Motions & Resolutions

WE the STAFF, at the UNIVERSITY of GUELPH

*CSA

BELIEVE in the VALUES of

COMMUNITY
INTEGRITY
INCLUSIVITY
TRUST AND THE
PURSUIT OF EXCELLENCE

OUR VALUES REQUIRE the FOLLOWING BEHAVIOUR:

ESTABLISH an ENVIRONMENT of TRUST THROUGH RESPECT + COOPERATION

FOSTER CONSIDERATE, OPEN, HONEST, + TIMELY COMMUNICATION

LISTEN + SEEK to UNDERSTAND RESPECT OPINIONS, FEELINGS, + OBJECTIVES

RECOGNIZE + VALUE ACCOMPLISHMENTS

SEEK MUTUALLY BENEFICIAL OUTCOMES with an ENTHUSIASTIC, CONSTRUCTIVE, + FLEXIBLE ATTITUDE

APPROPRIATE + HONOUR DIVERSITY

EMBRACE LIFELONG LEARNING

ENCOURAGE INNOVATION

Pete Wobschall, PTM Aug 2020
Learning Objectives

- Understand what a Motion and Resolution are and how they are the same, yet different.

- Preview a variety of sample CSA Motions and Resolutions.

- Provide the knowledge for Directors to write their own Motions for CSA Board consideration.
Motions vs Resolutions
What’s the Difference?
A motion is a proposal from a member of the meeting whereas a resolution reflects the general opinion of the board.

Generally speaking, not all motions can be resolutions, but all resolutions come from motions.

Please note that a ‘motion’ is also referred to as a ‘question’.
A resolution is a motion that has been passed by the members of the meeting of the Board of Directors.

Technically, a motion that is passed by majority of the members present and voting becomes a resolution.

It is a formal act that is implemented and is binding of the board members.

https://processpa.com/ExecutiveMatters/what-is-the-difference-between-a-motion-and-a-resolution/
Whereas (Context)

When greater context is desired, a main motion may be made in the form of a Resolution, which is always submitted in writing.

A preamble containing several paragraphs explaining background information or justification for the proposed action is often included, but is not required (i.e. Whereas statements).

https://www.boardeffect.com/blog/best-practices-for-writing-a-board-resolution/
Motions
Motions are how action is proposed at a meeting run under parliamentary procedure, such as Robert’s Rules of Order.

When a corporate board meets, any director can propose a motion, but it must be “seconded” by another director before the rest of the board can debate on the issue and consider voting on the issue.

Motions aren't required to be written, and a Director can propose a motion orally.

Because of this, motions often occur as part of the course of debate on a larger issue.

Also, motions are generally considered actions by the board of directors and not necessarily the corporation.
Simply put, motions are proposals with the aim of making the members of the meeting deliberate on the issue at hand.

Motions are proposed by directors that, more often than not, needs a “seconder” before the board can debate on the issue and consider voting for a decision.

https://processpa.com/ExecutiveMatters/what-is-the-difference-between-a-motion-and-a-resolution/
Resolutions
Why Do Boards Write Resolutions?

A board resolution, also sometimes called a corporate resolution, is a formal document that makes a statement about an issue that is so important that the board wants to have a record of it.

A resolution is a document that stands as a record if compliance comes into question.

https://www.boardeffect.com/blog/best-practices-for-writing-a-board-resolution/
At first glance, reading a board resolution is intimidating because of the formal language.

In fact, once you know what components make up a board resolution, they are very easy to write.

A few people working together will be able to write one up in short order.

https://www.boardeffect.com/blog/best-practices-for-writing-a-board-resolution/
When Are Resolutions Used?
When Are Resolutions Used?

There is an infinite number of reasons that boards may choose to document their decisions or actions with an official resolution.

Essentially, any situation where they desire to protect themselves if anyone should question their attention to important matters is a reason to write up and pass a board resolution.

https://www.boardeffect.com/blog/sample-of-a-board-resolution/
When Are Resolutions Used?

The following list comprises some of the more common reasons that boards often write up and pass resolutions:

- When extending a loan to another business
- When voting an officer onto the board
- When appointing a new board director
- When the board hires executive employees
- When the company wants to sell new shares of the corporation
- When the company wants to file a new patent or to purchase an existing patent
- When the board wants to increase the amount of a dividend distribution
- When the company acquires another business
- When the company wants to purchase real estate
- When opening a financial account
- When conducting business on behalf of the board

https://www.boardeffect.com/blog/sample-of-a-board-resolution/
Real World Example Resolutions
Real World Examples

- City of Hamilton (page 4)
- Legislative Assembly of Ontario

https://www.boardeffect.com/blog/best-practices-for-writing-a-board-resolution/
Sample Motions (& Resolutions)
Sample Board Motion

Example of a simple Motion.

MINUTES
Board of Directors Meeting # 7
November 27, 2019 – 6:30 pm – UC 442

7.15. Adjournment

MOTION: To adjourn the CSA Board of Directors Meeting of November 27, 2019 at 8:12 pm.

Moved: Lindsey Fletcher, VP Academic
Seconded: Matteo Raso

Vote on Motion
Motion carried
Sample Board Motion

Example of a simple Motion.

Motion
Board of Directors Meeting # 8
January 15, 2020

Item 8.3.1.
Student Senate Caucus Representative

MOTION: That Michael Pacheco be ratified as the Student Senate Caucus representative on the CSA Board of Directors, effective immediately.

Moved:
Seconded:
This example contains ‘whereas’, ‘motion’, and ‘resolved’ statements.

7.3.2. Interhall Council

WHEREAS the Interhall Council (IHC) has informed the PTM of a change in CSA Board representation;

MOTION: That Nicole Johnston be de-ratified as the IHC representative on the CSA Board of Directors, effective immediately;

RESOLVED that Victoria Bali be ratified as the Interhall Council (IHC) representative on the CSA Board of Directors, effective immediately.

Moved: Ariel Oleynikov
Seconded: Cameron Stotts

Ariel Oleynikov: She is also great.

Vote on Motion
Motion carried
As with any business writing, use formatting that presents the information as easy to understand as possible.

This example uses a table to present information.

### 8.10.1. Appoint Hiring Committees – Various

**WHEREAS** the CSA will soon begin its hiring process for the 2020-2021 term; and **WHEREAS** one CSA Board Member is required to participate on each Hiring Committee;

**MOTION:** To appoint a Hiring Committee for the following positions and to name a Board Member to each Hiring Committee, as follows:

<table>
<thead>
<tr>
<th>Position</th>
<th>Board Member</th>
</tr>
</thead>
<tbody>
<tr>
<td>Clubs Administrative Coordinator</td>
<td>Molly Brenzel</td>
</tr>
<tr>
<td>Clubs Programming Coordinator</td>
<td>Emmy Luo</td>
</tr>
<tr>
<td>SafeWalk Coordinator</td>
<td>Victoria Bali</td>
</tr>
<tr>
<td>Student Event &amp; Risk Management Coordinator</td>
<td>Daniel Ofori-Darko</td>
</tr>
<tr>
<td>(SE&amp;RM)</td>
<td></td>
</tr>
<tr>
<td>Student Help and Advocacy Centre Coordinator</td>
<td>Kathleen Nolan</td>
</tr>
<tr>
<td>(SHAC)</td>
<td></td>
</tr>
</tbody>
</table>
An example of a motion that includes several Whereas statements, and one Resolved statement.

7.10.2. Appoint Standing Referendum Committee

WHEREAS Policy Manual Appendix G, CSA Electoral, Section 7.0, states that a Standing Referendum Committee shall be formed upon the submission or knowledge of a forthcoming referendum question submission;

WHEREAS the Policy & Transition Officer has been approached about a possible submission of a referendum question;

MOTION: To appoint a Standing Referendum Committee comprised of the Chief Returning Officer and at least two Directors;

RESOLVED that the following Directors be appointed to the Standing Referendum Committee:

- Anthony Lenarduzzi
- Kathleen Nolan

Moved: Emmy Luo
Seconded: Lolia Shallouf

Vote on Motion
Motion carried
Another example of a motion that includes several Whereas statements, and one Resolved statement.

3.10.1. Appoint Hiring Committee – Front Office Assistant

WHEREAS the CSA front office is not fully staffed with the current three part-time staff members; and
WHEREAS an additional part-time staff member is required to complete the schedule;

MOTION: To appoint a Hiring Committee for the position of Front Office Assistant;

RESOLVED that Ariel Oleynikov be appointed to the Hiring Committee for the position of Front Office Assistant.

Moved: Ariel Oleynikov
Seconded: Daniah Al-Naseri

Vote on Motion
Motion carried
This example includes several Whereas statements, and several Resolved statements.

3.11.1. Amend Bylaw 1 re Standing Committees

WHEREAS, at this time, CSA Bylaw 1 and CSA Policy Manual Appendix A provide a different list of CSA standing committees;
WHEREAS the Service Oversight Committee is not considered a joint CSA / GSA standing committee at this time;
WHEREAS working group, advisory, ad hoc and program committees continue to fulfill an important role as CSA operational committees but are not considered standing committees; and
WHEREAS Notice of this discussion was provided at the Board meeting on September 11, 2019;

MOTION: That CSA Bylaw 1, Section 8.0 be amended to delete the Service Oversight Committee from clause 8.1;
RESOLVED that CSA Bylaw 1, Section 8.0 be further amended so that clause 8.1 reads as follows:

8.1. The Board shall maintain the following Standing Committees:
f) Executive Committee
g) Executive Evaluation Committee
h) Finance Committee
i) Petitions, Delegations and Representations (PDR) Committee
j) Policy and Bylaw Review Committee (PBRC);

RESOLVED that CSA Bylaw 1, Section 8.0 be further amended to delete amended clause 8.2: Executive Committee (Terms of Reference) and to insert it as a new clause 5.3., with clauses in Section 5.0 being re-numbered as appropriate;
RESOLVED that CSA Bylaw 1, Section 8.0 be further amended to delete clauses 8.3, 8.4 and 8.5, and to add the following new clauses:

8.2. The Terms of Reference for the Executive Committee shall be found earlier in this Bylaw 1, specifically as clause 5.3;
8.3. The Terms of Reference for the remaining CSA standing committees shall be found in CSA Policy Manual, Appendix A, Section 3.0.
This example of a Motion does **not** include Whereas statement, but does include a Resolved statement.

3.10.1. **Appoint Hiring Committee – Front Office Assistant**

**MOTION:** To appoint a Hiring Committee for the position of Front Office Assistant;
**RESOLVED** that Ariel Oleynikov be appointed to the Hiring Committee for the position of Front Office Assistant.

Motion carried
This example of a Motion does not include Whereas or Resolved statements.

**MOTION:** To receive the *Auditor's Statements for the Year Ended April 30, 2019*, as presented at the CSA Board Meeting on November 27, 2019.

*Moved:* Kathleen Nolan  
*Seconded:* Daniel Ofori-Darko

*Vote on Motion*  
*Motion carried*
5.11.5. Motion for Fossil Fuel Divestment

WHEREAS the Intergovernmental Panel on Climate Change (IPCC) Report came out stating that the human population only has up to a decade remaining until our planet suffers irreversible damage from climate change;
WHEREAS the years 2016, 2015, 2017, 2018, and 2014 have been the top five hottest years on record;
WHEREAS fossil fuel companies are the largest polluters of CO2 emissions into our atmosphere driving climate change;
WHEREAS the University of Guelph currently invests $38 million dollars in fossil fuel companies;

BE IT RESOLVED that the Central Student Association (CSA) works with and continues to support the work of Fossil Free Guelph;
BE IT FURTHER RESOLVED that the Central Students Association (CSA) write a letter to President Franco Vaccarino demanding the University of Guelph to divest from all fossil fuel companies.

Moved: Simonne Clout
Seconded: Horeen Hassan, VP External
Sample ECM Motion

MINUTES
Executive Committee Meeting # 24
December 9, 2019 – 3:30 pm

SUMMARY OF MOTIONS
Motion to Adopt the Agenda
Moved by: VPA
Seconded by: VPE
Motion Passed

Motion to Adjourn
Moved by: VPA
Seconded by: VPE
Motion Passed
How to Write a Motion
How to Write a Motion

Make sure your topic is something that is of interest to all undergraduate students and something that is within the authority of the CSA.

Try to be clear in your motion so that others do not make amendments at the meeting to clarify the meaning.
How to Write a Motion

If your motion requires funding, include how your initiative will be funded.

State a timeframe when applicable.

Reference supporting documents with their full document title/subject, author(s), and dates when available.
Team up with other Directors, Executive, Members or Staff to assist in the development of your Motion.

Enlist the support of the Policy & Transition Manager to assist you.
Steps of a Motion
Every Motion has 6 Steps

1. **Motion**
   A member rises or raises a hand to signal the chairperson.

2. **Second**
   Another member seconds the motion.

3. **Restate motion**
   The chairperson restates the motion.
4. **Debate**  
The members debate the motion. (the question is ‘on the floor’)

5. **Vote**  
The chairperson restates the motion, and then first asks for affirmative votes, and then negative votes.

6. **Announce the vote**  
The chairperson announces the result of the vote and any instructions.

Example Motion Walkthrough

A member is recognized by the chairperson to speak.

The member makes a motion: “I move that . . . . .”

The chairperson asks if there is a second to the motion.

The chairperson recognizes a member who wants to second the motion.

The member “seconds the motion.”
The Chair repeats the motion exactly as stated.

The Chair may reword the motion for clarity with the consent of the person who made the motion and the person who seconded it.

The PTM will project the motion on a large screen to increase accessibility for Directors and to make it easier for the group to work on motions on the fly.
The Chair opens the floor for discussion.

It is customary to allow the person making the motion to speak first and to make closing remarks after everyone else has had a chance to speak.

The PTM makes notes of changes as they occur on the projected screen.
Motion Walkthrough

Members may speak on the issue after being recognized by the Chair.

A member may not speak a second time on the issue until all other members have had an opportunity to speak a first time.
When everyone has had an opportunity to speak, the Chair should restate the motion and conduct a vote.

Voting will be determined by the Chair:

• Voice vote
• Show of hands
• Ballot
• Stand up
• Roll call
Members indicate if they are in favour or against.

All in favour of the motion say ‘yea’.

All opposed, say ‘nay’.
Most motions are decided by the majority of the votes cast; some by 2/3 Majority, some must be Unanimous as per CSA policy and bylaws.

The Chair announces the results of the vote to the group.
Amending Motions
During the Debate step of a Pending Motion, one may move to Amend the Pending Motion.

All one needs to remember is that there are really only 3 basic processes of amendments:

1. Inserting words or paragraphs.
2. Striking out (not deleting) words or paragraphs.
3. Striking out and Inserting words or paragraphs.

You can also Amend the Amendment, before it is voted upon:

But you can only Amend the Inserted or Struck out words.

You cannot Amend a separate part of the Main Motion not covered by the Amendment that is currently being discussed!

After the current Amendment is voted upon, you can Amend the Motion again and Amend this new Amendment.

If you carefully review these 3 basic processes of amendments (insert, strike out, and strike out/insert), you will agree that any other form is not an amendment.

Proper usage of these 3 processes will reduce the chances of chaos and confusion that is common during discussion of motions and amendments.
Example 1 - Insert

Let's Amend this Sample Motion: "I move that we buy a new sign."

You can Move to Amend by Inserting words or paragraphs.

I move to Amend by Inserting the phrase "not to exceed $50 dollars" at the end of the motion.
Example 2 – Strike Out

You can Move to Amend by Striking out (not deleting) words or paragraphs.

I move to Amend by striking out the word "new".

"I move that we buy a new sign not to exceed $50 dollars."
Example 3 – Strike Out and Insert

You can Move to Amend by Striking out and Inserting words or paragraphs.

One can even Amend by Substituting (Striking out and Inserting) entire paragraphs or the complete motion.
Example 3 – Strike Out and Insert

I move to Amend by Striking out the word "sign" and Inserting the word "billboard".

"I move that we buy a new sign billboard not to exceed $50 dollars."
The wording of a motion can be changed by an amendment.

This amendment is called a primary amendment, or first-degree amendment.
A secondary amendment, or second-degree amendment is an amendment of an amendment.

Secondary amendments are handled like other amendments in that they can be debated and voted on before moving forward.

A tertiary amendment, or third-degree amendment, is an amendment of an amendment to an amendment and is not allowed because it would be too complicated.
Motions that *Cannot* be Amended

Adjourn                          Point of Order
Question of Privilege            Appeal
Orders of the Day                Parliamentary Inquiry
Lay on/Take from the Table       Suspend the Rules
Previous Question                Reconsider