

Introduction

The essential purpose of parliamentary rules for a business meeting is quite simply to provide a framework of established procedures for the orderly and fair conduct of the meeting's business. Procedural rules were never meant to interfere with substantive deliberations of the meeting but were designed to provide an accepted and understood format for timely consideration and resolution of the meeting's issues.

All too frequently, however, the standard reaction to adopt "traditional parliamentary rules" can lead to confusion, disagreement, and disruption when, in debate on a particularly troublesome issue, it is discovered that the chair of the meeting is not completely familiar with what can be complex and involuted procedures required by traditional rules. This is not surprising since traditional rules were tailored to formally structured parliamentary debate. It is significant to note that Clarence Cannon, former parliamentarian of the U.S. House of Representatives, wrote that complex rules of order are not appropriate for small assemblies or business meetings:

These rules of Parliament and Congress are designed for bicameral bodies, generally with paid memberships, meeting in continuous session, requiring a majority for a quorum, and delegating their duties largely to committees. Their special requirements . . . have produced highly complex and remarkably efficient systems of rules peculiar to their bodies, but which are, as a whole, unsuited to the needs of the ordinary assembly.

Rules of parliamentary procedure stemming from *Robert's Rules* are neither appropriate for nor applicable to the corporate or nonprofit business meeting. State laws and corporate bylaws are generally silent regarding the procedural conduct of meetings, and there are no other detailed procedural rules for business meetings that are commonly accepted.

The objective of *The Modern Rules of Order* is to provide a more modern and simplified procedure that promotes efficiency, decorum and fairness in a form that can be easily mastered and later referred to with ease. They are designed for application to a business meeting, whether the business is that of a major corporation or a small nonprofit association. The focus is upon promoting timely consideration of the substance of the meeting rather than ritualistic procedure.

Significant authority is given to the chair, whose judgment should be respected by the meeting and who will con-

duct matters in the best interests of the organization. This is the case in the vast majority of meetings convened every day. Where it is not true, remedial action may be appropriate to restore effective leadership. Procedural measures are no substitute for this. The essential requirements for the procedural framework of any meeting, as stated in judicial precedent, is that the meeting be conducted with fairness and good faith toward all who are entitled to take part, and that those present be given an opportunity to consider and act upon matters properly brought before the meeting.

Sample Bylaw or Resolution Adopting These Rules

Meetings of the [name of entity] shall be conducted according to the Modern Rules of Order.