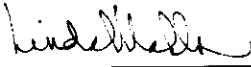




**SENATE LEGISLATION APPROVAL**

<b>Date:</b>	February 10, 2011
<b>To:</b>	Wallace D. Loh
<b>From:</b>	Linda Mabbs Chair, University Senate 
<b>Subject:</b>	Review of Quorum Calculation in Senate Standing Committees
<b>Senate Document #:</b>	09-10-41

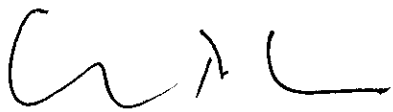
I am pleased to forward for your consideration the attached legislation entitled, "Review of Quorum Calculation in Senate Standing Committees." Marc Pound, Chair of the Elections, Representation, and Governance (ERG) Committee, presented the proposal. The University Senate approved the proposal at its February 9, 2011 meeting.

We request that you inform the Senate Office of your decision as well as any subsequent action related to your conclusion.

Enclosure: Review of Quorum Calculation in Senate Standing Committees  
Senate Document # 09-10-41

LM/rm

Cc: Nariman Farvardin, Senior Vice President for Academic Affairs & Provost  
Reka Montfort, Executive Secretary and Director, University Senate  
Juan Uriagereka, Associate Provost for Faculty Affairs  
Terry Roach, Executive Assistant to the President  
Janet Turnbull, President's Legal Office  
Elizabeth Beise, Associate Provost for Academic Planning & Programs

Approved:   
Wallace D. Loh  
President

Date: 2/18/11



**University Senate  
TRANSMITTAL FORM**

<b>Senate Document #:</b>	09-10-41																				
<b>PCC ID #:</b>	NA																				
<b>Title:</b>	Review of Quorum Calculation in Senate Standing Committees																				
<b>Presenter:</b>	Marc Pound, Chair of Elections, Representation & Governance Committee (ERG)																				
<b>Date of SEC Review:</b>	January 28, 2011																				
<b>Date of Senate Review:</b>	February 9, 2011																				
<b>Voting (highlight one):</b>	<ol style="list-style-type: none"> <li>1. On resolutions or recommendations one by one, or</li> <li>2. ██████████</li> <li>3. To endorse entire report</li> </ol>																				
<b>Statement of Issue:</b>	Several of the Standing Senate Committees are large and find it difficult to conduct business at Committee meetings due to a lack of quorum and might benefit from an alternate quorum calculation procedure.																				
<b>Relevant Policy # &amp; URL:</b>	NA																				
<b>Recommendation:</b>	<p>The ERG Committee recommends tailored quorums for committees that have 16 or more voting members, subtracting 1, 2, or 3 from the current quorum depending on the committee size, to create what would be an "optimally successful" number. No committee can reach quorum solely with Ex-Officio members.</p> <p>The ERG recommends revised quorums for the following committees:</p> <table border="0"> <thead> <tr> <th align="left">Committee</th> <th align="right">Quorum</th> </tr> </thead> <tbody> <tr> <td>-----</td> <td></td> </tr> <tr> <td>Academic Procedures and Standards</td> <td align="right">9</td> </tr> <tr> <td>Campus Affairs</td> <td align="right">9</td> </tr> <tr> <td>CORE</td> <td align="right">8</td> </tr> <tr> <td>Educational Affairs</td> <td align="right">11</td> </tr> <tr> <td>Equity, Diversity &amp; Inclusion</td> <td align="right">11</td> </tr> <tr> <td>ERG</td> <td align="right">8</td> </tr> <tr> <td>Faculty Affairs</td> <td align="right">8</td> </tr> <tr> <td>Programs, Curricula and Courses</td> <td align="right">9</td> </tr> </tbody> </table>	Committee	Quorum	-----		Academic Procedures and Standards	9	Campus Affairs	9	CORE	8	Educational Affairs	11	Equity, Diversity & Inclusion	11	ERG	8	Faculty Affairs	8	Programs, Curricula and Courses	9
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Programs, Curricula and Courses	9																				

	<p>Staff Affairs 12 Student Affairs 12</p>
<p><b>Committee Work:</b></p>	<p>In the Fall of 2010 the ERG Committee discovered that every committee failed to meet quorum requirements at least once during the 2009-2010 academic year. Current quorum procedure for Standing Committees follows Robert's Rules; a quorum is 50% of the total number of members plus one. The committee decided that the fundamental issue is that many committees are failing to meet quorum for meetings, especially those committees with larger numbers.</p> <p>At the October 6, 2010 meeting the Committee recounted past attempts to revise the quorum requirements for committees that had failed to be adopted. The ERG Committee concluded that there are two possible solutions to the lack of quorum for the Standing Committees: either lower the quorum for the Standing Committees or allow for business to be conducted without a quorum present. Lowering the quorum in the Standing Committees was deemed the more favorable solution. Several methods of lowering the quorums for Standing Committees were discussed and later analyzed.</p> <p>The analysis presented at the November 3, 2010 meeting revealed that, if the quorum were dropped to 1/3 of the members, some Senate Committees could conduct business with very few members present. Furthermore, a few committees could constitute a quorum composed entirely of Ex-Officio members. It was agreed that while it may not be preferable to have a majority of Ex-Officio members deciding a committee vote, the final decision is made in the full Senate where all campus constituencies have representation.</p> <p>The ERG Committee also discussed whether it was appropriate for excused absences to be allowed on Standing Committees much like is done for the Senate. They also considered the method of quorum calculation for Senate meetings (Senate Bylaws 3.4.b), applied only on the Standing Committees of a certain size; the smaller committees would continue with the current practice. Neither of these solutions was deemed satisfactory. The conclusion was that there is no "one-size-fits-all" solution.</p> <p>After the November meeting the ERG Committee voted via email to approve recommending tailoring the quorums for Standing</p>

	Committees with 16 or more voting members.
<b>Alternatives:</b>	Senate Standing Committees could continue having difficulty meeting quorum, impairing their ability to move Senate business forward.
<b>Risks:</b>	There are no associated risks.
<b>Financial Implications:</b>	There are no financial implications.
<b>Further Approvals Required:</b> <i>(*Important for PCC Items)</i>	Senate approval, Presidential approval

**Senate Elections, Representation, and Governance (ERG) Committee  
Report on Review of Quorum Calculation in Senate Standing Committees  
November 2010**

Statement of the Problem

Several Senate Standing Committees have had difficulty meeting quorum on multiple occasions, impairing their ability to move Senate business forward.

Background

On April 22, 2010 the Senate Executive Committee (SEC) charged the ERG committee to review the current procedures for quorum calculation in the Senate Standing Committees. The ERG Committee began discussing the charge and the background information presented in the charge at the May 10, 2010 meeting (which notably did not have quorum!). It was decided that additional research was needed for full consideration of this issue, for instance, which Committees struggled to reach a quorum during the 2009-2010 academic year. (Appendix 2)

Committee Work

In the Fall of 2010, the ERG Committee continued research and discussion of the charge and possible recommendations. It was discovered that every committee failed to meet quorum requirements at least once during the 2009-2010 academic year. The fundamental issue is that many committees are failing to meet quorum for meetings, especially those committees with larger membership populations. Research also recounted past attempts to revise the quorum requirements for committees that had failed to be adopted. (Appendix 3)

Current quorum procedure for Standing Committees follows Robert's Rules; a quorum is 50% of the total number of members plus one. (Appendix 4) There are two possible solutions to the lack of quorum for the Standing Committees: either lower the quorum for the Standing Committees or allow for business to be conducted without a quorum present. The latter was recognized as an unfavorable option. Though there are practical ways to work around the quorum requirement, such as conducting business by email or creatively scheduling meetings, these may ameliorate, but do not directly address, the problem. Lowering the quorum in the Standing Committees is the only way to combat the problem procedurally.

Several methods of lowering the quorums for Standing Committees were discussed and analyzed. If 1/3 of the members constituted a quorum, the number of committee members deciding on business in certain Standing Committees could be very small. (Appendix 5) Reducing the size of all Standing Committees would also be difficult to accomplish because all constituencies need to be fairly represented. Another difficulty in reducing the size of the Standing Committees is the number of appointed Ex-Officio members, especially on the larger committees.

The analysis revealed that, if the quorum were dropped to 1/3 of the members, some Senate Committees could constitute a quorum composed entirely of Ex-Officio members. ERG Committee members were concerned that this may not be truly representative because Ex-Officio committee members serve based on their departmental position, not through a

representative selection process. (Appendix 6) On the other hand, while it may not be preferable to have a majority of Ex-Officio members deciding a committee vote, the final decision is made in the full Senate (assuming it is put on the agenda by the SEC) where all campus constituencies have representation.

The ERG Committee also discussed whether it was appropriate for excused absences to be allowed on Standing Committees much like is done for the Senate. They also considered the method of quorum calculation for Senate meetings (Senate Bylaws 3.4.b which states a quorum for meetings would be defined as a majority of elected Senators that have not received prior approval for absence from the Senate Office, or fifty (50) Senators, whichever number is higher.) This would be applied only on the Standing Committees of a certain size; the smaller committees would continue with the current practice. Neither of these solutions was deemed satisfactory.

The conclusion is that there is no "one-size-fits-all" solution.

#### Recommendation

The ERG Committee agreed that there should be a benchmark number below which committee business could not be conducted, no matter the size of the committee. It was decided that trying to compose one universal method to determine quorum that works for every committee might not be reasonable. It instead may better serve the Standing Committees to specify a numerical quorum for each committee in the Bylaws rather than the current practice of Robert's Rules. (Appendix 7) Therefore, the ERG Committee tailored proposed quorums for committees that had 16 or more voting members, subtracting 1, 2, or 3 from the current quorum depending on the committee size, to create what would be an "optimally successful" number. No committee can reach quorum solely with Ex-Officio members.

The ERG recommends revised quorums for the following committees:

Committee	Quorum
-----	
Academic Procedures and Standards	9
Campus Affairs	9
CORE	8
Educational Affairs	11
Equity, Diversity & Inclusion	11
ERG	8
Faculty Affairs	8
Programs, Curricula and Courses	9
Staff Affairs	12
Student Affairs	12

The Senate Bylaws should be amended to define the specified for quorums for these committees.

Appendix 1 –Charge

Appendix 2 -Failed Quorum

Appendix 3 -Quorum Research

Appendix 4-Robert's Rules

Appendix 5 -Quorum Calculation 1/3 Chart

Appendix 6 -Quorum Calculation Information (D. Ellis)

Appendix 7 -Proposed Quorum Calculation Chart



**University Senate  
CHARGE**

<b>Date:</b>	April 22, 2010
<b>To:</b>	Kendra Wells Chair, Elections, Representation & Governance Committee
<b>From:</b>	Elise Miller-Hooks Chair, University Senate
<b>Subject:</b>	Review of Quorum Calculation in Senate Standing Committees
<b>Senate Document #:</b>	09-10-41
<b>Deadline:</b>	December 1, 2010

The Senate Executive Committee (SEC) requests that the Elections, Representation, and Governance (ERG) Committee review the attached proposal from the Staff Affairs Committee entitled, "Review of Quorum Calculation in Senate Standing Committees."

The SEC would like the ERG committee to review the current quorum calculation process and identify whether changes should be made to accommodate standing committees with a large membership. We also ask that you review past attempts at revising the process and the current process used for calculating a quorum at Senate meetings. The ERG Committee should advise on whether a specific guideline for quorum calculation of standing committees should be included in the Senate Bylaws. If the committee finds that a change is warranted, we ask that you propose an amendment to the Bylaws.

We ask that you submit your report and recommendations to the Senate Office no later than December 1, 2010. If you have questions or need assistance, please contact Reka Montfort in the Senate Office, extension 5-5804.



**Appendix 2**

**Senate Committees that failed to reach quorum more than once in  
2009-2010:**

<b>Committee</b>	<b># of members</b>	<b>quorum #</b>	<b># of meetings without quorum According to Minutes</b>
Campus Affairs	20	11	4
Faculty Affairs	18	10	2
Educational Affairs	26(2 non-voting)	13	2
ERG	16	9	2
Student Affairs	30	16	2
EDI	23	13	4
Staff Affairs	28	15	4



## UNIVERSITY OF MARYLAND

COLLEGE PARK SENATE

**ELECTIONS, REPRESENTATION AND GOVERNANCE COMMITTEE  
1997-1998**
**ANNUAL REPORT****WILLIAM B. WALTERS, CHAIR**

During the 1997-1998 academic year, the Elections, Representation and Governance (ERG) Committee examined and approved two college plans of organization—the College of Arts and Humanities and the Clark School of Engineering. Also, the committee examined and discussed the plans of organization from the Robert H. Smith School of Business and Management and the School of Public Affairs. These two plans were forwarded to the Senate Executive Committee with the points of non-compliance noted to the University of Maryland Plan of Organization and the College Park Senate Bylaws were not observed.

The following Senate Bylaw changes were considered, approved and sent to the floor of the Senate for action.

- a) *Article 3.1* (Senate Document #97-98-25z): The second sentence shall read "The notice, agenda, and supporting documents shall be mailed from the Senate Office to the membership no later than one calendar week prior to each regular meeting unless otherwise approved by the Executive Committee." This change reduced the lead time for sending out materials from 10 to about 5 working days. Passed by the Senate at its March 5, 1998 meeting.
- b) *Article 4.1.c* (Senate Document #97-98-26z): The first sentence shall read, "... special order at the transitional meeting of the Senate ...". This change substituted the words "transitional meeting of the Senate" for the words "first meeting of the Senate in the Spring Semester". Passed by the Senate at its March 5, 1998 meeting.
- c) *Article 4.7.b* (Senate Document #97-98-26z): The first sentence shall read, "The Executive Committee may also refer any item ...". This change inserted the word "may" in the phrase. Passed by the Senate at its March 5, 1998 meeting.
- d) *Article 5.6.e* (Senate Document #97-98-27z): The last line shall read "... the transitional meeting...". These changes replaced the word "organizing" with the word "transitional". Passed by the Senate at its March 5, 1998 meeting.

*Article 5.6.g* (Senate Document #97-98-27z): The last line shall read "... the transitional meeting...". These changes replaced the word "organizing" with the word "transitional". Passed by the Senate at its March 5, 1998 meeting.

**Article 5.6.h** (Senate Document #97-98-27z): The first sentence shall read "... at the transitional meeting ...". This change replaced the word "organizing" with the word "transitional". Passed by the Senate at its March 5, 1998 meeting.

- e) **Article 6.4.a** (Senate Document #97-98-28z): The first, third, and fifth lines shall read "one faculty representative" instead of "one representative". This change clarified that these committee members are to be members of the faculty. Passed by the Senate at its March 5, 1998 meeting.

**Article 6.4.a** (Senate Document #97-98-28z): The designation for the former "College of Agriculture" shall be replaced by its new name, "College of Agriculture and Natural Resources". Passed by the Senate at its March 5, 1998 meeting.

- f) **Article 10.1.a(2)** (Senate Document #97-98-29z): This statement would read "... including at least one nominee for each position to be filled, and ..." This change eliminated the requirement that the Nominating Committee present a slate to the Senate that includes two nominees for each position to be filled. Passed by the Senate at its March 5, 1998 meeting.

- g) **Article 6.5.a** (Senate Document #97-98-28z): The section shall read "Membership: The committee shall consist of an appointed presiding officer; ten faculty members; two undergraduate students and one graduate student; and the following persons or a representative of each: The Vice president for Academic Affairs/Provost, the Director of Honors, and the Administrative Deans of Undergraduate and Graduate Studies. The presiding officers of the Program, Curricula and Courses (PCC) and the CORE Liberal Arts and Sciences (CORE) Committees shall be non-voting ex-officio members." This change eliminated the phrase "presiding members of the associated adjunct committees" as there are no associated adjunct committees, and shifted the status of the presiding officers of the Program, Curricula and Courses and the CORE Liberal Arts and Sciences Committees to non-voting and ex-officio members. These presiding officers remain members of the committee and in a position to receive all mailings and minutes of the committee and may attend as required or desired, but do not play a role in the quorum count. Passed by the Senate at its March 5, 1998 meeting.

- h) **Article 6.7.a** (Senate Document #97-98-28z): The section shall read, "Membership: The committee shall consist of an appointed presiding officer; 10 faculty members of whom 4 shall be senators and 2 must be untenured; one ... This change reduced the number of faculty members from 15 to 10, the number that must be senators from 8 to 4, and the number that must be non-tenured from 5 to 2. Passed by the Senate at its March 5, 1998 meeting.

- i) **Article 5.3.c Rules for Procedure of Standing Committees:** (Senate Document #97-98-31z)

**5.3.c (1)** The version of Robert's Rules of Order that shall govern the conduct of Standing Committees shall be Robert's Rules of Order, Newly Revised. Passed by the Senate at its April 2, 1998 meeting.

5.3.c (2) A quorum for meetings of Standing committees shall be one third of the voting members of the committee. Business transacted by a Standing Committee in the absence of a quorum must be specified as such in any report on committee activities. Presented on the Senate floor at its April 2, 1998 meeting, but failed.

An alternate motion for Article 5.3.c (2) was later proposed by the committee but not acted upon.

*5.3.c Rules for Procedure of Standing Committees:*

5.3.c (2) A quorum for meetings of Standing Committees shall be 1/3 of the voting members for committees with 18 or more members; for committees with fewer than 18 voting members, the smaller of 6 of the voting members or 50% of the voting members must be present. Business transacted by a Standing Committee in the absence of a quorum must be specified as such in any report on committee activities.

The issue of quorum number is still alive and still needs to be addressed.

The committee also discussed the issue of the size of the Student Affairs Committee. Again, it is a large committee and the issue remains of concern.

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**ELECTIONS, REPRESENTATION AND GOVERNANCE  
1997-98 COMMITTEE MEMBERSHIP**

William Walters, Chair  
Matthew Bodoff  
John Van Brunt  
Robert Gaines  
Paul Green

Patricia Greenspan  
Robert Merikangas  
Sabastian Niles  
Marvin Pyles  
Scott Rankin  
Janet Schmidt

*Ex Officio*

Dawn Leavell  
Marty Vitale



# University Senate

Senate Doc #	02-03-59
Date Received	05/07/03
Date of Item	05/07/03
Document Name	Proposal to Change the Procedural Rule Governing Quorum at Meetings of the Senate Executive Committee
Requestor	Dr. Joel Cohen

**Status** 05-06-2003 Senate Chair-Elect Cohen proposed a change in the rule governing quorum at meetings of the SEC. On a number of occasions in the past year the SEC could not vote on business items because it lacked the presence of seven voting members, as required in the Senate Bylaws. Senate Chair Cartwright agreed to charge the ERG Committee with deciding whether a change in the current procedural rule is appropriate and to consider the proposed amendment to the Bylaws or develop language of its own. The charge was sent it to David Sumner on 5/7/03. The ERG Committee questioned the need to change the quorum rule because the committee had a different understanding of how to count members. Cohen subsequently decided that the quorum rule does not need to be changed. The ERG report of December 12 came to the SEC for information purposes. The ERG Committee's interpretation of quorum count is different from the SEC's practice in recent years. It included the Senate Chair as a voting member for the purposes of a quorum. The SEC agreed with this outcome at its 12/12/03 meeting.

The charge was formally withdrawn, but the ERG Committee's information report was accepted at the 12/12/03 SEC meeting.

Pending EC?	<input type="radio"/> Yes <input checked="" type="radio"/> No	Pending Senate?	<input type="radio"/> Yes <input checked="" type="radio"/> No	PCC Number	<input type="text"/>
1st Standing Assign	CID0008	ERG Committee	2nd Standing Assign		
Senate Agenda	<input type="text"/>	Response of President	<input type="text"/>	Board of Regents	<input type="text"/>
MHEC	<input type="text"/>	Filing	Permanent Files	Closed	<input checked="" type="radio"/> Yes <input type="radio"/> No



# UNIVERSITY OF MARYLAND

UNIVERSITY SENATE

1100 Marie Mount Hall  
College Park, Maryland 20742-7541  
301.405.5805 TEL 301.405.5749 FAX  
<http://www.inform.umd.edu/CampusInfo/Sen>

December 12, 2003

## MEMORANDUM

**TO:** Joel Cohen, Chair, University Senate

**FROM:** Alan Mattlage, Chair, Elections, Representation & Governance Committee *AM*

**SUBJECT:** Proposal to Change the Rule Governing the Quorum for Meetings of the Senate Executive Committee, Senate Document Number 02-03-59

At two of our meetings, the Elections, Representation and Governance Committee discussed the proposal to change the rule governing the quorum for meetings of the Senate Executive Committee. The Committee reviewed Article 4.1.a of the Senate Bylaws and Article 8.2 of the Plan of Organization. These articles establish that the Executive Committee is to be composed of fourteen (14) voting members, including the Chair and Chair-Elect of the Senate. Article 4.5 of the Bylaws establishes that the quorum for the Executive Committee is to be seven (7) voting members. Consequently, the Chair and the Chair-Elect of the Senate may be counted for the purposes of a quorum.

The Election, Representation and Governance Committee believes that seven is an appropriate number for the Executive Committee quorum. Consequently, we recommend that no changes be made in the articles governing the Executive Committee quorum.

AM/MG/am

cc: Mary Giles, Executive Secretary and Director



# UNIVERSITY OF MARYLAND

UNIVERSITY SENATE

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May 7, 2003

## MEMORANDUM

**TO:** David Sumner  
Chair of the Senate Elections, Representation, and Governance Committee

**FROM:** Kent Cartwright *KB*  
Professor of English and Chair of the University Senate

**SUBJECT:** Proposal to Change the Procedural Rule Governing Quorum  
at Meetings of the Senate Executive Committee  
(Senate Document Number 02-03-59)

Yesterday, Senate Chair-Elect Joel Cohen proposed a change in the rule governing quorum at meetings of the Senate Executive Committee. According to Article 4.5 of the Senate Bylaws, a quorum of the Executive Committee shall be seven voting members. This past year, the Executive Committee has from time to time been without the required seven at its biweekly meetings. The lack of a quorum has delayed action on important items of Senate business and the setting of the monthly Senate agendas. The Executive Committee seeks a remedy that conforms to the spirit and the letter of Senate rules.

Professor Cohen recommends adapting the procedural rule for quorum at Senate meetings to the needs of the Executive Committee. With Article 3.4 of the Bylaws as a model, Article 4.5 could be amended to read:

A quorum of the Executive Committee shall be defined as a majority of elected members who have not received prior approval for absence from the Office of the University Senate, or five (5) members, whichever number is higher. For the purposes of determining a quorum, the Senate Chair, the Executive Secretary, the Parliamentarian, and the representatives of the President and the Senior Vice President for Academic Affairs will not be considered.

The Executive Committee agrees to the general principle that Professor Cohen has enunciated. We ask that the Elections, Representation, and Governance Committee consider the implications of Professor Cohen's proposal. If you decide a change in the current procedural rule appropriate, please consider the proposed amendment or craft new language for this change to the Bylaws.

David Sumner  
May 7, 2003

Page 2

Professor Cohen hopes to have this change approved by the Senate and in place early in the fall semester. Would you then review this matter before the present ERG Committee disbands? I look forward to your comments and your advice. If you have any questions, please contact Mary Giles on extension 5-5804.

KC:mdg

Cc: A. Montgomery



### Information on Quorum From Robert's Rules

**64. A Quorum** of an assembly is such a number as must be present in order that business can be legally transacted. The quorum refers to the number present, not to the number voting. The quorum of a mass meeting is the number present at the time, as they constitute the membership at that time. The quorum of a body of delegates, unless the by-laws provide for a smaller quorum, is a majority of the number enrolled as attending the convention, not those appointed. The quorum of any other deliberative assembly with an enrolled membership (unless the by-laws provide for a smaller quorum) is a majority of all the members. In the case, however, of a society, like many religious ones, where there are no annual dues, and where membership is for life (unless it is transferred or the names are struck from the roll by a vote of the society) the register of members is not reliable as a list of the bona fide members of the society, and in many such societies it would be impossible to have present at a business meeting a majority of those enrolled as members. Where such societies have no by-law establishing a quorum, the quorum consists of those who attend the meeting, provided it is either a stated meeting or one that has been properly called.

In all ordinary societies the by-laws should provide for a quorum as large as can be depended upon for being present at all meetings when the weather is not exceptionally bad. In such an assembly the chairman should not take the chair until a quorum is present, or there is no prospect of there being a quorum. The only business that can be transacted in the absence of a quorum is to take measures to obtain a quorum, to fix the time to which to adjourn, and to adjourn, or to take a recess. Unanimous consent cannot be given when a quorum is not present, and a notice given then is not valid. In the case of an annual meeting, where certain business for the year, as the election of officers, must be attended to during the session, the meeting should fix a time for an adjourned meeting and then adjourn.

In an assembly that has the power to compel the attendance of its members, if a quorum is not present at the appointed hour, the chairman should wait a few minutes before taking the chair. In the absence of a quorum such an assembly may order a call of the house [41] and thus compel attendance of absentees, or it may adjourn, providing for an adjourned meeting if it pleases.

In committee of the whole the quorum is the same as in the assembly; if it finds itself without a quorum it can do nothing but rise and report to the assembly, which then adjourns. In any other committee the majority is a quorum, unless the assembly order otherwise, and it must wait for a quorum before proceeding to business. Boards of trustees, managers, directors, etc., are on the same footing as committees as regards a quorum. Their power is delegated to them as a body, and their quorum, or what number shall be present, in order that they may act as a board or committee, cannot be determined by them, unless so provided in the by-laws.

While no question can be decided in the absence of a quorum excepting those mentioned above, a member cannot be interrupted while speaking in order to make the point of no quorum. The debate may continue in the absence of a quorum until some one raises the point while no one is speaking.

While a quorum is competent to transact any business, it is usually not expedient to transact important business unless there is a fair attendance at the meeting, or else previous notice of such action has been given.

Care should be taken in amending the rule providing for a quorum. If the rule is struck out first, then the quorum instantly becomes a majority of all the members, so that in many societies it would be nearly impracticable to secure a quorum to adopt a new rule. The proper way is to amend by striking out certain words (or the whole rule) and inserting certain other words (or the new rule), which is made and voted on as one question.

NOTE ON QUORUM. -- After all the members of an organization have had reasonable notice of a meeting, and ample opportunity for discussion, if a majority of the total membership of the organization come to a certain decision, that must be accepted as the action or opinion of that body. But, with the exception of a body of delegates, it is seldom that a vote as great as a majority of the total membership of a large voluntary organization can be obtained for anything, and consequently there has been established a common parliamentary law principle, that if a bare majority of the membership is present at a meeting properly called or provided for, a majority vote (which means a majority of those who vote) shall be sufficient to make the act the act of the body, unless it suspends a rule or a right of a member (as the right to introduce questions and the right of free discussion before being required to vote on finally disposing of a question) and that a two-thirds vote shall have the power to suspend these rules and rights. This gives the right to act for the society to about one-fourth of its members in ordinary cases, and to about one-third of its members in case of suspending the rules and certain rights. But it has been found impracticable to accomplish the work of most voluntary societies if no business can be transacted unless a majority of the members is present. In large organizations, meeting weekly or monthly for one or two hours, it is the exception when a majority of the members is present at a meeting, and therefore it has been found necessary to require the presence of only a small percentage of the members to enable the assembly to act for the organization, or, in other words, to establish a small quorum. In legislative bodies in this country, which are composed of members paid for their services, it is determined by the constitutions to be a majority of their members. Congress in 1861 decided this to be a majority of the members chosen. In the English House of Commons it is 40 out of nearly 700, being about 6% of the members, while in the House of Lords the quorum is 3, or about one-half of 1% of the members. Where the quorum is so small it has been found necessary to require notice of all bills, amendments, etc., to be given in advance; and even in Congress, With its large quorum, one day's notice has to be given of any motion to rescind or change any rule or standing order. This principle is a sound one, particularly with societies meeting monthly or weekly for one or two hours, and with small quorums, where frequently the assembly is no adequate representation of the society. The difficulty in such cases may be met in societies adopting this Manual by the proper use of the motion to reconsider and have entered on the minutes as explained in **36:13**.

Appendix 5

**Committee Composition for Quorum Calculation (not including SEC )**

Committee	Total Membership Mandated in Bvlaws	Voting Members	Regular (Includes Chair)	Ex Ex Officio	Ex Officio - N.V.	Current Quorum	1/3 of Voting Members
Academic Procedures and Standards	20	20	16	4	0	11	7
Campus Affairs	20	20	13	7	0	11	7
Committee on Committees	11	11	10	1	0	7	4
CORE	16	16	13	3	0	9	6
Educational Affairs	26	24	18	6	2	13	8
Equity, Diversity & Inclusion	23	23	19	4	0	13	8
ERG	16	16	14	2	0	9	6
Faculty Affairs	17	17	14	3	0	10	6
Governmental Affairs	11	11	6	5	0	7	4
Programs, Curricula and Courses	18	18	14	4	0	10	6
Staff Affairs	29	29	18	11	0	16	10
Student Affairs	29	29	20	9	0	16	10
Student Conduct	11	10	10	0	1	6	4

**notes:**

In accordance with standard practice, all 1/3 calculations were rounded down to the nearest whole number

The chair of Committee on Committees is ex officio

Staff Affairs ex officio numbers may vary based on CUSS membership

Where the last number on the right is in red, ex officio members alone could constitute a quorum using the 1/3 rule

## Quorum Calculation for Committees

Per the request of the Chair, I have compiled the following thoughts on using the Senate standard for calculating quorum in committees.

### Relevant Citation from the Senate Bylaws:

*3.4.b A quorum for meetings shall be defined as a majority of elected Senators who have not received prior approval for absence from the Office of the University Senate, or fifty (50) Senators, whichever number is higher. For the purpose of determining a quorum, ex officio members with or without vote shall not be considered.*

## Issues

### Who's Counted for a Quorum?

- The Senate uses "elected Senators" *not* "voting members" for its calculation, which differs from the RONR standard.
- Using the "elected" standard in committees would be somewhat complicated since the ratio of elected to unelected members would vary from year to year (even throughout the year).
- Currently committees use the RONR standard, which is "voting members." As defined in RONR (10<sup>th</sup> ed.) pp. 466-67 and 480, 1. 18-27, this includes any ex officio members who are not specifically designated as "non-voting" with two exceptions: 1) a presiding officer (in this case the Chair of the Senate) who is automatically a member of all committees; 2) an ex officio who is not a regular member of the body (in this case someone appointed ex-officio who is not an employee of the University). Neither currently applies.

### Does the Number of Ex Officio's Matter for Counting Quorum?

- In general an elected body should never be able to obtain a quorum with only unelected members – this probably constitutes the rationale for the choice of "elected members" in the Senate Bylaws.
- The Senate itself has a huge number of *non voting* ex officio members (All VP's chairs, directors, etc.) but only the 16 Deans are voting ex officio members. The balance is somewhat different in committees.

- As the attached spreadsheet shows, many committees have a large number of ex officio members. While what I am calling "regular members" may not necessarily be elected (myself for example), the same principle should probably be applied to them that is applied to elected Senators – in the sense that they have been deliberately selected through some process other than by virtue of holding a particular job title.
- This presents three issues for us to contemplate:
  1. Clearly we don't want to make it *harder* to obtain a quorum, which would certainly be the case if we stopped counting "voting members" and switched to counting only "regular members."
  2. However, if we switch to a 1/3 floor for quorum, there are four committees where it would be theoretically possible to obtain a quorum *with only ex officio members*. This is especially noteworthy since Staff Affairs and Student Affairs are two of the committees in question.
  3. *On the other hand* – if there are any committees with large numbers of ex officio members who rarely have time to attend (Staff Affairs and Student Affairs again suggest themselves, although I don't know about ex officio attendance records at either), eliminating them from the count might make quorum easier to reach.

### **How Many Is "Too Few" People for a Quorum?**

- Officially there are is no standard answer to this question, since quorum is based on a certain percentage of a body, and of course on a five member board it would be perfectly logical to have a quorum of three. However, in our meetings the idea has been casually discussed that there is a sort of absurdity threshold with a committee of 20 people having a vote of two to one on an issue, for example.
- To that end, you can see from the attached spreadsheet that there are three committees which would have a 3 person quorum under a 1/3 floor system: Student Conduct, the Committee on Committees, and Governmental Affairs.

## Appendix 7

### Committee Composition for Quorum Calculation (not including SEC )

Committee	Total Membership Mandates in cycles	Voting Members Regular (includes Chair)	Ex Officio	Ex Officio - N.V. Council	Quorum	Proposed Quorum	
Academic Procedures and Standards	20	20	16	4	0	11	9
Campus Affairs	20	20	13	7	0	11	9
Committee on Committees	11	11	10	1	0	6	6
CORE	16	16	13	3	0	9	8
Educational Affairs	26	24	18	6	2	13	11
Equity, Diversity & Inclusion	23	23	19	4	0	12	11
ERG	16	16	14	2	0	9	8
Faculty Affairs	17	17	14	3	0	9	8
Governmental Affairs	11	11	6	5	0	6	6
Programs, Curricula and Course	18	18	14	4	0	10	9
Staff Affairs	29	29	18	11	0	15	12
Student Affairs	29	29	20	9	0	15	12
Student Conduct	11	10	10	0	1	6	6

**notes:**

In accordance with standard practice, all 1/3 calculations were rounded down to the nearest whole number

The chair of Committee on Committees is ex officio

Staff Affairs ex officio numbers may vary based on CUSS membership