



# Homeless Services Consortium of Dane County (HSC) Board of Directors Standing Rules of Order

Adopted 12/18/2020

## I. PREAMBLE

The Homeless Services Consortium of Dane County (HSC) Board of Directors has adopted this method of meeting facilitation and consensus decision-making with several important objectives:

- To further the HSC's goals of equity and inclusion
- To conduct meetings in a way that is easy to learn and feels "natural" to participants
- To avoid disenfranchising those who hold a minority view
- To use a decision-making structure that supports a positive culture of asking questions and getting input from all Board Members

In developing this document and these methods, the HSC Board owes a debt to the American Association of Philosophy Teachers. This organization's Standing Rules of Order, adopted in 2013, served as a valuable template for the construction of this method. Furthermore, like the Standing Rules of Order of the AAPT, the guidelines presented here share with Martha's Rules several expectations for participants:

- Participants must be willing and able to listen carefully to what others are saying. That is, everyone must make a good faith effort to understand each other.
- Participants must be trusting and brave enough to speak their truth; participants should make every effort to be clear but there is no requirement or expectation to always present well-formed arguments on the spot.
- Participants must prioritize the group's mission over their own preferences and agendas.
- Participants may disagree with ideas, but will never attack or disparage individuals for expressing those ideas.

## II. GENERAL OPERATING GUIDELINES AND DEFINITIONS

### **Facilitation:**

Meetings, either in person, electronically, or via teleconference, will be moderated by a designated member of the Executive Committee the designated officer. In most cases this will

be the President (or the Vice President if the President is unavailable), but the Executive Committee the Board may agree upon an alternate facilitator.

Despite there being a designated facilitator, all Board Members have a shared responsibility to ensure that these standing rules are followed.

**Agendas:**

The Executive Committee of the Board will prepare an agenda of the topics anticipated to be discussed. The agenda will be posted publicly at least 24 hours before any meeting of the Board.

**Quorum:**

While a quorum is not needed for Board meetings to begin, a quorum of a majority of Board Members must be present for any *Action Items* to be discussed or voted on. All Members in voting seats will be counted when determining whether a quorum is present, regardless of individual Members' ability to vote on a particular item.

III. MEETING OPENING AND INTRODUCTORY ITEMS

**Opening the Meeting:**

The facilitator will begin the meeting no later than 5 minutes after the scheduled start time with the participants who are present. No particular number of Board Members or quorum need be present for the meeting to start.

**Expectations for Participants:**

The facilitator will review aloud the expectations for all meeting participants:

- Listen carefully to what others are saying and make a good faith effort to understand one another.
- Be trusting and brave enough to speak your truth.
- Prioritize the group's mission over your own preferences and agendas.
- You may disagree with ideas, but never attack or disparage individuals.

**Introductions:**

Board Members will introduce themselves by stating their name, the type of Board seat they occupy, any Board leadership positions they hold, and any affiliations or other information they wish to share. Guests will be asked to introduce themselves by stating their name and any affiliations or other information they wish to share.

## **Guest Welcome:**

If applicable, the facilitator will provide a welcome to any guests attending the meeting and will review aloud these guidelines for guest participation in HSC Board Meetings, as applicable:

- Guests are valued attendees. For in-person meetings, guests may sit wherever they feel most comfortable, including at the meeting table (space permitting).
- Guests may be able to offer different and important perspectives on particular agenda items, and guest participation is welcomed. However, due to time constraints, some limits on guest participation will be observed:
  - Guests are asked to limit their contributions to one question or a statement of two (2) minutes or less per agenda item.
  - Guests are asked to self-monitor the length of their participation. However, the Board Vice President or another designee will also keep track of this and will help remind guests when their time for comment is coming to a close if needed.
- If Guests are asked direct questions by Board members regarding an agenda item, they may answer these, even if they have already spoken on that item.
- In the event that a guest is listed on the agenda to present on or speak to a particular item, the limits listed above will not apply.
- Guests who wish to see a particular topic addressed by the Board of Directors are encouraged to contact the Executive Committee to request that the topic be added to the agenda for a future meeting.

## **Approval of Minutes:**

The minutes from the previous Board meeting will be reviewed and approved by consensus (see process below). The Initial Proposal for approval of minutes will be put forward by the facilitator and will be to approve the minutes as presented to the Board.

## **IV. AGENDA ITEMS**

### **Reports:**

*Reports* from committees, officers, Board Members, or guests are designed for information to be shared with the Board of Directors during official Board meetings. Follow-up questions and discussion are encouraged.

### **Discussion Topics:**

*Discussion Topics* create space on the agenda for open conversation about a particular subject. These discussions may generate ideas for *Action Items* or may lead to follow-up work being assigned to a committee or workgroup.

## Action Items and Proposals:

*Action Items* are agenda items that ask the Board of Directors to make a decision to take some kind of action. All Board Members are encouraged to engage in discussion about *Action Items*, except in the case of a conflict of interest. Board Members must disclose any conflicts of interest with regards to a particular *Action Item* when it is introduced, and Members with such a conflict must recuse themselves from all discussion and voting on that item. If the meeting facilitator has a conflict of interest, an alternate facilitator should preside over the part of the meeting dealing with that *Action Item*.

Each *Action Item* will have a designated individual, listed on the agenda, who will explain it. This individual may or may not be a Board Member. In addition to introducing the *Action Item*, the designated individual will introduce an Initial Proposal in writing or an alternative visual format (such as a table). This Initial Proposal (like all Proposals) will make a recommendation for the Board to take a specific action related to the action item. The Initial Proposal is not intended to carry any greater weight or significance than other Proposals put forward. It is designed to create a baseline for discussion about what actions could be taken by the Board.

Discussion will follow. It is normal, natural, and expected that one or more Alternate Proposals may be put forward for consideration. Conversation may naturally move between Proposals; discussions will not be linear, and the Board should not attempt to eliminate one option before addressing others. However, during this process every effort should be made to ensure that all participants know what Proposal is being discussed at any given time. Questions are encouraged and should be solicited by the facilitator.

The following should be observed regarding all Proposals:

- Proposals may be introduced by any Board Member (unless recused) and presented in any format. However, all proposals not submitted in writing should be put in writing or an alternative visual format prior to any voting.
- Proposals must be specific as to the actions to follow from its adoption.
- If the group wishes to have an issue explored further and then brought back as an *Action Item* at a later time, the chosen Proposal should state this and specify a method for this review.
- Proposals (including the Initial Proposal) belong to the group. The person who proposed it no longer “owns” the Proposal and it cannot be withdrawn.
- Amendments to Proposals may be suggested by any Board member and adopted by consensus.

The group should move on to voting once the following has occurred:

- One or more Proposals for an *Action Item* have been put forward in writing (or an alternative visual format).
- All Members (unless recused) have had the opportunity to make an Alternate Proposal or voice their opinion on the Proposal(s) being considered, if they wish.

## V. VOTING

There are two possible stages of voting in this model. Stage 1 (Consensus Check) is always used. If no proposal is adopted in Stage 1, the group proceeds to Stage 2.

Only HSC Board of Directors Members occupying voting seats (and who have not recused themselves) may participate in either Stage of voting.

### **Stage 1 - Consensus Check:**

The purpose of the Consensus Check is to gauge how the group feels about a specific Proposal. When multiple Proposals are being considered for the same *Action Item*, a Consensus Check will be conducted for each. If a Proposal is adopted during the Consensus Check this is considered a decision on the action item and voting does not proceed to Stage 2.

### **Proposal Consensus Checks:**

- a. The facilitator states the specific Proposal being considered, referring members to the written/visual version of the Proposal.
- b. The facilitator asks (and the facilitator or a designee takes count of):
  - Who likes the proposal?
  - Who can live with the proposal?
  - Who is uncertain about the proposal?
  - Who is uncomfortable with the proposal?
- c. The facilitator reports the results (how many voters fell into each category) to the group.
- d. This process is repeated with all Proposal options for a particular *Action Item*.

### **Interpretation of the Consensus Checks:**

- a. If all voting Members “like” or “can live with” a Proposal, that Proposal is considered as having Consensus. If it is the only Proposal with Consensus it is adopted.
- b. If more than half of voting Members are “uncomfortable” with a Proposal, that Proposal will be scratched (removed from consideration).
- c. If no Proposal has Consensus, there should be further discussion about the active Proposals including:
  - Members who indicated they are “uncomfortable” are asked to share what makes them uncomfortable (i.e. what they believe is wrong with the proposal).

- Members who indicated they are “uncertain” are asked to share what makes them uncertain (i.e. what additional information is needed).
- The entire group is then invited to offer explanations, thoughts, or information to address discomfort and/or uncertainty and move the group toward Consensus.

Repeated Consensus Checks may be conducted to gauge whether Member feelings have changed. Discussion continues until: 1. Consensus is reached on one or more proposals, or 2. It is determined that Consensus on the Proposal is not possible.

If two or more Proposals have Consensus, the Proposal with the greatest number of “Likes” (as opposed to “Can live withs”) will be adopted.

### **Final Consensus Check:**

If one Proposal has Consensus the Final Consensus Check will ask voting members to confirm that the Proposal should be adopted. If more than one Proposal has Consensus, the facilitator should remind the group of which Proposal was preferred by the Members (which had a greatest number of Members indicate that they “like” the Proposal) and the Final Consensus Check will ask whether that Proposal should be adopted.

If no Members are “uncomfortable” or “uncertain” during the Final Consensus Check, the Proposal is adopted, and the Board will take the actions laid out in that Proposal. If any members are “uncomfortable” or “uncertain” about adopting the Proposal, further discussion will follow.

### **Stage 2 – Majority voting:**

The purpose of the majority voting stage is to provide a potential mechanism for action when Consensus is not possible. Stage 2 should only be utilized when no Proposal can be adopted through Consensus.

#### **Procedure for majority voting:**

- a) The question at hand for every vote in Stage 2 is: “Should we implement this Proposal over the stated concerns and/or uncertainties of the minority, when a majority of us think that it is workable?”
  - “yes” means favoring majority rule in this situation
  - “no” means postponing the decision because Consensus cannot be reached
  - These are the only two options allowed under this vote (no abstentions).
- b) If the “yes” votes win, the Proposal is adopted.
- c) If the “no” votes win, the Proposal is not adopted, and the group faces a few options:

- Generate one or more new Proposals, taking into account the concerns of the “uncomfortables”/“uncertains”
- Accept that the issue cannot be decided at this time, and the *Action Item* must be considered at a later date.

## VI. CONCLUDING THE MEETING

All Board meetings will have a scheduled end time. In adjourning a meeting it should be recognized that both the topics being discussed and the other commitments of attendees are important.

With at least 10 minutes remaining before the scheduled end time, the facilitator will give an opportunity for Board Members to introduce an *Action Item* and Proposal to address any problems of timing.

Examples: Proposals to address problems of timing could include a proposal to postpone a remaining agenda item until a future meeting, to continue the meeting for 30 minutes past the scheduled end time, or to end the meeting early.

If there is Consensus about such a Proposal, it will be adopted. If Consensus cannot be reached, or if no *Action Item* regarding the end of the meeting is introduced, the facilitator may adjourn the meeting within five (5) minutes before or after the scheduled end time by stating that the meeting is adjourned.