

**Wisconsin Association of
School Superintendent Assistants**

Eighth Annual Fall Workshop

**UNDERSTANDING PARLIAMENTARY
PROCEDURE AND ITS IMPACT UPON
SUPERINTENDENT ASSISTANTS**

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September 24, 2010

Wisconsin Dells, Wisconsin



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I. Introduction

School board and committee meetings operate most efficiently when conducted in accordance with some form of parliamentary procedure, the usual form being *Robert's Rules of Order*. Understanding parliamentary procedure and its terminology is a valuable asset for the superintendent's assistant as applied to everything from agenda preparation to meeting management to minute taking and dissemination. This session will present a primer on the fundamentals of parliamentary procedure and its application to the duties of the superintendent's assistant.

II. School Board Meetings: How School District Business Gets Done

- A.** *Regular Meetings.* Wisconsin statutes identify that school boards must hold regular meetings at least once each month and at other times as permitted by statute. Wis. Stat. §§ 120.11, 120.43. The term “regular meeting” is not defined by statute or by case law. In a common or union high school district, so long as a meeting is held at a time and place determined by the school board, the meeting can be characterized as a regular meeting. The statutes do not provide a procedure by which a school board calls a regular meeting.
- B.** *Organizational Meetings.* In common and union high school districts that have a school board with more than three members and in unified school districts, the organizational school board meeting must be held on or within thirty days after the fourth Monday in April. Wis. Stat. §§ 120.05(1)(c) and 120.43(1).
- C.** *Special Meetings.* In common or union high school districts, the procedures and requirements necessary to hold a special meeting are set by statute. See Wis. Stat. § 120.11(2). Special meetings may only be held through strict compliance with the statutory provisions which allow the meetings. See *Village of Coon Valley v. Spellum*, 190 Wis. 140, 208 N.W. 916 (1926); *Kleimenhagen v. Dixon*, 122 Wis. 526, 100 N.W. 826 (1904). In a unified school district, the school board must also hold meetings at other times upon the call of the school district president or upon the filing of a request with the school district clerk signed by a majority of the school board members. Wis. Stat. § 120.43(2).
- D.** Such meetings are important because they are the only times during which the school board can conduct its business and take action as the governing body for the school district. The statutes permit school district officers to conduct certain business outside of such meetings; however, the school board, as a body, conducts school district business only during such meetings.
- E.** The authority of a governing board, such as a school board, is vested in the entire board itself. 2 *Education Law* § 3.04[2]. Accordingly, it has been held that the members of a governing board may not act separately or independently on behalf of the school district, but must act as a board. *Id.*

- F. Therefore, school boards must make sure that its meetings are conducted in an efficient and legal manner in order to accomplish the business of the school district.

III. Conducting School Board Meetings

A. Board Procedures

1. The specific parliamentary procedure to be used for the conducting of each school board meeting is not defined in the statutes.
 - a. School boards have the control and management of the affairs of the school district. Wis. Stat. § 120.12(1). Within this statutory power, there is the authority to reasonably regulate the procedures of a school board meeting and the conduct of its board members.
 - b. At the organizational meeting, board members may be informed of the procedures that must be followed by the school board along with each individual board member's duties and responsibilities. A school board's authority to adopt its own rules of parliamentary procedure has not been challenged. *See Hall v. Banking Review Board*, 13 Wis. 2d 359, 365, 108 N.W.2d 543 (1961).
2. One of the most recognized works of parliamentary procedure is *Roberts Rules of Order*. *Roberts* can be extremely detailed and may be more specific than needed for many school boards, but it does offer guidance to a school board which desires to adopt its own procedures.
3. Rules of Order adopted by the school board may apply to all regular, special, adjourned, and annual meetings.
4. Whatever rules the board adopts, it should apply them consistently, even though the courts have not required strict compliance with the technicalities of parliamentary procedure.
5. Regardless of what policy or procedures the school board adopts, those policies and procedures must comply with the United States Constitution and any Wisconsin laws which govern the conduct of the school district. The school board may not adopt policies or procedures which are in conflict with the U.S. Constitution, Wisconsin Constitution or federal or state laws.
6. Similarly, regulations adopted by a school board may not infringe the constitutional rights of either the body or its members, most particularly their First Amendment rights.

- a. In that regard, it is well-settled that the reasonable regulations of time, place, and manner of protective speech, whether those regulations are necessary to further significant governmental interests, are permitted under the First Amendment. *Young v. American Mini Theatres*, 427 U.S. 50 (1976).
- b. Procedure rules adopted by the school board will not violate First Amendment free speech rights as long as the rules regulate the time, place or manner of speech and (1) the rules do not discriminate against a particular viewpoint, (2) the rules are narrowly tailored to serve a compelling governmental interest, and (3) an alternative channel of communication remains.

B. Statutory Procedures

1. While each school board can adopt its own procedures which it will use for running its meetings, there are certain statutory procedures which must be followed, such as the Open Meetings Law. Every board meeting of a governmental body must be preceded by public notice and must held in open session, except as permitted in closed session under Wis. Stat. § 19.85. As a result, no board business can be conducted without such notice or outside of the public.
 - a. Wis. Stat. § 19.85(1) requires a roll call vote before a school board may go into closed session.
 - b. Wis. Stat. § 19.85(1) also requires the chief presiding officer to announce to those present the nature of the business to be considered during the closed session and the specific exemption(s) under which the closed session is authorized. This announcement must be included in the minutes of the meeting.
2. Any time there is a conflict between statutory requirements and parliamentary procedures, statutory requirements take precedence.
 - a. Wis. Stat. § 118.22(2) requires a majority of the full membership of the school board to employ or dismiss a teacher.
 - b. Wis. Stat. § 65.90(5)(a) requires two-thirds of the full membership to spend budget appropriations for alternative purposes.
3. It is important to ensure all agenda items are properly posted prior to the meeting and to properly designate agenda items which may be considered for action, rather than just discussion. Failure to state whether action will be taken could result in a violation of the Open Meetings Law. *State ex rel. Olson v. City of Baraboo*, 2002 WI App 64, ¶ 15, 252 Wis. 2d 628, 643 N.W.2d 796. Further, failure to include an item on an agenda may

prohibit the board from considering or discussing the matter, both under the Open Meetings Law and under parliamentary rules.

4. The Attorney General advises that agenda items with purely generic subject matter designations such as “old business,” “new business,” “miscellaneous business,” “agenda revisions,” or “such other matters as are authorized by law” are insufficient because, standing alone, they identify no particular subjects at all. *Becker Correspondence*, November 30, 2004; *Heupel Correspondence*, August 29, 2006.

C. Duties of the School District President

1. The school district president must act as chairperson of school board meetings and has the duty to ensure that minutes of the meetings are properly recorded, approved, and signed. Wis. Stat. §§ 120.15(5) and 120.44(2). In the absence of the president, the vice president, or in the case of a three-member board, another school board member selected by the school board, shall act as chair of the school board meetings. *Id.*
2. Under the law, the school board president, like other school board members, is a member of the board with rights and responsibilities consistent with representation of a constituency. Thus, the president has the same duty to vote on all motions before the board as does any other board member.

IV. Parliamentary Procedure / Types of Motions

A. Main motion

Robert’s Rules categorizes motions into one of four types. The main motion is the one which brings business before the school board. Only one main motion may be considered at any given time. Most other motions are related to the main motion in one way or another. Procedurally, the main motion is usually the last one to be addressed by the board after all subsidiary, incidental and privileged motions have been resolved.

B. Subsidiary motions

A subsidiary motion assists the school board in disposing of a main motion. There are a broad range of subsidiary motions. The most common subsidiary motion is one to amend the main motion. Other types of subsidiary motions include motions to indefinitely postpone a motion, lay a motion on the table, and commit (or refer) a motion to a committee. A subsidiary motion does not expressly adopt or reject a main motion based on its merits.

C. Incidental Motions

An incidental motion is generally related to the main motion, but may be related to another pending motion or matter of business. Most commonly, incidental motions are procedural in nature, must be decided immediately and are not subject to debate. For example, if a board member believes that the chair is not following the proper rules of procedure, the board member may rise to a “Point of Order” and ask the chair to rule on whether or not proper procedure is being followed. Also, if a voice vote is unclear, a board member may ask for members to be polled.

D. Privileged motions

These motions do not relate to the disposition of a currently-pending motion. Privileged motions include a motion to recess or adjourn, a motion to take up business that was previously scheduled to be taken up at that time, or a motion to address excessive noise or climate control. As the name implies, privileged motions take priority over most other matters which are pending.

V. Main Motion

A. Basic steps

1. The purpose of a main motion is to induce action by the board. A main motion must be voted on by the board before any action is adopted. Usually (and preferably), no discussion or debate should occur until a member of the body has made a main motion.
2. Once the chair has recognized the board member, a main motion can be made by the board member stating, “I move that (insert substance of the motion).” The proper form of a motion should include the exact wording of the motion.
3. All motions should propose affirmative action, rather than negative action. For example, a motion to support or oppose a resolution would be proper, whereas a motion to take no action on a resolution would generally not be proper.
4. A main motion must receive a second in order to allow further discussion or debate by the board. If a motion does not receive a second, the chair may restate the motion and ask for a second, otherwise the motion should not be considered.

B. Procedure

1. Once a main motion is made and seconded, the chair should state the motion and open the floor for debate. At that time, board members may

debate the motion, propose amendments to the motion, or propose other procedural motions which would dispose of the main motion.

2. After a main motion has been made and seconded, if the board member who made the motion wishes to alter the wording of the motion, the member can ask for unanimous consent to modify the motion. However, if any board member objects, the board member who made the motion must then bring a motion to amend the original motion.
3. In order to pass, a main motion must receive a majority vote of the members present, unless there are other requirements set by statute, by-laws, or board policy. An abstention is not counted in the vote total. A vote can be deemed passed when a plurality of the votes actually cast are in the affirmative, even though one or more members abstain (or even cast a blank ballot) and no majority vote results, as long as the total votes cast provide a quorum. *State ex rel. Burdick v. Tyrrell*, 158 Wis. 425, 149 N.W. 280 (1914).
4. It should be noted that, during a meeting, a main motion which raises the same question that was previously answered cannot be introduced. A board member cannot present the same question as a motion previously disposed of during the same meeting other than to bring a motion to rescind the previous motion or to amend something previously adopted, as will be discussed below. A motion to reconsider the previous motion may also be in order.

VI. Amendments

A. General

1. An amendment is a subsidiary motion which modifies the wording of a main motion pending before the governmental body.
2. An amendment may be made to a main motion as soon as the motion is made and seconded and the floor is open for debate. An amendment may be made by any board member who has been recognized by the chair by saying, "I move to amend the motion by (insert substance of the amendment)."
3. There are three ways to amend a motion: 1) inserting words, 2) striking words, and 3) striking and inserting words.
4. Once an amendment is properly passed, it only revises the main motion in front of the board. The board must then either consider other amendments or vote on the main motion as amended.

5. A board member may make, or vote in favor of, an amendment to a main motion and still vote against the main motion. For example, if a board member opposes funding a particular program which is the subject of a main motion, the board member could propose and vote in favor of an amendment that significantly reduces the funding level of that program, and still vote against adoption of the program, even if the amendment passes.
6. An amendment which would have the same result as voting against the main motion is out of order. For example, if the main motion is that the board employ John Doe as an elementary teacher, it would be out of order for an amendment to change the motion to specify that the board not employ John Doe as an elementary teacher, since that would be the same result as voting against the main motion.
7. Nothing has been adopted by virtue of an amendment to a main motion. Adoption only occurs once the main motion passes.

B. Friendly Amendments

1. The person who makes a motion has a right to change the wording of the motion until the chair has stated the question and opened debate.
2. It is not uncommon in meetings for another board member to suggest a “friendly amendment” to make a slight modification to the main motion. If the person who made the motion agrees with this change in the wording, and the person who seconded the motion agrees to the change, the chair should state the new motion.
3. If the person who initially seconded the motion wishes to withdraw his second, the person who suggested the “friendly amendment” shall be considered the second to the motion.

C. Germaneness of Amendments

1. An amendment must be germane, or closely related in subject matter, to the main motion. For example, if the main motion were to implement an all-day kindergarten program, it would not be germane to that motion to move to amend the motion to include providing breakfast at the school.
2. Ultimately, the chair must decide whether the amendment is germane. If the amendment is not related to the main motion, the chair should rule the amendment out of order and it should not be considered. If the chair is unsure whether an amendment is germane, the chair may ask for a vote of the board to determine whether the amendment should be allowed.

D. Procedure

1. An amendment must receive a second in order to be debated by the board. Once an amendment has been made and received a second, the board can then debate the amendment and members will vote on whether the amendment should be allowed to modify the main motion.
2. An amendment must be voted on before the main motion can be voted upon.
3. Passage of an amendment does not adopt the motion. If an amendment is not passed, the main motion is not modified and when board members vote on the motion, they will vote only on the motion in its original form.

E. Amendment to the Second Degree

1. An amendment can also be amended. This is often referred to as an amendment to the second degree. Only one secondary amendment may be considered at any one time. However, once the board adopts or rejects the secondary amendment, a new secondary amendment can be made.
2. A secondary amendment must be germane to the primary amendment. For example, if the main motion is to establish the school year from September 1st to June 1st from 8:30 a.m. to 3:30 p.m. and a motion for a primary amendment is made which would change the school start time from 8:30 a.m. to 8:00 a.m., a secondary amendment which proposed to change the dates of the school year would not be germane to the primary amendment and could not be considered as a secondary amendment.
3. An amendment of the third degree is not allowed. It would be far too complicated to keep track of what was being voted on if multiple amendments to amendments were allowed.
4. At any time a secondary amendment has been voted upon and adopted or rejected, a new secondary amendment is in order.

F. Filling Blanks

1. Technically, this is not a form of an amendment, but an incidental motion. However, this process allows multiple alternatives to be considered at one time. For example, a board member might offer a motion to build a new school at a cost not to exceed \$_____ and to be completed by not later than June 30, 2008.
2. Alternatively, the previous main motion could be changed to insert another blank to build a new school at a cost not to exceed \$_____ and to be completed by not later than _____.

3. The chair may also propose creating a blank by striking out terms. If no member objects, the blank is created. If any member objects, board members must vote on whether or not to create the blank.
4. Once one or more blanks have been created, board members may suggest terms to fill the blanks. Each proposal is subject to debate and should be voted on separately until one alternative receives a majority vote.
5. The fill-in-the-blank process may be used for nominations of people, amounts of money, places, dates or other numbers.
6. Once the blanks have been filled, the board must still vote on the main motion.

G. Substitute Amendment

1. This is an amendment which proposes to strike an entire paragraph or the entire text of a resolution or main motion to add another.
2. The new or different paragraph(s) are referred to as the substitute. A substitute to a main motion is treated as a primary amendment. A primary amendment to substitute is treated similarly to a motion to strike out and insert as previously described.

H. Debate

1. The role of the chair is to maintain control and facilitate an orderly debate on motions and amendments which are being considered by the governmental body.
2. Under the rules of parliamentary procedure, no discussion or debate of an issue is in order until a motion or an amendment to a motion is made and has received a second.
3. At the beginning of a debate, the chair should state the motion or the amendment which will be debated.

I. Recognition

1. It is the duty of the chair to call upon members of the board to make motions and/or debate a motion or amendment in front of the board.
2. When possible, the chair should attempt to alternate between those he believes are in favor of the motion or amendment and those who oppose the motion or amendment.

3. The chair will normally give the person who made the motion or amendment the first opportunity to address that motion.
4. The chair should not recognize any board member for a second time during debate until all other board members have been given an opportunity to address the issue.

J. Interruption

1. Generally, a member of the board may not interrupt a speaker or a debate, other than to make certain privileged motions.
2. Privileged motions which allow for interruption of a speaker include parliamentary inquiries, points of information and an appeal from a decision of the chair among others.

K. Chair's Participation and Rulings

1. Again, the school board president, like other school board members, is a member of the board with rights and responsibilities consistent with representation of a constituency. Thus, the president has the same duty to vote on all motions before the board as does any other board member.
2. If a member disagrees with a ruling of the chair affecting any substantial question, he or she should not hesitate to appeal. A majority vote by school board members can overrule the chair's ruling. The situation is no more delicate than disagreeing with another member in debate. A member desiring to appeal rises and states that he or she wishes to appeal the decision from the chair. Once seconded, the chair must state the exact question at issue and ask whether the decision from the chair should stand.
3. A majority (or tie) vote will sustain the chair's decision. For example, if the chair rules that an amendment is not germane to the main motion and a member disagrees, asks to appeal the decision and gets a second, the chair should ask whether the chair's decision that the amendment is not germane to the main motion should stand. If a majority of the members vote in the affirmative, the ruling stands. If the vote ends in a tie, the ruling stands.

VII. Subsidiary Motions

A subsidiary motion is one which would dispose of the main motion without it being adopted or rejected. All subsidiary motions must be acted upon before the main motion. If a subsidiary motion is passed, the main motion is affected. Examples of some of the most common subsidiary motions follow.

A. Postpone Indefinitely

A motion to postpone indefinitely kills the main motion during that meeting and avoids any vote on that question. A motion to postpone indefinitely can be applied only to a main motion. During the debate on the motion to postpone indefinitely, the merits of the main motion can be debated. The adoption of a motion to postpone indefinitely indirectly rejects the main motion but is not technically a decision on the merits of the main motion.

B. Commit or Refer

A motion to commit (or refer) is more often phrased as a motion to refer a matter to committee. A matter may be referred to a particular committee or a committee of a whole. The motion to commit takes precedence over a motion to postpone indefinitely and a motion to amend. It is subsidiary to motions to postpone definitely, limit or extend limits of debate, and lay on the table.

C. Postpone to a Certain Time

A motion to postpone to a certain time (or to postpone definitely) differs from the motion to postpone indefinitely. The motion to postpone to a certain time places the main motion back in front of the body at that particular time. The motion to postpone to a certain time can either set a particular time for a motion to be considered or it can specify a particular event after which the motion should be considered. For example, under a motion to postpone to a certain time, the main motion can be postponed to the group's next meeting, a specific hour before which the question will not be considered, or after a particular event in the meeting.

D. Previous Question

The previous question motion is the motion which brings the board to an immediate vote on pending questions. It is sometimes referred to as a "motion to call the question" or a "call for the question." Under any of these terms, the motion immediately closes debate and stops amendment of the pending question and prevents any other subsidiary motions from being made, except a motion to lay on the table. Debate ends and a vote occurs on the pending question if the previous question is passed by a two-thirds vote. The previous question motion must be seconded, but is not debatable.

E. Lay on the Table

If a motion passes to lay another motion on the table, that motion is temporarily deferred until it is brought off the table for consideration. More commonly referred to as a motion to “table,” it should not be used to kill a measure or to avoid dealing with it.

VIII. Incidental Motions

A. Point of Order

A point of order is the motion that is used when a board member believes that the chair is not following proper parliamentary procedure or the rules of the board. The chair may then correct the improper procedure, reject the challenge, consult the parliamentarian, or ask the board for a vote on the ruling. For example, a board member may rise to a point of order and object to an amendment based on the grounds that the board member believes the amendment is not germane to the main motion. The chair may either rule that the amendment is germane and that the member’s point of order is “not well taken” or the chair may rule that the board member’s point of order is “well taken” and declare the amendments to be non-germane. Alternatively, the chair may ask the other board members to vote on whether the amendment is germane to the resolution. If the board members vote on whether the amendment is germane or not, the board member who raised the issue may not appeal the ruling.

B. Appeal

An appeal is the process by which a board member may contest a ruling of the chair. As in the previous example, if the chair rules that an amendment is not germane to the motion, the board member who raised the point of order may then appeal the chair’s ruling. Another board member must second the appeal and then the whole board will vote on whether or not the chair’s ruling should stand.

C. Suspend the Rules

A motion to suspend the rules can be brought when the board wants to do something during a meeting which it cannot do without violating one or more of its regular rules. A motion to suspend the rules cannot be used to circumvent the by-laws. For example, if a board has a rule or a policy in which a matter is introduced at one meeting and voted upon at the next meeting, that rule could be suspended by a two-thirds vote of the members present, so long as that rule was not incorporated into the organization’s by-laws.

D. Division of a Question

When a motion contains several parts, each of which may be capable of being debated individually, a board member can ask for the question to be divided. For example, if the motion is to approve building a new elementary school at a cost of \$5 million, there are potentially two questions, first, whether an elementary school should be built and secondly, whether \$5 million should be spent. Alternatively, this could be handled as a fill-in-the-blank motion if the main debate centers on the cost of the construction.

E. Consideration by Paragraph or Seriatim

This motion may be appropriate when the main motion consists of a report or a long motion consisting of a series of resolutions, paragraphs, articles or sections that are not totally separate questions. During this motion, board members would vote separately on whether to accept each individual component of the main motion, report or resolution. Once each portion of the motion has been accepted or rejected, the board votes on the main motion as revised.

F. Division of the Assembly

When a board member has reason to doubt the results of a vote, a board member can ask for a division of the assembly. In a division of the assembly in a small group, members may be polled, raise their hands or rise to indicate their support or opposition to a motion. A single member can request a division of the assembly.

IX. Motions That Bring a Question Again Before the Assembly

A. Take From The Table

In order to take a motion from the table, there must already be a motion on the table from earlier in the same meeting or from a previous meeting.

B. Rescind

The effect of a motion to rescind is to strike out, or nullify, an entire motion that was previously passed. A motion to rescind may be made by any member of the board, regardless of how that member voted on the original motion. Additionally, there are no specific time limits on making or voting on a motion to rescind. If passed, the previous motion is negated. Not every action can be rescinded. For example, when something has been done as a result of the vote on the original motion that is impossible to undo, a motion to rescind is out of order. If notice of the motion to rescind has been given to all board members, a simple majority of board members present is needed to pass the motion. If no prior notice has been given, a two-thirds majority of members present, or a simple majority of the full board is required.

C. Amend Something Previously Adopted

The motion to amend something previously adopted revises only a portion of the main motion which was adopted or substitutes a different version of that motion.

D. Reconsider

A motion to reconsider enables a majority, within a limited time and without advance notice, to bring back for more consideration a motion upon which a vote has already been taken. To avoid abuse by a defeated minority, a motion to reconsider can only be made by a member who voted with the prevailing side, but can be seconded by anyone. No matter what vote was necessary to adopt the original motion, a motion to reconsider requires only a simple majority for passage. A motion to reconsider must be made on the same day as the original motion. However, a motion to reconsider can be debated and voted on a later date. Once made, a motion to reconsider results in the suspension of all actions arising from the vote on the original motion. This suspension lasts until (1) the motion to reconsider is voted on and (if the motion passes) reconsideration of the original motion is completed or (2) the suspension period expires. For school boards which hold regular meetings monthly, the suspension period expires upon adjournment of the next regular meeting.

E. Renewal

If a motion is made and disposed of without being adopted, and is later allowed to come before the board after being made again by any member in essentially the same connection, the motion is said to be renewed. Renewal of motions is limited by the basic principle that an assembly cannot be asked to decide the same, or substantially the same, question twice during one session—except through a motion to reconsider a vote or a motion to rescind an action or in connection with amending something already adopted. Any motion that is still applicable can generally be renewed at any later session, except where a specific rule prevents its renewal.

X. Voting

A. Conducted In Open Session

A governmental body should vote in open session unless the vote is clearly an integral part of deliberations authorized to be conducted in closed session. In other words, a board should vote in open session unless doing so would compromise the need for closed session. See *State ex rel. Cities S.O. Co. v. Bd. of Appeals*, 21 Wis. 2d 516, 538-39, 124 N.W.2d 809 (1963).

B. No Secret Ballots

Unless otherwise specifically provided by statute, no secret ballot may be utilized to determine any election or other decision of a governmental body except the election of the officers of such body in any meeting. Wis. Stat. § 19.88(1)

C. Any Member May Request Roll Call Vote

Except in the case of election of officers by secret ballot, any member of a governmental body may require that a vote be taken at any meeting in such manner that the vote of each member is ascertained and recorded. Wis. Stat. § 19.88(2). This manner of voting is commonly referred to as a roll call vote.

D. Voting By Voice Or Show Of Hands

In instances where a statute does not require voting in a form that the vote of each member must be ascertained and recorded, and where no member requires the vote to be taken in that manner, action may be by voice vote or by hand vote. 66 Op. Att’y. Gen. 60 (1977).

E. No Proxy Votes

School board members must be present at a meeting in order to exercise voting privileges. The law makes no provision for voting by “proxy” or for having an absent school board member’s vote recorded as a result of a written or oral communication to the board requesting that the member’s vote on a particular issue be recorded either yea or nay.

F. Order Of Voting

The school board may establish a board policy that sets forth the order of voting. The policy may establish the voting occur in order of seniority. In the alternative, the policy may vary the order of voting, thereby avoiding the same members voting first on all matters.

XI. Abstaining From Voting and Conflicts of Interest

A. Routine Abstentions

No statute specifically requires a school board member to vote on each and every motion coming before the board. However, particular statutes do express a legislative policy favoring the accountability of public officials for their actions. Therefore, a practice of routine abstention from voting by a board member may be a breach of the responsibility to those who elected that official.

B. Conflicts of Interest

School board members, however, should be aware of any conflicts of interest and abstain from voting in such instances. Generally, no public officer may vote on any question involving his or her direct financial interest. *See Board of Supervisors of Oconto County v. Hall*, 47 Wis. 208, 2 N.W. 291 (1879). However, remote, contingent, or merely speculative conflicts are not sufficient to disqualify a public officer. *LeBow v. Optometry Examining Board*, 52 Wis. 2d 569, 574, 191 N.W. 2d 47 (1971).

C. Public Contracts

School board members should also be fully familiar with Wis. Stat. § 946.13, a criminal statute that is specifically directed at public contracts in which a public officer or employee has a private pecuniary interest.

XII. Minutes and Publication of Proceedings of the School Board Meeting

A. Minutes

1. Generally, the school district clerk is responsible for recording the minutes of all school board meetings, including both open and closed sessions, and for entering in the record book provided by the school board the minutes of the meetings. Wis. Stat. §§ 120.11(1), 120.17(3), and 120.44(2). In his or her absence, the school board may select another school board member to act as the clerk of the meeting. Wis. Stat. § 120.11.
2. Minutes should, at a minimum, reflect the “substance of every official action” taken by the board in both open and closed session. Wis. Stat. § 120.11(4). “Substance” is defined as “an intelligible abstract of synopsis of the essential elements of the official action taken by a local governing body, including the subject matter of a motion, the persons making and seconding the motion and the roll call vote on the motion.” Wis. Stat. § 985.01(6).
3. The Open Meetings Law requires that the motions and roll call votes of each meeting of a governmental body be recorded, preserved, and open to public inspection to the extent prescribed under the Wisconsin Public Records Law. Wis. Stat. § 19.88(3). This rule applies for open and closed sessions of the meeting. This rule also applies to meetings of all “governmental bodies,” even those committees that fall within this term. In most instances, the minutes of the meeting serve as the record complying with this requirement.
4. While nothing in the open meetings law prohibits a school board from making decisions by general consent without a formal vote, these informal procedures should be reserved for only the most minor, routine procedural

matters such as approval of minutes or adjourning. *Att’y Gen. Correspondence to Huebscher* (May 23, 2008). A governmental body’s records should provide the public with an intelligible description of every action or determination made by the body on any item of business. *Id.* Even if a body chooses to make some decisions without formally stating a motion, that does not excuse the body from the requirement to preserve a complete and intelligible record of each of its actions. *Id.*

5. Although closed session minutes may constitute a record under the Wisconsin Public Records Law, inspection and copying of such records are subject to limitations. In particular, the exemptions to the requirement of a governmental body to meet in open session may be used as grounds for denying public access to a record, but only if the records custodian makes a specific determination that there is a need to restrict public access at the time that the request to inspect or copy the record is made. Wis. Stat. § 19.35(1)(a). Certain segments of closed session minutes may be properly open to public inspection, while other segments retain their confidential nature. In this case, the custodian may have to review the minutes and block out certain portions prior to disclosure.

B. Publication

1. The proceedings of a school board meeting (both open and closed sessions) must be published within 45 days after the meeting as a class I notice in a newspaper published in the district, if any, or by a district-wide distribution prepared and directed by the school board and paid out of school funds. Wis. Stat. §§ 120.11(4) and 120.43(4). If there is no newspaper published in the district, the proceedings shall be posted or published as the school board directs. *Id.*
2. The notice should include the substance of every official action taken by the board and a statement of receipts and expenditures in the aggregate. Wis. Stat. §§ 120.11(4) and 120.43(4).

C. Recording Devices

1. Whenever a governmental body holds a meeting in open session, the body shall make reasonable effort to accommodate any person desiring to record, film, or photograph the meeting as long as it does not interfere with the conduct of the meeting. Wis. Stat. § 19.90.
2. Although a governmental body may adopt reasonable rules governing the location and use of equipment in the meeting room, a policy which totally excludes the use of such equipment would be unlawful.
3. Different rules apply in the case of a board member’s desire to record a closed session. Members of a governmental body have no right to record

a closed meeting under circumstances that might mean its private and secret nature could be violated. However, if a governmental body believes it desirable to record its closed meetings, it may do so as long as it arranges to keep the recordings secret. 66 Op. Att’y Gen. 318 (1977).

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