



Robert's Rules vs.  
Bob's Rules :  
How formal do you  
really need to be?

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# Topics

- **Introduction**
- **Parliamentary Procedure**
- **Agendas**
- **Minutes**
- **Virtual Meetings**



# Parliamentary Procedure!

# What is Parliamentary Procedure?

- **Rules for orderly transaction of business at meetings**
- **Rules for the duties of officers at meetings**
- **Rules to provide a firm basis to resolve disputes and procedural questions at meetings**

# Robert's Rules of Order



## Why Robert's Rules of Order?

- **Most commonly used set of parliamentary rules**
- **Required to be used to conduct Association membership and board meetings (unless your Bylaws specify otherwise)**

# Hierarchy of Rules

- 1. Federal Law**
- 2. State Law**
- 3. Governing Documents  
(Bylaws, Articles of  
Incorporation)**
- 4. Special Rules of Order**
- 5. Parliamentary Authority  
(Robert's Rules)**



# Duties of the Chair

- **Open and close the meeting**
- **Announce business**
- **Recognize members**
- **Process motions**
- **Enforce rules and be impartial**
- **Do not debate while presiding**
- **Expedite business if possible**

# Small Boards



# Small Board Rules

- **Rules relaxed**
- **No Formal Recognition required**
- **No Seconds are required**
- **Unlimited Debate**
- **Chair can vote and debate**
- **Informal discussion is allowed**

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## Processing a Motion

- **Member makes a motion**
- **Another member seconds**
- **Chair states the motion**
- **Debate – if motion can be debated**
- **Vote!**

# Seconds

- Not necessarily an endorsement, just means someone else believes motion should come before the assembly
- Member seconding does not need to be recognized
- Not required if motion is coming from a committee or board
- Lack of a second is immaterial if debate has started

# Debate

- **Maker of motion entitled to speak first**
- **Alternate between supporters and opponents of the motion if possible**
- **Recognize members who have not spoken before members attempting to speak a second time**
- **Debate must be relevant to the motion**
- **Absent special rules, members cannot yield their speaking time to each other**

# Voting

- **Presiding officer restates the motion being voted on**
- **Presiding officer asks for affirmative votes**
- **Presiding officer asks for negative votes**
- **Presiding officer announces prevailing side**
- **Presiding officer announces whether motion was adopted or defeated (and what will be done)**



# Common Motions Guide

<b>Motion</b>	<b>Debatable?</b>	<b>Vote Required?</b>
Adjourn (End the meeting)	No	Majority
Recess (Take a break)	No	Majority
Question of Privilege (request something)	No	Presiding Officer Decides
Table (Dispose without direct vote)	No	Majority
Close Debate (End debate and vote immediately)	No	2/3
Limit or Extend Debate (Adjust debate time)	No	2/3
Postpone to a Certain Time (Set to a specific time)	Yes	Majority
Refer (Send the motion to a committee)	Yes	Majority
Amend (Modify the motion)	Yes	Majority
Main Motion (Present business to the assembly)	Yes	Majority

## Motion to Close Debate

- **Requires a 2nd**
- **Not Debatable Motion**
- **Requires a 2/3 vote to be adopted**
- **Immediately closes debate on pending question and requires a vote to be taken**

## Limits on Motions at a Membership Meeting

- **Prior notice requirements  
(per statute or the  
governing documents)**
- **Powers allocated to board  
versus the membership**

## Executive Board Powers

- Typically the governing documents concentrate the operational power for the Association in the Executive Board
- In that case, many motions are not in order during a membership meeting



Agendas!

# Agenda Types

1. Informal agenda – not voted, guideline, helpful for board members
2. Adopted agenda – voted on, requires 2/3 to change later, useful in difficult situations or with large groups
3. Timed agenda – much more work to create. But can expedite meeting greatly. If voted on, then requires that the meeting move onto the each new item at the appropriate time.

# Standard Order of Business

- 1. Call to Order**
- 2. Reading and Approval of the Minutes**
- 3. Reports of Officers and Committees**
- 4. Reports of Special Committees**
- 5. Unfinished Business**
- 6. New Business**
- 7. Adjournment**

## Statutory Requirements

- NCGS 47C-3-108 / 47F-3-108

The notice of any meeting must state the time and place of the meeting and the items on the agenda, including the general nature of any proposed amendment to the declaration or bylaws, any budget changes, and any proposal to remove a director or officer.



Call to  
Order



# Quorum

- **Minimum number of members that must be present at a meeting for business to be validly transacted**
- **(typically quorum requirement is in the governing documents)**

# Statutes

- Homeowners Associations =

§ 47F-3-109. Quorums. (a) Unless the bylaws provide otherwise, a quorum is present throughout any meeting of the association if persons entitled to cast **ten percent (10%)** of the votes which may be cast for election of the executive board are present in person or by proxy at the beginning of the meeting.

- Condominium Associations =

§ 47C-3-109. Quorums. (a) Unless the bylaws provide otherwise, a quorum is deemed present throughout any meeting of the association if persons entitled to cast **twenty percent (20%)** of the votes which may be cast for election of the executive board are present in person or by proxy at the beginning of the meeting

# Quorum Reduction Statutes

- NCGS § 47F-3-109(c) and NCGS § 47C-3-109(c) :

In the event business cannot be conducted at any meeting because a quorum is not present, that meeting may be adjourned to a later date by the affirmative vote of a majority of those present in person or by proxy. Notwithstanding any provision to the contrary in the declaration or the bylaws, the quorum requirement at the next meeting shall be one-half of the quorum requirement applicable to the meeting adjourned for lack of a quorum. This provision shall continue to reduce the quorum by fifty percent (50%) from that required at the previous meeting, as previously reduced, until such time as a quorum is present and business can be conducted

# Quorum Reduction in Action!

**ORIGINAL  
MEETING**

**1<sup>ST</sup>  
ADJOURNED  
MEETING**

**2<sup>ND</sup>  
ADJOURNED  
MEETING**

**3<sup>RD</sup>  
ADJOURNED  
MEETING**

**50%**

**25%**

**12.5%**

**6.25%**

<b>50%</b>	<b>25%</b>	<b>12.5%</b>	<b>6.25%</b>
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Meeting Minutes!

Reading the  
Minutes...



## Approving the Minutes

- **Distribute the minutes in advance**
- **Correct via unanimous consent**
- **Should take a minute or two**



# Meeting Minutes

- Record of what was done at the meeting
- Not a transcript of everything that was said at the meeting
- Should include – organization name, meeting type, date, and time, and then disposition of all items of business

# Meeting Minutes

- Minutes should not include –
- Any debate
- Remarks of guest speakers
- Personal opinions from the Secretary
- Motions withdrawn

## **Sample Homeowners Association**

February 1, 2023, Regular Meeting

The regular monthly meeting of Sample Homeowners Association was held on Wednesday February 1, 2023 at 7 pm at the Association Clubhouse. The President and Secretary were present. The minutes of the January meeting were approved as corrected.

The report of the Property Manager was received and placed on file after questions to the Property Manager.

Tracy Smith moved the “ Association should enter into the 2023 landscaping maintenance agreement with Happy Forest Landscaping”. After debate, the motion was adopted.

Paul Brown moved that the “the Association should enter into a pool maintenance agreement with Best Pools.” After debate and by unanimous consent, the motion was postponed to the March meeting.

The meeting adjourned at 8:30 pm.

Michael Black, Secretary

# Reports

- Order of Reports is usually (unless your governing documents say otherwise) :
  1. Officer Reports
  2. Standing Committee Reports
  3. Special Committee Reports
- If a report contains recommendations that need to be adopted, then consider and vote on those recommendations immediately.

# Unfinished Business

- Any item being considered when prior meeting was adjourned or any item that was postponed to this meeting.
- Is not something that was discussed or mentioned in a previous meeting.
- Very common that there will not be any unfinished business at a meeting.
- If there is no unfinished business, then you can skip that and go directly to new business.

# New Business

- In some meetings, new business is where most of the debate and votes occur, as most items (not coming from a report) are considered under new business.
- In many Association meetings, members are greatly limited in what they have the authority to do. In these cases, the only things in order in the New Business portion of the meeting may only be the election of directors and an amendment to the governing documents.

# Closing the Meeting

- Typically, the presiding officer will make various announcements immediately prior to adjournment of the meeting. An announcement heading in the agenda does not prevent the presiding officer from making announcements at other parts of the meeting.
- If all business on the agenda is concluded, then then presiding officer can call for a motion to adjourn or can declare the meeting adjourned without objection.



Virtual  
Meetings!



# Virtual Meeting Tips

- **Virtual meeting etiquette?**
- **The plan for the chat?**
- **Technical issues?**
- **Who is administering the meeting?**
- **Have rules, especially for membership meetings**

## Suggested Virtual Meeting Rules

- Members should log in 15 minutes before the start of the meeting to confirm their technology works and to get checked in.
- Meeting is for members of the Association only.
- Members will be checked in as they enter the meeting. Members must identify themselves by name and address so their membership may be verified.
- Proxies should be provided to the manager or Association Secretary in advance of the meeting. If a member is not able to produce proxies in advance, then proxies should be reported to the online administrator immediately upon log into the meeting.

## Suggested Virtual Meeting Rules

- All members will be muted upon entry to the meeting and should remain muted when not speaking.
- Members should participate from a private, quiet location with minimal background noise.
- Any member who wishes to speak with indicate their wish to be recognized with the raise hand feature or sending a chat to the chair or meeting administrator that they would like to be recognized.
- Members may speak once for up to three minutes when recognized on each issue.
- Members may be mute or removed from the meeting if they use profanity or threatening language.

## Suggested Virtual Meeting Rules

- Members should be polite to each other. Harassment of any type will not be tolerated during the meeting.
- The chat should only be used to request technical assistance or to request recognition to speak.
- Technical issues on the part of participants will not stop the meeting from proceeding and are not subject to a point of order.
- Participants should unmute and turn their cameras on when they are recognized to speak.

Questions?

