



*What's a Snippet?* Glad you asked! A Snippet is short article about meetings or parliamentary procedure. New snippets are released on the first day of every month at [www.agreatmeeting.com](http://www.agreatmeeting.com).



## Snippet #114 Ex-officio Members

*Ex-officio* is a Latin word that means “of office.” *Robert’s Rules of Order Newly Revised* (RONR) uses the hyphenated and non-hyphenated terms interchangeably, so we may assume either is correct. RONR recognizes two types of ex-officio members: those who are “under the authority” of the association and those whose naming is primarily honorary, such as a governor’s wife who is invited to participate on several boards, but is not expected to attend.. A person under the authority of the association can be a member, nonmember officer, or employee of the association, so it’s important to decide how fully an ex-officio member is expected to participate. Even more important is to decide *why* an ex-officio member is needed.

Unless restricted by the bylaws, ex-officio members who are “under the authority” have all of the rights of membership on a board or committee; they are counted in the quorum, they may attend and participate in meetings, and they may vote on all matters. Any limitation must be specifically stated in the bylaws. For example, if it is intended that an ex-officio member not vote, the bylaws must specify a “nonvoting ex-officio member.” Often voting rights are withheld in the mistaken assumption that an ex-officio member’s vote will unduly influence the committee’s outcomes. If that is the goal, a better plan would be to limit debate, as one person can sway many others by speaking, but casts only one single vote. There are also many schools of thought that hold that if a position is important enough to be included as a member, the incumbent should be considered a full member, without conditions or constrictions.

Frequently officers or committee chairs are named to related committees or boards by virtue of the position they hold. It is fairly common for the treasurer to be named to the finance committee or the secretary to be named to the resolutions committee, as these are areas where their primary organizational duties reside. In some cases the bylaws might state that certain committees are chaired by certain officers, such as an endowment committee being chaired by the immediate past president. In all cases, when someone ceases to hold the office named in the committee composition, he ceases to hold the ex-officio position as well.

The bylaws might also designate the president as an ex-officio member of all committees, in which case she has the right to participate, but not the obligation. She is not counted in the number needed for a quorum and is not counted toward the quorum requirements even if she attends the meeting. It is assumed that the president will not be a full, working member of the committee, but her participation is not limited should she choose to be, with the exception of counting as part of a quorum. The *American Institute of Parliamentarians Standard Code of Parliamentary Procedure* takes a position different from RONR: any person who serves in an ex-officio capacity is expected to be a full, working member of the committee or board. Persons who are not expected to participate fully should be designated as advisors or consultants, rather than ex-officio members.

The term ex-officio, when carelessly used, can cause unintended consequences. For example, if the executive director, pastor, or other board employee is named as an ex-officio member of the board, the board cannot go into executive session and require that the employee leave the room – the executive director has the right to be present. If the board intends to have private discussions without the staff, the bylaws should state that the executive director may be excused from all or part of a meeting by majority vote. Conferring rights of membership should not be done lightly. Have a clear understanding of expectations before creating an ex-officio membership.