



BOARD OF GOVERNORS

RULES OF PROCEDURE AT MEETINGS

[Rules of Procedure adopted by the Board in support of [By-Law No. 1](#), sec. E.16. and G.10.]

Amended: 30JAN14

Recognition

1. After the Chair has called the meeting to order, only one member should speak at a time, and only after being recognized by the Chair.

Agenda and General Discussion

2. The Chair should follow the agenda, which should provide an opportunity to correct the Minutes of the previous meeting and approve them, and which shall become the order of business unless a motion to amend the agenda is made and adopted. Discussion may be on any aspect of each subject as a whole until a specific motion is introduced.

Motions

3. A member who wishes a definite decision may secure recognition from the Chair and make a motion specifying the proposal. The Chair may request motions as required to aid the discussion.
4. A motion must be seconded before the subject matter of the motion is open for debate, and all discussion must apply to it until disposed of, except as provided below. When every member who wishes to speak has done so, the Chair shall call for a vote.
5. The Board's general custom permits the withdrawal of a motion by consent of the mover and seconder, but if either objects, the motion must be put to a vote. This applies to substantive motions and amendments.
6. Motions dealing with procedure shall have priority over other motions. Motions to adjourn if the time for the next meeting has been set, to postpone a decision of a subject to a definite time, or to open or close nominations must be voted upon without debate or amendment.
7. The Chair may summarize discussions and present alternatives for consideration when no motion is pending.

Amendments

8. An amendment to a motion must fall within one of the following categories:
 - a. The deletion of certain words
 - b. The addition of certain words
 - c. The deletion of certain words and the substitution of others in their place. An amending motion which would nullify the main motion is not an amendment and cannot be introduced.
9. There cannot be more than two amendments before the meeting at one time, but when one of these has been accepted or rejected, another amendment may be introduced but only if it is different in purpose from one previously defeated.

10. Voting is in the following order:
- a. On the amendment to the amendment, or the second amendment
 - b. On the amendment
 - c. On the motion if amendments have been defeated or on the motion as amended if an amendment has carried.

Point of Order

11. Only on a point of order or privilege can a member interrupt another member who is speaking, except that with the consent of the speaker questions may be asked. If a member feels that improper language has been used, irrelevant argument introduced, or a rule of procedure broken, the member is entitled to "rise to a point of order", interrupting the speaker. The point of order must be stated definitely and concisely and the Chair shall decide without debate, although the Chair may ask opinions. The Chair's ruling may be appealed by the member who has risen to a point of order and, if so, the Chair states the decision and the point of appeal. The Chair then puts the question which is not debatable: "Shall the decision of the Chair stand as the judgment of this meeting?". A simple majority decides the issue. This merely settles a point of procedure and is not a vote of confidence in the Chair.

Question of Privilege

12. If a member feels that a statement reflects on his/her reputation or that of the Board, the Committee, or the University, the member is entitled to raise a "question of privilege". The procedure is the same as for a point of order.

General

13. On special motions, the following procedure shall prevail:
- a. To adjourn (debatable as to time only)
 - b. To take a recess (not debatable)
 - c. To raise a question of privilege (personal - not debatable)
 - d. To lay on the table (not debatable)
 - e. To limit or extend the limits of debate (not debatable)
 - f. To postpone to a definite time (debatable as to time only)
 - g. To amend (debatable).

Voting

14. Approval by a majority of those members voting or by consent without objection shall be the necessary to carry a motion.
15. Voting may be by show of hands unless some other method is decided upon by motion, except that in elections voting may be by secret ballot. Votes shall be counted whenever the Chair is in doubt as to the result or if any member requests a count prior to the vote's being taken.
16. The Chair may vote only when the vote is by ballot, or to break or create a tie, but if the Chair's vote creates a tie he/she may not vote a second time to break it. A tie vote shall defeat the motion unless broken by the Chair.

RULES FOR THE OPERATION OF INFORMAL BOARD MEETINGS

The following rules will be followed for the conduct of informal Board meetings: ¹

1. The meeting will be open only to Board members and resource persons invited by the Board Chair and/or President.
2. The meeting will be conducted informally.
3. Motions will not be entertained, nor will motions arising from the discussion be allowed at the Board meeting immediately following the informal budget meeting. Rather, on the direction of the Board during the informal meeting, the administration will review suggestions and report back to the next meeting of the relevant standing committee of the Board (e.g., Property & Finance Committee in the case of budget issues.)
4. Minutes of the meeting will not be taken. However, summary or action notes may be compiled for the meeting at the request of the Board.

¹ E.g., the annual fall meeting to discuss the principles and policies underpinning the forthcoming budget and the annual meeting in January to discuss the Board=s strategic agenda for the year ahead.