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### Time and Location

The annual business meeting will be held during the annual meeting at a time or times to be announced at the previous annual meeting of the association. As necessary, further sessions will be held during the times announced for that purpose.

All resolutions to be considered at the annual business meeting received by the President, whether proposed by a petition of members or by a decision of the Council, will be publicly announced to the membership no less than 21 days prior to the announced date of the meeting. (Article II, section (3)c2)<sup>1</sup>

This meeting may also be referred to as the Annual All Member Meeting.

(Note: If circumstances prevent announcement or require a change in the time or place of the next annual business meeting as described about, the Council will provide notice of the new arrangements as required by Article II, section 3(d).)

### Adjournment

If necessary, the meeting may be adjourned without notice to continue at the time announced for that purpose. Further adjournments, if necessary, may be determined by the members then present whether or not they constitute a quorum.

### Attendance

Members whose membership was current as of the record date may attend the meeting. (The record date is described in Article IV of the Bylaws of the association.)

Each eligible member will receive a ticket of admission to the meeting with other materials at registration. This admission ticket is to be used by the member to vote as directed by the chair during

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<sup>1</sup> References are to the Association's bylaws as adopted in 2016.

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the meeting. Any member of the association whose membership was current as of the record date may receive an admission ticket; a member who is not registered to attend the Annual Meeting may obtain an admission ticket at the registration desk no later than 60 minutes after the announced start of the annual business meeting.

Associate members and nonmembers who have paid the registration fee and representatives of the media may attend the meeting but they may not participate in the discussions or vote.

### **Presiding Officer and Parliamentarian**

The President of the Association (or designee) serves as the presiding officer, with all the duties and powers that attach to that office. The President of the Association appoints a person (whether or not a member of the association) to advise on questions of parliamentary procedure if and when they arise. A parliamentarian (if any) must be appointed at least 21 days prior to the date of the annual business meeting.

### **Quorum**

No business may be conducted until 1% of the membership as of the record date are present in the meeting room. A quorum of 2% of the membership as of the record date is required for voting on returned resolutions as described in the APSA Bylaws Article II, section 4.

### **Agenda and Supporting Materials**

The agenda of the Annual Business Meeting is:

- 1) President's report
- 2) Treasurer's and other reports
- 3) Resolutions
- 4) Other business

A preliminary agenda for each Annual Business Meeting, including the texts of all proposed amendments of the Bylaws and resolutions, is published on the APSA website at least 21 days before the start of the Association's annual business meeting.

The Council prepares and publishes a final agenda for the Annual Business Meeting, with the Council's recommendations on each proposed amendment to the Bylaws and resolution. The final agenda is available to participants from the beginning of the Annual Business Meeting.

The Report of the Treasurer and any other reports recommended by the Council for distribution to the membership at the annual business meeting will be published on the association's website no less than 14 days prior to the date of the annual business meeting.

### **Discussion of Reports**

The President will provide an annual report on the association's present activities.

The presiding officer will call upon the Treasurer to give the report required by Article VII, section 5(b).

The presiding officer will announce the number of additional reports to be presented and may request an indication of the number of participants interested in speaking on each report and set a maximum

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time for discussion of the reports. Within the limits set based on this information, the presiding officer will schedule time for questions and discussion for the reports.

A motion to re-refer a report to the body or person who has prepared it, along with comments from the membership, is in order at any time. The motion requires a second, is debatable, and requires the affirmative vote of a simple majority of those present and voting to pass. A successful vote to re-refer ends discussion of the report.

A motion to refer a report to the Council, an officer, or a committee or group within the association, along with comments from the membership, is in order at any time. The motion requires a second, is debatable, and requires the affirmative vote of a simple majority of those present and voting to pass. A successful vote to refer ends discussion of the report.

A motion to conclude discussion on the current report is in order at any time when the maker has been recognized, does not require a second, is not debatable, and if adopted by a simple majority of the members voting, takes immediate effect.

### **Discussion of Resolutions**

The presiding officer opens discussion of proposed resolutions by setting a time limit for discussion.

For each resolution proposed by the Council, the first speaker on the resolution is designated by the Council. The first speaker for each resolution proposed by petition, the first speaker is the first signer of the proposal (or a designee). The first speakers may speak in support of the proposal for a maximum of five minutes.

Following the first speaker on any resolution proposed by petition, a member proposed by the Council presents the Council's recommendation concerning the resolution by speaking for a maximum of five minutes.

Thereafter, for so long as the time allotted permits, the presiding officer will recognize to speak for a maximum of three minutes alternately participants opposed to and supportive of the proposal.

A motion to conclude discussion on the current resolution is in order at any time when the maker has been recognized, does not require a second, is not debatable, and if adopted by a simple majority of the members voting, takes immediate effect.

### **Amendments to Resolutions**

A motion to amend the resolution is in order at any time when the maker has been recognized. The motion requires a second. The maker of the motion may speak in support for a maximum of three minutes.

The motion must be germane as determined by the presiding officer. A motion to appeal the presiding officer's determination may be made immediately after the determination is announced – no second is required, the motion is not debatable, and requires a simple majority of those voting to be approved.

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The presiding officer may set a time limit for discussion of the amendment. Within that time limit, the presiding officer recognizes speakers to speak for a maximum of three minutes alternatively from among those supporting and those opposing the amendment.

A motion to conclude discussion on the current amendment is in order at any time when the maker has been recognized, does not require a second, is not debatable, and if adopted by a simple majority of the members voting, takes immediate effect.

A motion to extend the time allowed for discussion of the amendment for a specified length of time may be made whenever the maker has been recognized or immediately following the presiding officer's announcement that the time limit for discussion has been reached. The motion must be seconded, is not debatable, and, if adopted by a simple majority of the members voting, takes immediate effect.

Voting on the amendment to the resolution occurs when a motion to conclude discussion has been adopted or when the time limit for discussion has been reached. The presiding officer will repeat the text of the proposed amendment of the resolution and call for the ayes and nays. The presiding officer may require a show of hands if the outcome is not clear or upon a request supported by more than 10% of those present and voting. An amendment to a resolution is adopted when the amendment is supported by a simple majority of the members present and voting.

The process described above is followed if and when an amendment to the amendment of the resolution is proposed.

A motion to extend the time allowed for discussion of the resolution for a specified length of time may be made whenever the maker has been recognized or immediately following the presiding officer's announcement that the time limit for discussion has been reached. The motion must be seconded, is not debatable, and requires a simple majority of those voting to be approved.

A motion to postpone the current discussion in order to allow discussion of another related matter is in order whenever the maker has been recognized. The motion requires a second, is not debatable, and must be approved by more than 66% of the members voting to be adopted. When the discussion of the related matter is completed, discussion of the current resolution continues until the time limit is reached or a motion to conclude discussion is adopted.

Motions to "table" or "postpone indefinitely" are not allowed; a member wishing to end discussion of the resolution currently being discussed should make a motion to end discussion as provided above.

Voting on the resolution occurs when a motion to conclude discussion has been adopted or when the time limit for discussion has been reached. The presiding officer will repeat the text of the proposed resolution (as amended if applicable) and call for the ayes and nays. The presiding officer may require a show of hands if the outcome is not clear or upon a request supported by at least 10% of those present and voting. A resolution requires the affirmative vote of a simple majority of those members present and voting to be adopted.

The Council will present each adopted resolution to the membership of the Association by secret ballot as provided in Article II, section 3(c)3 of the Bylaws.

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### **Other Business**

The presiding officer opens discussion of other business by setting a time limit for the discussion.

Any officer or member of the Council may offer a topic for discussion as other business and speak for no more than five minutes in explanation of the topic and its importance to the association. The presiding officer recognizes any members wishing to speak on the topic.

No action may be taken on the topic except to refer the matter to an officer, the Council, or a committee of the association for further consideration and action as appropriate. Such a referral may be suggested by the presiding officer or upon a motion of a member during discussion of the topic. Such a motion requires a second, is debatable, and requires a simple majority of those voting to be approved; debate on such a motion is limited to the choice of the officer or group to which the matter is to be referred.

A motion to conclude discussion on the current topic is in order at any time when the maker has been recognized, does not require a second, is not debatable, and if adopted by a simple majority of the members voting, takes immediate effect.

If no further officers or members of the Council rise to offer topics for discussion as other business, any member of the association may do so and speak for no more than five minutes in explanation of the topic and its importance to the association. The presiding officer recognizes any members wishing to speak on the topic.

No action may be taken on the topic except to refer the matter to an officer, the Council, or a committee of the association for further consideration and action as appropriate. Such a referral may be suggested by the presiding officer or upon a motion of a member during discussion of the topic. Such a motion requires a second, is debatable, and requires a simple majority of those voting to be approved; debate on such a motion is limited to the choice of the officer or group to which the matter is to be referred.

A motion to conclude discussion on the current topic is in order at any time when the maker has been recognized, does not require a second, is not debatable, and if adopted by a simple majority of the members voting, takes immediate effect.

A motion to extend the time allowed for discussion of other business for a specified length of time may be made whenever the maker has been recognized or immediately following the presiding officer's announcement that the time limit for discussion has been reached. The motion must be seconded, is not debatable, and requires a simple majority of those voting to be approved.