

Voting Procedures

Board meetings are formal gatherings and the decisions made at meetings will affect the whole organization. For that reason, having a standardized process for decision making creates procedural fairness in decision making.

Many non-profits swear by Roberts Rules of Order to guide their board meetings. Roberts rules are a complex system that helped shape the parliamentary system. Because they were designed for parliament, the system is very formal and will be more complex than necessary for most boards.

For a more concise rulebook to follow consider Perry's Call to Order which was specially designed for non-profit needs.

An agenda will be released before the meeting and should outline the topics for discussion (motions) to be addressed at the meeting. During a meeting, the board should follow the agenda, with the chairperson directing the conversation.

Discussion

To increase efficacy, a board of directors must establish a method for discussion. Typically, one member will introduce the motion and another will second it before it becomes part of the discussion. Some boards open the floor for discussion, others go around the room and ask everyone to give their thoughts. Discussion should be led by the chairperson.

Voting

After discussing a motion, the chairperson will call for a vote. Voting rules made be outlined in your organizations by-laws, and if so they should be followed. If not, consider what type of voting method your organization would like.

Simple Majority

Majority voting is defined as 50% plus one. There are benefits and disadvantages to this method. First, you must consider the effect a majority vote will have if not all board members are present. If the majority is made up of members at the meeting, you could have a decision made that is not truly supported by the majority of directors, as directors not present could have voted against the motion. This method also runs the risk of undervaluing minority voices amongst the board. However, majority-based voting allows decisions to be made decisively, allowing your board to discuss more issues at meetings.

Consensus

Consensus-based voting requires agreement from the whole board before a motion is passed. Because one vote against will dismiss the motion board members can abstain from a vote if they disagree with a motion, but the rest of the board wants it passed. This technique is useful if you want to ensure every voice on the board is heard. However, this also means that one voice can dismantle a motion, which is something to consider if your board is full of strong personalities. Getting all members to agree often leads to longer debates, but it gives members a chance to discuss issues in more depth.