


North Bay Regional Health Centre  Centre régional de santé de North Bay	Policy/Procedure
Title Rules of Order Guidelines	Policy Number ADM-BO-013
Developer Governance Committee	Category Board of Directors
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1.0 Scope of Policy/Procedure

- This resource document is provided to support the Chairs of the Board and Committees, plus all Directors of the Board and Committees in dealing with the business at hand. It is recognized that in situations where the items under discussion are of a potentially divisive nature, close adherence of these rules of order are strongly recommended. However, under normal circumstances, only loose adherence to the rules of order is followed, at the discretion of the Chair.

2.0 Policy Statement

- Every Director has a right and a responsibility to take part in the whole business of the meeting. Every Director has the right to be listened to and heard in a respectful manner, particularly when the topic or discussion is contentious.

3.0 Procedure/Process

Action	Comment
Items requiring action need to be done so by a motion.	<ul style="list-style-type: none"> Helps keep everyone focused. Does not prevent reports being made. Does not prevent questions of clarification being asked.
Motions must be legally responsible in accordance with the bylaws of the hospital.	<ul style="list-style-type: none"> If not, the Chair must rule the motion out-of-order.
Motions must have a mover and a seconder, and be recorded.	<ul style="list-style-type: none"> Helps to clarify and focus the action to be taken. Recording of motion must occur before the vote is taken. The minutes will not identify the mover and seconder.
Types of Motions, in order of precedence: 1. Motion to adjourn meeting.	Motion to adjourn meeting can be moved at any time, including during the debate on another motion. <ul style="list-style-type: none"> Debate ends and the vote must be taken immediately.

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<p>2. Motion to adjourn debate.</p> <p>3. Motion to lay on the table.</p> <p>4. Motion to refer.</p> <p>5. Motion to amend.</p> <p>Motion to amend a motion to amend.</p>	<p>Motion to adjourn debate can be moved at any time.</p> <ul style="list-style-type: none"> • Debate ends and the vote must be taken immediately. • This does not stop someone from asking a question of clarification prior to the vote being taken. <p>Motion to table essentially sets aside all discussion on the motion and any amendments until a later time.</p> <ul style="list-style-type: none"> • Motion to table may state the specific time that the original motion and its amendments will be re-introduced. • If the motion to table does not state a specific time for the original motion and its amendments to be reintroduced, then unless a duly moved and seconded motion is approved to bring it back, it is 'tabled' indefinitely and essentially disappears. <p>Motion to refer allows a motion to be sent to a committee, usually for further information.</p> <ul style="list-style-type: none"> • A motion to refer should include a time for reporting back. <p>Motion to amend a motion on the floor must not significantly change the intent of the motion.</p> <ul style="list-style-type: none"> • If the Chair feels that the motion to amend significantly changes the intent, then it must be ruled out of order. • A motion to amend can be done by: <ul style="list-style-type: none"> • adding additional words or clauses or • deleting certain words or clauses or • substituting certain words or clauses for other words or clauses or • by deleting all words after "resolved" and substituting another set of words. • Once a motion to amend has been approved, the amended motion then replaces the original motion and must then be debated and voted on. • A motion to amend can be deemed as 'friendly' provided that no voting Director disagrees with it. No vote is needed in this case and the motion is amended. However if one voting Director objects, the motion to amend must be debated and voted on. <p>A motion to amend a motion to amend can become very confusing and requires all involved to focus clearly on the procedures and the order the motions were moved.</p> <ul style="list-style-type: none"> • Essentially motions are voted on in reverse order to when they were moved. • The last motion to be voted on is the original motion in its amended (if necessary) form.
<p>Other 'motion' situations:</p> <p>1. Request to withdraw a motion.</p> <p>2. Request to separate a motion.</p>	<p>A request to the chair to withdraw a motion can only be granted with the permission of all Directors present.</p> <ul style="list-style-type: none"> • It is not enough for just the mover and seconder to withdraw a duly moved motion. <p>A request to separate is used when a motion under discussion contains two or more distinct parts.</p> <ul style="list-style-type: none"> • This is not a motion but a request – so no vote is required. • The request is to the Chair who must comply. • The request can be for the motion to be divided into as many

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	<p>different motions as the requesting Director(s) wish.</p> <ul style="list-style-type: none"> Discussion and voting on the newly divided motion usually takes place in the same order the parts occurred in the original motion.
Speaking order during debate.	<ul style="list-style-type: none"> The mover shall have the right to speak first. When a Director is called on to speak, he/she should clearly identify whether he/she is speaking “for” or “against” the motion. Directors may only speak for or against a motion once, unless permission is given by all Directors. The mover has the right to close debate by being the last speaker. Although Directors may only speak for or against the motion once, Directors may ask questions of clarification as required.
Speakers to a motion.	<ul style="list-style-type: none"> The Chair decides the order in accordance with when he/she identifies a request to speak – usually by a Director raising his/her hand. While a Director is speaking, other Directors should show respect by not interrupting or having side conversations. When any Director is speaking to a motion, comments should be on topic and directed to the Chair (<u>not</u> to other individuals in the room).
Director dissatisfied with the Chair’s decision.	<ul style="list-style-type: none"> Sometimes referred to as “Challenging the Chair”. Used when a Director does not agree with a decision made by the Chair. Once a “challenge” is put forth, the Chair shall: <ul style="list-style-type: none"> request the “challenger” to state why he/she disagrees with the decision, and state why he/she made the decision, and without any debate, conduct a vote of all Directors on whether to “uphold the challenge”. A majority vote will nullify the Chair’s decision and the meeting will resume at the interrupted item of business.
Methods of voting <ul style="list-style-type: none"> show of hands standing ballot recorded 	<ul style="list-style-type: none"> Show of hands is the usual method. Standing vote is usually done for large groups. Ballot vote as per the by-laws. Recorded vote as per the by-laws. <ul style="list-style-type: none"> Recorded votes do not normally occur on motions to amend.
Decline to vote.	<ul style="list-style-type: none"> Directors are encouraged not to decline to vote unless they have good cause – i.e. a conflict-of-interest. A Director who declines to vote is usually considered to have voted with the majority.
Election of Officers: 1. Board Chair 2. Board Vice-Chairs	<p>President - CEO presiding</p> <ul style="list-style-type: none"> Nominated by a Director, no seconder, and nominated Director must agree to have name stand. Close nominations once there are no others. If one nomination, then acclaimed. If more than one nomination, then <ul style="list-style-type: none"> Each nominee has 1 minute to speak Vote is by secret ballot Nominees are eligible to vote Votes counted by CEO and one other Director not standing for officer and chair selection. <p>Vice-Chairs – Chair presiding</p>

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<p>3. Committee Chairs</p>	<ul style="list-style-type: none"> • Nominated by a Director for each Vice Chair position, no seconder, and nominated Director must agree to have name stand. • Close nominations once there are no others. • If one nomination, then acclaimed. • If more than one nomination, then <ul style="list-style-type: none"> • Each nominee has 1 minute to speak • Vote is by secret ballot • Nominees are eligible to vote <p>Votes counted by CEO and one other Director not standing for officer and chair selection.</p> <p>Committee Chairs – Senior Team Liaison presiding at a committee meeting.</p> <ul style="list-style-type: none"> • Nominated by a voting Director of the committee. • Close nominations once no more nominations. • If one nominee, then acclaimed. • If more than one nominee, then <ul style="list-style-type: none"> ▪ Each nominee has 1 minute to speak ▪ Vote is by secret ballot ▪ Nominees are eligible to vote ▪ Votes counted by CEO and one other Director not standing for officer and chair selection.
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4.0 Stakeholder Review

Committee Stakeholders	Month/Year Reviewed
Governance Committee	October 2021
Board of Directors	November 2021

5.0 Approval

Signing Authority Signature	Date Signed
Chair, Board of Directors	November 11, 2021