.**
- 4. Other priorities – (more pressing issues) always something demanding attention now.**
- 5. Personal/Political agendas of board members.**
- 6. Conflict in labour/management, board or board/CEO/ED relationships.**

Keys to successful governance!

DEALING WITH EVERYTHING ON THE LAST SLIDE

SERIOUSLY THROUGH; - the following have proved to be prevalent in high performing boards:

- Strong board and staff leadership.
- A positive working relationship between the ED/CEO and the Board.
 - Mutual respect and Intellectual flexibility.
 - Willing to ask and answer tough questions
- A very clear understanding and respect for roles of the staff and board.

- A high level of key stakeholder agreement.
- Respect for board decisions and working as a team.
- Regular assessment and strong **monitoring** (*ED and the Board*).
- Good board practices (*i.e. orientation, training, team building and sound board member recruitment*)
 - Consensus or near-consensus decision-making rather than majority rules.
 - Effective management of meetings and board work (*e.g., agendas circulated sufficiently in advance of meetings, board members well prepared, meetings effectively chaired, respect for rules of order, fact-based decision making.*)
 - Respect for confidentiality.

The Rules of Robert & Sturgis

These rules are meant for constructive and democratic meetings that help, not hinder, the business of the group. Under no circumstances should "undue strictness" be allowed to intimidate members or limit full participation. So be careful in their use.

- **The fundamental right requires that all questions/motions be given thorough discussion.**
- **The assembly rules: It has the final say on everything. Silence means consent.**
- **Obtain the floor: the right to speak – recognized by the chair.**
- **Debate begins when the chair states the motion or resolution and asks "are you ready for the question?" If no one objects, the chair calls for the vote.**

- **Modification to a motion/resolution – the mover can modify as they please, or even withdraw the motion without the consent of the seconder. If the mover modifies, the seconder can withdraw the second.**
- **No member can speak twice to the same issue until everyone else has spoken to it once.**
- **All remarks are to be directed to the chair. Remarks must be courteous in language, avoid personalities, never allude to others by name or motives.**
- **The agenda and all committee reports are merely recommendation. When presented to the board/assembly and the question is stated, debate begins and changes can occur.**

**•Rules of Order are more necessary in a large assembly.
Board meetings - a good agenda and a capable chair can
facilitate.**

THE RULES of Robert & Sturgis

Point of Privilege: Pertains to noise, personal comfort, etc. – may interrupt at any time. (Can interrupt, needs no second)

Parliamentary Inquiry: Inquire as to the correct motion – to accomplish a desired result, or raise a point of order. (Can interrupt, needs no second)

Point of Information: Generally, applies to information desired from the speaker.

Orders of the Day: A Call to adhere to the agenda. (Can interrupt, no second) (P)

Point of Order: Infraction of the rules or improper decorum in speaking. Must be raised immediately after the error is made. (Can interrupt, no second)

Main Motion: Brings new business (the next item on the agenda) before the assembly. (Don't interrupt, needs second)

Divide the question: Divides a motion into two or more separate motions, each of which must be able to stand on its own. (Don't interrupt, needs second)

Rules continued

Consider by paragraph: Adoption of a paper is held until all paragraphs are debated and amended and the entire paper is satisfactory. (Don't interrupt, needs second)

Amend: Insert or strike out words or paragraphs, or substitute whole paragraphs or resolutions. (Don't interrupt, needs second)

Withdraw/Modify motion: Applies only after the question is stated; mover can accept an amendment without obtaining the floor. (Don't interrupt, need to be granted, needs second)

Commit/refer/recommit to committee: State the committee to receive the question or resolution. If no committee exists, include size of committee and method of selecting the members. (Don't interrupt, needs second)

Extend debate: Applies on to the immediately pending question; extends until a certain time or for a certain period of time. (Can't interrupt, needs second)

Limit debate: Close debate at a certain time, or limit it to a certain period of time. (Can't interrupt, needs second)

Rules Continued - page 3

Postpone to a certain time: State the time at which the motion or agenda items will be resumed. (Don't interrupt, needs second)

Lay on the table: Temporarily suspend further consideration/action on pending question; may be made after the motion to close debate has carried or is pending. (Don't interrupt, needs second)

Take from the Table: Resume consideration of items of previously "laid on the table" item; state the motion to take from the table. (Don't interrupt, needs second)

Reconsider: Can be made only by one on the prevailing side, who has changed position or view. (Don't interrupt, needs second)

Postpone indefinitely: Kills the question/resolution for this session. (Don't interrupt, needs second)

Close Debate: Successful by 2/3 vote then debate is closed and the question is called on the motion. (Don't interrupt needs second)

ROBERTS AND STURGIS

- Buy or borrow copies
- Sturgis is written in simpler terms but both say the same.
- Both have what I call cheat notes for dealing with rules for order. Which is where most people need help.
- If looking at constitutional or bylaw change information in either, remember to check that changes align with Saskatchewan and Canadian Law.
- If you are having an issue with a board member – take time to go over the rules with all members. Stops the I didn't know statement.

- Roberts and Sturgis are a tool to help govern.
 - Other tools include your bylaws and constitution.
 - The Saskatchewan Library Act and regulations.
 - A Guide to Saskatchewan Public Library Governance
 - (SLTA Website)
- Webinars, Videos and more

**MANY TOOLS ARE AVAILABLE
THROUGH YOUR LIBRARY -
ORDER THEM! USE THEM!
LEARN WITH THEM!**

So first things first! What do you need?

- **Questions**

- Is there a need for board training?
- Training in what area?
- Do you have a proper meeting agenda that allows for effective decisions?
- Do you have a chair who allows good discussion but keeps to the agenda.
- Is the need for conflict resolution?
- **CAN'T FIX SOMETHING IF YOU DON'T KNOW THE PROBLEM.**

- **How to start?**

- Identify the known issue(s).
- Plan how to deal with them.
- Take time as a board to talk about what isn't working and why.
- Facilitate some changes that might help.
- Make use of the new **Guide to Saskatchewan Public Library Governance.**

ASK FOR HELP!

How to be a better board member!

Do you know where you are?

Do you know where you are going?

Do you know what your job is?

Do you understand board governance?

Do they understand rules of order? When to use and When to hold.

As the scouts say, be prepared. Study your agenda and material in advance. If you have questions call the board chair and ask that clarification be provided.

Getting better at your job is part of the responsibility of serving. As a volunteer board, you have been appointed by your municipality to do a job. If you haven't got the right tools, get new ones or sharpen the ones you have. If you haven't been given a job description, ask for it. If you don't understand, ask for help.

Find out what you need. Fix the problem don't just think about it.

MAKE BECOMING A BETTER BOARD MEMBER PART OF EVERY BOARD AGENDA.

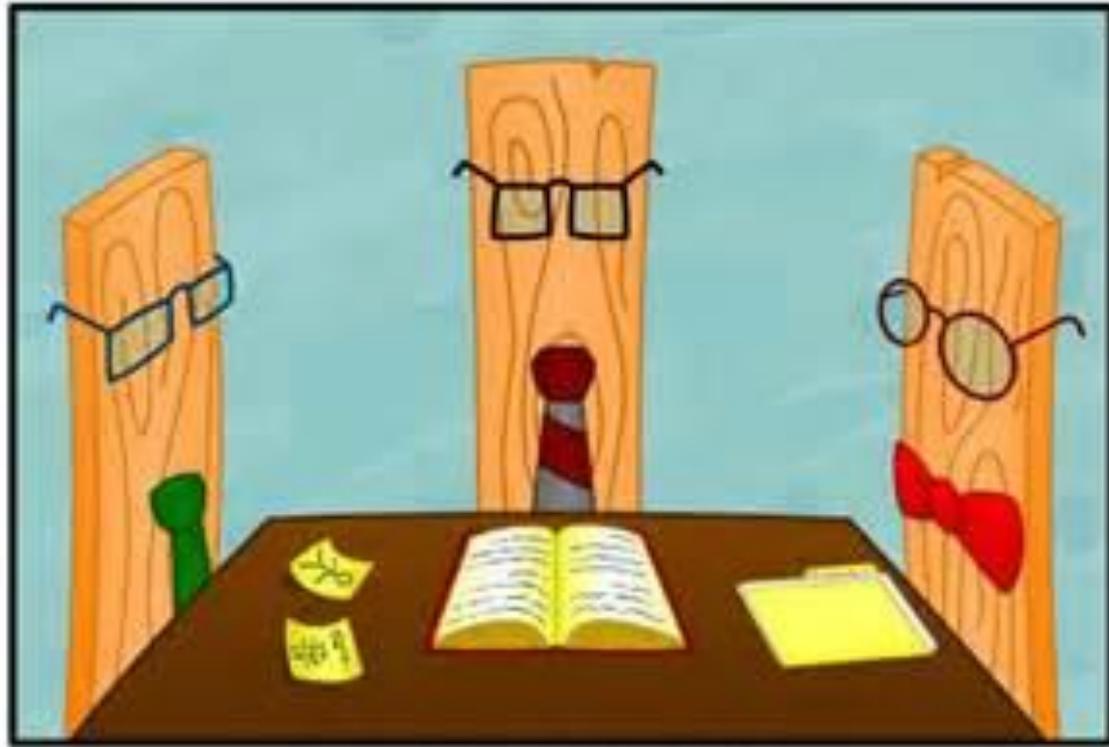
Good governance is the desire by people with PASSION, PRINCIPLES and PUBLIC PRIDE who come together in hopes of making things better. They put aside differences and focusing on offering the best possible options for the betterment of all.

Governing for Results comes from what I have learned over the last number of years and much of the information can be found in a book published in 2005 by Mel D. Gill called Strengthen Your Board with Governing for Results. I would also recommend a series of books by George Cuff called Off the Cuff. These are geared more to municipal governance but are very helpful.

Thank you for attending, I hope something I provided will be helpful.

Donna Challis – May 8th, 2015

THE END!



'BOARD MEETING'