Norfolk County Council

Meetings and Governance

Best Practices

- *David Bennett, PRP*
- *November 16, 2021*

Intro and Expectations

The Parliamentarian

A parliamentarian, or parliamentary procedure consultant, is an expert in interpreting and applying the "Rules of Order" for meetings. These rules, such as "*AIP's Standard Rules of Parliamentary Procedure*", *"Robert's Rules of Order",* and *"King and Kerr"* enable groups to efficiently and fairly discuss and determine actions to be taken.

A parliamentarian's main function is to give advice on parliamentary procedure to the leadership, staff, committees, and members.
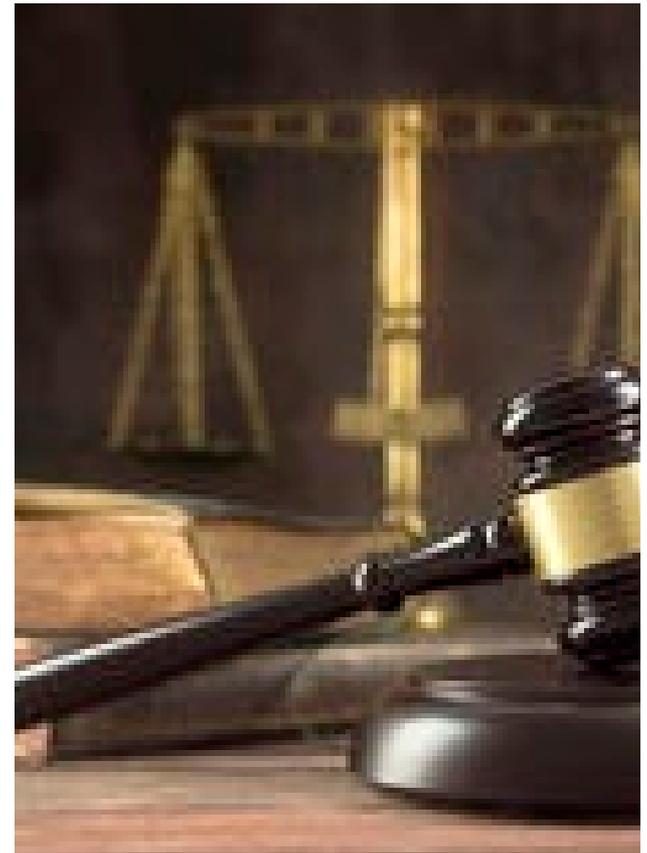
Some Thoughts on Governance

- Effective governance is built on agreeing to common principles which bring about future action and then kept in practice.

- Meetings get a bad rap, and deservedly so - most are disorganized and distracted. But they can be a critical tool for getting your team on the same page… Justin Rosenstein

- People who enjoy meetings should not be in charge of anything… Thomas Sowell

Scope of "Governance"

Crucial externally-focused concepts include:

- Public interest

- Accountability

- Fiduciary duties of Confidentiality and Conflict of Interest

Scope of "Governance"

Today's focus will be on the internal aspects of governance:

- Fiduciary duties including diligence and respect

- Roles

- Meetings

Scope of "Governance"

Today's focus is on the internal aspects of governance:

## Fiduciary duty including diligence and respect

Roles
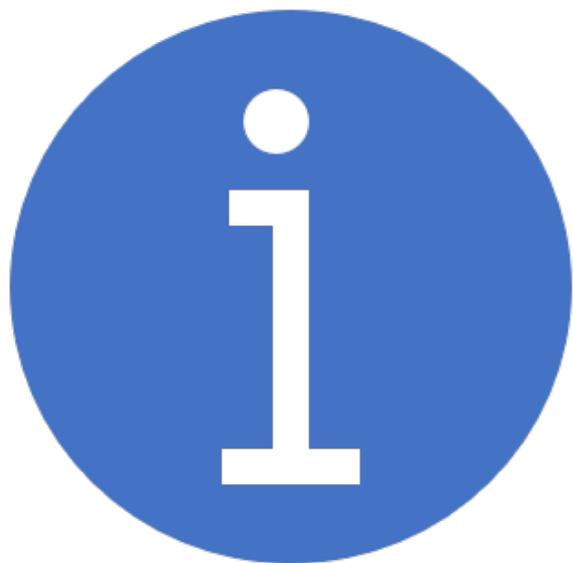
Meetings

Survey Results

Meeting's purpose and goals are clearly defined and communicated A detailed agenda with topics and allotted time is available before and during meetings. Agenda includes review of actions & issues from last meeting. Problems are anticipated and strategies to manage them are prepared.
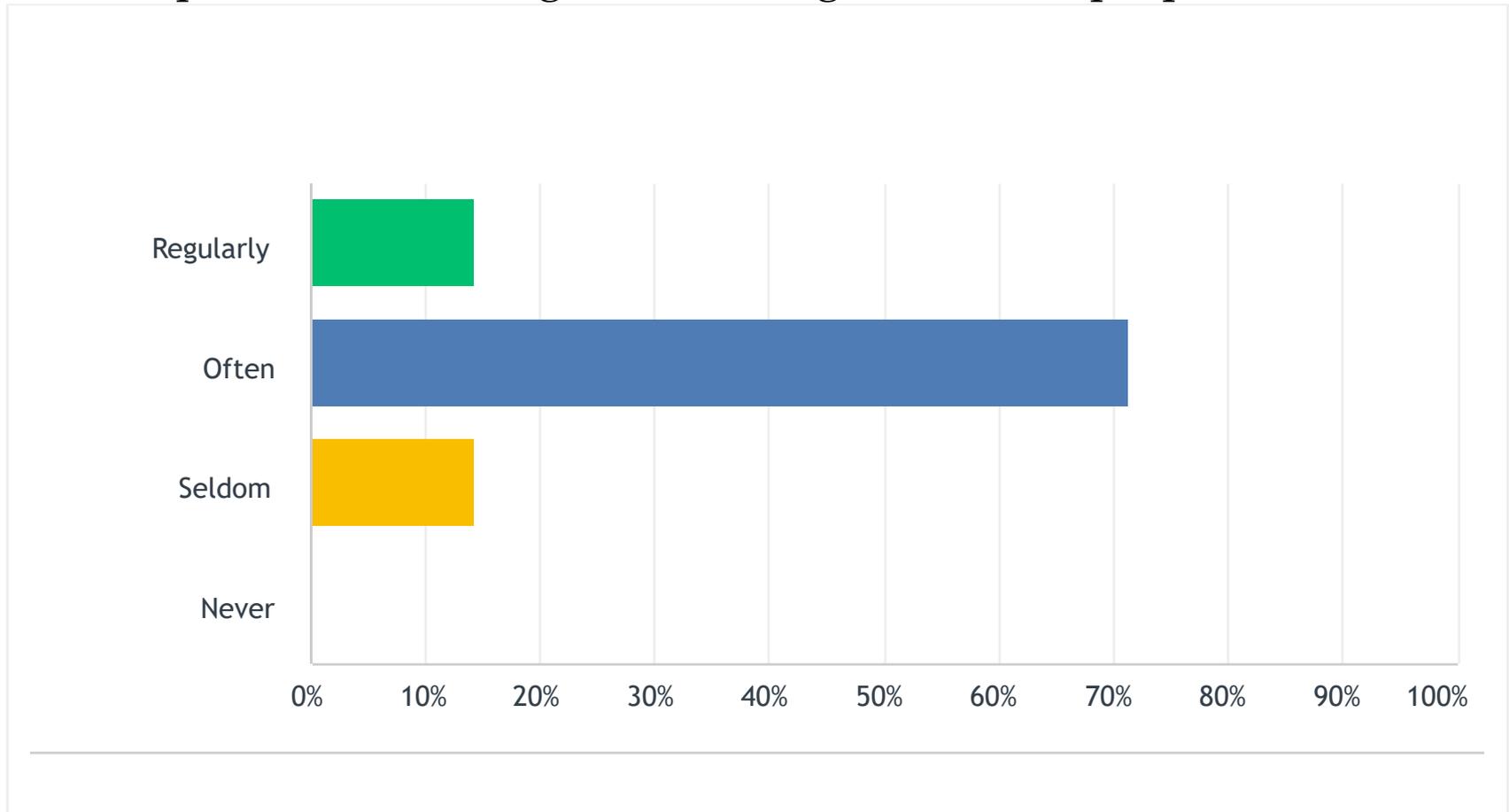
Preparation includes the pre-meeting mechanics. Rate your council's meeting preparations using the following indicators:
- Participants know what is expected of them in advance and are ready to contribute.
- Meeting technology (computers, projectors, screens, phones)are working and prompted and ready to go.
- Remote attendees included.
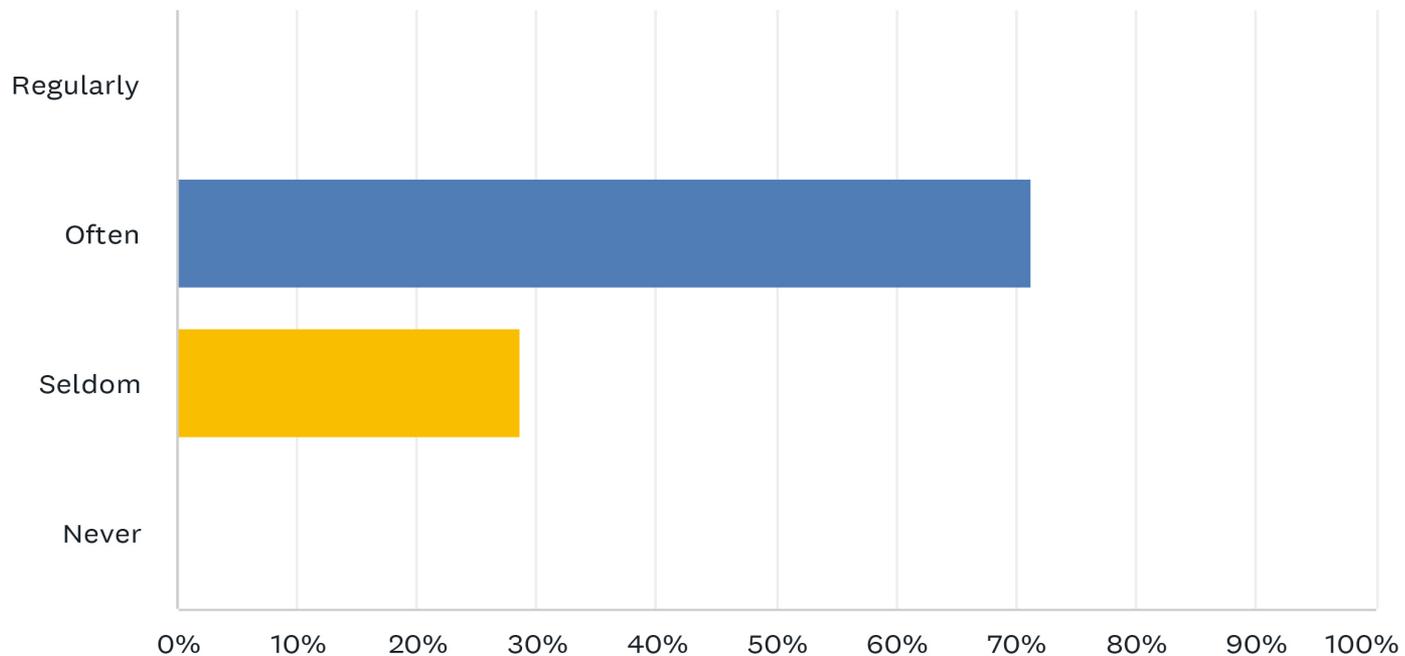
Meeting management includes running meetings smoothly and efficiently. Meetings start and end on time. Segments finish within the budgeted time. People stay focused on the meeting agenda. Discussion on each item is resolved/completed before moving on. Any interruptions to the meeting are prevented or addressed swiftly and subtly so no momentum is lost. Win/win decisions are made using tools that offer comparative analysis, objectivity and lead to consensus.
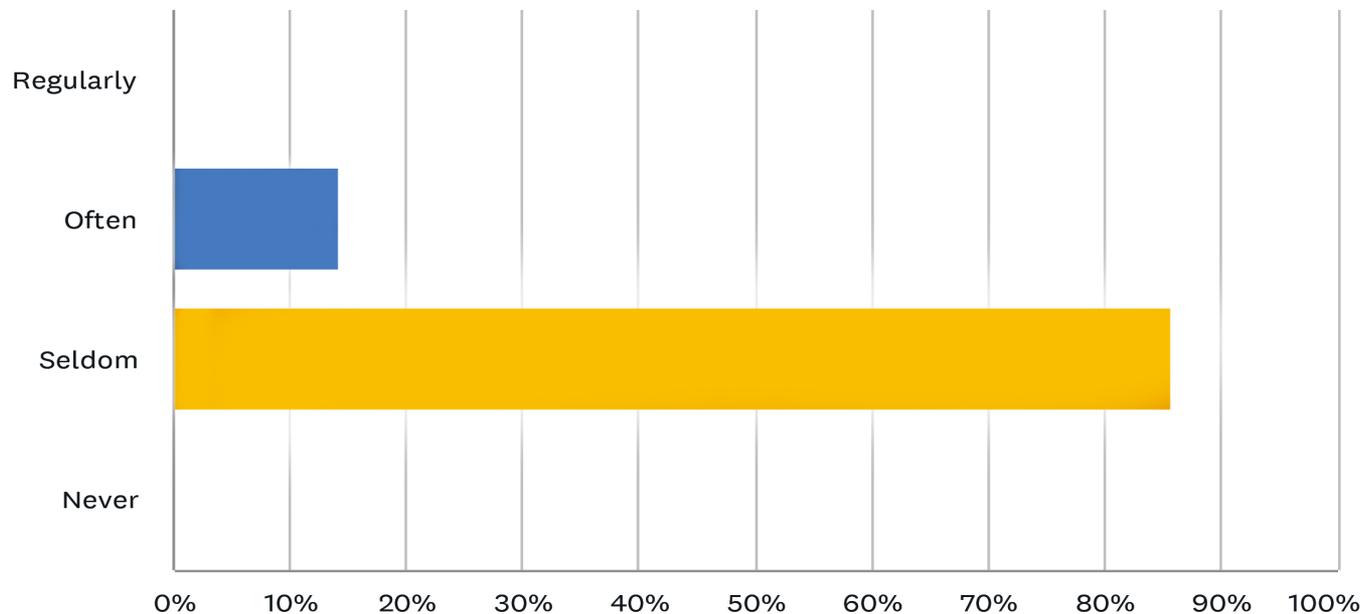
Councillors participate freely and have opportunity to truly buy-in. Meetings are practical, dynamic, and interactive. Participants are involved, empowered, and informed. There is a sense of accomplishment and a feeling of progress. Councillors look forward to meetings that assist their work. The tone of meetings is positive regardless of topic. Discussions are professional, respectful and all opinions are valued.
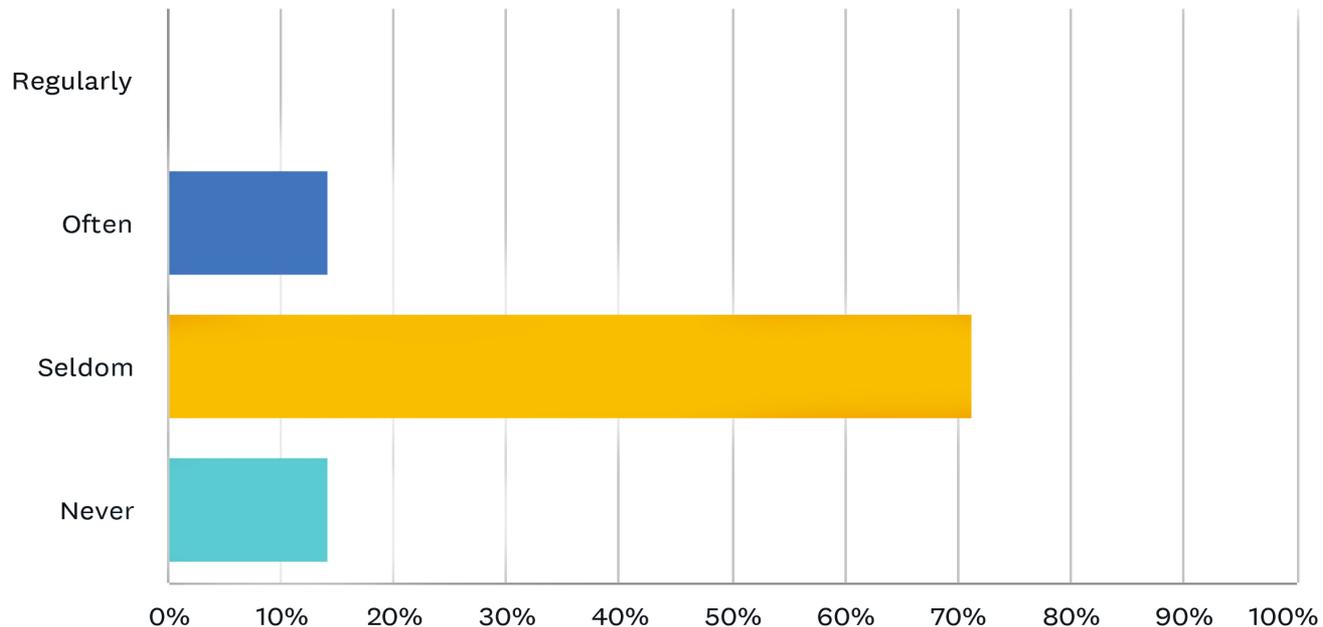
The meeting's purpose and goals are achieved. A list of actions, their owners and target dates are defined. Everyone knows their personal and group next steps. There is a plan to deal with issues that were not resolved or were outside the scope of the meeting. They won't get dropped A communication plan for resulting decisions, actions and discussion highlights is in place. People who need this info get it when they need it.
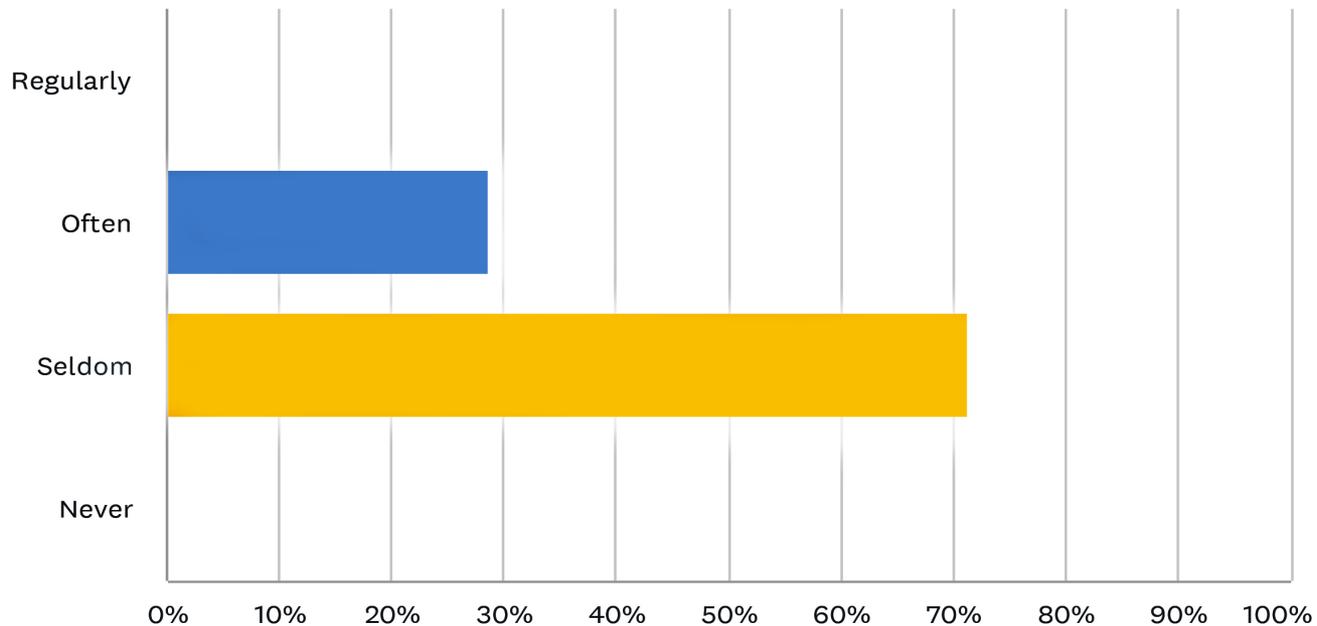
General Observations
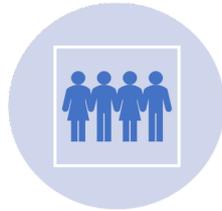
ALL COUNCIL MEMBERS
ARE COMMITTED

TOO MUCH TIME SPENT
OFF TOPIC
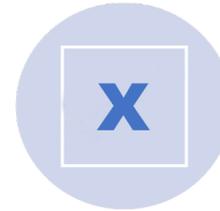
DON'T REHASH TOPIC
AFTER VOTE TAKEN

CLARITY NEEDED ON WHAT
IS BEING VOTED ON

NEED FOR BETTER
UNDERSTANDING OF
PROCESS AND
PROCEDURES

Governing Documents

The hierarchy of governing documents of the municipality is as follows:

- Municipal Act 2021

- Municipality Procedural By-laws

- Special and Standing Rules of Order

- Parliamentary Authority (Robert's Rules of Order, Latest Edition)

"**Meetings are central to a council's or committee's functioning. They can also breed arguments and long discussions that lead nowhere and fail to produce results.**"
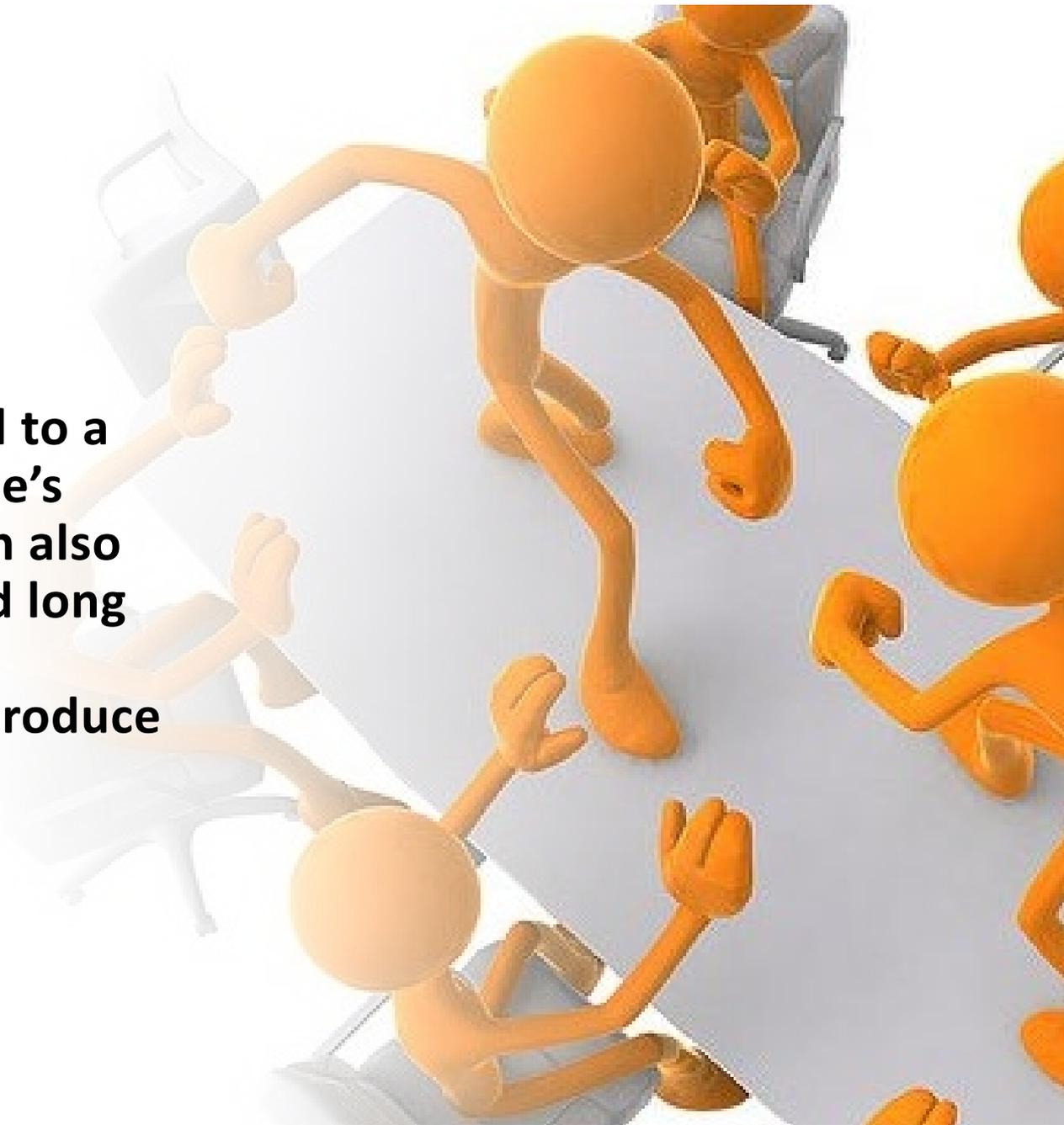
Suffering is Optional!

The sensible use of parliamentary rules of procedure assists organizations to achieve good decision making.

- Shared decision-making / Achieve consensus
- Proactive (in line with goals and strategic plan)
- Information and understanding
- Inclusiveness and transparency
- Measured and efficient (timewise)
- Not reactionary
- Fairness and in good faith
- Legal and enforceable

Parliamentary Law and Procedures

Just as "effective governance is integral to the success of the board or council; parliamentary procedure is integral to the success of effective business meetings."

Parliamentary rules of procedure are used in meetings to ensure fairness, justice and consistency in decision making in an environment in which people have different opinions and are not shy about expressing those opinions.

Parliamentary Procedure

- Parliamentary procedure refers to the ***rules of democracy***—the commonly accepted way in which a group of people meet, present and discuss feasible courses of action and make decisions.

- Parliamentary procedure is the combination of rules and customs that govern the conduct of business meetings.

- Intended to facilitate progress.

- Help promote fairness, equality and common sense.

- Balance the need for efficiency (order and timeliness) with the need for democratic decision-making.

Parliamentary Procedure

The underlying principles of parliamentary procedure are:

- The majority rules. e.g. The usual requirement for a motion to be adopted is a majority (more than half) of the votes cast in the affirmative.

- A tie vote means that a motion is defeated.

- The rights of the minority must be protected. This includes the right to present proposals, to be heard and to oppose proposals (via the vote).

Principles of Parliamentary Law

To facilitate the orderly transaction of business and to promote cooperation and consensus.
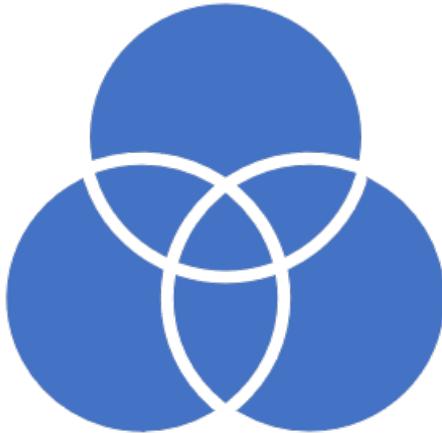
- Equality of Rights
- Majority Decision
- Minority Rights
- The Right of Discussion
- The Right of Information
- Decisions are made in Fairness and Good Faith
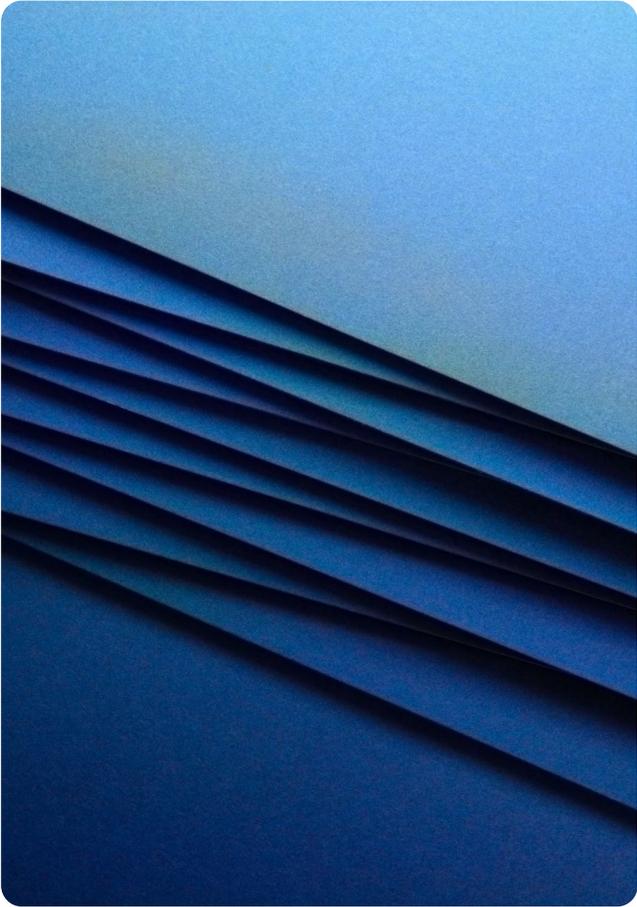
The Benefits of Council as a Team

Council and Committees

Bring individual expertise, knowledge and perspective

No individual authority

Authority comes from Council's decision as a whole

Application and Discussion

Jean Guy is confused during discussion on an important topic, but doesn't want to ask questions, as if it may make him look unprepared. When the time came to vote, Jean Guy waited till he could see where the majority were voting and voted the same way.

Did Jean Guy fulfill his responsibility as a Councillor by voting with the majority?

What should Jean Guy have done?

Scope of "Governance"

Today's focus is on the internal aspects of governance:

Fiduciary duty including diligence and respect

Roles

Meetings

Council Members' Fiduciary Duties

- Care

  The councilor must act honestly and in good faith and in the best interests of the municipality.

  Exercise the care, diligence, respect and skill of a reasonably prudent person, in exercising his powers and performing her duties as a councilor.

- Loyalty

  The councilor must act in the best interest of the municipality, avoid any conflict of interest and subordinate every personal interest to those of the corporation.

Diligence and Respect

This fiduciary duty fosters effectiveness, such as:

- Diligence, including:
    - Preparation
    - Skill development
    - Following proper channels of communication

- Respect, including:
    - Participating
    - Courtesy and civility
    - Honouring the process

Diligence

Includes duty to be competent?

If not competent in an area under discussion:

- Seek additional information from appropriate person

- Seek out expertise

- Acknowledge one's limitations

- Basing decisions on reliable and valid information

Respect

- Courtesy and civility
  - Tone is everything
  - Paying attention (e.g., mobile devices)

- Does not require agreement or consensus
  - Does not prevent challenging inadequate information or inappropriate comments

- Requires genuine, active listening and consideration
  - Do not make up mind before arriving
  - Be open to changing your views
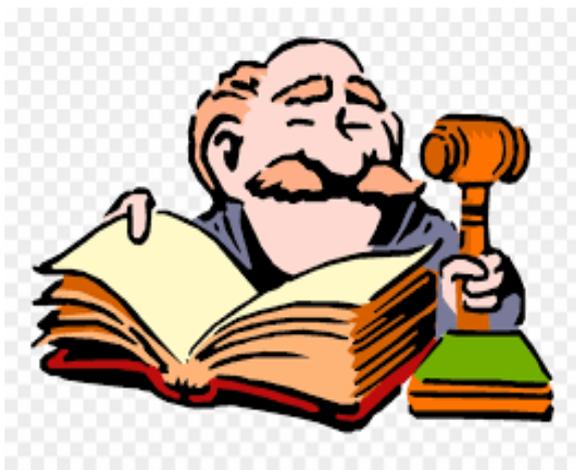
The Meeting Chair

An effective meeting chair directs the discussions in a fair and efficient manner. The chair's challenge is to create a balance whereby people are accommodated, time constraints are complied with, and issues are addressed.

Chair's Roles

Specific roles include:

- Setting the tone, guidelines and direction for the meeting, with the group's support.

- Keeping the meeting on track: reminding "digressing" members what item is being considered; repeating the proposal under discussion from time to time.

Chair's Roles

- Keeping the meeting on time: establishing time limits and a time frame, in consultation with the participants; watching progress versus time frame and reminding participants of time constraints; asking "long winded" members to be brief and to the point.

- Creating balance: asking outspoken members to give way to quieter individuals; inviting less assertive members or experts to comment; if needed, initiating a "round table" poll.

Chair's Roles

- Ensuring clarity and encouraging listening: listening for ambiguities, missed points, generalizations and misunderstandings, and ensuring that people are heard and understood.

- Re-directing: shifting the discussions from problems and complaints to solutions.

- Summarizing and initiating closure: briefly repeating key points (e.g.: main areas of agreement and main areas of differences); ensuring that any missing details are filled in; and repeating motion before calling the vote.

The Chair's Role is Complex

The Chair should know:

- Is the Procedural Bylaw, special rule or a condition of the Act being compromised?
- Is the motion subject to timing?
- Can the motion interrupt the Speaker?
- Does the motion need a Second?
- Is the motion debatable?
- What motions are open to restricted debate?
- Can the motion be amended?
- What vote is required?

Meeting Chair's Rights

Voting Rights
- The Chair has the same voting rights as other members and may vote at the same they do.

Debating Rights
- The Chair can debate but must first vacate the Chair in order to debate a motion.

Application and Discussion

Appeal

- The decision of the Chair has been appealed.

- A vote is taken for those supporting the decision of the Chair and those not supporting the decision of the Chair.

- The vote is tied.

Which side prevailed?

The Meeting

- In person whenever possible

- Usually as succinct as possible

- Should not look like this

Meeting Best Practices

Quorum

A Clear and Informative Agenda

Good Chairing and Facilitation

Effective Meetings

Timely Notice and receipt of Materials

Commitment Participation

Follow Meeting Procedures SENSIBLY
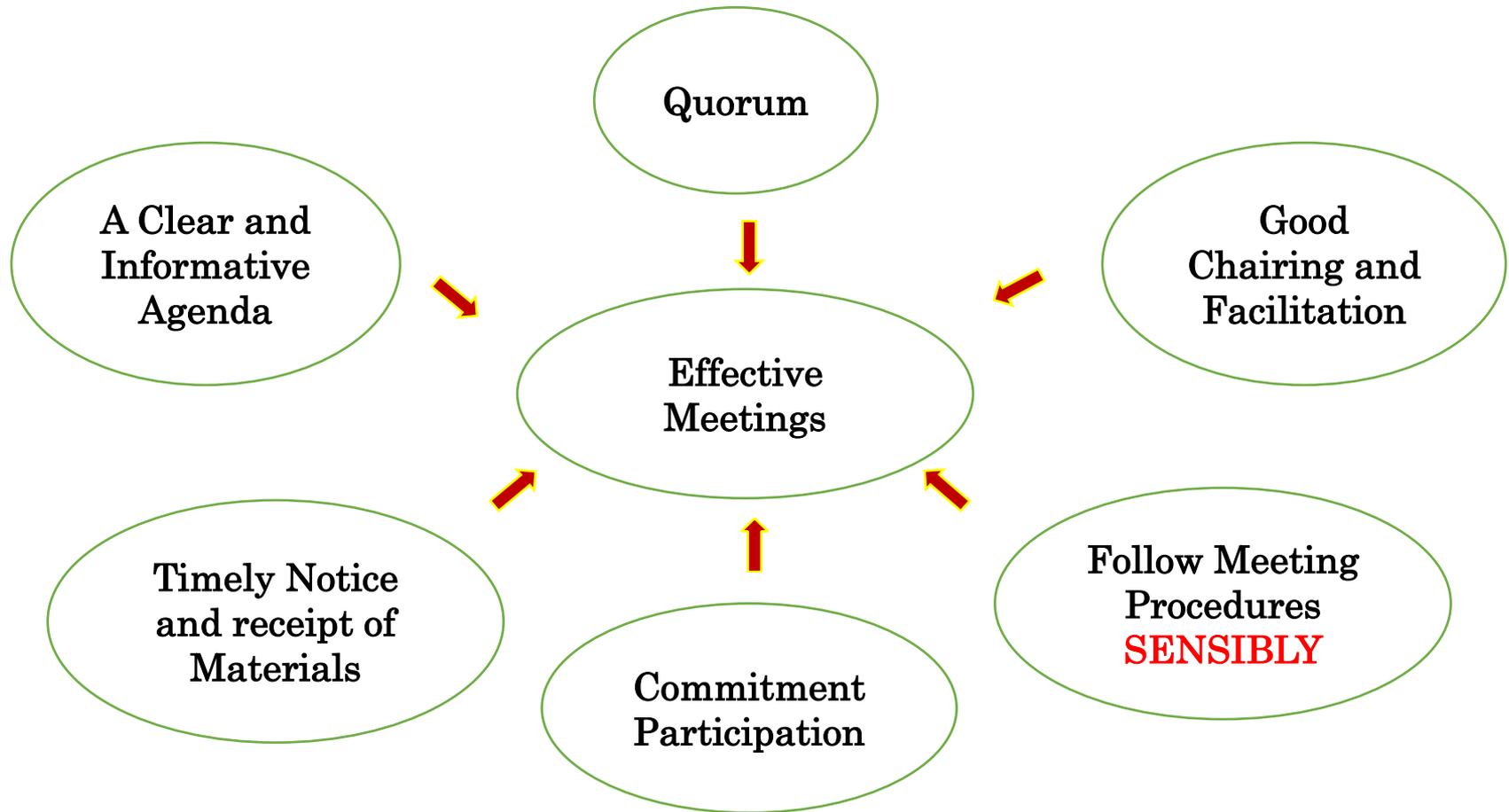
Order of Business

(Agenda)

As established by standing rule of the organization or parliamentary authority.

Sample:

- Ceremonial Activities   08:00
- Disclosure of Pecuniary Interest`   08:05
- Approval of Agenda   08:08
- Approval of Previous Meeting Minutes   08:10
- Reports of Committees   08:15
- Reports of Council Members   08:45
- Bylaws   09:15
- Motions   10:00
- Notice of Motions   10:45
- Announcements   10:55
- Adjournment   11:00

Team Dysfunction Can Destroy Meeting Success

Examples of dysfunction in personal behaviors or systemic conditions that reduce a team's ability to make quality decisions include:

- Lack of preparation
- Short tempers
- Threating, bullying, and domineering behaviour
- Non-essential interruptions
- Unplanned agenda items
- Playing political games
- A slow or long or rushed meeting
- Late start & late arrivals
- Distractions such as laptops, cell phones in meetings
- Personal mandates

Debate, rightly understood, is an essential element in the making of rational decisions of consequence by intelligent people. In a deliberative assembly, this term applies to discussion on the merits of a pending question—that is, whether the proposal under consideration should, or should not, be agreed to. That the right of debate is inherent in such an assembly is implied by the word deliberative.

RONR (12th ed.), 43:1

Rules Governing Decorum in Debate

KEEPING ORDER - The Chair is responsible for ensuring members maintain order. If a member considers that another member's conduct is offensive or disorderly, they may call the Chair's attention to a point of order.

Why is decorum necessary

This

NOT

or

This

To get this

Rules Governing Debate

- **GAINING RECOGNITION TO SPEAK** - *Members wishing to speak must first be recognized by the Chair by standing and calling the Chair's attention with the words "Mr. Chairman/Madam Chair".*

- **ADDRESSING ALL REMARKS THROUGH THE CHAIR** – *Members of an assembly cannot address one another directly but must address all remarks through the chair.*

- **LENGTH OF SPEECHES** - *Unless an assembly has a special rule providing otherwise, a member, having obtained the floor while a debatable motion is immediately pending, can speak no longer than five minutes unless she obtains the consent of the council.*

Rules Governing Debate

- NUMBER OF SPEECHES - *A member may not speak more than twice to any motion, unless decided by a majority vote of the members present. The mover of a motion may also speak last before the vote is taken.*

- CONFINING REMARKS TO THE MERITS OF THE PENDING QUESTION - *In debate, a member's remarks must be germane to the question before the assembly and be concise.*

- REFRAINING FROM ATTACKING A MEMBER'S MOTIVES - *Members must avoid personalities, and under no circumstances can he attack or question the motives of another trustee.*

Rules Governing Debate

- AVOID THE USE OF MEMBERS NAMES - *As much as possible, the use of first names of councilors or names of staff should be avoided in debate. Refer to other councilor or staff by their title of office…"Councilor Smith or the County Clerk …"*

- REFRAIN FROM SPEAKING ADVERSELY ON A PRIOR ACTION NOT PENDING – *In debate, a member cannot reflect adversely on any prior act of the organization that is not then pending, unless a motion to reconsider, rescind, or amend it is pending, or unless he intends to conclude his remarks by making or giving notice of one of these motions.*

- REFRAIN FROM INTERRUPTING ANOTHER MEMBER SPEAKING - *except to raise a Point of Order or Question of Privilege.*

Rules Governing Debate

Mayor to manage discussion… speak last before calling vote.

Mayor may answer questions and comments in a general way without leaving the chair, but if he/she wishes to make a motion or to speak on a motion taking a definite position and endeavoring to persuade the Council to support that position, then he/she shall first leave the chair.

Application and Discussion

During a meeting, a councillor continually asked questions that were outlined or addressed in the pre-meeting material sent to each councillor. A significant amount of time was spent in educating the member on the issues and there wasn't sufficient time to finish all agenda items in the scheduled time. Some items were important and time sensitive. Council and Staff had to stay additional time to deal with the time-sensitive items and postpone the other agenda items to the next meeting.

What is wrong with this scenario?

How should this be addressed and by whom?

Application and Discussion

What should you, as a meeting Chair, say or do in the following situations?

1. Domination by a few people

2. Rambling

3. Someone barges in and speaks without permission, when someone else is waiting in line

4. There is a loud and distracting side conversation

5. There are personal attacks on individual members

6. A presenter of a report is getting defensive when asked questions

7. A member digresses from the core topic on the agenda or the group's mandate

8. A member digresses from the agenda

What are Best Practices
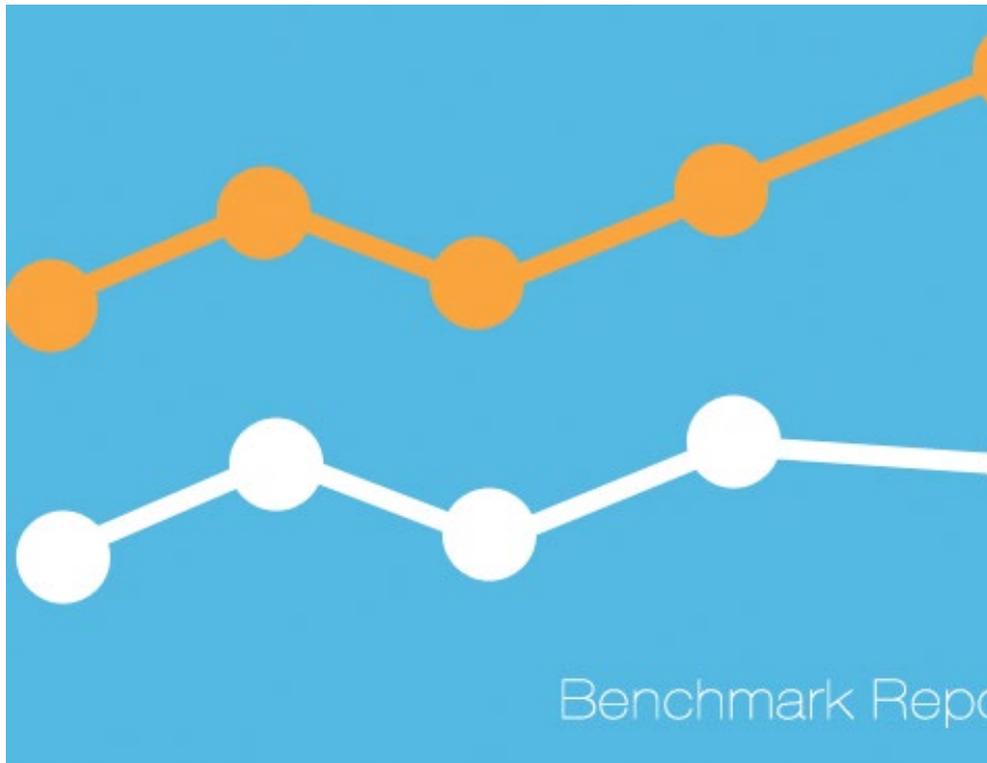
Benchmark Repo

"A method or technique that has consistently shown results superior to those achieved with other means, and that is used as a benchmark"

Meeting Best Practices

- Use agenda with time allotted to each item.

- Stay on topic.

- Be clear on what is being voted on

- Use Unanimous/General consent

Unanimous/General Consent
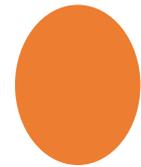
Unanimous/General Consent is an informal method of taking a vote, used for routine and non-controversial decisions, to expedite progress and save time. For example:

"Is there any objection to changing the agenda to consider item 7 now? (Pause)?

There being no objection, we will proceed now with item 7, and then return to item 3".

Meeting Best Practices

- Observe the parliamentary procedures and display courteous conduct in all council, committee and task-force meetings.

- Develop signals to keep the discussion on track during meetings.

- Conduct a meeting evaluation at the end of each council and committee meeting. (Content, Process and Effectiveness)

- Be open and objective to critique.

# Meeting Best Practices
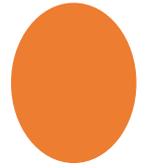
Use 'Pause' more often.
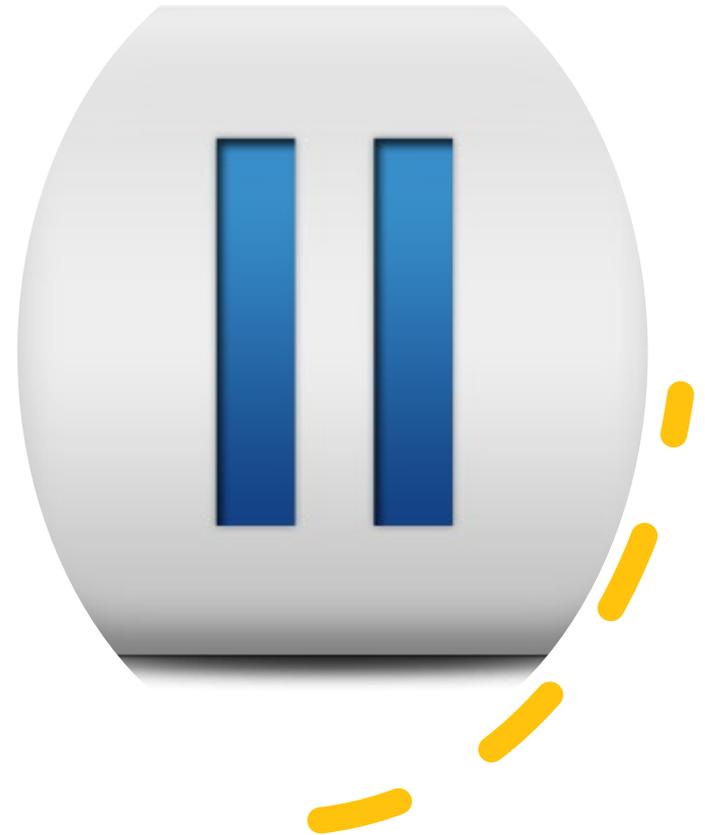
Main Motions

"It is moved that…"

Handling Main Motions

1. The motion is introduced.

2. The motion is seconded

3. The Chair states the motion by repeating it.

4. Debate and other allowable motions

5. The Chair calls the question?"

6. The Chair announces the results of the vote.
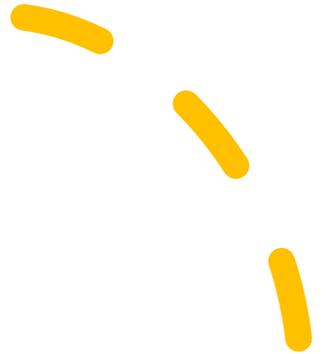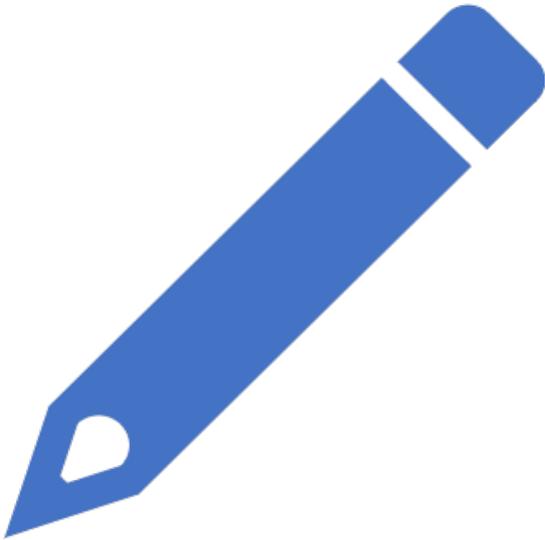
Handling Main Motions

Sound simple… Right???

How about the "What if"?

The 'What ifs' that govern Motions

- Can the motion **interrupt** another speaker?

- Does the motion require a **second**?

- Is the motion **debatable**?

- Can the motion be **amended**?

- What **vote** does the motion require?

- What is the **ranking** of the motion?

- To what other motions **can the motion be applied**?

- What other motions can **be applied to this motion**?

- Can the motion be **reconsidered**?
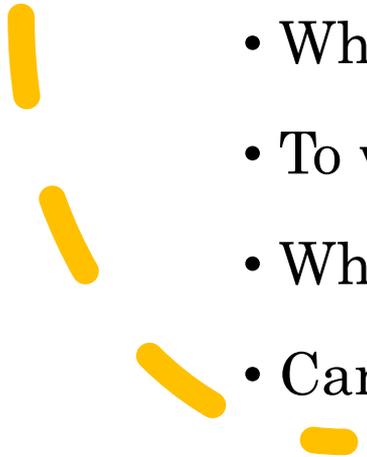
The motion to Commit or Refer is ?:

- undebatable
- debatable as to the merits of the main motion.
- not amendable.
- confined to the wisdom of referring, or to the choice of personnel of the committee and the nature of its instructions.

Important Motions to Understand

- **Amend…** *to change for the better*

- **Appeal…** *to challenge the ruling of the chair and have the assembly decide*

- **Point of Order…** *to call attention to a violation or potential violation of the rules, an omission, a mistake or an error in procedure*

- **Previous Question…** *a call to end debate*

Application and Discussion

It is moved that "we refer the issue regarding school safety zoning to staff for analysis and to report back to the board at the next meeting."

Can this be amended?

Let's talk Strategy

Parliamentary Strategy is the art of using the parliamentary principles, rules, and motions LEGITIMATELY, to support or defeat a proposal.

It could include using timing and wording of proposals, selection of arguments, amendment of proposals, etc.

Let's talk Strategy

Used constructively, it helps to move business forward towards achievement of a goal or solution to a problem

It can not include dilatory tactics, deceit, misrepresentation, fraud, intimation, denial of member rights, etc. These are destructive and mostly illegal!

Types of Amendments

- By Inserting (adding words, sentences or paragraphs

- By striking out (deleting words, sentences or paragraphs)

- By striking out and inserting (words, sentences or paragraphs)

- By substitution

- By filling blanks

Rules for Amendments

- Must be germane

- Two levels:
  - Primary
  - Secondary

- May be withdrawn

Germaneness

Which of the following motions would be considered most germane to a motion to Revise the Approved Municipal Budget?"

- THAT the Facilities Renewal Program (FRP) budget in the amount of $107,000,000 be approved as detailed in Appendix A of Report 17-100;

- THAT staff be authorized to proceed with individual project tenders for building a new municipal stadium; or

- THAT the Mayor and Chief Administration Officer are authorized to award contracts above $500,000 that are within this overall available uncommitted approved budget.

Let's talk Strategy

An amendment of the third degree is not permitted.

- To accomplish the same purpose, a member can say, while a secondary amendment is pending, that if it is voted down, he will offer another secondary amendment--which he can then indicate briefly--in its place.

Point of Order

An issue or concern regarding conformity to this By- Law and/or to the rules of order of Council, questions of privilege, difficulty in continuation of a Meeting, improper, offensive or abusive language, notice that discussion is outside the scope of the motion or Notice of Motion, or irregularities in the proceedings.

Point of Order

A point of order is a statement by a member that a rule has been violated. The procedure for handling a point of order is as in the following example:

Member: *"I have a point of order".*

Chair: *"What is your point of order?"*

Member: *"The amendment is not related to the main motion".*

Point of Order

In response, the Chair makes a ruling or submits the point of order to a vote, e.g.:

Chair: *"The point of order is well taken. The amendment is not related and is out of order. We are now back to the main motion which reads: ____ "*. OR:

Chair: *"The point of order is not well taken. The amendment is in order."*

OR:

Chair: *"I will put the point of order to a vote. Those who believe that the amendment should be allowed please raise your hands. Thank you. Those who believe it should not be allowed please raise your hands. Thank you. The amendment is deemed to be (or not be) related to the main motion".*

The first two options are subject to an appeal, but the third is not.

Appeal

- An appeal is a procedure that allows two members who disagree with the Chair's ruling to submit it to a vote of the assembly.

Appeal

- Member: "I appeal the decision of the Chair."

- Another member seconds the appeal (if seconding is required).

- Chair: *"The ruling of the Chair has been appealed. The ruling was that _____."* The Chair allows limited debate on the appeal. The Chair then states: *"Is the Chair's ruling correct?"* and then proceeds to the vote:

- "The question is: *Shall the Chair's ruling be sustained? Those who believe that the Chair's ruling is correct please raise your hands... Thank you... Those who believe that the ruling is incorrect please raise your hands... Thank you... The Chair's ruling has been upheld (or reversed).*

Appeal

A majority against the ruling is required to reverse it. The presiding officer is not required to vacate the Chair to take this vote.

Let's talk Strategy

The Previous Question

Previous Question

The motion is used to end debate bring Council to an immediate vote on one or more pending questions.

Not debatable

Requires a 2/3 vote in the positive

Previous Question

Yet another way of inducing closure is as follows:

- The Chair, noting repetition in the debate can induce closure by suggesting that: *"members speak only if they have something to add to the discussion", or "We've been hearing from the affirmative for a while. Is there anyone who wishes to speak against the motion, and - if not - in the interest of saving time - shall we proceed to the vote?".*

- If there is a disagreement on whether debate should be closed, a formal vote can be taken on whether debate will be closed. The Chair must clarify that the vote is on closing debate, and only then (if closure is successful) on the main motion.

Let's talk Strategy

Another use of motion for the 'previous question' could be to stop the moving of amendments on any amendable motion.

It also prevents the making of other subsidiary motions like commit or postpone.

Application and Discussion

Time limits, e.g.: If the members agree to end the debate at 5 p.m., then at 5 p.m. the Chair will say: *"It is now 5 PM, and, as agreed earlier, debate on the motion ends. We will proceed to the vote. The main motion reads as follows: _____. Those in favor, etc."*

What motion is used to agree to end debate at a specific time?

A Guided Exercise

Additional Council Best Practices

- Self Assessments
  - Councils should regularly identify what they are doing well and need to improve on through self-evaluations.
  - Measure Results-"what gets measured, gets improved - Report on programs and services & track progress.

- Regular Coaching
  - Can strengthen the Chair and improve group focus

- Council retreats
  - Allow for relationship building and training... E.g., Board Orientation

Additional Council Best Practices

- Use of parliamentary procedures
  - For effective and timely control of meetings

- Manage the Agenda
  - Timed agendas are needed to maintain focus and ensure effective and productive meeting. Once vote taken, move to next agenda item

- Commit/Refer to Staff or Committee
  - Especially when things get complicated or it is evident there is not enough information to make an informed decision

- More breaks
  - Where needed to regain control of meeting and eliminate tiredness

Additional Council Best Practices

- Understand Rules, Roles and Code of Conduct
  - Helps to maintain order, etiquette and eliminate needless personal conflicts

- Understand the importance of fresh perspectives.

- Requires FULL council support and action once decisions have been adopted.

TEN KEY INGREDIENTS OF A SUCCESSFUL MEETING

A meeting is a gathering to discuss business and reach decisions jointly. The following ten ingredients characterize an effective meeting:

- Clarity of mandate, purpose, issues, and process.

- Participation protocol and etiquette: Only one person speaks at a time. Interruptions (verbal or non-verbal) are kept to the necessary minimum. A courteous, civilized and respectful tone is maintained. Discussions are focused on issues, not personalities.

- Productivity and forward movement: Discussion progresses along a pre-defined agenda, in an efficient and timely manner. For the sake of follow-up, good minutes are taken.

- Flexibility and room for creative thinking: Meeting structures (agendas and rules) are used in a flexible manner, to accommodate and promote creativity and open discussion rather than stifle them.

- Quality: Informed and in-depth discussions take place, leading to meaningful outcomes and thoughtful decisions.

- Balance and inclusion: All members are given an equal opportunity to participate. Dominated discussions are avoided.

- Openness and Collaboration: Listening takes place, and members work together towards a common goal; Members are open to changing their views based on the discussion; Debates are "personality-neutral": hard on the issues, soft on the people.

- Shared responsibility: Everyone (and not only the leader) takes responsibility for the success of the process; Finger pointing is minimized; Promises are kept and assigned tasks are completed.

- Variety and a light Touch: The meeting's pace and activities are varied, to make it more engaging, interesting, and enticing to attend. A light touch is introduced when appropriate: "Take yourself lightly and your work seriously".

- Logistical support: Logistical details are managed proactively and professionally, to allow for an optimal use of time at the meeting.

Thank you

Dave Bennett Consulting

www.davebennettconsulting.com

dave@davebennettconsulting.com