

Rules of Procedure

NB: These rules, other than those which are based on the Association's governing documents, are subject to adoption by the meeting.

A. The chairperson

The President of WACC shall preside as chairperson at every meeting of the Board of Directors and of the Executive Committee (referred to in this document as the Board) or if he/she shall not be present or is unwilling to act, the Vice-President shall so preside, or if he/she shall not be present or is unwilling to act, the Directors present shall elect one of their number to be chairperson of the meeting (Article 51).

B. Formal responsibilities of the chairperson

The chairperson shall announce the opening, suspension or adjournment of the Board, and shall announce at the beginning of every session the business of that session according to the agenda.

C. Questions arising

Questions arising at a meeting of the Board shall be determined by a majority of votes of the Directors present entitled to vote and so voting. In the case of an equality of votes, the same question shall be put a second time to the meeting, and if on a second vote there shall be an equality of votes, the chairperson of the meeting shall give a second or casting vote (Article 53).

D. Business of the Board

The Board shall be declared in session for the following business matters: adoption of the agenda and subsequent proposals for change to the agenda, nominations, elections, discussions and proposals with reference to the structure, organisation, budget and programmes of the World Association for Christian Communication, and any other business requiring action by the Board.

The rules of procedure applicable to meetings of the Board are:

(1) Chairperson

The chairperson shall seek to achieve the orderly and responsible despatch of business. He/she shall seek as far as possible to give fair and reasonable opportunity for differing views to be expressed. He/she shall ensure good order, relevance, and to prevent repetition. To these ends, the chairperson may request a speaker to move to another point or to cease speaking. The chairperson shall grant the right to speak and determine the order of speakers.

His/her decision is final in all matters with the exception of his/her decision on a point of order under paragraph (19) below, or his/her pronouncement on the sense of the meeting on a

particular issue under paragraph (12) below, or as to the result of voting under paragraphs (14) and (15) below.

(2) Speaking

Any person desiring to speak shall raise his/her hand to get the attention of the chairperson and speak only when given the right to do so by the chairperson. The speaker shall address his/her remarks to the chairperson. A speaker may only engage in the debate, state a point of procedure, propose or second a motion or amendment. Anyone may give notice of his/her desire to speak, and the chairperson shall have regard to such notice but shall remain free to grant the right to speak and to determine the order of speakers under paragraph (1).

(3) Proposing a motion

Anyone who desires to propose any motion arising from business on the agenda shall state it orally and, except in the case of a motion under paragraphs (10) or (11), shall furnish a written copy to the chairperson. Anyone who desires to propose an item of new business shall follow the procedure set out under Rule E.

(4) Seconding a motion

A motion shall not be considered by the Board until it is seconded by a Director. When a motion has been seconded, it may not be withdrawn except with the consent of the proposer and seconder of the motion.

(5) Debate

When a motion has been seconded, the ensuing debate shall be opened by the Director who proposed the motion. The Director may speak for not more than five minutes. When the debate is about to be closed, the Director who proposed the motion may speak in reply to points raised during the debate.

(6) Amendment to a motion

Any Director may propose an amendment to a motion in the same manner as a motion. Paragraphs (3), (4) and (5) shall apply to an amendment. The debate on an amendment shall be limited to the amendment. The proposer of the motion shall be given the opportunity to speak in the debate on an amendment. The chairperson shall rule out of order and shall not receive an amendment which is substantially the negative of the motion being debated.

(7) Amendment to an amendment

Any Director may propose an amendment to an amendment in the same manner as an amendment, but the chairperson shall rule out of order and shall not receive an amendment to an amendment to an amendment.

(8) Debate and voting on amendments

The debate and vote shall be first upon the amendment to the amendment, then upon the amendment, and finally upon the motion. When an amendment to an amendment, or an amendment, has been voted upon, an additional amendment to the amendment, or an amendment, may be proposed, but the chairperson shall rule out of order and shall not receive an amendment to an amendment, or an amendment, substantially the same as one already voted upon.

(9) Rights of the chairperson to take part in a debate

The chairperson shall not propose a motion or amendment or participate in a debate without handing over his/her duties to another Officer, or failing that to a Director, and shall not after that return to the chair until that matter of business has been decided.

(10) Privileged motions

Any Director who has not previously spoken on a motion or amendment may move at any time, but not so as to interrupt a speaker, one of the following privileged motions, which shall take precedence over pending business, and shall have priority in the order listed, the motion with the highest priority being listed first.

1. **To recess or to adjourn:** If the Board decides to recess or adjourn, the matter pending before the recess or adjournment shall be taken up when the Board reconvenes.
2. **That the question not be put:** If the Board agrees that the question shall not be put, it shall pass to the next business without taking a vote or decision. The matter may then be brought back to the body at a subsequent plenary session.
3. **To postpone indefinitely:** When a matter has been postponed indefinitely, it may not be taken up again during the entire meeting of the Board, except with the consent of two-thirds of the Directors present and so voting.
4. **To postpone to a time specified:** When a matter is postponed to a time specified, it becomes the 'order of the day' for that time and takes precedence over all other business.
5. **To refer to a sub-committee:** When a matter is referred to a sub-committee nominated by the Board, that sub-committee shall report on it during the meeting of the Board unless the Board itself directs otherwise.

Once a privileged motion has been seconded, a vote on it shall be taken immediately without debate.

(11) Motion to close debate

Any Director may propose a motion to close debate at any time, but not so as to interrupt another speaker. If seconded, a vote shall be taken immediately, without debate, on the following question: "Shall debate on the pending motion (or amendment) be closed?"

If two-thirds of the Directors present and voting agree, a vote shall be taken immediately without further debate on the pending motion (or amendment).

A further motion to close debate can be made on any business then pending. If a motion to close debate is proposed and seconded on the main motion, before the vote is taken on that motion, the Board shall be informed of the names of the Directors wishing to speak, and of any amendments remaining, and the chairperson may ask the Directors for a show of hands of any wishing to speak.

(12) Sense of the meeting

The chairperson shall seek to understand the sense of the meeting on a pending matter and may announce it without taking a vote. Any Director may challenge the chairperson's decision on the sense of the meeting, and the chairperson may then either put the matter to the vote under paragraph (14) below, or allow further discussion and again announce the sense of the meeting.

(13) Chairperson to put question

The chairperson shall put each matter not otherwise decided to a vote.

(14) Voting – by show of hands

At the end of a debate, the chairperson shall read the motion or amendment and shall seek to ensure that Directors understand the matter upon which a vote is to be taken. Voting shall ordinarily be by show of hands. The chairperson shall first ask those in favour to vote; then those opposing; then those abstaining. The chairperson shall then announce the result.

(15) Voting – by count or secret written ballot

If the chairperson is in doubt, or for any other reason decides to do so, or if any Director demands it, a vote shall be taken by count on a show of hands. The chairperson may appoint tellers to count those voting and abstaining.

Any Director may propose that the Board vote on any matter by secret written ballot, and if seconded and a majority of the Directors present and voting agree, a secret written ballot shall be taken. The chairperson shall announce the result of any count or secret written ballot.

(16) Results of voting

A majority of the Directors present and voting shall determine any matter. If the vote results in a tie, the vote shall be taken again, and if on a second vote the result is a tie, the chairperson shall give a second or casting vote.

(17) Reconsideration

Any two Directors who previously voted with the majority on any matter voted upon may propose to the Board that the matter be reconsidered. The Board may agree with or refuse that request, but if it refuse, those Directors may follow the procedure set out in Rule E, except that a matter shall not be reconsidered unless two-thirds of the Directors present and voting concur in the reconsideration.

(18) Dissent and abstention

Any Director voting with the minority or abstaining may have his/her name so recorded if he/she desires.

(19) Point of order or procedure

Any Director may raise a point of order or procedure and may, if necessary, interrupt another Director to do so. As a point of order, a Director may only assert that the procedure being followed is not in accordance with these Rules. As a point of procedure, a speaker may only ask for clarification of the matter pending.

(20) Time limits

The chairperson may, at his/her discretion, allow extra time to any speaker if the chairperson believes that injustice may be done through difficulty of language or interpretation, or for any other reason, or because of the complexity of the matter under debate.

E. New business or change in the agenda

When any Director desires to have an item of business included on, or any change in, the agenda, and the Board has after consideration not agreed to its acceptance, he/she may inform the chairperson in writing. The chairperson shall then, at a convenient time, read out the item of business or proposed change and shall explain the reasons for its refusal. The Director may then give reasons for its acceptance.

The chairperson shall then, without further debate, put the following question to the Board: "Shall the Board accept this item of business/proposal?" A majority of the Directors present and voting shall determine the question. If the Board votes in favour of accepting the item of business or change to the agenda, the chairperson shall make proposals as soon as possible for the inclusion or change to take place.

F. Suspension of Rules

Any Director may propose that any Rule may be suspended. If seconded, the Rule shall be suspended only by a vote of two-thirds of the Directors present and voting, and only for the duration of the debate pending.