

QUORUM

A quorum is the number or proportion of the members of an organization that must be present at a meeting in order to transact business legally. If a quorum is not present, the presiding officer may call the meeting to order, but the organization may not transact business in the absence of a quorum. However, agenda items that do not require action may be dealt with, such as hearing reports and programs. The bylaws of an organization should state the number or proportion of members that constitutes the quorum. In the absence of such a provision, parliamentary law fixes the quorum at a majority of the members.

A quorum always refers to the number of members *present*, not to the number *voting*. If a quorum is present, a vote is valid even though fewer than the quorum vote. In computing a quorum, only members in good standing are counted. The meaning of the phrase "in good standing" varies with different organizations according to their bylaws.

TRPPOA Bylaws defines a Quorum as at least one-half (1/2) of valid votes. TRPPOA Covenants defines a valid vote as 1 per Tract/Lot regardless of persons living on a Tract/Lot. There are currently 65 Tract/Lot combinations in TRPPOA. A quorum of 33 valid votes is required to conduct business. Should a quorum cease to exist during a meeting, business must stop at that point.

VOTING

When **not prescribed in the bylaws**, the method of voting on a motion or candidate is usually determined by the chair. At any time before the vote is taken, the assembly may also determine the method of voting by majority vote. The usual methods of voting are:

- **General Consent** Routine or noncontroversial questions are often decided by *general consent*, without taking a formal vote. For example, if a member moves "that the calling of the roll be dispensed with," the presiding officer may respond, "It has been moved and seconded that the calling of the roll be dispensed with. Is there any objection?" If any member says, "I object," a vote must be taken on the motions.
- **Voice Vote** Voting by voice is the most commonly used method of voting. The presiding officer determines the result of the vote by the volume of voices. When in doubt as to how the majority voted, the chair may call for the vote again, asking for a standing vote (a *division of the assembly*) or a show of hands. Any member who believes that a vote is indecisive or that the presiding officer has not announced it correctly may interrupt, if necessary, and call for a division of the assembly to verify the vote. This demand must be made promptly.

In taking a vote by any method, the presiding officer must always call for the affirmative vote first and announce it first. The negative vote always must be called for, even if the affirmative vote appears to be overwhelming or unanimous. The only exception is a courtesy vote, such as a vote thanking a speaker for participating.

- **Standing Vote** A standing vote (also called a rising vote) may be used by the presiding officer to verify an indecisive vote or in response to a call from a member for a division of the assembly. The vote on a motion requiring a definite number or proportion of votes, such as two-thirds, is usually taken initially by standing so that a count may be made.

When the standing vote is close, the members should be counted; they *must* be counted if a count is demanded by a member and if there is any doubt as to the result of the votes.

- ***Show of Hands*** In boards, committees, and small assemblies, the chair will usually ask for a show of hands rather than a standing vote.
- ***Roll Call Vote*** A recorded vote is often advantageous when members vote as representatives of others, for example, delegates, proxies, or members of governmental boards or commissions. A roll call vote is sometimes termed "voting by yeas and nays." A majority vote is required to order a roll call. The names are called in alphabetical order, or in the numerical order of districts, or in some other appropriate order. The name of the presiding officer is usually called last. A member who does not wish to vote may remain silent or answer "present" or "abstaining." The secretary should always have lists of names ready for use in calling the roll, and should repeat each member's vote to ensure that it is recorded correctly. The original roll call record is inserted in the minutes.
- ***Ballot Vote*** Voting by ballot is the only method that enables members to express their decisions without revealing their opinions or preferences. Secrecy is implicit in a ballot vote, and an election requiring a ballot vote may be invalidated by the courts if it is shown that by any means (such as numbering of ballots in a way that would identify the voter) it would be possible to determine how an individual voted. A ballot vote is usually required in elections and frequently in voting on important proposals. If a ballot vote on a particular motion is not required by the bylaws, it may be ordered by a motion to vote by ballot on the particular question. If a vote by ballot is required by the bylaws, a motion to dispense with the ballot vote, or to suspend the provision requiring such a vote, is not in order unless this procedure is provided for in the bylaws. The presiding officer should give careful instructions as to how the members should prepare their ballots and should ask before the voting begins whether anyone is without a ballot. **BALLOT VOTE IS REQUIRED FOR DIRECTORS.**
- ***Voting by Mail*** Voting by mail cannot be used unless it is authorized in the bylaws. **NOT ALLOWED FOR TRPPOA**
- ***Internet Voting*** Most of the considerations involved with voting by mail apply also to voting online. ... (This sophisticated data transfer procedure should not be confused with a simple e-mail transaction.) **NOT ALLOWED FOR TRPPOA**
- ***Voting by Proxy*** Voting by proxy means that a particular member or person is authorized to cast the vote of an absent member in a meeting or convention. The proxy voter may cast one vote for each proxy held. In nonprofit corporations or organizations, voting by proxy is legal in most states only if it is authorized by statute and provided for in the charter and bylaws of the organization. Directors or board members cannot vote by proxy in their meetings, since this would mean the delegation of a discretionary legislative duty which they cannot delegate. A proxy may be in almost any form as long as its meaning is clear. **It may be limited to one meeting, or motion, or issue, or person, or time, or it may be unlimited.** All proxies, however, must conform strictly to the provisions of the statutes and charters, and to the bylaws of the organizations.