

## **CVCBDMA Board Meeting — October 10, 2006**

The Governance Committee recommends that the Board adopt the following standing rule. This requires a two-thirds vote.

### **Proposed Motion:**

Resolved, that the Board adopt the following as a standing rule of order:

At a regular monthly meeting of the Board of Directors, if quorum is not present, the Board may conduct activities that do not require a formal action or motion, including, but not limited to, hearing reports, programs, and discussion.

### **Background:**

At the September Board meeting, a question was raised as to whether the Board is permitted to meet without quorum to hold discussions or hear committee reports, even when no formal action is possible. Although Robert's Rules prohibits formal action and almost all motions in the absence of quorum, hearing reports and holding discussions does not constitute formal action and does not require making motions.

Based on the suggestion of a professional parliamentarian, we recommend that the Board adopt a standing rule to make it clear that we are allowed to conduct these activities without quorum.

For details, see the parliamentary opinion dated October 9, 2006 that Emil Volcheck submitted to the Board.