

MEMBERS' MEETINGS

It is at these meetings that the membership makes key decisions as to how the Co-op will be run.

Attendance and participation at Members' Meetings is both a right and a responsibility.

The Occupancy Agreement states that:

"Each member is obligated to participate in the activities of the Co-op by attending each annual meeting of members, and all other meetings of members, unless prevented by illness or emergency, or other reason acceptable to the Board."

The Annual General Meeting (AGM) is usually held on the last Monday in April. At the Annual Meeting, the Co-op's yearly financial statement is approved, the auditor is appointed and positions on the Board of Directors are filled by election.

The Regular General Meeting is usually held on the last Monday in October. At this meeting the members hear reports from the Board, committees and staff, make policy and by-law decisions and raise matters relevant to the affairs of the Co-op.

Notice of each Annual General Meeting or other General Meetings of members must be given not less than ten days or more than fifty days prior to the date of the meeting.

Place of Meetings: Members' Meetings are usually held across the street at Gracepoint Baptist Church, 3143 Sheppard Avenue East.

Voting: Each member has one vote.

Quorum: For business to be transacted at Members' Meetings, there must be at least 25% of the members present.

Chairperson: The President, or in his/her absence, the Vice-president, presides as Chairperson at meetings of members, unless the members at the meeting, by a majority vote, choose another individual to be Chairperson.

HOW A MEETING IS RUN

The key element in a co-operative democratic structure is the members' meeting. It is at these meetings that the members exercise their right and accept the responsibility of directing the affairs of the Co-op. In order to improve the democratic, decision-making process, certain basic tools are available. These include a competent chairperson, parliamentary procedure, agendas and minutes. Members should recognize that these tools are used to increase efficiency and participation and not to inhibit or limit their participation.

A GOOD CHAIRPERSON

A good chairperson is a fair, clear-headed individual who commands the respect of the group by his or her fair method of running the meeting. Chairing a meeting is not an easy task and all members should assist their chairperson by following the established meeting procedures.

At members' meetings, the President of the Board of Directors usually chairs, but it may be someone else specifically chosen for this job. The main tasks of the Chairperson are:

- to keep the meeting orderly
- to keep discussion on topic following the agenda
- to make sure that clear decisions are made on the matters at hand and that those decisions are accurately recorded
- to employ parliamentary procedure to ensure that the meeting is conducted fairly, that all people have a chance to speak and decisions are made democratically

AN AGENDA

An agenda is the list of items to be discussed at a meeting. It prevents time-consuming digressions, reminds people of what exactly is being discussed and keeps the meeting moving. Discussion at the meeting follows the order of items on the agenda. At the beginning of the meeting, if the majority agrees, additional items may be added in accordance with the Co-op's by-laws.

Then, the members will vote on adopting the agenda. If a new subject is brought up during the meeting which is worthy of discussion, the chairperson will call it out of order, but may ask if the members wish it added to the agenda.

The agenda for members' meetings should be published and circulated ahead of time so that people can be prepared for the discussions. For major issues on the agenda (such as the budget) there should be background material attached so the members can come to the meeting with their questions and comments carefully thought out.

MINUTES

Minutes are the written record of all decisions made at the meeting. They must contain any motions that were put forward and carried and who moved and seconded them. They may also include this information about motions that were defeated. When decisions are taken which require action after the meeting, the minutes should specify who is going to do what. Extreme care should be taken to make sure they are complete and accurate so that there is no doubt as to what happened. The secretary of the Co-op generally takes the minutes at members' meetings. Members can assist the secretary by clearly stating their motions. If the motion is long, writing it out is helpful. The chairperson should repeat who moved and seconded a motion. After the meeting, the secretary has the minutes typed up and circulated to members. It is a good idea for members to keep all minutes of meetings together for easy future reference and guidance.

SPEAKERS' LIST

Often there will be an item on the agenda that many people want to speak about. To ensure that everyone has an opportunity to speak, one at a time, the chairperson will draw up a speakers' list for that item. At the beginning of the discussion he or she will ask who wishes to speak on the matter, take the names down and allow members to speak as their names come up on the list. Members should assist in keeping the meeting orderly by waiting their turn, and not interrupting others.

STRIKING OF AD-HOC COMMITTEES

Occasionally it will be found that some discussions at a meeting become too complex for a decision to be made at that time. An "ad-hoc" or special committee, consisting of a number of volunteers, may be created to examine the issue in more detail, develop further information and report back to the members at the next meeting. Alternatively, the matter may be merely deferred to the next meeting.

PARLIAMENTARY PROCEDURES

Parliamentary Procedures are established rules of order for meetings that have been developed over the years. Government bodies, businesses and other organizations employ various forms of parliamentary procedure. These rules of procedure can be very complicated and people who want to become experts should study either Bourinot's Parliamentary Procedure and Practice (used by the Canadian Parliament) or Roberts Rules of Order (used by the U.S. Congress). However, for normal use at general members' meetings, only basic parliamentary procedures are necessary to guide the conduct of the meeting.

RULES OF ORDER

These are the rules of order for Bridle Manor's members' meetings. These rules replace any other rules such as Robert's Rules of Order. There are also comments that explain the meaning of some of the Rules. The comments are part of the rules.

Rule 1: Chair

In these rules of order, the "chair" means the person chairing the meeting at the time that the rule applies.

1. **Choosing chair:** The chair is chosen as stated in the Organizational By-law.
2. **Role of chair:** The chair makes sure that meetings run smoothly. The chair tries to make sure that members have a chance to discuss every item on the agenda fully and fairly and that the meeting comes to a clear conclusion.
3. **Participation by chair:** A chair who wants to discuss a motion must step down until the meeting has dealt with all matters concerning the motion. Another person approved by the members can chair the meeting in the meantime. This applies whether the chair is a member or non-member.
4. **Voting by chair:** The Organizational By-law (Voting – Voting by chair) states when the chair can vote.

Rule 2: Motions

1. **How to deal with things:** A meeting can deal with an item of business on the agenda in three ways:
 - The member who asked that the item be put on the agenda can ask the members to approve a proposal by "moving" it. If the member does not want to make a motion, another member can make one.
 - The chair can present an item on the agenda and ask if any member wishes to make a motion
 - A member can present an item on the agenda for discussion without making a motion. The chair decides if a motion is needed. If so, the chair asks for a motion.
2. **Secunder needed:** Another member must "second" a motion. If there is no seconder, members cannot discuss the motion.
3. **One motion at a time:** Members can only discuss one main motion at a time.

Comment: A main motion tells members what the proposal is. It's helpful if the motion can be written and sent to members before the meeting. If possible, get motions written, given to the chair, and written on a flip chart for members. The secretary reads the motion to the members before a vote is taken.

Rule 3: Speaking

1. **Speaking on a motion:** Members can discuss a motion after it has been moved and seconded. The chair controls the discussion. Members speak as follows:
 - They can ask questions for information. The chair or the member who moved the motion can answer the questions.
 - They can speak for or against the motion.
 - They speak to the chair.
 - Each speaker speaks for 3 minutes or less. The chair can set a longer or shorter time limit.
 - Members can speak more than once on an item only after all others who want to speak have done so. The chair can make exceptions.

Comment: All those who want to speak should raise their hands. The chair may keep a speakers' list and call members to speak in order if they have not already spoken. The chair may rule speakers "out of order" if their comments are off the point. Speakers must stop speaking when their time is up.

Rule 4: Amendments

1. **Motion to amend:** When a member is speaking, the member can suggest a change to a main motion. The member does this by moving an amendment. The motion to amend must be seconded like any other motion.
2. **Majority needed:** An amendment must have the same majority as the motion that it amends. This means that an amendment to a proposed by-law requires a two-thirds majority vote to pass.
3. **When not permitted:** An amendment cannot in the opinion of the chair:
 - be unrelated to the main motion; or
 - be contrary to the meaning of the main motion.

Comment: Members cannot amend a motion by moving a whole new motion, or by an amendment that is directly against the meaning of the main motion. A member who wants something contrary to the main motion can

- speak against the motion
 - ask the mover and seconder to withdraw the main motion
 - ask the members to defeat the main motion so a different motion can be moved.
4. **Friendly amendments:** A member can ask that the mover and seconder of the main motion accept a change to their motion. If they accept the change, it becomes part of the main motion.
 5. **Withdrawal of a motion:** The member who moved a motion can withdraw it at any time during the discussion if the seconder agrees. If any members still want to vote on the motion, they can move and second the same motion themselves.

Comment: The mover might decide that this is not the right time to make a decision, or might feel that someone else has a better motion to present.

Rule 5: Procedures for Amendments

1. **Discussion on amendments:** After an amendment has been moved and seconded, speakers can only speak about the amendment. They continue to do so until the amendment has been voted on. The chair will keep a separate speakers' list for the discussion on amendments.
2. **After amendment:** After the amendment has been voted on, discussion can continue on the motion as amended or the original motion if the amendment was defeated.
3. **Only one amendment:** Only one motion to amend can be on the floor at one time. After the meeting deals with that amendment, members can move other amendments if they wish.
4. **Chair can authorize more than one:** Despite the above, the chair can authorize more motions to amend before earlier ones have been voted on. This would only apply if the later amendment would change the terms of the first one. Amendments are discussed and voted on in reverse order from when they were moved. This means that only the current amendment can be discussed until it is voted on.

Comment: Usually only one amendment at a time should be under consideration. Members can easily become confused if there are several amendments being discussed at once. If the chair decides there can be more amendments, there should be great care taken to see that members understand what the current amendment is.

Rule 6: Voting

1. **When to vote:** The chair calls for a vote
 - after every member who wishes to speak has spoken
 - at a fixed time that the members decided the vote would take place
 - after the members pass a motion to call the question
2. **How to vote:** Voting is by show of hands unless the *Co-op Act* or the Co-op's by-laws say that a vote will be by secret ballot.

Comment: A vote by ballot may be better if the item is a sensitive one. But it often takes a lot of time.

3. **Counting:** The chair counts the votes and rules on whether or not the motion has passed unless the co-op's by-laws say something different.
4. **Recount:** For election of directors, recount rules are stated in the Organizational By-law. In other cases, a member can request a recount immediately after the results are announced. If a quorum is no longer present, the results that were originally announced will stand. If a quorum is still present, then
 - if the vote was by show of hands, there must be an immediate recount.
 - if the vote was by ballot and four other members support the request, there must be an immediate recount with scrutineers.
5. **Majority:** Motions are decided by simple majority unless the *Co-op Act* or the Co-op's laws say something else.

Comment: A simple majority is more than half of the votes cast. A two-thirds majority is at least two-thirds of the votes cast. Abstentions and spoiled ballots are not considered votes cast.

Rule 7: Motions About Procedure

1. **Calling the question (Vote immediately):** When a member is speaking, the member can ask for an immediate vote by saying “I call the question” or “I move to end the debate”. There must be a seconder. The chair will immediately ask the members to vote on whether they want to finish the discussion at this point. A two-thirds majority vote is needed. The vote is by show of hands.
 - If the motion to call the question is carried, the members then vote on the main motion or amendment.
 - If the motion to call the question is defeated, members can continue the discussion.

Comment: A motion to call the question should be used when members seem to be ready to vote and when speakers are not saying anything new. It should be used carefully because it may take away someone’s right to speak.

2. **Motion to postpone:** When a member is speaking on a motion or amendment, the member can make a motion to postpone any decision. There must be a seconder to the motion to postpone. A simple majority is needed. The vote is by show of hands. There are three kinds of motion to postpone.
 - (a) **Defer the motion:** This means to put off discussion to another time. The motion can be discussed before voting on it. The motion must state the time or how the time will be decided. Examples:
 - until 9:30 p.m. during the same meeting
 - until after item ... on the agenda for the same meeting
 - until the next meeting
 - until a special meeting to be called by the board
 - (b) **Refer the motion:** This means to refer the motion to the Board or a committee for a recommendation. They will bring the issue back to the members at a later time. The motion can be discussed before voting on it.
 - (c) **Table the motion:** This means to put off the motion for an indefinite time. It is usually used when members don’t want to discuss something, or to express their opinions. There is no discussion or debate before voting on the motion.
3. **Motion to take from the table:** When a motion has been tabled, it can be brought back to the members by a motion “to take from the table”. This must be on the agenda if it is at different meeting. There must be a seconder to the motion to take from the table. It can be discussed before voting on it. A simple majority is needed. The vote is by show of hands.
4. **Motions that waste time:** The chair can rule a motion out of order on the grounds that it is absurd or wasting time and not worth the members’ attention.

Rule 8: Interruptions

1. **Limits:** Members cannot interrupt another speaker or speak out of turn except in the specific situations stated in this rule. In all cases the interruption must be as brief as possible and not part of a debate. Members who want to interrupt under this rule should stand up and politely say what their interruption is about.
2. **Point of order:** Members can raise a point of order if they think that the meeting is not following the correct procedure or there is not a quorum at the beginning of a meeting or at the time of a vote. The chair rules on the point of order and takes any action that is necessary.
3. **Question of privilege (point of privilege):** Members who feel that there is a risk to the rights, safety or comfort of the members (or of one member) can raise a question of privilege. It may be a simple thing, such as the need for better ventilation, or for the use of a microphone. The chair rules on the question of privilege and takes any action that is necessary.
4. **Point of information:** Members can raise a point of information if they have an important piece of information or question and dealing with it will save time in the discussion. A point of information must be very brief. The chair rules on whether it is a point of information and what action should be taken.
5. **Appeals from the chair:** Members can appeal when they think a ruling of the chair is not correct. The appeal must be made immediately after the ruling. There must be a seconder. Both the member who appealed and the chair can give their reasons. There is no other debate or discussion. The chair does not step down. The question: “Do we confirm the decision of the chair?” is put to the vote. The chair does not vote. If the vote is tied, the chair’s ruling is confirmed.

Comment: The chair does not have to resign if an appeal is supported by a majority of members. Members have the right to decide how their meetings should run. An appeal is not a vote of confidence. It is simply a way for members to control their meeting.

Rule 9: Unacceptable Behaviour

1. **Vote of members:** If a member’s behaviour is unruly or inappropriate in a significant way that interferes with the conduct of a meeting, the member may be ejected from the meeting by vote of the members present. There is no discussion or debate. A simple majority is needed.
2. **With or without motion:** The chair can put the question to the members without a motion. A motion can also be made by anyone who is speaking on a motion or amendment, but only if the chair permits it. The motion needs a seconder.
3. **Refusing to leave meeting:** If a member does not leave the meeting after a motion has been passed to eject the member, the member will be considered in breach of the Organizational By-law. Repeated breaches are grounds for eviction under the Occupancy By-law. In addition, the chair or the meeting may take any other measures that are appropriate to remove the member from the meeting.