

Effective Board Meetings

Ask any board member about what makes a good meeting and most will tell you it is a meeting that **started on time**, **stayed focused on agenda topics**, and **ended on time**. Each board will be a little different but many believe that a board meeting should last no more than one (1) hour. Others believe two (2) hours is the maximum length for an effective board meeting. Most importantly, everyone leaves knowing they accomplished the goals set forth in the agenda and that their actions “made a difference”.

Basics of CD Board Meetings

[Click here to open the Basics of CD Board Meetings PowerPoint.](#)

The following are indicators of a board that is committed to productive results-oriented board meetings:

- Agenda and supporting material were received by board members in advance.
- All members were in attendance and on time.
- The meeting began and ended on time.
- The board had reviewed material and was prepared to discuss items on the agenda.
- The meeting was businesslike, results-oriented, and the board functioned as a team.
- Discussion was cordial and well-balanced (all sides of the issue were presented).
- Discussion was confined to agenda items only.
- Discussion centered on policy issues, rather than day-to-day management.
- Parliamentary rules were followed and legal or professional counsel was sought when needed.
- Controversial items were dealt with productively and solutions sought that were acceptable to all members.
- All members contributed to the discussion and decisions.
- Committee reports were clear, concise, well-prepared, and provided adequate information for the board to make decisions. (Board did not “rehash” the committee’s work)
- Minutes recorded all decisions clearly and accurately

The standard agenda is as follows:

- Call to order by the President
- Introduction & recognition of visitors
- Adoption of agenda
- Officer reports
 - President
 - Secretary - Reading and approval/correction of previous meeting’s minutes
 - Treasure - Written financial report (balance sheet and profit & loss statement)
- Bills submitted for payment
- Committee reports
- Old (unfinished) business
- Annual Plan of Work
- New business
- Plans for next meeting
- Adjournment

Effective agendas include:

- A time frame for each item
- Action to be taken for each item (discussion, decision, signature, etc.)
- Person responsible for the item



Additional Meeting Resources:

For additional information of effective meetings see:

EffectiveMeetings.com

BlueAvocado.org

[Board Café](#)

[Robert's Rules of Order Newly Revised In Brief](#)



Effective Committees

The most effective boards utilize committees. The purpose of any committee appointed by the board is to assist the board of supervisors to govern more efficiently. Committees are used to investigate, deliberate, and analyze special issues on behalf of the board. They may also implement and monitor decisions made by the board and gather support from other organizations and agencies.

Committees can save a great deal of time and frustration at board meetings by having researched, deliberated, and analyzed a topic or issue and bringing just the facts to the board with the committee's recommendations for final approval by the board.

Since conservation districts' meetings are subject to the Colorado Sunshine Law, any committee of three or more board members must provide a timely notice of the date, time, location, and purpose of the meeting (see note below). If a committee consists of two board members and additional landowners or partners, it is not necessary to post notice of the meeting. You are encouraged to involve other stakeholders on committees for greater input to the Board's final decisions and partnership development.

Districts are encouraged to have a policy on board committee responsibilities and principles. [See Policy section for a sample policy.](#)

Note: CRS 24-6-402(1)(b) - All meetings of a quorum or three or more members of any local public body, whichever is fewer, at which any public business is discussed or at which any formal action may be taken are declared to be public meetings open to the public at all times.

Standing committees are permanent in nature and are typically established in bylaws or policy. Examples of standing committees include: planning, finance, education, and specific natural resources such as water resources, weeds, rangeland, soil stewardship, etc.

Special committees are temporary in nature and address a specific issue or need. Once the task has been completed the committee is dissolved. Examples of special committees are: annual meeting, tour, local operating agreement, grant writing, etc.

Committees have no authority except that which is specifically granted in the bylaws or policy approved by a vote of the organization. A committee has no right to incur any debt or involve the organization in any way unless given full authority to do so by the board and only through decisions recorded in the minutes of the board.

Committee members from the board of supervisors may volunteer or are appointed by the Board Chair. They may also invite/appoint district advisors, representatives of cooperating agencies and associations, or interested citizens as committee members. Look to people with an active personal or professional interest in the committee's purpose. Committees may serve as an "entry point" and training ground for people who may eventually become district supervisors.

Make each committee member's experience as enjoyable as possible. Encourage their full participation, letting all members vote on committee decisions, whether they are supervisors or not. Be sure to include opportunities at board meetings for recognition of committee progress. Regardless of whether a committee is standing or special, each should have a specific written commission.

Minutes

See Appendix for minutes template.

The minutes of a meeting should contain a record of what is done and **not** what is said. Minutes should contain:

- Name of District
- Date, time and place of meeting
- Whether it is a regular or special meeting
- Name of person presiding
- The names of those present
- All main motions, including who made the motion followed by noting if the motion passed/carried. Note if there are abstentions.
- Name and signature of board secretary once approved



The secretary should sign the minutes. When the minutes are approved, the word "Approved" should be written on the minutes with the secretary's initials and the date.

The essentials of a record should be entered and when a count has been ordered or where the vote is by ballot, the number of votes on each side should be entered.

The minutes are read at the opening of each day's meeting and after correction should be approved. A special meeting does not approve minutes, and its minutes should be approved at the next regular meeting.

When the reading of the minutes is dispensed with they can afterwards be taken up at any time when nothing is pending. If not taken up previously, they come before the assembly at the next meeting before the reading of the later minutes.

For additional information, refer to *Roberts Rules of Order Newly Revised* [RONR](#) 10th ed. pp. 451-458.

Robert's Rules says that all MAIN motions should be shown in the minutes. However, at a meeting, the secretary will have a need to record nearly all motions and what was done (their disposition), recording details that are not intended to show up in the final draft to be submitted for approval at the next regular meeting.

These notes will then be edited and condensed so that secondary motions, e.g. amendments, are not listed separately in the minutes, but are incorporated into the final wording that is the exact same wording used by the chair in putting the question to a vote and/or otherwise disposing of the main motion. The final draft will show all MAIN motions, as amended, and will not show the evolution of the wording of a motion during its amendment. Thus, a half-dozen handwritten pages may become a single typewritten page.

For example, the final draft minutes may be worded as follows: After amendment, a motion by H.M. Robert was adopted, "that the club purchase a new laptop computer for use by the secretary in preparing minutes and other correspondence, at a cost not to exceed \$2,500."

The fact that the motion was amended is mentioned only parenthetically, without providing details.

Information below regarding officer roles is taken directly from *Robert's Rules of Order Newly Revised In Brief* with a few amendments specifically for conservation districts. It is highly recommended that each officer have a copy of this book and review it frequently.

Office of President – (Information from *Robert's Rules of Order Newly Revised In Brief*)

Six Steps to Effective Presiding – Making meetings orderly, fair, and expeditious largely depends on the knowledge and skill of the one who presides: the president or, in the president's absence, the vice-president.

If you have been elected to one of these offices, or if you are thinking about becoming a candidate for it, how should you prepare to preside? Here are six steps to effective presiding.

1. Memorize constantly used procedures
 - a. Stating the motion
 - b. Putting the motion to a vote – voice, rising, show of hands, chair's vote affects result of counted vote
 - c. Responding to common motions and circumstances - Parliamentary inquiry, Point of information, Point of order, Appeal, Previous question, and Recess
2. Make sure all members know what's being debated and voted on
 - a. See that motions are clearly worded
 - b. Repeat wording of motions frequently
 - c. Make the effects of amendments clear
3. Learn how to conduct voting
 - a. Procedures and wording for the methods of voting
 - b. Wording to be used when the chair's vote will affect the result
4. Know the steps in a meeting (Order of business)
5. Learn to handle points of order and appeals
6. Know more about parliamentary procedure than other members

Materials You Should Have at Meetings – At each meeting, it is important that you have with you:

1. a copy of the district's bylaws and policies
2. a copy of the district's parliamentary authority such as Roberts Rules of Order
3. a list of all committees and their members
4. the agenda, ideally drawn up by or together with the secretary

Office of Secretary - (Information from *Robert's Rules of Order Newly Revised In Brief*)

As secretary, you have a number of important responsibilities before each meeting, during the meeting, in preparing minutes of the meeting, and outside of meetings.

Notice of Meeting

You send all members a “call” in advance of each meeting with information about its time, date and location. As secretary of the conservation district, you can work with the district manager to assure the meeting is properly noticed to the board members and public. (Refer to [Fiduciary Responsibilities](#) section regarding Open Meetings laws)

Any member who wishes to give “previous notice” of a motion he or she intends to propose at the meeting may send the notice to you beforehand, and you must include it in the call. [RONR (10th ed.), p. 118, 1.21-28.]

Prepare Order of Business for the Presiding Officer

Before the meeting, based on the draft minutes from the last meeting and the district annual plan of work (APW), you should prepare an agenda for the president that lists each item that is scheduled to come up, in proper order. For example, if a committee was instructed to report, a particular motion was postponed to this meeting, APW indicates planning for the district annual meeting is scheduled to begin, and the previous meeting adjourned while another motion was still pending, your agenda would include each of these items.

Read Minutes, Correspondence, and Resolutions to Meeting

Toward the beginning of the meeting, when directed by the chair, you read the minutes to the group. Copies of the minutes should be included in the packet distributed to the members prior to the meeting but reading the minutes assures everyone recalls the proceedings of the previous meeting.

During officers' reports, when it comes time for the Secretary's Report, you read to the group any correspondence received.

Throughout the meeting, you may be called upon to read to the group the text of motions, especially longer resolutions.

Record Motions

Both for the sake of the minutes and to assist the chair during the meeting, you must get down the exact wording of motions, especially main motions and amendments. You should not hesitate to ask the chair to have a motion repeated, or to ask the chair to exercise his or her authority to require that a main motion, an amendment, or instructions to a committee be put in writing.

Assist with Voting

If a vote is counted, you may be called on to help the president do the count. If roll call votes are ever used in your organization, you must become familiar with the procedure for conducting them, in which the secretary has the key role.

Prepare Draft Minutes

The duty people most commonly think of in connection with the secretary is drafting the minutes, or official record, of each meeting. Frequently, secretaries make unneeded work for themselves by putting far more into the minutes than is required or appropriate. The most frequent mistakes are trying to summarize the reports offered and arguments made in debate, and including all the amendments and other secondary motions. In fact, in standard form the minutes should generally include only what was *done*, not what was *said*. [RONR (10th ed.) p. 451, 1. 25-28.]

The first paragraph of the minutes should include:

1. kind of meeting
2. name of district;
3. date, time, and place;
4. presence of president and secretary or names of their substitutes; and
5. whether minutes of previous meeting(s) were read and approved, or “approved as corrected.” The corrections themselves should be made in the minutes being corrected, and not further described in the minutes of the meeting at which they are corrected.

Example of first paragraph of minutes:

The regular monthly meeting of the XYZ Conservation District was held on Monday, May 11, 2009, at 7:30 p.m., in the NRCS field office, the President being in the chair and the Secretary being present. The minutes of the last meeting were read and approved as corrected.

Body of Minutes

The body of the minutes should have a separate paragraph for each subject matter. It should never include the secretary’s opinion on anything said or done (for example, do not write, “X gave an excellent report on...”). The name and subject of a guest speaker or other program may be given, but no summary of the talk.

Reports – The minutes do not include the contents of the reports of officers or committees, except as may be necessary to cover motions arising out of them. An example of how the minutes should describe reports *without a motion* is: “reports were given by President James Smith, Vice-President Joanne Roberts, Secretary Jim Singletary, Treasurer Ken Wilson, and Education Chairman Scott Jones. An example of how the minutes should treat a report *with a motion* is: “Dennis McAuliffe, reporting on behalf of the Annual Meeting Committee, moved ‘that the District Annual Meeting will be held January 21, 2010 at the community hall and Ronald Smith of Smith Bros. Seed Co is to be the guest speaker.”

Main Motions Only – All main motions which are moved during the course of a meeting (excepting *only* those which are withdrawn by the maker) should be recorded in the minutes. With few exceptions, the minutes should contain the text only of *main* motions, whether adopted or defeated. In the case of all important motion, the name of the mover – but *not* the seconder – should be given. (See RONR In Brief p. 149 for exceptions)

The text of each main motion should be recorded in the minutes, using the wording of the motion immediately before it was finally voted on or otherwise disposed of. This wording will incorporate any amendments that were adopted during the main motion’s consideration. The minutes should say whether the main motion was adopted or lost “after debate,” “after amendment,” or “after debate and amendment.” In the normal case of a main motion that was finally voted on or otherwise disposed of at the meeting, *the minutes should not include any further information about proposed amendments, whether or not they were adopted.*

Example of Minutes’ Treatment of Motions:

Dennis McAuliffe moved “that the District Annual Meeting will be held January 21, 2010 at the community hall and Ronald Smith of Smith Bros. Seed Co is to be the guest speaker.” The motion was adopted after debate.

Sam Lee moved adoption of a resolution which, after debate and amendment, was adopted as follows: “that the District supports the watershed coordinator position in concept and in the amount of \$1,000 per year.”

Votes, Notices of Motions, Points of Order, and Appeals – other items that should be in the body of the minutes are:

- Votes:
 - Usually, only note that a motion was “adopted” or “lost”;
 - If a count or ballot vote was ordered, the number of votes on each side;
 - For roll call votes, the names of those voting on each side and of those answering “Present” [RONR (10th ed.) p. 453, 1.31-35.];
 - Content of any notices of motions given to provide “previous notice” that the motions will be considered at the next meeting; and
 - Points of Order and Appeals, whether sustained or lost, together with the reasons give by the chair for his or her ruling. [RONR (10th ed.) p. 453, 1.17-20.]

Last Paragraph

The last paragraph should give the time and adjournment but need not list the mover or fact of adoption of any motion to Adjourn. It should read simply, for example, “The meeting adjourned at 7:18 p.m.”

Signature

The minutes should be signed by the secretary and, if the group wishes, the president. There is no need to include, “Respectfully submitted.”

A Helpful sample set of minutes is found on pages 454-56 of RONR, and it is advisable for any newly elected secretary to review, and later refer to, the more detailed treatment of minutes in that book. [RONR (10th ed.) p. 451 – 58.]

Correction and Approval of Minutes

It is important to recognize that the minutes you draft are only proposed minutes, which do not become the official record of proceedings until approved, perhaps with corrections, by the organization. Often the secretary will send copies of the draft minutes out in advance of the meeting at which they are to be approved, typically with the call, but it is advisable to label them “draft” to help members to remember they may yet be corrected before being approved.

Any corrections made to the draft minutes at the meeting at which they are approved are made in the text of the minutes being approved. The minutes of the meeting at which the corrections are made should merely indicate that the minutes were approved “as corrected,” without specifying the corrections. [RONR (10th ed.) p. 452, 1. 12-15; see also q. 16 p. 120 of RONRIB]

Duties Outside Meetings

It is your job to keep the official records of the group. These include the bylaws, special rules of order and standing rules, minutes, membership roll, and committee reports. You must make the minutes available for inspection by the public and provide committees with any documents necessary for their work.

It is also your responsibility to conduct the district’s official correspondence and you may also need to certify with your signature acts of the organization.

Office of Treasurer

As treasurer, you are the officer entrusted with custody of the District's funds, which you spend only by authority of the district. You are the primary board member responsible for developing the District's annual budget. Because the district is a public entity, you must provide the public an opportunity to review the budget and then the Board will approve and submit the annual budget to the Division of Local Government. The Board is responsible for staying within that budget or providing the State with an amended budget.



Treasurer's Report

At each meeting, the chair should ask for a "Treasurer's Report". It is the Treasurer's responsibility to know and understand the details of the balance sheet and profit and loss statement typically printed by the district manager. No vote or other action is taken by the group on this sort of treasurer's report.

Audits

As political subdivisions of the State, conservation districts are required by law to file for an exemption from audit or have an audit completed each year. Below are the two exemption forms and criteria for use of each.

- The "Short form" should be submitted if both revenues and expenditures are less than \$100,000. A preparer of the short form must be a person skilled in governmental accounting.
- The "Long form" should be submitted if either revenues or expenditures are greater than \$100,000 but both are less than or equal to \$500,000. A preparer of the long form must be an independent accountant with knowledge of governmental accounting.
- An audit is required if either revenues or expenditures are greater than \$500,000.

Note: Limits include ALL monies that pass through the district's account. Examples: (1) If the district receives a grant that simply passes through the district's account to landowners or any other entity, those funds are calculated in the total for audit purposes. (2) If a district acts as a host (checking account) for the county weed program, those funds are calculated in the total for audit purposes.

Even though a district may have a small budget, it is recommended that the Board form an Audit Committee who reviews the financials on an annual basis.

Parliamentary Procedure

Just The FAQ's (Frequently Asked Questions):

The answers here assume that *Roberts Rules of Order Newly Revised* (RONR) is the adopted parliamentary authority and that there are no bylaws, superior laws, or Special Rules of Order which supersede the rules in RONR. Most bylaws will refer to Roberts Rules of Order but be sure to check your respective district's bylaws as they are superior to RONR.



1. Can the chairman vote?

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. For more information, refer to RONR 10th ed. pp. 392-393.

2. Can the chairman make motions?

Yes, the chairman, if a member, has the same RIGHT to make a motion as any other member. In small boards of not more than about a dozen members present, the chairman usually participates the same as other members. However, in larger assemblies, the chairman has a duty to remain impartial, so would usually not make a motion directly. The chairman could say, for example, "The chairman will entertain a motion to..." and then wait for a member to make it, or "Is there a motion to suspend the rules that interfere with hearing the speaker at this time?"

The chairman may also *assume* a motion, as in: "If there are no [further] corrections, the minutes stand approved as read [as corrected]." or "If there is no further business to come before the meeting, this meeting will now adjourn. [pause] Hearing none, this meeting is adjourned."

So you see, without actually directly making a motion, the chair can accomplish pretty much the same thing without blatantly compromising his or her impartiality. Another option is to ask someone before the meeting to make a motion that the chair wishes to be considered. After all, the chairman is a member, too, and has just as much right to have things go their way as any other member. Accepting the job of chairman does not remove any rights as a member. For more information, refer to RONR 10th ed. pp. 470-471, 343, 210, 234, 490.

3. Can the chairman enter into debate?

In small boards of not more than about a dozen members present, yes. In larger assemblies, if the chairman wishes to debate, he/she should relinquish the chair to the vice president or another member, until the matter is disposed of, before resuming the chair. For more information, refer to RONR 10th ed. pp. 470-471, 382-383.

4. Can an ex-officio member vote, make motions, or debate?

Because conservation district supervisors are elected, only those elected members who have signed the oath of office may vote.

"Any resident county extension agent whose jurisdiction lies wholly or in part in any established conservation district shall be ex officio a member of the board of supervisors of such district in an advisory capacity, but without the right to vote." CRS 35-70-116

5. Can bylaws be suspended?
Only bylaws that are clearly in the nature of rules of order may be suspended. For more information, refer to RONR 10th ed. p. 17.
6. Can a member of the nominating committee be nominated?
Yes. For more information, refer to RONR 10th ed. p. 419.
7. Can a member nominate themselves for an office?
Yes. There is no rule in RONR 10th ed. that prevents it.
8. Can nominees vote for themselves?
Yes. There is no rule in RONR 10th ed. that prevents it.
9. Must the President, if nominated, step down from the chair during the election?
No. For more information, refer to RONR 10th ed. pp. 436.
10. Can a bylaws requirement for a ballot vote be suspended if there is only one nominee for each office?
No, such a bylaw cannot be suspended even by a unanimous vote or unanimous consent. For more information, refer to RONR 10th ed. pp. 255 and 244.
11. What is a write-in vote?
During a ballot vote, a member may write a name on the ballot, which is a vote for that person, rather than voting for a candidate whose name already appears on the ballot. For more information, refer to RONR 10th ed. pp. 427.
12. The President has resigned, now what?
The Vice-President *automatically* becomes the President for the remainder of the term of the President. For more information, refer to RONR 10th ed. pp. 442.
13. Are mail-in or telephone votes okay?
No, not unless authorized by the bylaws. For more information, refer to RONR 10th ed. pp. 469-470.
14. When somebody calls out "Question!", must debate cease?
No. Previous Question is the proper motion for that, and a member must be recognized by the chairman to move Previous Question, not just shout it out from their seat. If recognized and seconded, it is not debatable, and requires a two-thirds vote to be adopted. If adopted, debate ceases and a vote is taken on the immediately pending question. For more information, refer to RONR 10th ed. pp. 189-201.
15. When does a resignation take effect?
A resignation is actually a request to be excused from a duty. It is effective only after the resignation has been accepted by the appointing or electing authority, unless the bylaws say otherwise. For more information, refer to RONR 10th ed. pp. 277-280.
16. How long can a member speak in debate?
Ten minutes, unless he obtains the consent of the assembly to speak longer (two-thirds vote), and then a second time for 10 minutes after everyone has been given a chance to speak once. If debate is closed before the member has had a chance to make a speech or a second speech, none may be made. For more information, refer to RONR 10th ed. pp. 41.
17. Do nonmembers have a right to attend or speak at meetings?
Yes, conservation districts must observe the open meeting laws and all meetings must be noticed to the public. The public has the right to attend and speak but not to vote. CRS 32-1-903 and CRS 24-6-402

18. Does the public have access to the minutes of the Board of Directors?
Yes, conservation district minutes are open to public inspection. CRS 24-6-402
19. Should seconds be recorded in the minutes?
No. For more information, refer to RONR 10th ed. pp. 451-456.
20. If a motion has been defeated, can it be brought up again at the next meeting?
Yes, if the meeting is a different session, which is the normal situation, in other than legislative bodies. For more information, refer to RONR 10th ed. pp. 325-331.
21. Can a meeting be adjourned if there is still business pending?
Yes. For more information, refer to RONR 10th ed. pp. 225-226.
22. Who decides what is on the meeting Agenda?
The members at a meeting may adopt an agenda by a majority vote, and may amend it prior to its adoption. After it is adopted, an amendment to the Agenda requires a two-thirds vote, or a vote of a majority of the entire membership, or unanimous consent. For more information, refer to RONR 10th ed. pp. 360-363.
23. What is a quorum?
It is the minimum number of voting members who must be present at a meeting in order to conduct business, usually specified by the bylaws. If not specified in the bylaws, then in most societies a quorum is a majority of the entire membership. For more information, refer to RONR 10th ed. pp. 334-335.
24. What can be done in the absence of a quorum?
Fix the time in which to adjourn, Adjourn, Recess, Take measures to obtain a quorum. For more information, refer to RONR 10th ed. pp. 336-337.
25. How do you count abstentions? As ayes? As no's?
In the usual case, abstentions are not counted. They are not "votes" technically. In a room of 100 people, a vote of 1-0 [one affirmative and zero negative] is legitimate, and renders a binding decision. Also, A vote of 1-0 in a room of 100 people is technically a "unanimous vote" because there was no vote in opposition. However, if the bylaws specify "a majority of those PRESENT" or "two-thirds of those PRESENT", instead of "PRESENT AND VOTING", then an abstention has the same effect as a negative vote. (This language is generally undesirable, as it denies a member the right maintain a neutral position by abstaining.) For more information, refer to RONR 10th ed. p. 394 and p. 390.
26. What is a majority? Fifty-one percent? Fifty percent plus one?
The word "majority" means **"more than half."** The false definition "51%" only applies to units of exactly 100; the false definition of "50% + 1" is only true for even numbers, and false for odd numbers.
For more information, refer to RONR 10th ed. pp. 387.
27. Can a member vote on or second a motion to approve the minutes of a meeting that he did not attend?
Yes, absolutely! There is no requirement in Robert's Rules of Order that a member have first-hand knowledge of something before voting on minutes or other motions.
28. How are Minutes "approved"?
In fact, a motion need not be made regarding the approval of the minutes. The chair says, "Are there any corrections to the minutes?" Members may offer corrections, and when there are no further corrections forthcoming, the chair says, "If there are no further corrections to the minutes, they stand approved as corrected... the next item of business is..." or if no

corrections are offered, "If there are no corrections to the minutes, they stand approved as read... the next item of business is..." Note that there is no second involved in this process. For more information, refer to RONR (10th ed.), pp. 343-344.

29. In the event of a tie vote what are the President's duties or options?

On a tie vote, a motion requiring a majority vote for adoption is lost, since a tie is not a majority.

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.

The chair cannot vote twice, once as a member, then again in his capacity as presiding officer. In an appeal from the decision of the chair, a tie vote sustains the chair's decision, even though his vote created the tie, on the principle that the decision of the chair can be reversed only by a majority. For more information, refer to RONR (10th ed.), pp. 392-393.

30. How many times can minutes be corrected after they are approved?

There is no limit as far as Robert's Rules are concerned. "If the existence of an error or material omission in the minutes becomes reasonably established after their approval—even many years later—the minutes can then be corrected by means of the motion to Amend Something Previously Adopted, which requires a two-thirds vote, or a majority vote with notice, or the vote of a majority of the entire membership, or unanimous consent." For more information, refer to RONR 10th ed. p. 458.

31. Does a treasurer's report need to have a motion of approval?

No motion is needed - or proper. A treasurer's report is simply "received" as it is given and no motion should be made to "adopt", "accept" or "approve" it. An annual auditors' report, on the other hand, is "accepted" or adopted, but not the treasurer's financial report itself. For more information, refer to RONR 10th ed. p. 461.

For those of you interested in more parliamentary procedure detail and definitions please read the following:

1. FIX THE TIME TO WHICH TO ADJOURN

This motion is privileged only when made while another question is pending and in an assembly that has made no provision for another meeting on the same or the next day. The time fixed cannot be beyond the time of the next meeting. If made in an assembly that already has provided for another meeting on the same or the next day, or if made in an assembly when no question is pending, this is a main motion and may be debated and amended and have applied to it the other subsidiary motions, like other main motions. Whenever the motion is referred to in these rules the privileged motion is meant, unless specified to the contrary. This motion when privileged takes precedence of all others, and is in order even after it has been voted to adjourn, provided the chairman has not declared the assembly adjourned. It can be amended, and a vote on it can be reconsidered. When the assembly has no fixed place for its meetings, this motion should include the place as well as the time for the next meeting, and in this case the place is subject to amendment as well as the time. When the assembly meets at the time to which it adjourned, the meeting is a continuation of the previous session. Thus, if the Annual Meeting is adjourned to meet on another day, the adjourned meeting is a legal continuation of the Annual Meeting. The form of this motion is, I move that when we adjourn, we adjourn (or stand adjourned) to 2 P.M. tomorrow.

2. ADJOURN

The motion to adjourn (when unqualified) is always a privileged motion except when, for lack of provision for a future meeting, as in a mass meeting, or at the last meeting of a convention, its effect, if adopted, would be to dissolve the assembly permanently. In any organized society holding several regular meetings during the year, it is, when unqualified, always a privileged motion. When not privileged it is treated as any other main motion, being debatable and amendable, etc. The motion to adjourn, like every other motion, cannot be made except by a member who has the floor. When made by one who has not risen and addressed the chair and been recognized, it can be entertained only by general consent. It cannot be made when the assembly is engaged in voting, or verifying the vote, but is in order after the vote has been taken by ballot before it has been announced. In such case the ballot vote should be announced as soon as business is resumed. Where much time will be consumed in counting ballots the assembly may adjourn, having previously appointed a time for the next meeting, or, still better, may take a recess as explained in the next section. No appeal, or question of order, or inquiry, should be entertained after the motion to adjourn has been made, unless it is of such a nature that its decision is necessary before an adjournment, or unless the assembly refuses to adjourn, when it would be in order. When the motion to adjourn is qualified in any way, or when its effect is to dissolve the assembly without any provision being made for holding another meeting of the assembly, it loses its privilege and is a main motion, debatable and amendable and subject to having applied to it any of the subsidiary motions.

3. RECESS

This motion is practically a combination of the two preceding, to which it yields, taking precedence of all other motions. If made when other business is before the assembly, it is a privileged motion and is undebatable and can have no subsidiary motion applied to it except amend. It can be amended as to the length of the recess. It takes effect immediately. A motion to take a recess made when no business is before the assembly, or a motion to take a recess at a future time, has no privilege, and is treated as any other main motion. A recess is an intermission in the day's proceedings, as for meals or for counting the ballots when much time is required; or in the case of meetings like conventions lasting for several days a recess is sometimes taken over an entire day. When a recess is provided for in the order of exercises, or program, the chair, when the time arrives, announces the fact and says the assembly stands adjourned, or in recess,

to the specified hour. The assembly by a two-thirds vote can postpone the time for taking a recess, or adjournment. When the hour has arrived to which the recess was taken, the chairman calls the assembly to order and the business proceeds the same as if no recess had been taken. If the recess was taken after a vote had been taken and before it was announced, then the first business is the announcement of the vote. The intermissions in the proceedings of a day are termed recesses, whether the assembly voted to take a recess, or whether it simply adjourned having previously adopted a program or rule providing for the hours of meeting. When an assembly has frequent short regular meetings not lasting over a day, and an adjourned meeting is held on another day, the interval between the meetings is not referred to as a recess.

4. RAISE A QUESTION OF PRIVILEGE

Questions relating to the rights and privileges of the assembly, or to any of its members, take precedence of all other motions except the three preceding relating to adjournment and recess, to which they yield. If the question is one requiring immediate action it may interrupt a member's speech; as, for example, when, from any cause, a report that is being read cannot be heard in a part of the hall. But if it is not of such urgency it should not interrupt a member after he has commenced his speech. Before a member has commenced speaking, even though he has been assigned the floor, it is in order for another member to raise a question of privilege.

5. CALL FOR THE ORDERS OF THE DAY

A Call for the Orders of the Day (which, in an ordinary assembly, is a demand that the assembly conform to its program or order of business) can be made at any time when no other privileged motion is pending and the order of business is being varied from, and only then. It requires no second, and is in order when another has the floor, even though it interrupts a speech, as a single member has a right to demand that the order of business be conformed to. It is out of order to call for the orders of the day when there is no variation from the order of business. Thus, the orders of the day cannot be called for when another question is pending, provided there are no special orders made for that time or an earlier time, as general orders cannot interrupt a question actually under consideration. The call must be simply for the orders of the day, and not for a specified one, as the latter has no privilege. When the time has arrived for which a special order has been made, a call for the orders of the day taken precedence of everything except the other privileged motions, namely, those relating to adjournment and recess, and questions of privilege, to which it yields. If there are no special orders a call for the orders of the day cannot interrupt a pending question; but, if made when no question is pending, it is in order even when another has the floor and has made a main motion, provided the chair has not stated the question. Until the time of actually taking up the general orders for consideration this call yields to a motion to reconsider, or to a calling up of a motion to reconsider, previously made. A call for the orders of the day cannot be debated or amended, or have any other subsidiary motion applied to it.

6. LAY ON THE TABLE

The Object of this motion is to enable the assembly, in order to attend to more urgent business, to lay aside the pending question in such a way that its consideration may be resumed at the will of the assembly as easily as if it were a new question, and in preference to new questions competing with it for consideration. It is to the interest of the assembly that this object should be attained instantly by a majority vote, and therefore this motion must either apply to, or take precedence of, every debatable motion whatever its rank. It is undebatable, and requires only a majority vote, notwithstanding the fact that if not taken from the table the question is suppressed. These are dangerous privileges which are given to no other motion whose adoption would result in final action on a main motion. There is a great temptation to make an improper use of them, and lay questions on the table for the purpose of instantly suppressing them by a majority vote, instead of using the previous question, the legitimate motion to bring the assembly to an immediate vote. The fundamental principles of parliamentary law require a two-thirds vote for every motion that suppresses a main question for the session without free debate. The motion to lay on the table being undebatable, and requiring only a majority vote, and having the highest rank of all subsidiary motions, is in direct conflict with these principles, if used to suppress a

question. If habitually used in this way, it should, like the other motions to suppress without debate, require a two-thirds vote.

7. PREVIOUS QUESTION

The Effect of ordering the previous question is to close debate immediately, to prevent the moving of amendments or any other subsidiary motions except to lay on the table, and to bring the assembly at once to a vote on the immediately pending question, and such other pending questions as were specified in the demand, or motion. If the previous question is ordered on more than one question, then its effect extends to those questions and is not exhausted until they are voted on, or they are disposed of as shown below under exhaustion of the previous question. If the previous question is voted down, the discussion continues as if this motion had not been made. The effect of the previous question does not extend beyond the session in which it was adopted. Should any of the questions upon which it was ordered come before the assembly at a future session they are divested of the previous question and are open to debate and amendment.

8. LIMIT OR EXTEND LIMITS OF DEBATE

Motions, or orders, to limit or extend the limits of debate, like the previous question, take precedence of all debatable motions, may be applied to any debatable motion or series of motions, and, if not specified to the contrary, apply only to the immediately pending question. If it is voted to limit the debate, the order applies to all incidental and subsidiary motions and the motion to reconsider, subsequently made, as long as the order is in force. But an order extending the limits of debate does not apply to any motions except the immediately pending one and such others as are specified. They are undebatable, and require a two-thirds vote for their adoption.

9. POSTPONE TO A CERTAIN TIME

The Effect of postponing a question is to make it an order of the day for the time to which it was postponed, and if it is not then disposed of, it becomes unfinished business. Postponing a question to a certain hour does not make it a special order unless so specified in the motion.

10. COMMIT OR REFER

The Object of the motion to refer to a standing or special committee is usually to enable a question to be more carefully investigated and put into better shape for the assembly to consider, than can be done in the assembly itself. Where an assembly is large and has a very large amount of business it is safer to have every main question go to a committee before final action on it is taken. A special committee to investigate and report upon a subject should consist of representative members on both sides of the question, so that both parties in the assembly may have confidence in the report, or reports in case there is disagreement and a minority report is submitted.

11. AMEND

An amendment is debatable in all cases except where the motion to be amended is undebatable. An amendment of a pending question requires only a majority vote for its adoption, even though the question to be amended requires a two-thirds vote. An amendment of a constitution or by-laws, or rules of order, or order of business, previously adopted, requires a two-thirds vote; but an amendment of that amendment requires only a majority vote. When a motion or resolution is under consideration only one amendment of the first degree is permitted at a time, and one amendment of that amendment -- that is, an amendment of the second degree is allowed also. An amendment of the third degree would be too complicated and is not in order. Instead of making it, a member may say that if the amendment of the amendment is voted down, he will offer such and such an amendment of the amendment. While there can be only one amendment of each degree pending at the same time, any number of them may be offered in succession. An amendment must be germane to the subject to be amended -- that is, it must relate to it, as shown further on. So an amendment to an amendment must be germane to the latter.

12. POSTPONE INDEFINITELY

The Object of this motion is not to postpone, but to reject, the main motion without incurring the risk of a direct vote on it, and it is made only by the enemies of the main motion when they are in doubt as to their being in the majority.

MAIN MOTION

Is a motion made to bring before the assembly, for its consideration, any particular subject. It takes precedence of nothing -- that is, it cannot be made when any other question is before the assembly; and it yields to all Privileged, Incidental, and Subsidiary Motions -- that is, any of these motions can be made while a main motion is pending. Main motions are debatable, and subject to amendment, and can have any subsidiary motions applied to them. When a main motion is laid on the table, or postponed to a certain time, it carries with it all pending subsidiary motions. If a main motion is referred to a committee it carries with it only the pending amendments. As a general rule, they require for their adoption only a majority vote -- that is, a majority of the votes cast; but amendments to constitutions, by-laws, and rules of order already adopted, all of which are main motions, require a two-thirds vote for their adoption, unless the by-laws, etc., specify a different vote for their amendment; and the motion to rescind action previously taken requires a two-thirds vote, or a vote of a majority of the entire membership, unless previous notice of the motion has been given.

For additional information, refer to [RONR](#) 10th ed., tinted pages 1-29.

Order of Precedence of Motions:

The motions rank as follows, from highest rank to lowest. When any of these motions are immediately pending, the motions above it in the list are in order, and those below are not in order.

	1	2			Motion
D	X	a	A		Fix the Time to which to Adjourn
	X	b			Adjourn
	X	c	A		Recess
	X			*	Raise a Question of Privilege
	X			**	Call for the Orders of the Day
					Lay on the Table
				$\frac{2}{3}$	Previous Question
			A	$\frac{2}{3}$	Limit or Extend Limits of Debate
D			A		Postpone to a Certain Time
D			A		Commit or Refer
D			A		Amend
D					Postpone Indefinitely
D			A		Main Motion

Columns:

D=Debatable

1 = Usually Privileged

2 = Not always privileged:

(a)-Privileged only when made while another question is pending, and in an assembly that has made no provision for another meeting on the same or the next day.

(b)-Loses its privileged character and is a main motion if in any way qualified, or if its effect, if adopted, is to dissolve the assembly without any provision for its meeting again.

(c)-Privileged only when made while other business is pending.

A=Amendable

$\frac{2}{3}$ =Requires 2/3 vote for adoption; the others require only a majority

*=admissibility ruled upon by the Chair

**=No vote; demand of a single member

For additional information, refer to RONR 10th ed., tinted pages 1-29.

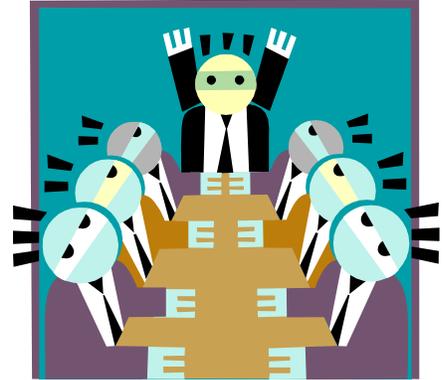
Posting Meeting Times, Dates, Locations

See Fiduciary Responsibilities

Ten Quick Ways To Improve Board Meetings

(From: Board Café 8/31/04)

1. Name tags for everyone, every meeting. It's embarrassing to have seen people at several meetings and wondered what their names re...and later it's REALLY hard to admit you don't know their name.
2. Post an acronym chart. Make a poster of frequently used external and internal acronyms (such as CSCB for Colorado State Conservation Board or CACD for Colorado Association of Conservation Districts) and post it on the wall of every meeting. (If you distribute the list on paper it is soon lost.)
3. Write an "anticipated action" for each agenda item. Examples: "Finance Committee report, brief questions and answers: no action needed." "Annual Meeting Committee: Anticipated Action = approve date, time, location, speaker, and agenda."
4. Make sure that each person says at least one thing at every board meeting. This is the Chair's responsibility, but everyone should help! "Cecilia, you haven't spoken on this issue. I'm wondering what you're thinking about it?" "Matt, at eh last meeting you made a good point about finances. Are there financial issues here that we aren't thinking about?"
5. No one-way communication from staff. If you have a regular District Manager Report on the agenda, or if a staff program director is giving you a briefing, be sure that such presentations need a response from the board. If not, put them inn writing in the board packet and just ask if there are any questions.
6. Don't include committee reports on the agenda just to make the committees feel worthwhile. If a committee has done work but doesn't need it discussed, put the committee report in the board packet. (in the meeting be sure to recognize the committee's good work and refer people to the written report.) Instead, schedule committee reports in the context of the main discussion. For example, if there is a discussion planned on attracting and retaining staff, reports from the Finance Committee and the Personnel Committee may be appropriate.
7. Note to the board president and the district manager: what are the two most important matters facing the organization – economic downturn, changes in government funding, demographic changes in the county? Is one of these matters on every board agenda?
8. Encourage "dumb" questions, respectful dissent, and authentic disagreements. Find a chance to be encouraging, at every meeting: "Sylvia, I'm glad you disagreed with me in the last discussion. Even though you didn't convince me, your comment helped make the discussion much more valuable."
9. Make sure the room is comfortable! Not too hot or cold or crowded. Offer the beverages and something light to eat such as cookies or fruit.
10. Adjourn on time, or agree to stay later. Twenty minutes before the scheduled end of the meeting, the Chair should ask whether the group wants to stay later: "if we continue this very interesting discussion, we will have to stay fifteen extra minutes to hear the recommendation on the executive director's salary. Can everyone stay that long, or should we end this discussion and move to that one immediately?"



Bonus Idea: Once every year or two, survey the board about meetings. Pass out a questionnaire for anonymous return to the board vice president or secretary asking, "What do you like best about board meetings? Least?" Are you satisfied with the items that are usually on the agenda?" "How could the board president do more to encourage discussion at the meetings?" "Is the location or time of day difficult for you?"

Use of Long Range Program/Plan & Annual Plan of Work

Planning is the basic tool (your road map) for developing successful conservation district programs. There are two levels of conservation district plans: Long Range Program (LRP) and Annual Plan of Work (APW).

The LRP is developed by the board after gathering input from your constituents and other local agencies. It identifies the natural resource priorities for the district, why the resources are a concern, and a three-year goal for addressing the issues. The LRP should also identify the operational and financial goals to give board members and staff guidance throughout the next three years. After identifying the long term goal, the plan identifies measurable annual objectives which are transferred to the APW.



The APW should be developed during the last quarter of the year prior to its implementation.

The APW should be placed on your monthly board agenda to identify what has been accomplished the previous month and what needs to be done in the coming month(s). A well developed APW is the board members' and district manager's guide to a successful year of conservation implementation.

Why review the APW during monthly board meetings?

If developed correctly, the APW identifies the district priorities to work on throughout the year. As the year progresses it is easy to become distracted by events, correspondence, or other activities that may or may not be important for the district to focus on. Reviewing the APW at each board meeting helps the district focus its time, energy, and resources on activities that it determined were a priority during strategic planning sessions. Many times important issues that warrant the district's attention were unforeseen during APW planning sessions. When that happens, those issues can easily be added to the APW at any time. Doing so can help the district plan a course of action to effectively address the issue, and can help the district stay focused on these emerging issues as well as the remaining priorities identified in the APW.

Helpful tips for using your APW at your Monthly Board Meetings

- 1) District manager reviews each Natural Resource Issue with activities that have not been completed.
- 2) Utilize the start and end dates to determine if an activity needs to be discussed at the current board meeting. It may be helpful to mention future start dates so the Board can anticipate the upcoming activities.
- 3) Read the Three Year Goal associated with the activity to remind the Board what end result the district is seeking.
- 4) Discuss that activity:
 - a. Identify the individuals responsible for working on the action
 - b. Determine what the next action is on the activity and who will complete it. This should also be noted as a reminder to the individuals tasked with the next action.
 - c. Discuss any barriers to completing the activity
 - d. Discuss the plans and/or progress of the activity and note progress in the on the APW
 - e. If the activity is going to be postponed or cancelled, note that on the APW so that the board can identify when or if it needs to be discussed at future meetings.
 - f. Mark the activity as complete on the APW (as appropriate) to signal that the district does not need to review the activity in the future.
- 5) Identify the next activity associated with the objective that needs to be addressed. When all activities under a particular objective have future start dates (more than a month away) or are complete, identify the next objective that has activities needing to be discussed at the current meeting and go through the process identified in Step 4.

- 6) When all the activities associated with an entire Natural Resource Issue have future start dates (more than a month away) or are complete, move to the next Natural Resource Issue and continue through steps 1-5 until all of the APW activities needing discussion at the current meeting are addressed.

Although the process to review the APW at monthly board meetings seems lengthy, in practice it proceeds very quickly and it can actually save time during meetings. By noting start and end dates and marking finished activities as complete, time can be saved by only discussing activities that need to be addressed at the current meeting. Likewise, using the APW as a tool to guide meeting discussions can help the district replace other useful conversations with more critical discussions related to planned district objectives. Throughout the year if a district feels that a particular topic or activity is important for the district to discuss or work on, it can be added to the APW and be discussed along with other planned priorities.

See the Strategic Planning section for the development process of these plans.