



Board Authority, Individual Board Powers & Board Officer Responsibilities

Roles and Responsibilities

Webinar Series: Part 2

Agenda

- ▶ Exercising Board Authority Through Parliamentary Procedures and Practices (a.k.a Rules of Order)
- ▶ Individual Board Member Powers and Expectations
- ▶ Board Officers' Duties and Responsibilities

A photograph of a classroom. In the background, a blackboard is mounted on a light blue wall. In the foreground, there are several light-colored wooden desks with orange plastic chairs. The floor is covered in grey square tiles. A large red diagonal shape is overlaid on the right side of the image, containing white text.

Board Authority: Rules of Order

Board Authority

- ▶ A school board is a “governmental body” under the Open Meetings Law. **Wis. Stat. 19.82.**
- ▶ The board exercises authority **only when acting collectively.**
- ▶ Decisions must be:
 - ▶ Made at properly noticed meetings
 - ▶ Taken by motion and vote
 - ▶ Recorded in official minutes

Board Authority – Meetings

Calling the Meeting

Unified School Boards

- ▶ The school board shall meet at least once each month and
- ▶ At other times upon the call of the **school district president** or upon the filing of a request with the school district clerk signed by a majority of the school board members.

([Wis. Stat. 120.43](#))

Other Boards (except MKE)

- ▶ The school board in a common or union high school district shall hold a regular meeting at least once each month at a time and place determined by the school board.
- ▶ A special school board meeting shall be held upon the written request of **any school board member**. The procedures for calling a special meeting begin with filing the request with the school district clerk.

([Wis. Stat. 120.11](#))

Board Authority – Meetings

Public Notice – Wis. Stat. 19.84

- ▶ **Required content of the public notice:** sets forth the “time, date, place and subject matter of the meeting, including that intended for consideration at any contemplated closed session, in such form as is reasonably likely to apprise members of the public and the news media thereof.”
- ▶ **Timing of the notice:** must be given “at least 24 hours prior to the commencement of such meeting, unless for good cause such notice is impossible or impractical, in which case shorter notice may be given, but in no case may the notice be provided less than 2 hours in advance.”
- ▶ **The recipients:** “As required by any other statutes” and *to the public*, to those news media who have filed a written request for such notice, and to the official newspaper or, if no official newspaper exists, to a news medium likely to give notice in the area.

Also see the Wisconsin Department of Justice’s [Open Meetings Compliance Guide](#)



Board Authority – Meetings

Public Notice – Wis. Stat. 19.84

- ▶ **Method used to provide notice:** “As required by any other statutes” and the notice of a meeting shall be communicated to the public using **one** of the following methods:
 1. Posting a notice in at least 3 public places likely to give notice to persons affected.
 2. Posting a notice in at least one public place likely to give notice to persons affected and placing a notice electronically on the governmental body's Internet site.
 3. By paid publication in a news medium likely to give notice to persons affected.

Also see the Wisconsin Department of Justice’s [Open Meetings Compliance Guide](#)



Board Authority – Meetings

Agenda & Consent Agenda

- ▶ School board meetings are guided by an agenda curated by the board generally through the board president and superintendent.
- ▶ A consent agenda is a list of multiple motions that have been grouped together and that the school board will be asked to adopt under a single motion for the sake of efficiency.
 - ▶ Any school board member may **unilaterally** require that any individual item(s) listed on the consent agenda be “separated” for independent consideration.
 - ▶ Discussion on the motion to approve the consent agenda can be permitted.
 - ▶ **Open Meetings Law concerns:** The use of a consent agenda does **not** change (1) what constitutes adequate public notice of the subject matter of a meeting; or (2) the requirements for creating a sufficient record of the actions taken.
 - ▶ Consider avoiding “nested” consent-type actions (i.e., a second consent grouping listed as one item within a consent agenda).

Board Authority – Rules of Order

- ▶ The rules of order serve as the procedural machinery by which the board accomplishes its substantive business within the confines of the “meeting” environment.
- ▶ They serve to ensure that the will of the board majority is ultimately expressed in terms of:
 - ▶ the board’s ability to prioritize its time and effort; and
 - ▶ the specific decisions that are made.
- ▶ They serve to protect board members who may be in the minority on a given issue by, e.g., providing a framework in which there is a fair opportunity for debate and discussion before action is taken.

Board Authority – Rules of Order

1. There are some important aspects of meeting procedure that are dictated by state law, but many issues are matters of local policy/practice.
2. There is (very roughly) an “80/20” rule in regard to meeting procedure. School boards that focus on establishing a shared understanding of their “core” rules of order will function pretty well.
3. Many school boards and their policies state that they follow Robert’s RulesTM
4. The chairperson of the meeting needs to be reasonably prepared to consistently enforce local policy/practices and to fill in gaps when the school board encounters an unusual situation.
5. In the end, the most important things will be the wording of each motion before the board and the votes taken on the motion.

Board Authority – Rules of Order

Some Important Areas Where State Law Mandates / Limits Meeting Procedures

The Wisconsin Open Meetings Law, including:

- ▶ Meeting notice requirements (see earlier slides).
- ▶ Specific procedures must be used to convene in closed session (in open session, there must be an announcement of the business proposed for closed session, a motion, a vote, and each person's vote must be recorded in the minutes).
- ▶ Any member of the governmental body may require that a vote be taken in such a manner that each member's vote is "ascertained and recorded."
- ▶ State law prohibits the use of secret ballots, except when used for the election of a school board's officers.
- ▶ All motions and roll call votes must be recorded, preserved, and (generally) open to the public.
- ▶ Governmental bodies must give proper advance notice of intent to reconvene in open session following a closed session.

Other statutes:

- ▶ Changes to the amount of tax to be levied or certified, or to the amounts or purposes of appropriations in an adopted budget require a 2/3 vote of the members-elect of the board (section 65.90(5)(ar)).
- ▶ The employment or dismissal of persons holding contracts that are subject to section 118.22 or 118.24 of the state statutes must be determined by a majority vote of the full membership of the board.
- ▶ Board decisions under ch. 117 (reorganization of districts/territory) must pass by a majority vote of the full membership. See s. 117.05(2)(b).
- ▶ Board vacancies are initially filled by a vote of the remaining members.
- ▶ Various statutes mandate public hearings in connection with certain subject/decisions.
- ▶ Statutes addressing meeting minutes.

Board Authority – Rules of Order

Core Rules of Order:

- ▶ How an item is placed on the agenda
- ▶ How to make, second, debate, amend, and vote on motions
- ▶ When the chairperson (usually the board president) can rule something out of order
- ▶ How public comment works
- ▶ How to handle conflicts of interest and abstentions
- ▶ Basic norms for discussion and debate (one speaker at a time, time limits, relevance)

Board Authority – Rules of Order

Examples of areas where school board meeting procedures often deviate from a “strict” application of Robert’s Rules™

- ▶ Discussion of a topic/issue is often permitted before any motion has been made on the topic.
- ▶ Members are generally recognized simply by raising their hand, and a member who “has the floor” typically speaks from his/her seat.
- ▶ There may not be a pre-defined limit on the number of times that an individual member can speak to an issue.
- ▶ The school board president generally votes on and participates in the discussion of all motions, even though he/she is the presiding officer of the meeting.
- ▶ Voting may take place by a variety of methods, including a “roll call,” a voice vote, or a showing of hands.
- ▶ Procedures for nominating and electing board officers or for appointing an elector to fill a school board vacancy.

Board Authority – Rules of Order

Making a Main Motion

- ▶ **A main motion is**
 - ▶ A formal proposal
 - ▶ By a member
 - ▶ That a group take **substantive** action
- ▶ **A motion starts with the words “I move that...”**
 - ▶ The chairperson should not interpret the motion but simply repeat the question.
- ▶ **The motion then needs to be seconded to have a formal vote occur on it**
 - ▶ Another member may second your motion. A second merely implies that the seconder agrees that the motion should come before the assembly and not that he/she is in favor of the motion.

Board Authority – Rules of Order

Typical Example of Making a Main Motion

1. **Be Recognized by** the President/Chairperson
2. **Member #1 makes a motion:** “I move that...”
3. **Member #2 seconds the motion:** “Second.”
4. **The Chairperson:**
 - States the question (i.e., repeats the motion): It has been moved and seconded that we...”
5. Calls for discussion, recognizing each speaker in turns
6. States that discussion is closed and that the board will vote (may restate the motion again at this time)
7. Calls for affirmative votes
8. Calls for opposing votes
9. Calls for abstentions
10. Announces the outcome of voting

Board Authority – Rules of Order

Voting

- ▶ Other than for the election of board officers, there can be no secret ballots.
- ▶ Any board member may call for a vote to be taken such that each member's vote is ascertained and recorded.
- ▶ Where no special voting requirements exist, the general rule is that, particularly where the total number of votes cast provides a quorum, a motion passes by a majority of the votes that were actually cast.
 - ▶ *Exceptions exist under state law, under Robert's RulesTM, and under some school board policies/practices.*
- ▶ “Two-thirds” of 9? 7? 5? (Answers: 6, 5, and 4, respectively)
- ▶ A tie vote results in the defeat of a motion.

Board Authority – Rules of Order

Voting

- ▶ Board policy can establish a particular order of voting for roll call votes (e.g., in a rotational system, by seniority, alphabetically, etc.)
- ▶ Abstention can occur for various reasons and may complicate voting and the determination of outcomes.
 - ▶ If a board member abstains from a vote, they should clearly announce that they will be abstaining and the abstention should be recorded in the minutes.
 - ▶ If a board member abstains from voting due to a conflict of interest (or a potential/perceived conflict of interest), they should generally refrain not only from voting on the matter, but also from participating in the discussion. Many school attorneys will recommend physically leaving the meeting room.

Board Authority – Rules of Order

Motions All Board Members Should Generally Know

- ▶ Motion to amend
- ▶ Motion to substitute/withdraw a motion
- ▶ Motion to divide a question

- ▶ Motion to reconsider (*same meeting*)
- ▶ Motion to rescind (*later meeting*)*
- ▶ Motion to amend prior action (*later meeting*)*

2/3 Vote Required under Robert's:

- ▶ Motion to limit/extend debate
- ▶ Motion to close debate and move to a vote on the immediately pending question (i.e., “move the previous question”)
- ▶ Motion to suspend the rules


- ▶ Motion to postpone to time certain
- ▶ Motion to postpone indefinitely
- ▶ Motion to refer (e.g., to a committee or the administration)
- ▶ Motion to table a question

* Under *Robert's Rules*, the voting requirements for these motions depend on whether the motion is made with or without previous notice.

Board Authority – Rules of Order

A Board Policy Addressing Rules of Order Can:

- ▶ Serve as a resource that assists with conveying important information to the general public, new board members, and others during times of transition;
- ▶ Serve as a resource to turn to in the event of disagreement among board members over procedural matters;
- ▶ Clarify the extent to which a standard work on parliamentary procedure, such as Robert's Rules, applies to school board meetings; and
- ▶ Assist with legal compliance in connection with those limited matters where state statute sets forth specific procedural requirements.



Individual Board Member Powers

Board Action vs. Individual Member

▶ Individual Board Member Powers

- ▶ Board members have very few statutory powers to exercise as individuals.
- ▶ **Individual board members possess no independent governing authority. Your vote is your greatest power.**
- ▶ Some of the legal duties that individual board members have are duties to **refrain from certain conduct.**

Board Action vs. Individual Member

▶ Individual Board Member Powers

- ▶ **Local policy** can grant power to and place boundaries on the authority of individual board members.
 - ▶ Committee roles
 - ▶ Community engagement policy
- ▶ The board's **officers** have statutory powers and duties specific to their individual office.

Board Action vs. Individual Member

▶ **Basic Expectations for Individual Board Members**

- ▶ Attend school board meetings.
- ▶ Be prepared to discuss and act on meeting agenda items.
- ▶ Be informed about meeting agenda items and educational issues in general.
- ▶ Participate when the board exercises its duties.

Board Action vs. Individual Member

▶ Scenarios Where Difficulties Arise in Defining Roles

- ▶ Communication and information flow among the district's leadership team (i.e., chain of command)
- ▶ Handling complaints and concerns (e.g., personnel concern)
- ▶ Establishing the meeting agenda
- ▶ Attending meetings outside school board meetings
- ▶ Speaking on behalf of the district (i.e., who is the spokesperson for the district?)
- ▶ Making requests and directives to staff
- ▶ Visiting school buildings and classes

Individual Board Member Speech

▶ Individual Board Member Speech

▶ First Amendment to the U.S. Constitution:

▶ *Congress shall make no law respecting an establishment of religion, or prohibiting the free exercise thereof; **or abridging the freedom of speech, or of the press**; or the right of the people peaceably to assemble, and to petition the government for a redress of grievances.*

▶ Board members do not lose their first amendment rights by being a board member.

▶ Board members may speak for or against an issue with certain caveats.

Individual Board Member Speech

▶ Individual Board Member Speech

- ▶ Board members may participate on outside committees or groups that advocate a particular viewpoint.
- ▶ Board members still need to be aware of **Open Meetings Law implications** if they participate in an advocacy group **with other board members**.
- ▶ Board members may also have **campaign finance** and **electioneering issues** that come into play as well.

Individual Board Member Speech

▶ Social Media - First Amendment Rights – Public Forum:

- ▶ Board members must be careful about posting school board related business to their personal social media accounts. Deleting replies and/or blocking others from viewing your posts can raise First Amendment concerns.

- ▶ [Lindke v. Freed, 601 U.S. 187, 144 S. Ct. 756, 218 L.Ed.2d 121 \(2024\)](#): *“We hold that such speech is attributable to the State only if the official (1) possessed actual authority to speak on the State’s behalf, and (2) purported to exercise that authority when he spoke on social media.”*

Individual Board Member Speech

▶ Social Media - First Amendment Rights – Public Forum:

▶ [Lindke v. Freed, 601 U.S. 187, 144 S.Ct. 756, 218 L.Ed.2d 121 \(2024\)](#): “[Freed] deleted Lindke’s comments and blocked him from commenting again. So far as deletion goes, the only relevant posts are those from which Lindke’s comments were removed.

▶ Blocking, however, is a different story. Because blocking operated on a page-wide basis, a court would have to consider whether Freed had engaged in state action with respect to any post on which Lindke wished to comment. The bluntness of Facebook’s blocking tool highlights the cost of a “mixed-use” social-media account: If page-wide blocking is the only option, a public official might be unable to prevent someone from commenting on his personal posts without risking liability for also preventing comments on his official posts. A public official who fails to keep personal posts in a clearly designated personal account, therefore, exposes himself to greater potential liability.”

▶ These posts can also raise public records law and records retention concerns.

A stack of papers and folders is shown on the left side of the image. The papers are white and the folders are brown. A metal ring is visible, holding the papers together. The right side of the image is a solid red background with white text.

Board Officer Responsibilities

Officer Responsibilities

- ▶ **Wisconsin statutes** outline the basic duties of school board officers. See, e.g., [Wis. Stats. 120.15 - 120.17](#) (e.g., “School district president; duties”). NOTE: Many other statutes come into play other than just the ones cited above.
- ▶ **Board policy** can assign additional responsibilities and provide additional guidance to the board’s officers, but policy cannot conflict with the statutes (i.e., district policy cannot be used to “opt out” of mandatory legal duties).
- ▶ **Officers serve at the pleasure of the board.** A school board could choose to elect different officers after the reorganization meeting, provided open meetings law requirements are met. Please see [WASB Legal Comment May 1980](#)

Officer Responsibilities

▶ School Board Officers

▶ In common and union high school districts, the board must elect the following within 30 days after the fourth Monday in April:

- ▶ President
- ▶ Vice President
- ▶ Treasurer
- ▶ Clerk

▶ In a unified school district, the board must also elect a board secretary, who may or may not be a school board member.

Officer Responsibilities

▶ School Board Officers

- ▶ For more in-depth information on the responsibilities of school board officers, please go to the WASB's Online Learning Platform and click on the [Advanced Module: The Roles and Duties of School Board Officers](#)

Officer Responsibilities

- ▶ **Delegation of Officer Duties to a Non-School Board Member - General Rule**
 - ▶ Officers may not delegate discretionary duties of their office to non-board members except as expressly provided by law.
 - ▶ Officers may delegate ministerial and administrative duties to non-board members (e.g., the clerk may delegate the duty of receiving declarations of candidacy and other election documents to the school superintendent)
 - ▶ A number of officer duties would likely be deemed “ministerial” or “administrative,” but there is no clear line that can be relied upon.
- ▶ **Delegation of actual responsibility does not necessarily transfer legal responsibility.**

Officer Responsibilities

School board officials – Wis. Stat. 120.05(3)

- ▶ If the school district president, vice president, treasurer or clerk of any school board is unable to discharge the duties of the office due to disability or absence, the school board may appoint a person to discharge the duties of such person until the disability or absence no longer exists. In the case of a 3-member school board, the appointee shall be an elector of the school district.

Officer Responsibilities

School board officials – Wis. Stat. 120.05(3)

- ▶ In the case of a larger school board the appointee for the president shall be the vice president and the appointee for the other officers shall be another school board member.
- ▶ The school board shall determine the compensation of such appointees.
- ▶ A person acting as school district clerk or school district treasurer shall have the powers of a deputy and shall take and file an official bond covering the person's acts unless the bond of such officer includes a bond for the officer's deputy.

Officer Responsibilities

School board officials

- ▶ School boards should be cautious of appointing a board officer to discharge the general duties of another officer.
- ▶ For example, appoint the board clerk to carry out the duties of the board treasurer when he/she is unable to do so. Such appointment could create a problem with incompatibility of offices.

Presenter Information

Kara Conley graduated from Marquette University Law School and joined the WASB in June 2025 as a full-time staff counsel. She has worked with the WASB since 2023, starting as a Marquette University legal intern and most recently serving as a law clerk.

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THANK YOU

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