

May 31, 2006

Mr. Burton:

You have asked me to review an amendment to the North Carolina Republican Party's governing documents. The amendment provides a way for a majority of a quorum to transact substantive business in the event that a full quorum is not present.

In my opinion, this amendment is an excellent idea. It does not affect the minimum number of members required to approve substantive business; that number remains the same, and is a majority of a quorum. It simply allows that majority of a quorum to take action even if a full quorum is not present by counting the absent members as negative votes.

An example may be helpful. If the quorum is 20 members and 20 are present, then a main motion could pass 11 to 9. Only 11 members are required to transact most business if a quorum is 20, but without an amendment like the one proposed, those 11 members cannot transact business unless another 9 are present, even if those other 9 are opposed. But this amendment would allow those 11 to transact business even in the absence of the other 9 by counting those other 9 as automatic negative votes. Again, it is critically important to note that the minimum number of affirmative votes required to transact business is not affected by this amendment.

I have seen rules like this in many organizations and they have never proven problematic in my experience. I understand that the North Carolina Republican Party has had trouble achieving a quorum at its meetings, and I believe that this amendment would provide a safety valve for situations where action needed to be taken and there was not time to wait for another regular meeting and hope for a full quorum. It is also important to note, however, that this rule does not eliminate a quorum. The quorum requirement remains in place.

As you know, issues often arise that require more-or-less immediate attention, and a meeting without a quorum can prevent a group from taking necessary action. I hope the North Carolina GOP adopts your proposed amendment so that it is not handicapped in situations where immediate action is necessary.

As a note in regards to my qualifications, I am an experienced parliamentarian and am presently the parliamentarian of the South Carolina Republican Party. I have had extensive experience with Republican Party rules at all levels. I have also been privileged to be invited by the Robert's Rules Association to present a talk at an expert seminar on parliamentary procedure in Baltimore just last year.

If any of your members or officers have questions about this, I hope they will feel free to contact me. I am always happy to help Republicans with parliamentary procedure questions free of charge. As a South Carolinian, I'm especially pleased to have a chance to work with friends in our sister state. My contact information is below:

J. Todd Kincannon
P.O. Box 8448, Columbia, SC 29202
todd@basjlaw.com
Telephone: 803-255-0819

With kindest regards, I remain,

Very truly yours,

(via email)

J. Todd Kincannon