

L E A D E R S H I P

300

PARTICIPANT GUIDE

ENHANCING LEADERSHIP SKILLS





**Ontario Real Estate
Association**

Promoting Professionalism

Ontario Real Estate Association
99 Duncan Mill Road
Don Mills, Ontario M3B 1Z2
Telephone: 416-445-9910
Fax: 416-445-2644
Toll Free: 1-800-265-OREA (6732)
www.orea.com

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OREA V4 VIRTUAL SESSION Nov 30, 2020
Participant Guide

BUILDING LEADERSHIP THROUGH LEARNING

As you expand your involvement in leadership, the leadership skills you possess become more important to your success. People can develop their leadership skills through understanding, learning, and experience. OREA's leadership courses are designed to help you develop your leadership skills. The goal of each course is to provide the necessary background, skills, and support to make you as effective as possible in your leadership role.

OREA's interactive courses will help you to:

- Gain credibility as you develop the skills you need to excel as a leader
- Become a valuable asset as a knowledgeable and resourceful leader
- Build organizational strength through learning to work with others to tackle difficult issues, recruit volunteers, and create a strategic vision for your association.

ON THE PATH TO VOLUNTEERING

LEADERSHIP 100

In this online course, you'll learn the roles and responsibilities of association leaders, how to become a valuable committee member, and how to make your volunteer time meaningful and productive.

BECOMING A LEADER

LEADERSHIP 200

This three-hour course helps you accelerate your leadership development with tools and techniques that give you the ability to see the big picture. You'll learn about good governance, how to make and amend motions, and how to build consensus as you become more involved in association leadership.

ENHANCING LEADERSHIP SKILLS

LEADERSHIP 300

This three-hour course will help you strengthen your executive leadership skills so that you can work effectively as a director of your association. This interactive learning experience will help you fulfil your duties as a director, chair meetings, answer difficult questions, and advance your strategic plan.

MEMBER-FOCUSED LEADERSHIP

LEADERSHIP 301

As you take on more responsibility as a leader, you recognize the importance of your fiduciary duty to act on behalf of members. This is a new experiential learning course that helps you fulfil your governance responsibilities of stewardship, accountability and oversight. Learn to make group decisions that advance your member-focused strategic goals and manage risk to the benefit of members.

COURSE OVERVIEW

LEADERSHIP 300: ENHANCING LEADERSHIP SKILLS

This advanced course is for leaders of all kinds – individual leaders, organizational leaders and association leaders. It is targeted to leaders who are interested in advancing their skills in chairing meetings and answering tough questions. Through group discussion and interactive activities, participants will better understand governance and learn ways to advance their strategic plan.

TOPICS

Duties of Directors

- What is Expected of Directors?
- Fulfilling the Duties of Directors

Developing and Advancing the Strategic Plan

- Developing a Strategic Plan
- How Strategic Goals Guide Decision-Making
- Advancing the Strategic Plan and Goals

Meeting Management

- Managing Meetings: Planning and Facilitating
- Responsibilities of the Chair
- How meeting chairs chair great meetings
- Meeting Ground Rules

Communication

- Handling Challenging Questions
- Answer with Impact
- Leadership Attributes: Checklist for Leaders

LEARNING OUTCOMES

At the conclusion of this course, you will be able to:

- Explain the duties directors are expected to fulfil
- Implement a strategic plan through actions and initiatives
- Describe effective ways to plan and facilitate meetings
- Fulfil the responsibilities of a meeting chair
- Answer with impact when asked a challenging question
- Assess your leadership skills

LEADERSHIP QUOTES ACTIVITY

INSTRUCTIONS

1. Take a moment to introduce yourselves in your breakout group
2. Quietly review the Leadership Quotes
3. Each person select one quote that you like
4. Share which quote you selected & why

It is not the strongest of the species that survives, nor the most intelligent, but the one most responsive to change.

Charles Darwin
Author of On the Origin of Species

The manager asks how and when; the leader asks what and why.

Warren G. Bennis
Author and American scholar

Good business leaders create a vision, articulate the vision, passionately own the vision and relentlessly drive it to completion.

Jack Welch
Former chairman, General Electric

Everyone's a star and deserves the right to twinkle.

Marilyn Monroe
American actress, singer and model

You don't ever want to let a crisis go to waste: it's an opportunity to do important things that you would otherwise avoid.

Rahm Emanuel
U.S. Politician

Behold the turtle: He only makes progress when he sticks his neck out.

James Bryant Conant
23rd President of Harvard University

We either make ourselves miserable or we make ourselves strong. The amount of work is the same.

Carlos Castaneda
Author of The Teachings of Don Juan

A true leader has the confidence to stand alone, the courage to make tough decisions, and the compassion to listen to the needs of others. He does not set out to be a leader, but becomes one by the quality of his actions and the integrity of his intent.

Anonymous

Courage is what it takes to stand up and speak; courage is also what it takes to sit down and listen.

Winston Churchill
Former U.K. Prime Minister & Nobel Prize Winner

The true test of character is not how much we know how to do, but how we behave when we don't know what to do.

John Holt
Educator

Don't judge each day by the harvest you reap, but by the seeds you plant.

Robert Louis Stevenson
Novelist, poet, essayist

Leaders don't create followers; they create more leaders.

Tom Peters
Author of Re-imagine! Business Excellence in a Disruptive Age

DUTIES OF DIRECTORS

Directors are expected to act in the best interest of the association and its members, and to do so within the law. To do this, directors fulfil a variety of duties including:

- Duty of Skill
- Duty of Diligence
- Duty to Avoid Conflict

DUTY OF SKILL

Directors act cautiously. They anticipate the consequences of their actions both personally and collectively. They understand the impact of the decisions they make.

The skills and experience of each director will be different. While some associations have established mandatory education to qualify an individual as a director, each director brings different talents and skills to the table and works to the best of his/her ability. Together, **directors support the interests of the association** and its members or stakeholders. Directors are expected to exercise their skills **to the level of their competence**. For that reason, directors need to respect that someone else on the board may have more expertise in a certain area and respect their input. When a board lacks the expertise required to make an informed decision, it is imperative that the board seek independent professional advice, such as that provided by a lawyer or accountant.

DUTY OF DILIGENCE

Directors act in the best interest of the association and its members or stakeholders.

Diligence is the care that a reasonable person exercises under the circumstances to avoid harm to other persons or their property. For a director, diligence means becoming thoroughly familiar with any mission, policies, and delegation of tasks, and being aware of the operations of the association. It means being prepared by reviewing agendas and supporting documents before meetings, asking for clarification before meetings, attending meetings, discussing the business of the meeting in a knowledgeable way, and voting. And, it means managing risk by creating and implementing strategies to recognize and confront any threat or danger that may cause harm and hinder your association from fulfilling its mission.

DUTY TO AVOID CONFLICT OF INTEREST

A conflict of interest occurs when a director has a special interest or can benefit personally from a subject being addressed by the association.

Conflict of interest can occur when a director belongs to two organizations that may have competing interests. It can happen when a director would benefit financially from a decision made by the association. A conflict of interest does not necessarily involve an individual personally. If a director has a relative, friend, or co-worker who will benefit from the association's actions, the director must place the association's interests before his/her own interests or those of his relatives or friends.

ACTIVITY: FULFILLING THE DUTIES OF DIRECTORS

INSTRUCTIONS

1. Refer to Duties of Directors (previous page)
2. Discuss the four Fulfilling the Duties of Directors scenarios that follow
3. Answer the questions related to each scenario
4. Take 10 minutes to discuss
5. Be prepared to share your answers individually (you may be called upon)

Scenario 1

Some board members of ABC Real Estate Association have heard rumblings from members that they are not satisfied with how a few board staff are handling member inquiries. There is a board meeting in two weeks. The board wants to go in camera without the EO to discuss the comments they have heard. The EO solicits advice from the national association and the board lawyer. Both advise against meeting without the EO present, citing the by-laws that state that the EO will attend all board of directors meetings. The board decides to proceed with the in-camera meeting without the EO.

Is the board making a wise decision? Why or why not?

What duties may the board be neglecting to fulfil?

Scenario 2

A director of the Appletown Real Estate Association participates in a board meeting where a heated discussion ensues regarding a contentious motion. The vote is very close but the motion passes. When running for her position on the board, the director promised to be transparent. After the meeting, the director posts the issue the board discussed and her opinion about the vote on social media.

Is this director making a wise decision? Why or why not?

What duties may this director be neglecting to fulfil?

Scenario 3

The Acme Association of REALTORS® is considering a motion to develop a new salesperson training program that would be available to all members. Several directors on the board are broker/owners who have developed new salesperson training programs that have proven to be a competitive advantage for their brokerages. Another director runs a small training company serving both individual REALTORS® and real estate company clients. These directors speak against and vote against the motion.

Are these board members acting appropriately? Why or why not?

What duties may these directors be neglecting to fulfil?

IN CAMERA OR CLOSED MEETINGS

By Jim Lochrie, Parliamentarian

ISSUE

A closed meeting of the board of directors is one that is open only to the directors and is generally closed to persons who are not directors. However, persons who are not directors may be invited to attend, at the wishes of the board. A closed meeting is held to protect the debate from disclosure, and, in some circumstances, to protect the specific decision made from disclosure or to delay its announcement. The organization decides for itself what matters should be dealt with in a closed meeting – such matters are usually of a confidential or sensitive financial nature. There should be an orderly process for going into and out of closed meetings.

Confusing Terminology

While the term “in camera” is not found in Robert’s Rules of Order, in Canada the term is used to denote a meeting where the deliberations are confidential. In Ontario statutes, the other common term used is a “closed meeting.” To further confound the matter, Robert’s uses the term “executive session” to mean a closed meeting or in camera meeting. All three terms have the exact same meaning and lead to the same procedures. In the interests of plain English, the term “closed meeting” (its opposite is an “open meeting”) is used in this article.

Understanding the Concept

A closed meeting of the board of directors is one which, as a rule, is open only to the directors. However, other persons who are not directors may attend at the wishes of the board. Staff who have duties to perform are often invited to stay, and, depending on the matter to be discussed, lawyers or other consultants may be invited. The purpose for holding a closed meeting is two-fold: a) to protect the debate from disclosure; and b) in some situations, to protect the specific decision made from disclosure or to delay its announcement.

Protecting the debate is paramount in such meetings. Any director or attendee who divulges the proceedings of a closed meeting has committed a serious offence against the organization and may be disciplined by the board of directors in accordance with Robert’s Rules of Order. For example, the board of

directors may admonish or censure the director by motion. Note this type of disciplinary action can be taken even if the by-laws of the organization are silent on discipline in such circumstances.

Depending on the business need, not only is debate protected, but in some circumstances the actual decisions made in the closed meeting are kept confidential, usually to be announced at a later date. For example, an organization may instruct its staff to negotiate up to a certain price for a piece of property it wishes to buy. This type of decision would normally be done in a closed meeting. While the debate is protected, so also is the decision to set an upper price to which the staff may negotiate. A contrary example might be that the organization is hiring a new executive director. The decision to hire a specific individual is likely to be done in a closed meeting. After the decision has been made in the closed meeting, the meeting would go into an open meeting and the decision immediately announced and recorded in the minutes of the open meeting.

What Matters should be Held in a Closed Meeting?

Unless a statute or a superior body dictates those matters that can only be held in a closed meeting, the organization decides for itself what matters should be dealt with in a closed meeting. For example, municipal councils, school boards and other pseudo-governmental bodies are restricted as to the subject matter for which they can go into a closed meeting – their

meetings are generally open to the public. This is not the case for most not-for-profit or professional organizations such as real estate boards; they can choose those matters for which they go into a closed meeting.

The most common matters to go into closed meetings for are: i) the acquisition or disposition of property, ii) negotiations with employee groups, iii) litigation affecting the organization and other lawyer client exchanges, iv) confidential matters concerning staff, members, or any other individual for which privacy is required, v) sensitive commercial and financial information belonging to a business which conducts business with the organization (evaluating proposals).

The Procedural Steps for Closed Meetings

The following steps will provide for an orderly process of going into and out of closed meetings and, in addition, caution those who attend the closed meeting of their obligation to maintain the confidentiality of the meeting.

1. In the regular (open) meeting a motion is made and seconded to go into a closed meeting, "I move that we go into closed meeting for the purposes of (general statement of purpose)." This is not debatable and requires a majority vote to adopt. This motion may note those persons who are not directors, but who are nevertheless invited to attend the closed meeting.
2. When the motion is adopted, the chair now reminds and emphasizes to all persons, including those invited to attend the meeting as support persons, the importance of maintaining the confidentiality of the closed meeting.
3. The closed meeting is held like any other meeting, with votes taken and minutes taken, if necessary.
4. Just prior to coming out of the closed meeting the directors decide what is to be

reported out of the closed meeting and what is to be recorded in the regular minutes. By deciding what is to be reported out of the closed meeting (debate is never reported out; only decisions), the participants are reminded that all other matters are to be held in strict confidence. The person making the report would usually be the president or chair of the board.

5. The final decision is to come out of the closed meeting. This is done by motion, "I move that the meeting return to its regular (or open) meeting." This requires a second, is not debatable and requires a majority vote to adopt.

To provide concrete examples of decisions made in step 4 above, it might be that the closed meeting was held only as an information exchange between the board's lawyer and the board on a pending legal matter, and no actions (no votes) were taken in the closed meeting. In this example nothing need be reported out of the closed meeting or recorded in the minutes of the open meeting. Another example might be that a closed meeting is held to ratify a union agreement. The chair of the board could be given instructions within the closed meeting to announce the result of the ratification. This announcement would be made in the open meeting and be recorded in the minutes of the open meeting.

Legal Note: Only legitimate business can be discussed at an open meeting – and this applies equally to a closed meeting. For example, there are some matters, such as those of an anti-competitive nature, that must not be discussed at an open or a closed meeting as such discussions are illegal. Directors cannot do anything in a closed meeting that they would not be permitted to do in an open meeting.

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CONFLICT OF INTEREST

By Jim Lochrie, Parliamentarian

ISSUE

A member of an organization who is in a position to help make decisions for that organization, such as an officer or director, has a duty to fully disclose the nature and extent of any interest he or she may have in a contract or commercial transaction that the organization is considering entering into or has already entered into. The disclosure must be made as soon as the member recognizes that he or she may have such an interest. The member must not participate in any discussion or vote on the matter.

Disclosure of interests in contracts or commercial transactions

In today's society where commercial transactions and contracts are a part of everyday life a conflict of interest may arise from time to time between a member of an organization and the organization. However, it is a myth that it is wrong to have a conflict of interest. It is only wrong *not* to declare the conflict. Where the member is in a position to help make organizational decisions, such as an officer or director, the member has a duty to fully disclose the nature and extent of the interest. The disclosure is to be in writing or, if in a meeting, the member should declare the interest and request that the nature and extent of the interest be recorded in the minutes.

The purpose of disclosing an interest is to reduce the chances that the organization is harmed. It could be harmed economically or perhaps, worse still, its reputation harmed through scandal - no matter how minor.

Time and notice of declaration of interest

The main procedural principle in disclosing an interest is that the disclosure is made as soon as the member recognizes that he or she has an interest in a contract or commercial transaction that the organization may potentially enter into or has entered into. In a meeting, disclosure would usually be at the beginning of the meeting. If the interest becomes apparent during debate, then disclosure must be made at that time.

If a member does not recognize that he or she has an interest when the matter is first raised, but does so, after the meeting, then the disclosure should be put in writing and forwarded to the secretary of the meeting. The

notice should be presented at the next meeting or the member should take reasonable steps to ensure that it is brought up and read at the next meeting after it is given. The interest would then be entered in the minutes of that meeting.

The business of real estate is one of the major economic engines of our society and many members deal daily with other related industries, or may have commercial agreements with other companies, and may have family members and business colleagues in real estate. In view of this, it is suggested that on each meeting agenda, whether that be a directors meeting, executive committee meeting, or a committee meeting, just prior to approval of the minutes, an organization have an agenda item called "Declaration of Interest." This reminds the members at each meeting to be aware of real or potential conflicts and to declare such.

Member to refrain from discussion or vote on matter

With the self-declaration of an interest the member will not participate in any discussion or vote on the matter. The member may leave the meeting area if he or she so chooses. The nature and extent of the interest should be recorded in the minutes when declared. Also, in the minutes, at the point where the matter was dealt with, the following statement should be entered: "Member A did not participate in the discussion or vote on any aspect of this matter." If the member left the meeting that should also be recorded.

It should be noted that after a declaration of interest has been properly made and the member refrains from discussing and voting on the matter, the organization may, by vote, still

award business or enter into a contract that may benefit the member. Upon having all of the information to help make a decision, including the declaration of interest, the meeting must still act in the best interests for the organization.

Interest must be self-declared

A second myth regarding conflict of interest is that a member may declare a conflict of interest

for another member and insist that the other member not take part in the discussion or vote. This is not so. The process is self-declaratory and while a member may bring to the attention of the meeting such a matter (by asking a question or raising a point of information), the other member alone must make the declaration. If the member declines to do so, presumably because they believe they do not have a conflict of interest, the matter is dropped. This exchange would be recorded in the minutes.

Section 71 of the Ontario Corporations Act

Please note that the conflict of interest disclosure requirements for directors are also codified in Section 71 of the Ontario Corporations Act: **Disclosure by Directors of Interests in Contracts**

71 (1) Every director of a company who is in any way directly or indirectly interested in a proposed contract or a contract with the company shall declare his or her interest at a meeting of the directors of the company.

71.(2) **Time of declaration:** In the case of a proposed contract, the declaration required by this section shall be made at the meeting of the directors at which the question of entering into the contract is first taken into consideration or, if the director is not at the date of that meeting interested in the proposed contract, at the next meeting of the directors held after he or she becomes so interested, and, in a case where the director becomes interested in a contract after it is made, the declaration shall be made at the first meeting of the directors held after he or she becomes so interested.

71.(3) **General notice:** For the purposes of this section, a general notice given to the directors of a company by a director to the effect that he or she is a shareholder of or otherwise interested in any other company, or is a member of a specified firm and is to be regarded as interested in any contract made with such other company or firm, shall be deemed to be a sufficient declaration of interest in relation to a contract so made, but no such notice is effective unless it is given at a meeting of the directors or the director takes reasonable steps to ensure that it is brought up and read at the next meeting of the directors after it is given.

71.(4) **Effect of declaration:** If a director has made a declaration of his or her interest in a proposed contract or contract in compliance with this section and has not voted in respect of the contract, the director is not accountable to the company or to any of its shareholders or creditors for any profit realized from the contract, and the contract is not voidable by reason only of the director holding that office or of the fiduciary relationship established thereby.

71.(5) **Confirmation by shareholders:** Despite anything in this section, a director is not accountable to the company or to any of its shareholders or creditors for any profit realized from such contract and the contract is not by reason only of the director's interest therein voidable if it is confirmed by a majority of the votes cast at a general meeting of the shareholders duly called for that purpose and if the director's interest in the contract is declared in the notice calling the meeting.

71.(6) **Offence:** If a director is liable in respect of profit realized from any such contract and the contract is by reason only of his or her interest therein voidable, the director is guilty of an offence and on conviction is liable to a fine of not more than \$200. R.S.O. 1990, c. C.38, s. 71.

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KEY FINANCIAL QUESTIONS FOR DIRECTORS

Ask these questions when discussing financial issues to ensure due diligence and keep the focus on the big picture. Remember to review the agenda and any financial reports before attending meetings where finances are discussed. Ask questions before the meeting to avoid spending time at the meeting on clarifying details.

Key Questions	
<input type="checkbox"/>	<i>Are there significant variances from the projected expenditures? If so, what are the reasons for these variances? Is any action required?</i>
<input type="checkbox"/>	<i>Is the revenue coming in as expected? If there are shortfalls, what action needs to be taken?</i>
<input type="checkbox"/>	<i>Do proposed expenditures support the strategic plan?</i>
<input type="checkbox"/>	<i>If there is additional money, how does the real estate association want to deal with a surplus?</i>
<input type="checkbox"/>	<i>Is the cash on hand sufficient for the real estate association's needs over the next three to four months or whatever period the board has established?</i>
<input type="checkbox"/>	<i>Is the real estate association currently in surplus or deficit?</i>

10 QUESTIONS DIRECTORS SHOULD ASK²

1. Does this 'fit' with our mission?

Directors should know the mission statement intimately. Include it on the meeting agenda so it is always top of mind. When passionate discussions and ideas come before the board, directors should ask whether they fit with the mission.

2. Will this advance the strategic plan?

Directors should know the strategic plan intimately. When a new idea comes before the board, before it is debated fully, directors should ask whether the idea advances the plan.

3. Are we doing committee work at the board table?

Committees supplement the work of the board. They research and formulate recommendations based on their mandate. Redoing the work of the committee at the board table is of no value. And it takes away from the strategic thinking that board should be doing.

4. How will we measure success?

Good boards make knowledge-based decisions and rely on performance measures. They resist talking about something if they cannot measure its success. Directors need to ask, "What metrics or performance indicators will we monitor? Have we set a timeline? Do we know the cost? Can we expect to see measurable results?"

5. Is this discussion in the weeds?

Governance requires the board to be visionary, often described as discussions at the 50,000-foot level. Discussions at lower levels can be characterized as committee work (25,000- to 35,000-foot level) or staff work (10,000-foot level). Directors should stop discussions that drop below the governance level by asking, "Are we in the weeds?"

6. Isn't that the responsibility of our executive officer, not the board?

The board's governance responsibilities are distinct from operational duties. Directors must focus on governance and leave the operations to the staff.

² Adapted from 10 Questions You Want to Hear Board Members Ask, By Bob Harris, CAE, The NonProfit Center

10 QUESTIONS DIRECTORS SHOULD ASK (CONT'D)

7. Will it add value?

Many boards try to be all things to all people. Too many projects exhaust resources and staff. Instead of responding to recommendations with, "We should probably do that," encourage the board to focus on core competencies that add value or equity to the association. This requires board discipline and a willingness to say "no".

8. Is there another organization that could do this instead of us?

Over time, an association takes on more and more projects. To divest or avoid taking on too much, ask if another organization can better manage the program or event. Don't be fooled by the phrase, "This won't take much time."

9. What are the risks?

Directors have a role in risk avoidance. Some proposals include an element of risk — liability, loss, or legal violations. Directors should consider if the risk is worthwhile or can be relegated, or if safeguards and insurance are in place.

10. Is that a personal agenda?

Directors are charged with serving the interests of the association and stakeholders. They should avoid personal agendas and represent member concerns. They have a fiduciary duty to act in the best interest of the association.

WHAT IS STRATEGIC PLANNING?

Define strategy ~ Set goals ~ Make decisions ~ Allocate resources

Strategic planning is the process of defining a strategy or direction and making decisions on allocating resources to pursue this strategy. An important aspect of strategic planning is goal setting. These are critical business functions of most leaders, so it's important that you understand what strategic planning is and how it affects the decisions you make.

*Sure, we plan effectively, are visionary and think about the big picture.
But when you're up to your neck in alligators, it's hard to remember that
your goal was to drain the swamp!*

Why do leaders conduct strategic planning?

What would happen if they did not conduct strategic planning?

BENEFITS OF STRATEGIC PLANNING/GOAL SETTING

Strategic planning is a beneficial and productive process for the following reasons:

- Forces an association to review current issues and trends, and plan for the future
- Provides an opportunity to influence the future or assume a proactive posture
- Provides a better awareness of stakeholders' needs and the business environment
- Helps define the overall mission of the association
- Helps an association focus on critical issues and objectives
- Provides a sense of direction, continuity, and effective staff and volunteer leadership
- Helps foster a shared viewpoint about the likely future environment
- Offers the mental exercise that prepares leaders to think about the future
- Helps build a team environment
- Encourages buy-in from volunteer leaders, staff leaders, and stakeholders
- Provides standards of accountability for people, programs, and allocated resources

Strategic planning is a process, not an event.

THE OUTCOMES OF STRATEGIC PLANNING

For many associations, the outcomes of the strategic planning process include a mission, a vision, values, and strategic goals. Following are some examples that illustrate important elements of strategic planning for associations and individuals.

Description	Examples
Mission	
The association's reason for being. It reflects the services delivered to meet the needs of the stakeholders. It is a concise statement that identifies the group, the people served, and what is offered.	The ABC Association provides a wealth of business resources and education to help members reach the highest standards of professionalism.
Vision	
What the association wants to achieve in the future. It provides long-term direction to everyone involved. It often describes what the association will be or what it will accomplish.	Be integral to all real estate activities in Ontario
Values	
The principles that are important to the association. They provide direction on how the association will act when delivering its services. Values will be consistent with the mission.	<ul style="list-style-type: none"> • Integrity • Responsiveness • Visionary and innovative leadership • Knowledgeable
Goals	
A set of goals based on the mission, vision, and values. These goals guide decision making by individuals and groups. They help individuals and associations determine what actions to take, what resources are required, and how to allocate funds (budget).	<ul style="list-style-type: none"> • Improve lobbying efforts, government affairs • Improve communication with members • Enhance leadership development • Promote membership recruitment, retention • Support Habitat for Humanity

STEPS FOR STRATEGIC PLANNING

Check if you're covering all these best practices for conducting strategic planning.

Before Planning Meeting

- Plan to hold a strategic planning/goal setting meeting in a casual, bright facility. If your planning meeting involves others, consider holding the meeting off-site. Set up in rounds or a u-shape table (not boardroom style). This promotes long-term thinking and a more democratic way of reaching consensus.
- Consider booking a professional facilitator/consultant. If you use a facilitator, brief him/her on how you or the group operates and provide copies of any previous plans. An objective leader helps everyone think through the strategic/goal-setting process.
- Have all participants complete a SWOT questionnaire (strengths/weaknesses/opportunities/threats). Consider also having this questionnaire completed by other stakeholders. If applicable, provide a summary of these questionnaires, with names withheld, to others seven days before the event. This will start people thinking strategically prior to attending.

During Planning Meeting

- Consider mega issues first (i.e. economy, technology, demographics, regulations, emerging trends). This promotes 'big picture' thinking.
- Ask questions that drill down to objectives, such as:
 - What are the issues?*
 - How will they affect the group, clients/customers, members, or stakeholders?*
 - What could the group do to prepare for these future mega issues?*
- Review any previous strategic plan/goals (from the perspective of "effort," not completion) to define success.
- Discuss SWOT results as a springboard for setting objectives. Look for common themes and differences.
- Identify a limited number of priorities on which you or the group will focus to prepare for the future. Four to six goals are manageable.
- Prioritize those goals to determine where the resources will go.
- Describe the desired outcomes for each goal to define future success.
- Delegate each goal if others are involved. If you don't give it to someone, no one is responsible for it.
- Review your mission statement and determine if it needs revising.

STEPS FOR STRATEGIC PLANNING (CONT'D)

After
Planning
Meeting



- Circulate a draft and, if necessary, get official approval to make the strategic plan/goals formal.
- Give clear mandates/guidelines to anyone or any group assigned one of the goals to prevent misunderstandings.
- Allow time for the individuals or groups to create suggestions to accomplish the goal for approval. This gives them ownership and supports democracy.
- Do budget adjustments based on the work that needs to be carried out. Remember that major goals need to be funded.
- Have an operational plan that will detail the actions required and people responsible to accomplish the goals. Make it real and practical so that everyone can succeed.
- Publish the plan to all participants and stakeholders.
- Create agendas that monitor the plan/goals so that the strategic plan is front and centre whenever you discuss or make decisions.
- Agree on completion dates and what will constitute success to keep your efforts on track.

AFTER THE PLAN: ENSURING STRATEGIC GOALS ARE ACHIEVED

INSTRUCTIONS

1. Discuss the three challenges below
2. Identify potential solutions
3. Take 8 minutes to discuss
4. Be prepared to share your answers individually (you may be called upon)

Challenge	Tactics
<p>Strategic planning can result in some great goals, but how does a board ensure the association has the resources to achieve those goals?</p>	
<p>Some goals can take many years to achieve. How can a board ensure that the work of committees and staff will actually advance those goals?</p>	

Volunteers and staff intend to focus on the strategic goals, but how does a board ensure that immediate emergencies and unforeseen challenges don't derail the association's focus?

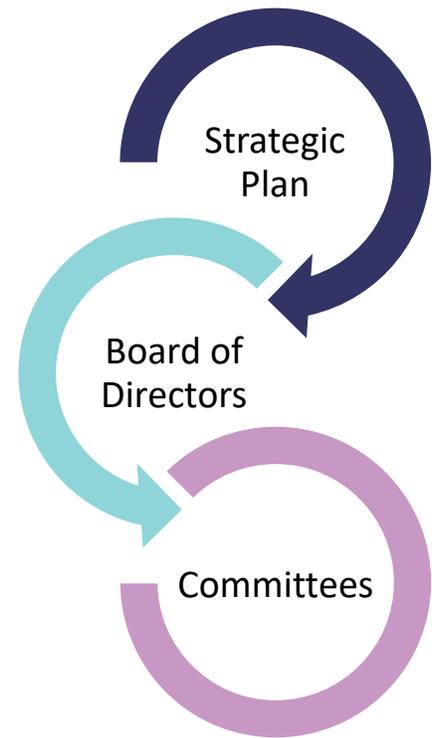
ADVANCING A STRATEGIC PLAN

STRATEGIC DECISION MAKING

How does the strategic plan impact the decisions a board of directors makes?

How does the strategic plan impact the development of committees or project teams?

How does the strategic plan impact the recommendations made by committees or project teams?



*A strategy is an adventure.
It creates incredible energy and a formidable challenge, and it unites people in the pursuit of outstanding achievement.*

PLANNING

STRATEGIC PLAN

Understanding the difference between an "operational plan" and a "strategic plan" is important.

The strategic plan is about setting a direction for the association, devising goals and objectives, and identifying a range of strategies to pursue so the organization might achieve its goals. The strategic plan is a general guide for overseeing the association according to the priorities and goals of stakeholders. The strategic plan does not stipulate the day-to-day tasks and activities involved in running the association.

Because strategic planning is long term (three to five years), it is important to establish what the association hopes to accomplish in each year. Where long-term planning is concerned, effort is most important. The question that leaders need to ask is:

What kind of time, resources, and effort are going into each of your major strategic goals?

OPERATIONAL PLAN

The operational plan presents detailed and specific information on how to perform the day-to-day tasks required to run the association. Association management and staff should frequently refer to the operational plan when carrying out their everyday work. The operational plan provides the what, who, when, and how much:

WHAT: The strategies and tasks that must be undertaken

WHO: The persons responsible for each strategy/task

WHEN: The timelines in which strategies/tasks must be completed

HOW MUCH: The amount of financial resources provided to complete each strategy/task

Most of the worthwhile accomplishments that have maximum benefit for an association take years to achieve. Some association leaders may not even be leaders when their major goals are accomplished; however, they will know that they were part of achieving an important and worthwhile objective that benefited the association.

Most of the things worth doing in the world had been declared impossible before they were done.

Louis Brandeis

MONITORING SUCCESS

There are three ways to judge or monitor the advancement of a strategic plan:

- 1 What has been the progress to date?
- 2 What has been our effort in each of the goals?
- 3 Have we met our time frames and completion dates?

Boards use a variety of tools to monitor success. Following are examples of the more common tools boards use.

BOARD MEETING AGENDAS

Many associations use their board meeting agendas to help keep the board focused on the priorities set in the strategic plan. They include the strategic planning goals on each agenda and ensure the board reviews the progress achieved.

DASHBOARD

Another way that many boards monitor the advancement of their strategic plan is through a dashboard, a formal way of keeping track. The dashboard helps boards quickly monitor the progress of strategic initiatives and identify when any additional decisions need to be made. A sample dashboard is available in the appendix.

There are different types of dashboards, but many boards use a stop light code for quickly highlighting how decisions are unfolding:

- Green means that something is unfolding in the way that you expected
- Yellow is a caution that means the roll out is OK but there's something you may want to monitor
- Red means that something is going wrong that may need your attention

See the Sample Dashboard in the Appendix for how this might look.

*If you don't know where you're going,
then any road will take you there.*

Lewis Carroll

SAMPLE DASHBOARD

The purpose of the dashboard is to provide an at-a-glance summary of each strategic goal as approved by the board and highlight major risk areas that require monitoring.

Strategic Goal: To provide representation and advocacy for membership through timely and effective communication strategies						
Actions	Outcomes	Managed By	Start	End		Comments
Vendor selection (to upgrade database fee schedule)	4 proposals received	CEO	July	August Ongoing (see comments)		All submissions over planned budget, reviewing and contacting vendors, to determine if pricing reduction is possible Will bring recommendation to next meeting
Members informed via bulletin	Bulletins issued on schedule	CEO	June	August		5 calls received within 24 hours: 3 requesting clarification and details of specific new dues applicable, 2 expressing concern re: ability to pay, value for money
Membership outreach strategy	Achieve “buy-in” Retain membership	President, CEO	September	November		Availability to speak or meet with members directly established via special calendar, members will be scheduled as required

This sample document is intended for demonstration purposes. The content is fictitious.

IMPLEMENTING YOUR STRATEGIC PLAN CHECKLIST

Lay the Groundwork	
Be a champion for implementing your strategic plan/goals or assign this important role to someone who can keep that vision front and centre in the minds of leaders and others. This will provide support and direction to others and ensure that the required resources are committed.	
Anticipate major stages of a project and follow-up dates. This will ensure the project stays on track. If the project begins to falter, you or the association will be able to identify this quickly and help get it back on track.	
Determine a completion date if applicable. Although many strategic goals and objectives are long term, the tactics identified in an individual year can be assigned a completion date. Track these activities to ensure the completion dates can be met.	
Consider incentives and recognition to motivate everyone involved to keep the project on time and on track.	
Identify the resources required to accomplish the strategic goals. Be certain to provide staff with the time and/or the budget required.	
Ensure leaders stay on top of the plan by monitoring activities and milestones. Follow up with the person responsible, ensure commitment, and offer support.	

Leaders don't force people to follow; they invite them on a journey.

Charles S. Lauer

IMPLEMENTING YOUR STRATEGIC PLAN CHECKLIST (CONT'D)

Monitor Progress	
Ensure that the appropriate person reports regularly on progress to keep people updated between meetings or to inform stakeholders. This will help maintain momentum.	
Require written reports at meetings and update leaders on the progress of all initiatives. Consider how meeting agendas could reflect the major goals of the strategic plan. Presenting regular reports about the progress of all initiatives is important. These reports can be short and simple; they can say, <i>no progress at this time, here are a few items that we are working on, here are some of our challenges, here's when we hope to complete some of the goals, or the project is complete.</i>	
Use the strategic plan/goals as the framework for planning agendas. Wherever possible, agendas should strongly reflect the progress and the goals of the strategic plan. They should be at a high level and reflect visionary thinking.	
Secure commitments for the next quarter. If leaders are going to monitor the strategic plan/goals, certain guidelines, short-term goals, and timelines for the next quarter or specific period of time have to be in place. That way, leaders and stakeholders have targets to aim for and report on at the end of each quarter.	
Create a simple <i>stoplight dashboard</i> that indicates if a project is: ■ on track ■ needs some attention ■ off track	

What lies behind us and what lies before us are tiny matters compared to what lies within us.

Ralph Waldo Emerson

MEETING MANAGEMENT

Running effective meetings is a necessary skill for association leaders. That's because meetings provide invaluable face-to-face venues for volunteer leadership, members, and staff to discuss current issues, make strategic decisions, build professional skills, and forge relationships. But, learning to run effective meetings doesn't happen overnight. There is no substitute for training, education, and experience for developing a strong set of skills.

PLANNING

Planning a meeting means that all aspects are well in place prior to the meeting.

AGENDA CONSTRUCTION

The content for the agenda is the responsibility of the staff, and it is derived from the minutes of previous meetings, task force reports, or committee recommendations. Most often, the agenda is sent to the chair for review and comment. The chair should be aware of all aspects of the agenda, who will present the reports, any special guests or presenters, and the issues that will be discussed and decided at the meeting. It is helpful to incorporate the strategic plan in the agenda for every meeting to ensure it is monitored regularly.

AGENDA DISTRIBUTION

The agenda is distributed to the attendees before the meeting to permit them to prepare for the meeting. Only in an emergency may the agenda be distributed at the beginning of the meeting.

AGENDA AMENDMENT

It should be reasonably difficult for an attendee to add an item to the agenda, especially if it is important. The association should have a principle of no surprises that is stated in the meeting rule¹.

FACILITATING THE MEETING

Facilitating a meeting and keeping the discussion under control is the responsibility of the chair. The chair should be an enlightened leader who gives direction for the attendees and who may, from time to time, question the process. This can be a balancing act, but if the attendees and the chair act in good faith and for the betterment of the association, it can be accomplished.

MINUTES

Minutes should be distributed to the attendees according to policy.

¹ Meeting rules means those rules the group establishes to plan, direct, and control their meetings. For example, the meeting rules could contain the rules to permit late agenda items, or perhaps timelines when the minutes are to be distributed, who signs the minutes, etc. The meeting rules should be between half a page and two pages. A similar concept should be applied to committees (committee meeting rules).

RESPONSIBILITIES OF THE CHAIR

Responsibilities of the chair in a meeting include:

1. **Maintain order and decorum** (i.e. courtesy and respect) regarding the remarks of attendees and their actions. The chair must immediately deal with any remark or action that might cause friction or disorder. Firm but polite intervention is required.
2. **Protect the rights of each attendee** to speak, make motions, advocate a position, and vote.
3. **Run an efficient meeting** and prevent the meeting from being bogged down.
4. **Ensure that debate is relevant** to the motion or subject.
5. **Remain neutral, impartial, and fair.**
6. **Know the rules of order** and ensure they are followed.
7. **Call the meeting to order** at the time set for the meeting.
8. **Announce each agenda item** and state the motion clearly.
9. **Recognize attendees to speak**; all remarks are to be made through the chair and must be impersonal. If possible, debate should alternate between those advocating the motion and those against the motion.
10. **Take the vote** and announce the action to be taken, if any.
11. **Rule on any point of order** or point of personal privilege.
12. **State the motion frequently** or summarize, if the debate is to be long.
13. **Be pleasant, patient, and helpful**; the chair is the servant of the meeting.
14. **Vote**, if you have a vote, only if it will make a difference.
15. **Facilitate participation** of all attendees.

MEETING GROUND RULES



PREPARE

- Come prepared having reviewed materials
- Call ahead with technical or clarifying questions
- Arrive on time & stay to the end

PARTICIPATE

- Listen to others without interrupting
- Show courtesy & respect – no side discussions
- Respect the time allocated to agenda items
- Listen to all facts without preconceived opinions

DISCUSS

- Speak only when recognized by the chair
- Everyone speaks once before others speak again
- Don't repeat what has already been said
- Don't feel you have to speak to an item
- Disagree with ideas, not people

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ACTIVITY: YOU'RE THE MEETING COACH

INSTRUCTIONS

1. You will be watching 3 meeting scenes
2. Each scene will join a meeting in progress
 - FYI, Georgia is the Executive Officer
3. Make notes on how well the chair handles the situations presented in each meeting
4. Be prepared discuss how you would coach that chair: what did he do well and how could he improve (you may be called upon)

ACTIVITY WORKSHEET

Scene 1

At this board meeting already in progress, the Finance Chair (Kathryn) is presenting the finance report.

What did the chairperson do to try to control the conversation?

Why is it important for a chairperson to control discussion?

What else could the chairperson have done to better control discussion so that it did not turn accusatory?

YOU'RE THE MEETING COACH WORKSHEET (CONT'D)

Scene 2

The meeting has just been called to order. The first item on the agenda is the approval of the agenda.

What did the chairperson improve upon at this meeting when it comes to controlling discussion?

What else do you feel the chairperson should have done to handle the situation?

Should the chairperson even have put this motion to a vote?

YOU'RE THE MEETING COACH WORKSHEET (CONT'D)

Scene 3

The nominating committee chair (Olivia) is wrapping up her report to the board on the slate of candidates being presented.

What did the chairperson do that helped handle this situation?

What else could the chairperson have done to manage the meeting?

KEY LEARNING POINTS FROM 'YOU'RE THE MEETING COACH' ACTIVITY

CONTROLLING DISCUSSION

1. One of the key responsibilities of a chairperson is to control discussion. In this way, he/she can ensure that issues are handled in the most productive manner.
2. Allow committee chairs to complete their report before entertaining questions. It's quite possible that questions will be answered in the presentation.
3. Ensure questions are asked through the chair. The chair can then determine the best way to have that question answered.

AVOIDING COMMITTEE WORK AT THE BOARD TABLE

1. It's up to the chair to ensure that discussions at the board table remain at a strategic level.
2. Board members may be very interested in doing committee work at the board table, but that's not their responsibility. The chair may need to explain why it's unproductive and lead the discussion to something more productive.

ENSURING PROFESSIONAL DISCUSSION

1. The chair is responsible for calling out unprofessional or accusatory language as soon as it happens.
2. When a chair controls discussion, the chair helps to control unprofessional behaviours.
3. The chair can redirect unproductive discussion and help the group towards a solution by summarizing conversation and seeking a way forward with the group.
4. The chair can maintain positive and supportive discussions by applauding efforts and maintaining morale.

CHALLENGING QUESTIONS

Why didn't you address this issue sooner?

Why are we getting so many complaints? What's going wrong over there?

So, what do you plan to do about it?

Questions like those above, whether from volunteer leaders, brokers/salespeople, vendors, or members, can throw us off guard. We stumble and stutter as we attempt to find the right answer.

ANSWERING CHALLENGING QUESTIONS

As leaders, we have a responsibility to respond to questions in a thoughtful and accurate way. Successful communicators have learned that often the worst thing they can do is answer a question too soon. By answering right away, they run the risk of contradicting the person, sounding defensive, or even answering the wrong question.

People rarely ask a question without a reason, so it's helpful if you **understand why** they are asking their questions before answering. They may disagree with a decision that was made, have their own points to make, or simply don't understand something and need clarification.

No matter the reason, you'll be better able to provide information and address their needs if you take a moment to **ask a few questions** before launching into an explanation.

Successful communicators have learned to **get more information** and clarify their understanding before answering questions. In this way, they ensure their answers are accurate.

*Don't attend every argument
you're invited to.*

ANSWER WITH IMPACT

Here's an easy **three-step approach** you can use to ensure you answer questions with impact. This approach gives you time to think, shows respect to the person asking the questions, and ensures you fully understand what is being asked.

Interest



STEP ONE: SHOW INTEREST

Showing interest puts you on the same side as the questioner rather than in an adversarial position. It also gives you time to gather your thoughts. Be sure to sound natural and unruffled, which you can do in many ways. For example:

That's a good question. (praise)

I can understand why you would have that concern. (empathize)

I can understand why you're asking. A few members have asked me that before. (relate)

I agree that something needs to be done. (agree)

Questions



STEP TWO: ASK QUESTIONS

The more you understand about the question, the better you are able to address it. Use open-ended questions that require more than a yes or no answer (i.e. questions that start with *who*, *what*, *where*, *when*, *why*, and *how*). For example:

What specific information would you find helpful?

It sounds like you have some ideas about what should have been done.

Would you share them with me?

Can you tell me more about your concerns?

Info

STEP THREE: PROVIDE INFORMATION

As soon as you have confirmed that you understand what the person is asking, you're ready to share information in a non-defensive, helpful manner. Explain things in terms that are easy to understand and relate to what the person has said. For example:

Now that I understand your question better, let me tell you about our new policy on...

Thanks for clarifying what you're looking for. I'd be happy to tell you more about...

The clearer you are about my perspective, the more willing and able I am to be open to yours.

ANSWER WITH IMPACT PRACTICE SESSION

INSTRUCTIONS

1. Select one question from the list below
2. Two people practice asking and answering
3. One person observe & provide feedback
4. Switch roles and use a different question
5. Ensure that each person in the group practices answering at least one question
6. Take 10 minutes to practice

QUESTIONS

1. Why do I have to be a member of OREA and CREA? I never chose to join those associations.
2. Why is the board involved in community charitable events? I make my own decisions on what charities I want to support.
3. From what I've seen the board of directors doesn't do much. It's just an old clique. Isn't that pretty much what you've found?



LEADERSHIP ATTRIBUTES

CHECKLIST FOR LEADERS

Check to see how you are doing as a leader. Then develop a plan to help yourself become more successful.

People Management		Yes	Somewhat	No
1.	Clearly communicates expectations			
2.	Recognizes, acknowledges, and rewards achievement			
3.	Inspires others to perform in ways they would not without the leader's support and direction			
4.	Puts the right people in the right positions at the right time with the right resources			
5.	Persuades/encourages people to achieve the desired results for themselves and the association			
6.	Looks out for people's well-being as well as the association's well-being			
7.	Identifies signals of impending conflict and deals with the sources effectively			
8.	Holds people accountable			
9.	Encourages and values leadership development in the association and allocates sufficient resources to this endeavour			
10.	Encourages people to stand up for and express their beliefs			
11.	Creates an environment where all persons can speak the truth as he/she sees it without concern for retaliation			
12.	Empathizes with those he/she leads			
13.	Demonstrates strong commitment to diversity and change improvement			
14.	Is innovative and open to new ideas			

CHECKLIST FOR LEADERS (CONT'D)

Strategic Management		Yes	Somewhat	No
15.	Treats people fairly; respects and values their opinions and ideas			
16.	Is flexible; can adapt to changing circumstances			
17.	With input from all stakeholders, sets the long-term direction for oneself and for the association			
18.	Understands the environment, social trends, competitors, members, and all stakeholders			
19.	Correctly analyzes the risks of all decisions			
20.	Correctly analyzes the returns of all decisions			
21.	Develops and implements strategies to improve organizational strengths and combat the weaknesses			
22.	Identifies appropriate partners, strategic alliances, and outside resources to help further goals			
23.	Demonstrates strong commitment to diversity and change improvement			
24.	Always looks for improvements; never satisfied completely with the status quo			
25.	Can articulate the association's values and develop strategies consistent with the core values			

Improvement Plan

SIGNS OF A PRODUCTIVE ASSOCIATION – SELF ASSESSMENT

Assess how productive your association is and what you can do to improve

		Often	Sometimes	Seldom
1.	We use a clear mission, vision, and core values to help us make better decisions and achieve our objectives.			
2.	We understand who our members are and listen to what they have to say.			
3.	We understand the nature of change and work together to make change a positive experience for all.			
4.	We redefine the volunteers' roles and responsibilities, recognizing the natural decline in volunteerism.			
5.	We clearly define the roles of paid staff and volunteers.			
6.	We look at the 'big picture' when making decisions and implementing services.			
7.	We take a professional, businesslike approach to running our association.			

Where you answered "sometimes" or "seldom", there is opportunity for improvement. Ask yourself, "What could I do?" Write down a few ideas of how you can help your association become more productive.

ADDITIONAL RESOURCES

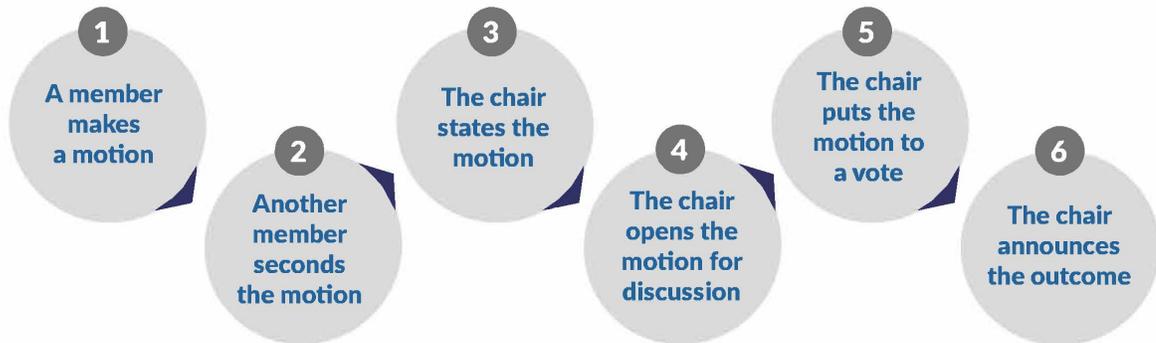
Duties of Directors	
DirectorPrep	https://directorprep.com
Strategic Planning	
Strategic Planning Downloads by Robert C. Harris, CAE	http://www.rchcae.com/strategic-planning-downloads/
Goal Setting: How to Create an Action Plan and Achieve Your Goals by Michael S. Dobson and Susan B. Wilson	Your online or local book store
Make Success Measurable!: A Mindbook-Workbook for Setting Goals and Taking Action by Douglas K. Smith	Your online or local book store
Make Strategic Planning Implementation Work 6-part series: Build a Strategic Framework Through Strategic Planning by Susan M. Heathfield	www.thebalancecareers.com
High Impact Tools and Activities for Strategic Planning: Creative Techniques for Facilitating Your Organization's Planning Process by Rod Napier	Your online or local book store
Team-Based Strategic Planning: A Complete Guide to Structuring, Facilitating, and Implementing the Process by C. Davis Fogg	Your online or local book store
Meeting Management	
Meeting Procedures: Parliamentary Law and Rules of Order for the 21 st Century by James Lochrie	Your online or local book store
101 Boardroom Problems and How to Solve Them by Eli Mina	www.elimina.com
Just-in-time Learning video series: Presiding Like a Pro	https://www.youtube.com/oreainfo
Communication	
Are You Really Listening?: Keys to Successful Communication by Paul J. Donoghue, Ph.D. and Mary E. Siegel, Ph.D.	Your online or local book store
Charity Village: Various articles on communication	https://charityvillage.com/app/

APPENDIX

1. Handling Motions
2. Handling Amendments



Handling Motions

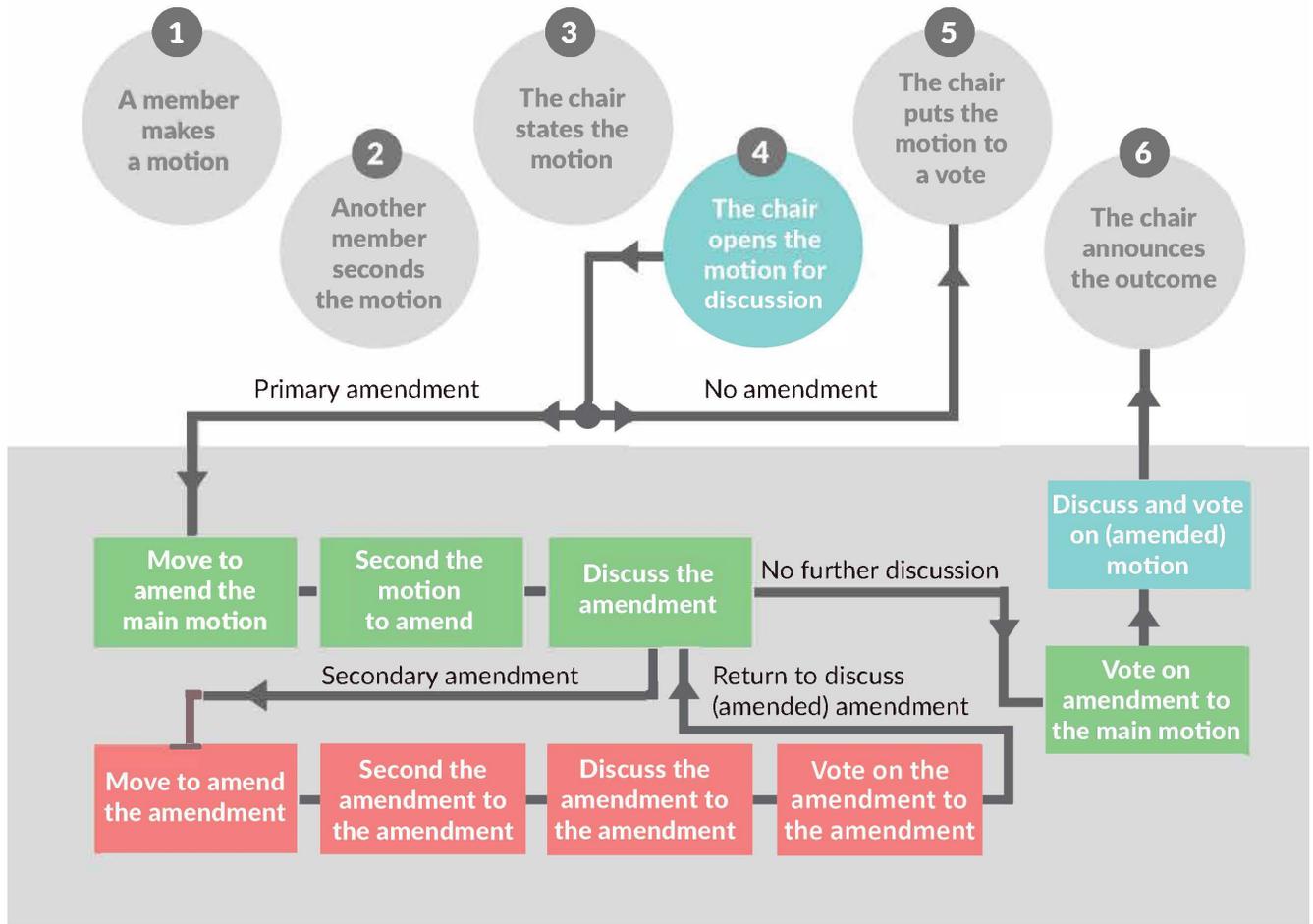


Step	Language	Pertinent Points
1 A member makes a motion	"I move that _____" or "I move that the following resolution be adopted: Resolved. That _____"	<ul style="list-style-type: none"> • Make sure the motion is concise, complete and unambiguous • Requiring motions to be submitted in writing is good practice
2 Another member seconds the motion	"I second the motion" or "Second"	<ul style="list-style-type: none"> • Seconding does not mean endorsement of the motion, but only agreement that it should be discussed
3 The chair states the motion	"It is moved and seconded that we _____."	<ul style="list-style-type: none"> • The chair may rule it out of order (giving the reasons) or ensure clarity before stating the motion • Ownership becomes collective (from now on withdrawing or amending the motion requires the group's permission)
4 The chair opens the motion for discussion	"Is there any discussion on this motion?"	<ul style="list-style-type: none"> • The chair ensures that everyone has the opportunity to speak without interruption • The chair maintains order and decorum (courtesy and respect) • If an amending motion is made, refer to Handling Amendments (see page two)
5 The chair puts the motion to a vote	"There being no further debate, we will proceed to the vote. The motion is that _____. Those in favour of the motion say aye (or raise your voting cards). Thank you. Those opposed say no (or raise your voting cards). Thank you."	<ul style="list-style-type: none"> • Ensure clarity by repeating the motion before taking the vote • There is no need to call for abstentions, since they are not counted (unless the statute or the by-laws suggest otherwise) • Except when the result is close, it is not necessary to count the votes
6 The chair announces the outcome	"The motion is adopted" or "The motion is defeated."	

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OREA Handling Amendments

An amendment is a motion to change the wording of another motion before voting on it. The proposed amendment sets the main motion aside. If pursued formally, amending requires the same six steps as main motions do (see page one).



Guidelines for handling amendments

- Forms of amendments: Insert text, strike out text, replace text or amend by substitution.
- An amendment must be directly related to the main motion.
- State the amendment and its impact (clearly):

“It is moved and seconded to amend the motion by adding the words ‘at a cost not exceeding \$1,000’. If the amendment is passed, the motion will read ‘_____’. Discussion is now only on adding the words ‘at a cost not exceeding \$1,000.’”
- Non-contentious amendments may be approved by unanimous consent:

“Is there any objection to inserting the words _____?”

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