

TRIBAL CODE

CHAPTER 14:

RULES OF PARLIAMENTARY PROCEDURE ORDINANCE

CONTENTS:

14.101 Short Title 14-3

14.102 Purpose and Authority 14-3

14.103 Scope 14-3

14.104 Interpretation 14-3

14.105 Definitions 14-3

14.106 Agenda 14-5

14.107 Action on Agenda Item 14-7

14.108 Debate 14-7

14.109 Voting 14-7

14.110 Personal Interest 14-8

14.111 Ordinances, Resolutions and Motions 14-8

14.112 Order of Precedence 14-9

14.113 Main Motions 14-9

14.114 Procedural Motions 14-9

14.115 Privileged Motions 14-10

14.116 Subsidiary Motions 14-12

14.117 Incidental Motions 14-15

14.118 Recall Motions 14-17

14.119 Disciplinary Procedures 14-19

14.120 Special Meetings Called by the Board of Directors 14-19

HISTORY NOTE:

Current Ordinance:

Resolution 2013-130, adopted June 3, 2013, adopts Tribal Code Chapter 14: Rules of Parliamentary Procedure Ordinance, effective immediately, and rescinds all earlier Rules of Parliamentary Procedure Ordinances.

Prior Ordinance:

Resolution 2003-176, adopted December 16, 2003 adopts Tribal Code Chapter 14: Rules of Parliamentary Procedure Ordinance, effective December 16, 2003. With the permission of the South Carolina Association of Counties, the *Model Rules of Parliamentary Procedure for South Carolina Counties* was used as a template in drafting Tribal Code Chapter 14: Rules of Parliamentary Procedure Ordinance.

Amendments:

- Resolution 2023-244, adopted July 18, 2023, amending §14.119 (3)...Disciplinary Procedures.
- Resolution 2023-189, adopted May 31, 2023, amending §14.118(3)(a)...Recall Motions.
- Resolution 2022-187, adopted June 11, 2022, amending 14.109 (1)(A).
- Resolution 2020-73, adopted March 17, 2020, amended by adding §14.109 (1) (A)Video Conferencing, state of emergency. **Rescinded by Res. 2022-187**
- Resolution 2017-135, adopted July 11, 2017, amended by adding §14.105(10) (f) “Conservation Committee...”
- Resolution 2016-189, adopted August 2, 2016, amended §14.106 by adding a subsection (7) “Cancellations and Rescheduling”.
- Resolution 2014-229, adopted December 9, 2014, amending §14.106 by adding new subsection (6), “emergency cancellations and rescheduling”.
- Resolution 2012-206, adopted October 16, 2012, amending §14.106, “Agenda”.
- Resolution 2009-182, adopted August 25, 2009, amends §118 (1) (a).
- Resolution 2009-25, adopted February 3, 2009, adds §14.120, “Special Meetings”.
- Resolution 2007-25, adopted January 16, 2007, amends §14.105 (7) “Regular Meetings”.
- Resolution 2006-130, adopted October 31, 2006, amends §14.109 (1) Voting.
- Resolution 2006-93, adopted August 1, 2006, amends §14.106 (2) Agenda items.
- Resolution 2004-29, adopted March 16, 2004 amending §14.106 Agenda (3) and §14.118 Recall Motions (3) (a).

TRIBAL CODE

CHAPTER 14:

RULES OF PARLIAMENTARY PROCEDURE ORDINANCE

14.101 Short Title.

This Chapter may be cited as the “Rules of Parliamentary Procedure.”

14.102 Purpose and Authority.

The purpose of this Chapter is to establish Rules of Parliamentary Procedure to ensure the orderly transaction of business in meetings, to facilitate the smooth functioning of the Board of Directors and Subordinate Boards, and to establish a firm basis for resolving questions of procedure which arise during meetings. Authority for this Chapter is Article VII (g) of the Tribal Constitution and Article I of the Tribal Bylaws.

14.103 Scope.

These Rules of Parliamentary Procedure shall apply to all meetings of the Board of Directors and shall apply to Subordinate Boards unless the context of a rule clearly indicates otherwise. These Rules of Parliamentary Procedure and Robert’s Rules of Order Newly Revised were adopted to assist the Board of Directors and Subordinate Boards in conducting orderly and productive meetings. Any deviation from or waiver of these Rules of Parliamentary Procedure or Robert’s Rules of Order Newly Revised shall not affect or void any action taken by the Board of Directors or any Subordinate Board. Furthermore, such deviation or waiver does not convey any right or cause of action to third parties.

14.104 Interpretation.

In all cases not covered by these Rules of Parliamentary Procedure, the Board of Directors and Subordinate Boards shall look to the applicable rules contained in the current edition of Robert’s Rules of Order Newly Revised. In the event of a conflict between these Rules of Parliamentary Procedure and the applicable rules as contained in the current edition of *Robert’s Rules of Order Newly Revised*, these Rules of Parliamentary Procedure shall control.

14.105 Definitions.

For purposes of this Chapter, certain terms are defined in this Section. When not inconsistent with the context, words used in the present tense include the future, words in the singular number include the plural number, words in the plural number include words

in the singular, and words in the masculine gender include the feminine gender. The word “shall” is mandatory and not merely directory.

(1) “Board” or “Board of Directors” shall mean the governing body of the Tribe.

(2) “Board Workshop” or “Workshop” shall mean a meeting of the Board of Directors that is noticed as a Workshop, is held under relaxed parliamentary rules solely for the purpose of informal discussion of issues, and at which the Board engages in no actual voting or formal decision-making.

(3) “Chairperson” shall mean the Chairperson of the Board of Directors as set forth in Article II, Section I of the Tribal Bylaws.

(4) “Closed Session” shall mean those meetings or portions of meetings of the Board of Directors which Tribal members cannot attend, unless specifically invited, as set forth in Tribal Code Chapter 96: Open Meetings Ordinance

(5) “Simple Majority” shall mean more than half of the Board members who actually vote, provided a Quorum is present, excluding abstentions.

(6) “Positive Majority” shall mean a majority of the members of the Board of Directors, regardless of whether they are present. (This term has the same meaning as the term “majority vote” as used in the Tribal Constitution.)

(7) “Quorum” shall mean a majority of the Board of Directors in accordance with Article I, Section 5 of the Tribal Bylaws or the minimum number of members of a Subordinate Board, as set forth in the applicable ordinance, charter or bylaws.

(8) “Regular Meetings” shall mean those meetings held during the first and third week of each month by the Board of Directors pursuant to Article I, Section 1 of the Bylaws.

(9) “Special Meetings” shall mean those meetings that are called by the Chairperson or by a Positive Majority vote of the Board of Directors pursuant to Article I, Section 2 of the Bylaws.

(10) “Subordinate Boards” shall mean the following boards established by the Board of Directors:

(a) Economic Development Commission established pursuant to Tribal Code Chapter 40: Economic Development Commission Charter;

(b) Housing Authority Commission established pursuant to Tribal Code Chapter 90: Housing Authority Ordinance;

(c) Building Authority established pursuant to Tribal Code Chapter 91: Building Authority Charter;

(d) Utility Authority established pursuant to Tribal Code Chapter 92: Utility Authority Ordinance; and

(e) Gaming Authority established pursuant to Tribal Code Chapter 94: Gaming Authority Charter.

(f) Conservation Committee established pursuant to Tribal Code Chapter 22: Conservation Committee.

(11) “Two-Thirds Majority” shall mean at least two-thirds of the Board members who actually vote, provided a Quorum is present, excluding abstentions.

(12) “Tribe” shall mean the Sault Ste. Marie Tribe of Chippewa Indians.

14.106 Agenda.

(1) Notice of Meetings. The administrative secretary of the Board of Directors shall give all Board members written notice of all Regular Meetings at least five (5) calendar days in advance of such meetings. The administrative secretary shall give all Board members written notice of all Special Meetings at least five (5) calendar days in advance of such meetings. The administrative secretary shall give all Board members written notice of all Board Workshops at least five (5) calendar days in advance of such Workshop.

(2) Notice of Agenda. The administrative secretary shall prepare the agenda for each Regular or Special Meeting to include all items submitted by any member of the Board of Directors and will provide the agenda to all Board members at least five (5) calendar days in advance of each such Meeting. In addition, at that time the administrative secretary shall post the agenda in the Tribe’s offices and web site.

(3) Changes to Agenda. Immediately following roll call at any Regular Meeting, the Board of Directors may vote by Simple Majority to remove an item from the agenda for the present meeting. Immediately following roll call at any Regular Meeting, the Board of Directors may vote by Simple Majority to add an item to the agenda for the present meeting, provided written notice of intent to make a motion to add the item to the agenda which details the complete substance of the proposed motion, including a copy of any proposed resolution, is provided to all Board members at least five (5) days in advance of the meeting. The agenda for any Special Meeting shall be limited to those specific items included on the agenda given to Board members with the written notice of the Special Meeting.

(4) Urgent Matters. In the event that an urgent matter arises requiring immediate consideration by the Board of Directors and it is not practical to provide the full five (5) day written notice required under subsection (2) and (3), the notice requirement may be waived and the matter added to the agenda of a regular or Special Meeting only upon motion and approval by nine members of the Board of Directors.

(5) Workshops. Board meetings noticed and conducted as Workshops may be conducted under relaxed parliamentary rules and without a formal agenda so as to facilitate informal discussion and fact gathering; however, no votes may be taken and no binding decisions may be made at a Board Workshop.

(6) Emergency Cancellations and Rescheduling. In the event of severe weather or other similar emergency that makes it dangerous to hold a scheduled meeting or workshop, the Chairperson or the Board of Directors by taking consent by majority vote of the Directors, may cancel a meeting or workshop or may reschedule it to a later date and time. If a meeting is rescheduled to another date it shall be deemed called as a special meeting and shall comply with Section 2 of the Bylaws of the Constitution of the Sault Tribe of Chippewa Indians.

(7) Cancellations and Rescheduling. The Board of Directors by taking consent by positive majority vote of the Directors, may cancel a meeting or workshop or may reschedule it to a later date and time. If a meeting is rescheduled to another date it shall be deemed called as a special meeting and shall comply with Section 2 of the Bylaws of the Constitution of the Sault Tribe of Chippewa Indians.

14.107 Action on Agenda Item.

Action on agenda items shall occur in accordance with following procedure, as applicable:

(1) The Chairperson shall introduce each item on the agenda and shall briefly summarize each agenda item and describe any supporting documentation.

(2) The Chairperson, the Secretary of the Board of Directors or the administrative secretary of the Board of Directors shall read the resolution.

(3) After each agenda item is introduced or the resolution is read, or both as applicable, the Chairperson may ask the individual or a representative of the entity (excluding Board Members) that submitted the agenda item to explain the item.

(4) At the conclusion of the explanation, the Chairperson shall open the floor for Board members to ask questions regarding the agenda item.

(5) At the conclusion of Board member questions, the Chairperson may open the floor for Tribal members to ask questions regarding the agenda item.

(6) At the conclusion of any Tribal members' questions, the Chairperson shall call for a main motion on the agenda item.

(8) If a main motion is made, the Chairperson shall ask for a second to support the main motion.

(9) If a main motion is made and seconded, the Chairperson shall state the question.

(10) After the question is stated, the Chairperson shall open the floor for Board members to debate the main motion in accordance with Section 14.108.

(11) A vote on the main motion may be proposed in accordance with Section 14.109(3).

14.108 Debate.

(1) Debate is the discussion on the merits of a pending question to determine if the issue should be adopted. The Chairperson shall manage debate in an impartial manner. Board members shall participate in the debate only when they are recognized by the Chairperson.

(2) During debate a Board member may interrupt another Board member who has the floor only as set forth in Sections 14.113 and 14.115 through 14.118.

(3) The Board member making a motion is entitled to speak first, and the Chairperson shall recognize Board members who have not spoken on an issue ahead of those who have previously spoken on the issue.

(4) During debate, each Board member, excluding the Chairperson, is permitted to speak no more than twice on an issue and a maximum of ten (10) minutes each time. During debate, the Chairperson is permitted to speak once on any issue. Any such comment from the Chairperson shall occur after all other Board members have completed debate and shall be limited to a maximum of ten (10) minutes.

14.109 Voting.

(1) The preferred method of voting by Board members is by voice vote, although the Chairperson may call for a show of hands. A roll call vote may be ordered by a Simple Majority vote of the Board, or by unanimous consent. The demand for a roll call vote is in order before the voice vote has been taken. A Board member may not explain his or her vote while voting. Neither proxy nor telephone voting shall be permitted.

(a) Video Conferencing with voting shall be permitted for the Board of Directors and Committees, unless prohibited by federal law.

(2) In accordance with Article II, Section 1 of the Tribal Bylaws, the Chairperson shall vote only in the case of a tie, unless otherwise provided by the Tribe's Constitution and Bylaws.

(3) In the case of debatable motions, the vote can be proposed in one of two ways. First, if debate has been completed and no other Board member wishes to speak, the Chairperson can call for the vote. If there are no objections, the Chairperson can proceed with the vote. Second, if the Chairperson calls for the vote and there is an objection, a Board member may make a motion to call for the question. If the motion to call for the question is approved by a Two Thirds Majority, debate will stop as well as the making of all Subsidiary Motions. The administrative secretary of the Board of Directors

will then read the proposed main motion to the Board and ask for the votes of the Board members. If this motion to call for question is not approved by a Two Thirds Majority, the debate will continue until stopped in accordance with the provisions of this Chapter.

14.110 Personal Interest.

(1) Pursuant to Article I, Section 6 of the Tribal Bylaws, no member of the Board of Directors shall cast a vote on any matter in which the Board determines by a Positive Majority vote that said Board member may have a personal interest in the matter.

(2) It is the responsibility of each individual Board member to notify the Chairperson of any potential personal interest in any matter upon which the Board of Directors is to vote, provided that the failure of a Board member to so notify the Chairperson shall not prohibit another Board member from raising the potential personal interest of another Board member.

(3) At any time prior to a Board member voting, another Board member may make a motion to prohibit the Board member from voting on any matter in which the member may have a personal interest. The Board member who is the subject of the motion shall not vote on the motion. If the motion passes, the Board member shall not vote on the matter. Nothing in this provision shall preclude a Board member from abstaining from a vote if the member believes that he potentially may have personal interest in the matter, in the event the above described motion is not made or does not pass.

14.111 Ordinances, Resolutions and Motions.

(1) The Board of Directors will act by ordinance as follows:

(a) When adopting or establishing rules governing the conduct of members of the Tribe or other persons within the territorial jurisdiction of the Tribe; and

(b) When creating any regulatory commission, or any other subordinate entity, particularly when any powers of the Board of Directors are to be delegated to any such entity.

(2) The Board of Directors will act by resolution as follows:

(a) If the matter is one that the Tribal Constitution and Bylaws or any Tribal ordinance require a resolution;

(b) If the matter consists of amendment to any ordinance, charter or bylaws of a Subordinate Board or any other subordinate entity;

(c) If a certificate showing the authority granted to the Board of Directors by the Tribal Constitution and Bylaws to perform a certain act is required or is likely to be required at some future date;

(d) If the matter regulates the management of the Tribe or a subdivision of the Tribe and is meant to be permanent until changed; and

(e) If the matter is one that is likely to be referred to from time to time.

(3) All decisions, actions or directives of the Board of Directors, which are not memorialized by ordinance or resolution, shall be made by motion and vote conducted in accordance with this Chapter.

14.112 Order of Precedence.

Robert's Rules of Order Newly Revised states in detail the order of precedence of motions. However, given the complexity of the rules governing order of precedence contained in *Robert's Rules of Order Newly Revised*, it is necessary to clarify in Sections 14.113 and 14.115 through 14.118 the order of precedence to be applied under these Rules of Parliamentary Procedure. While privileged motions, subsidiary motions and recall motions have an order or precedence, incidental motions have no precedence among themselves, and subject to the exceptions stated in Section 14.117 incidental motions generally must be decided as they arise. A motion that has precedence is in order when made, and a motion that does not have precedence is out of order when made. When a motion is made in order, the Board of Directors shall consider it in a manner appropriate for that motion as described in Sections 14.113 and 11.115 through 14.118.

14.113 Main Motions.

(1) In order for the Board of Directors to take official action on any subject, a Board member who has the floor must first propose a main motion. The Chairperson shall not recognize a main motion until another Board member has seconded the motion. The Board members who moved and seconded a motion are not required to support the motion. A main motion can be debated, amended and reconsidered.

(2) Main motions take precedence over nothing. They yield to all privileged, subsidiary and applicable incidental motions.

14.114 Procedural Motions.

During debate, Board members may introduce procedural motions, including those motions described in Sections 14.115 through 14.118. Procedural motions are used to facilitate the orderly discussion of business before the Board of Directors and allow the Board to focus on one issue at a time. Procedural motions are divided into privileged motions, subsidiary motions, and incidental motions and recall motions and are further described in Sections 14.115 through 14.118.

14.115 Privileged Motions.

The five privileged motions discussed below do not relate to pending business, but rather relate to special matters of immediate importance, which are permitted to interrupt the consideration of anything else. The specific characteristics of each privileged motion are set forth below.

(1) Motion to Adjourn.

(a) An unqualified motion to adjourn (does not mention a time for adjourning or meeting again) requires that the meeting end immediately and reconvene at the next regularly scheduled meeting. The motion to adjourn is privileged only if it is unqualified. If the motion is to adjourn at some point in the future, it is a main motion. The motion to adjourn cannot be amended, debated or reconsidered. It requires a second. It requires a Simple Majority vote for passage.

(b) A motion to adjourn cannot interrupt another who has the floor. It can be raised at anytime, except when a vote is being taken, verified or announced. It takes precedence over all motions except a motion to reconsider.

(2) Motion to Recess.

(a) A recess is a short intermission, taken immediately upon passage. After the recess, the meeting takes up at the same point where it was interrupted. The motion to recess is privileged only if the recess is to be taken immediately. If the motion is to recess at some point in the future, it is a main motion. The motion to recess cannot be debated or reconsidered, but can be amended as to the duration of the recess. It requires a second. It requires a Simple Majority vote for passage.

(b) A motion to recess is out of order if another has the floor. It cannot be raised if a vote is being taken, verified or announced. It takes precedence over all subsidiary motions and the privileged motions of motion to raise a question of privilege, motion to convene a Closed Session and motion to follow the agenda and all incidental motions except those that must be disposed of before the motion to recess is voted on. It yields to the privileged motion of motion to adjourn and the recall motion of motion to reconsider

(3) Motion to Raise a Question of Privilege.

(a) A motion to raise a question of privilege is a device to allow Board of Directors to take up a matter for immediate consideration because of its urgency. The motion cannot be amended, debated or reconsidered, but it can be appealed. The Chairperson shall rule on the motion, but a vote may be taken if the decision of the Chairperson is appealed. Generally there are two types of questions of privilege-questions relating to the privilege of the Board of Directors as a body,

and questions of personal privilege. If the two come up together, a question of Board privilege takes precedence over a question of personal privilege. It does not require a second, unless stated in the form of a motion.

(b) A motion to raise a question of privilege can interrupt another who has the floor. It cannot be raised if a vote is being taken, verified or announced. It takes precedence over all subsidiary motions and the privileged motions of motion to convene a Closed Session and motion to follow the agenda and all incidental motions except those that must be disposed of before the motion to raise a question of privilege is voted on. It yields to the privileged motions of motion to recess and motion to adjourn and the recall motion of motion to reconsider.

(4) Motion to Convene a Closed Session.

(a) Closed Sessions shall be convened and conducted in accordance with Tribal Code Chapter 96: Open Meetings Ordinance. A properly stated motion to convene a Closed Session provides an appropriate reason for convening the Closed Session. If a valid reason is not stated, the Chairperson may inquire, or if the reason is obvious, provide the reason when restating the motion. The motion can be amended and debated only in regard to stating the appropriate reason or reasons for convening the session; however, it cannot be reconsidered. A public vote is required on the motion prior to convening the Closed Session. It requires a second. It requires a Simple Majority vote for passage.

(b) A motion to convene a Closed Session can interrupt another who has the floor. It cannot be raised if a vote is being taken, verified or announced. It takes precedence over all subsidiary motions and the privileged motion of motion to follow the agenda and all incidental motions except those that must be disposed of before the motion to convene a Closed Session is voted on. It yields to the privileged motions of motion to raise a question of privilege, motion to recess and motion to adjourn and to the recall motion of motion to reconsider.

(5) Motion to Follow the Agenda.

(a) A motion to follow the agenda is used to get a meeting back on schedule and is appropriate when the meeting has been allowed to digress or when a specific time scheduled for an item of business has arrived and the Chairperson has failed to take notice. Any Board member can make a motion to follow the agenda. Once the motion is made, it will be considered adopted, and as such, the Chairperson shall follow the agenda or put the motion to a vote. The motion cannot be amended, debated or reconsidered. It does not require a second. It requires a Two-Thirds Majority to overrule the motion.

(b) A motion to follow the agenda can interrupt another who has the floor. It cannot be raised if a vote is being taken, verified or announced. It takes precedence over all motions except all other privileged motions and all incidental

motions except those that must be disposed of before the motion to follow the agenda is voted on. It yields to the recall motion of motion to reconsider

14.116 Subsidiary Motions.

The seven subsidiary motions listed below help the Board of Directors reach a decision on other pending motions, usually a main motion. Subsidiary motions are always applied to and relate directly to the pending motion. They are designed to expedite business by disposing of the pending motion other than by rejecting or adopting it. The specific characteristics of each subsidiary motion are set forth below.

(1) Motion to Table.

(a) A motion to table proposes that the consideration of a motion be postponed until a later time. It is an appropriate motion that allows the Board of Directors to take up a more pressing matter out of order and to return later to the tabled motion. The main motion can be brought back for consideration if the Board of Directors pass a motion to recall from the table. A motion that has been laid on the table will die if it has not been taken from the table by the close of the Regular Meeting following the meeting in which the motion was tabled. The motion to table cannot be amended, debated or reconsidered. It requires a second. It requires a Simple Majority vote for passage.

(b) A motion to table is out of order if another has the floor. It takes precedence over all subsidiary motions and over any privileged motions that are pending when it is made. It yields to all other privileged motions, and to motions that are incidental to the motion to table.

(2) Motion to Call for the Question.

(a) A motion to call for the question, if passed, cuts off debate and forces an immediate vote on the pending issue. It can be applied to any pending motion or motions requiring a vote. It is not debatable or amendable, but it can be reconsidered up until a vote taken on the called question. It requires a second. It requires a Two-Thirds Majority vote for passage.

(b) A motion to call for the question is out of order if another has the floor. It takes precedence over all debatable or amendable motions to which it is applied and over the subsidiary motions of motion to limit or extend debate, motion to postpone to a time certain, motion to refer to committee, motion to amend and motion to postpone indefinitely. It yields to the subsidiary motion of motion to table, to all privileged motions and to all applicable incidental motions.

(3) Motion to Limit or Extend Debate.

(a) The motions to limit or extend debate change or place time constraints on the length of debate. The details of such motions are to be provided by the Board member making the motion. They can be applied to any motion that is debatable. Debate is not allowed on either the motion to limit or extend debate, nor can either be reconsidered, but the motions can be amended as to the length of the time limitation. They require a second. They require a Two-Thirds Majority vote for passage.

(b) The motions to limit or extend debate are out of order if another has the floor. They take precedence over all debatable motions. They take precedence over the subsidiary motions of motion to postpone to a time certain, motion to refer to committee, motion to amend and motion to postpone indefinitely. They yield to the subsidiary motions of motion to call for the question and motion to table, to all privileged motions and to all applicable incidental motions.

(4) Motion to Postpone to a Time Certain.

(a) A motion to postpone to a time certain is appropriate when a Board member believes that the pending main motion should not be considered until some point in the future. The motion to postpone to a time certain sets a particular time for the main motion to be considered again, which may be later in the same meeting, at a future meeting or upon the occurrence of a specified event or the issuance of a necessary report. The Chairperson will bring the pending main motion back to the Board for further consideration at the specified time. The motion to postpone to a time certain is in order even though debate has already occurred on the motion. It is debatable, amendable as to the duration of postponement and can be reconsidered. It requires a second. If this motion is made as a General Order, the motion will require a Simple Majority vote for adoption. If this motion is made as a Special Order, it will require a Two-Thirds Majority vote for adoption. With a General Order, when the time of postponement arrives, the Board of Directors shall not interrupt a pending motion. The board shall take up the postponed item immediately after the pending motion is disposed of. With a Special Order, when the time of postponement arrives, the Board of Directors shall interrupt the pending motion and take up the postponed item at precisely the time ordered by the motion to postpone.

(b) A motion to postpone to a time certain is out of order if another has the floor. It takes precedence over the main motion, the subsidiary motions of motion to refer to committee, motion to amend and motion postpone indefinitely. It yields to the subsidiary motions of motion to limit or extend debate, motion to call for the question and motion to table, to all privileged motions, and to all applicable incidental motions.

(5) Motion to Refer to Committee.

(a) If a Board member believes that further information or study is needed before the Board can act on a matter, any Board member can move that it be referred to a committee or to a particular department for further study and review.

If an appropriate committee does not already exist, a special committee can be formed as a part of the motion. A motion to refer to committee may specify the date that the committee or department will report back to the Board. If a special committee is formed, the Chairperson will appoint its members and its Chairperson. The motion to refer to committee is debatable and can be amended as to where the motion is to be committed and the date and time that the committee will report back. It can be reconsidered. It requires a second. It requires a Simple Majority vote for passage.

(b) A motion to refer to committee is out of order if another has the floor. It takes precedence over the main motion and the subsidiary motions of motion to amend and motion to postpone indefinitely. It yields to the subsidiary motions of motion to postpone to a time certain, motion to limit or extend debate, motion to call for the question and motion to table, to all privileged motions and to all applicable incidental motions.

(6) Motion to Amend.

(a) A motion to amend is used to make a change to a pending motion. Amendments must be closely related to the original motion and must not change the nature of the motion that they amend. In addition to main motions, some subsidiary motions and the motion to recess can also be amended. A motion to amend can itself be amended (secondary amendment), but the secondary amendment cannot be amended. Debate is allowed on the motion only if the original motion is debatable, and debate is limited to the proposed amendment. It can be reconsidered. If the amendment is adopted, the Board will then consider the amended version of the main motion. It requires a second. It requires a Simple Majority vote for passage.

(b) A motion to amend is out of order if another has the floor. All of the subsidiary motions can be amended except the motions to postpone indefinitely, call for the question and lay on the table. When the motion to amend is applied to another subsidiary motion, its rank is modified so that it takes precedence over the motion to which it is applied. It takes precedence over the main motion and the subsidiary motion of motion to postpone indefinitely. It yields to all other subsidiary motions, except motion to postpone indefinitely, to all privileged motions and to all incidental motions.

(7) Motion to Postpone Indefinitely.

(a) A motion to postpone indefinitely is a motion that indicates that the Board of Directors declines to take a position on the main question. The motion stops the adoption of the main motion and avoids a direct vote on the question for the duration of the current meeting. It takes precedence over nothing except the main question to which it is applied. It must be made while a main question is immediately pending. It is debatable and unlike any other subsidiary motion, debate on this motion can go fully to the merits of the main question. It is not amendable. An affirmative vote on the motion can be reconsidered, but a

negative vote cannot be reconsidered. It requires a second. It requires a Simple Majority vote for passage.

(b) A motion to postpone indefinitely is out of order if another has the floor. It takes precedence over nothing except the main question to which it is applied. It is the lowest ranking subsidiary motion. It yields to all other subsidiary motions, to all privileged motions and to all applicable incidental motions.

14.117 Incidental Motions.

Three incidental motions allow Board members to appeal rulings by the Chairperson, raise points of order, question precedence of motions and raise objections to consideration of matters which are incidental to the discussions at hand but do not directly relate to the main question under discussion. Incidental motions are in order only if they pertain to the motion then pending or in some other way to the business at hand. The specific characteristics of each incidental motion are set forth below.

(1) Point of Order.

(a) A point of order is appropriate when a Board member thinks that these Rules of Parliamentary Procedure have been violated. It allows the member to call upon the Chairperson for a ruling and enforcement of these Rules of Parliamentary Procedure. It is not debatable (except that the Chairperson may ask the member raising the point to explain it), is not amendable, and cannot be reconsidered. It does not require a second. Normally, the point is ruled on by the Chairperson and no vote is taken, unless there is an appeal or the Chairperson is in doubt.

(b) A point of order can interrupt another who has the floor, if the point genuinely requires attention at the time it is raised. It takes precedence over any motion from which it arose. It yields to all privileged motions and if the point of order relates to the pending question, it yields to the motion to table.

(2) Appeal.

(a) The duties of the Chairperson include making rulings on questions of parliamentary procedure. An appeal is the vehicle available to Board members who believe that the Chairperson's ruling was erroneous. An appeal is debatable unless the underlying question is not debatable or the appeal relates to decorum or priority of business. If debatable, each Board member may speak only once. It can be amended and reconsidered. It requires a second. The decision of the Chairperson stands unless reversed by a Simple Majority vote.

(b) An appeal can interrupt another who has the floor, but must be taken immediately after the ruling and is out of order if other business has intervened. It takes precedence over any pending motion at the time the Chairperson makes a

ruling from which the appeal is made. It yields to all privileged motions and incidental motions arising from the appeal.

(3) Suspend the Rules.

(a) The Board of Directors may wish to do something during a meeting that it cannot do without violating these Rules of Parliamentary Procedure. A motion to suspend the rules allows the Board of Directors to suspend the rule or rules that interferes with the proposed action. The Board member who makes a motion to suspend the rules must state the specific purpose for doing so. The Board of Directors cannot suspend rules contained in the Tribal Constitution or Bylaws, rules which embody fundamental principles of parliamentary law and rules which protect absentees or a basic right of individual Board members. It requires a second. It requires a Two-Thirds Majority vote for passage.

(b) A motion to suspend the rules cannot interrupt another who has the floor. It takes precedence over any motion if it is for a purpose connected with that motion. It yields to the motion to lay on the table and to all privileged motions according to the order of precedence of such motions, except that if it relates to the priority of business it does not yield to call for the orders of the day. It also yields to incidental motions arising out of the motion to suspend the rules.

(4) Requests and Inquiries.

(a) From time to time, Board members may need additional background information or may wish to provide such information, so that the Board can understand better the issue under discussion. Requests and inquiries provide the vehicle for exchanging this information. Requests and inquiries are not amendable, debatable or subject to reconsideration. All share similar characteristics and procedural requirements and can be subdivided into the following categories:

(i) Parliamentary Inquiry. A Parliamentary inquiry is always directed to and answered by the Chairperson and is used to clarify specific parliamentary or organization rules that have bearing on the issue at hand. The Chairperson's reply on a parliamentary inquiry is not subject to Appeal because it constitutes an opinion and not a ruling. No vote is taken on a Parliamentary Inquiry.

(ii) Point of Information. A Point of Information is addressed to the Chairperson or to another Board member through the Chairperson, for information relevant to the business at hand, but not related to parliamentary procedure. No vote is taken on a Point of Information.

(iii) Request for Permission to Withdraw or Modify a Motion. The requirements for withdrawing or modifying a motion depend on when a Board member states intent to withdraw or modify the motion. A Board member does not need permission to withdraw or modify a motion before

the Chairperson states the motion as pending. After the Chairperson states the motion, the Board member who made the motion must obtain permission to withdraw or modify the motion. If a Board member seeks to withdraw or modify the motion, the Chairperson shall first treat the request as a unanimous consent request and as such shall grant the request unless any Board member objects. If there is an objection, the Chairperson can ask for a motion to withdraw the motion, which can be made by any member of the board. The motion requires a second. It requires a Simple Majority vote for passage.

(iv) Reading of Papers. If any Board member objects, a Board member has no right to read from or have another person read from any papers or books as part of that member's debate. Even so, it is customary to grant leave to members to read short, pertinent printed matter, so long as the privilege is not abused. Any Board member retains the right to object at any time after the reading has begun, unless the Board member who is reading has obtained the unanimous consent of the Board to read from the papers or books. If there is an objection, the Chairperson can ask for a motion to read papers, which can be made by any member of the board. The motion requires a second. It requires a Simple Majority vote for passage.

(v) Request for any other Privilege. If a Board member desires to make a request not covered above, other than during any portion of the meeting set aside for matters raised by Board Members, such as a request to address remarks or make a presentation while no motion is pending he must obtain the floor and state the request. The Chairperson on his own accord can put before the Board the request or any member can move that the Board grant the request. The motion requires a second. It requires unanimous consent for passage.

(b) All requests and inquires can interrupt another who has the floor if they require immediate attention. All take precedence over any motion to which they are connected and can be made at any time when no question is pending.

14.118 Recall Motions.

Three recall motions allow issues to be brought back to the Board of Directors that have been previously disposed of or assigned to a committee.

(1) Motion to Reconsider.

(a) A motion to reconsider allows the Board of Directors to reconsider a decision made at the meeting that is in progress based upon new information that may affect the decision that has already been made. It can only be made and must be called up at the meeting at which the vote to be reconsidered was taken. Where a meeting is recessed to a different calendar day a motion to reconsider

made on a vote taken at that original meeting, having been held the preceding calendar day, shall not be allowed, and only a Board member who voted on the prevailing side can make a motion to reconsider. A motion to reconsider temporarily suspends any action growing out of the motion to be reconsidered. If the Board approves the motion to reconsider, the original decision will be voided, and the Board will return to debate and vote again on the original motion. The motion is debatable if the matter to be reconsidered is debatable, but it cannot be amended. The motion to reconsider, itself, cannot be reconsidered. It requires a second. A Simple Majority vote is required for passage.

(b) A motion to reconsider cannot be made or called up if another has the floor. It takes precedence over any other motion and yields to nothing. After a motion to reconsider is made, the consideration of the motion takes the priority of the motion to be reconsidered. If a motion to reconsider is made but not considered immediately, any member can call up the motion at that meeting by bringing it to the attention of the Board at anytime consideration of the motion would be in order.

(2) Motion to Recall from the Table or from Committee.

(a) The motions to recall from the table or from committee allow the Board of Directors to consider a question that has been laid on the table or that has been assigned but not yet reported out of committee. The motions are not debatable or amendable. A tabled motion that is not recalled by the close of the meeting, following the meeting in which it was tabled, is dead. The motions require a second. The motions require a Simple Majority vote for passage.

(b) The motions to recall from the table or from committee are out of order if another has the floor. They take precedence over nothing and must be made when no other business is pending. They yield to subsidiary motions, privileged motions and incidental motions.

(3) Motion to Rescind or Amend Something Previously Adopted.

(a) The motions to rescind or amend something previously adopted allow the Board of Directors to change a previous action of the Board. These motions can be made if written notice of intent to make the motion which details the complete substance of the proposed motion to rescind or amend something previously adopted, including a copy of any proposed resolution, is provided to all Board members at least five (5) days in advance of the meeting. These motions require a second. Except as may be otherwise required in the Tribal Constitution and By-Laws, a Simple Majority vote is required for passage. The motions are debatable, but not amendable, and a negative vote on these motions can be reconsidered, but an affirmative vote cannot be reconsidered.

(b) The motions to rescind or amend something previously adopted are out of order if another has the floor. They take precedence over nothing and must

be made when no other business is pending. They yield to subsidiary motions, privileged motions and incidental motions.

14.119 Disciplinary Procedures.

(1) All persons present at a meeting shall obey the legitimate orders of the Chairperson. The Chairperson has the duty to rule on all questions of parliamentary procedure affecting the proceedings of the Board.

(2) The Chairperson has the authority to rule any Board member as being out of order if he or she violates the rules of parliamentary procedures set forth in this Chapter or *Robert's Rules of Order Newly Revised*, as applicable.

(3) For serious or repeated violations of order, any Board member can move to penalize the offending member or the Chairperson can inquire as to whether the Board desires to penalize the offending member. A motion to penalize can include that the offending member be censured or be required to leave the meeting, or both. As used herein, "censure" refers to the authority of the Board to impose a fine or reduce or suspend any benefit(s) that Board members receive (except the right to attend subsequent meetings); provided, however, that any such fine or reduction or suspension of any benefit(s) shall not exceed five thousand dollars (\$5,000.00) per censure. The motion requires a second and must be approved by a Simple Majority. The provisions of Section 14.110 may be utilized to prevent the offending Board member from voting on a motion to penalize.

14.120 Special Meetings Called by the Board of Directors

(1) The Board of Directors may call a Special Meeting pursuant to Section 2 of the Bylaws by taking a consent by majority vote of the Directors.

(2) The Executive Assistant to the Board shall identify the proposed agenda item(s) to the Directors for the proposed Special Meeting to a vote pursuant to this Section.

(3) The Executive Assistant to the Board shall take the consent vote by any medium available.

(4) The consent by majority vote shall be reduced to a writing generated by the Executive Assistant to the Board or their designee.

(5) Upon a consent vote the Executive Assistant to the Board shall comply with Section 14.106 and Section 2 of the Bylaws.

