

Date: December 15, 2022

Motion by:

**MOTION: Adopt the following meeting protocols to document the LHO Board of Directors rules of procedure for conducting meetings.**

### **General**

The Board of Directors will meet every 4<sup>th</sup> Wednesday of the month at 7:00 pm. Notice of the annual meeting schedule will be posted on the Lake Heather Oaks website – <https://www.lakeheatheroaks.org>. It is up to each member to access this information on our webpage. Notice of meetings may also be posted at least 48 hours in advanced of meetings in a conspicuous place in the neighborhood.

Agendas will be posted on the Lake Heather Oaks website seven days prior to each meeting.

Draft summary minutes from each meeting will be prepared by the Secretary and presented to the Board for approval during a subsequent meeting. Approved final summary minutes will be posted to the website within 14 days of approval.

### **Meeting Decorum**

While in session, Board members must preserve order and decorum. The President and the Board will endeavor to ensure that meetings are conducted in a courteous manner, and in an atmosphere free of defamation, intimidation, personal affronts, profanity, or threats of violence.

Members of the public shall not engage in any of the following in the meeting room during a Board Meeting:

1. Shouting, unruly behavior, distracting side conversations, or speaking out when another person is talking.
2. Defamation, intimidation, personal affronts, profanity, or threats of violence.
3. Any behavior that impedes or disrupts the orderly conduct of the meeting.
4. Members of the public shall not attempt to provide direction regarding rules of procedure, order of business, or otherwise direct the Board on how to properly conduct a meeting. Outbursts and shouts to direct the meeting are unacceptable and will not be tolerated.
5. No offensive, vulgar, or distracting placards, banners, signs, or apparel shall be permitted to be erected or displayed at the meeting. Exhibits, displays, and visual aids used in connection with presentations to the Board are permitted.

6. Members shall neither, by conversation or otherwise, delay or interrupt the proceedings or the peace of the Board nor disturb any member while speaking or refuse to obey the orders of the Board or its Presiding Officer, except as otherwise herein provided.
7. Any person, Board Member or Public Attendee, making personal, impertinent, or slanderous remarks or who becomes disruptive while addressing the Board shall be subject to loss of speaking privileges unless permission to continue is granted by a majority vote of the Board.
8. Reactions from the audience following the recognition and rewarding of citizens and special guests is considered appropriate and encouraged. Disruptive verbal and/or non-verbal reactions from the audience during staff presentations to the Board and during debate between Board Members are inappropriate and are not permitted. The presiding officer will ensure that the decorum of the meeting is maintained and is appropriate.

Disturbances, transgressions of the rules or disorderly conduct in the meeting room may cause the transgressor to be removed from the meeting. The Presiding Officer shall exercise control over persons who disrupt the meeting in the following ascending order of action:

1. Call the person to order, advising that person of the infraction.
2. Advise the person that the infraction must cease immediately, or the person will be ordered to leave the meeting.
3. Order the person to leave the meeting. If the offending person is a member of the Board, the Presiding Officer shall call for a vote on the expulsion of that member from the meeting, and such vote requires a majority for adoption.

## **Agenda**

Any Board Member, by written request, may place an item on the Board agenda.

The written request to add an agenda item shall include a clear description of the proposed action by the Board (in the form of a proposed motion) or shall clearly state the item is for discussion purposes only, shall be of sufficient detail to allow staff to contribute background information on the topic, and shall be easily understandable so that any member of the HOA may be able to understand the substance of the item.

Any agenda item requiring financial expenditure must identify the line item of the budget that the expenditure will come from, the financing strategy to be utilized, or the future budget requirements necessary to fulfill the request.

The Secretary will coordinate the placement and content of items on the agenda with the President. An agenda item may be removed only by the person who initially placed the item on the agenda.

Drafts of contracts, resolutions, or other items requiring review should be submitted to the Secretary or President in a manner timely enough to allow for legal counsel to review prior to the submittal deadline above.

### **Order of Business**

The order of business for LHO Board Meetings is listed below in Appendix A, and all items shall be listed on all regular or special meeting agendas, even if not needed for a given meeting.

Members of the Association who attend a Board Meeting will be given time to speak on the agenda items or New Business at the designated times on the agenda. The business of the Board Agenda is the priority for the meeting. A member will be given up to three minutes at the start of the meeting (See Appendix A Sample) to address any questions or concerns for an agenda item. At the end of the meeting, a member may be given permission to speak for up to 3 minutes on any new business. The meeting decorum must always be followed.

Informational language on the agenda may be established or amended from time to time by motion, but any changes of substance shall be amended in this section by a majority vote of the Board. *See Appendix A for a Sample Agenda.*

### **Voting**

Before a vote is taken on any item, the Presiding Officer shall restate the motion to ensure that the matter being considered is clearly understood prior to being voted on by the Board.

When a vote is called, every member present shall vote either "Aye" or "Nay" or shall abstain. The Presiding Officer may ask for a voice vote or a show of hands..

*Silence Constitutes Affirmative Vote.* Unless a Board Member states that he/she is not voting, or that he/she abstains, his/her silence shall be recorded as an affirmative vote.

On the request of any Board Member, a roll call vote shall be taken. After the result of such a vote is announced, a member may not change a vote unless, before the adjournment of that meeting, a motion to revisit the item is approved by a majority vote of the members present.

### **Parliamentary Procedure**

The Lake Heather Oaks (LHO) Homeowners Association (HOA) Board of Directors (the Board) shall utilize Robert's Rules of Order as a general guideline for parliamentary procedure without being a procedural requirement. Notwithstanding the above, failure to abide by, or adhere to, these rules shall not nullify or negate any action by the Board. These rules of parliamentary procedure are intended solely as a guideline. The Board may adopt or revoke any specific rules of procedure at any time. *See Appendix B for Parliamentary Procedure Guidelines*

IN WITNESS WHEREOF, the Board of Directors has approved the provisions hereof on \_\_\_\_\_, 2022, at a duly called meeting of the Board at which a quorum was present.

---

Sarah Riordan, President

---

Mardee Powers, Secretary

## Appendix A – Sample Agenda

### **Lake Heather Oaks Homeowners Association Board of Directors Meeting**

Northdale Community Center

September 28, 2022

7:00 pm

Welcome to the Lake Heather Oaks Board of Directors meeting. This is a public meeting, and your input is an important part of the decision-making process. Time is set aside at the beginning of the agenda to provide homeowners an opportunity to address the Board. Speakers will be granted three (3) minutes to discuss any item on the agenda. When addressing the Board, please state your name and address. Speakers are asked to be civil and courteous with their language and refrain from personal attacks and/or threats.

1. Call to Order - President
2. Roll Call/Attendance - Secretary
3. Public Comment

#### **Action Items**

4. Approval of draft summary minutes from prior meeting
5. Approval of Financial Report

#### **Discussion Items**

6. Reports of Officers, Boards and Standing Committees
7. Reports from Special Committees
8. Old Business
9. New Business
10. Adjournment – President

## **Appendix B – Parliamentary Procedure Guidelines**

*Parliamentarian.* The Secretary is designated as the Parliamentarian of the Board. As Parliamentarian, the Secretary shall make recommendations to the Presiding Officer as appropriate to advise on parliamentary procedure. The Parliamentarian may offer advice and recommendations, but the Presiding Officer makes the final ruling on procedural issues, subject to appeal by a majority vote of the Board.

*Duties of the Presiding Officer.* The Presiding Officer shall be the President of the Board of Directors. The Presiding Officer shall preserve strict order and decorum at all regular and special meetings of the Board. He/She shall state every question coming before the Board, announce the decision of the Board on all subjects, and decide all questions of order, subject, however, to an appeal to the Board, in which case a majority vote of the Board shall govern and conclusively determine such question of order. In the event of the absence of the President, the Vice President shall act as the Presiding Officer.

The Presiding Officer shall preside with fairness and impartiality maintaining absolute neutrality by posture, demeanor, action, and language during all meetings. The Presiding Officer, or any Board Member shall not restrict orderly speech, in any way, of any Board Member presentation or discussion of any item.

*Board Deliberations.* The Presiding Officer has the responsibility to control the discussion and the order of speakers. Board Members will be called upon in the order of the request to speak, although privilege to speak shall generally begin with the moving party or individual who sponsored the item on the agenda, respectively. A Board Member may not be recognized to speak subsequently until each member has had an opportunity to obtain the floor. A Board Member holding the floor may address a question to another Board Member and that Member may, should they so choose, respond to the question while the floor is still held by the Board Member asking the question.

*Limits to Deliberations.* After an agenda item is announced or read by the Presiding Officer, or the individual who sponsored the item on the agenda, a motion must be on the table and seconded before discussion may take place. The ensuing discussion must be limited to the subject matter or motion currently being considered.

*Obtaining the Floor.* Any member of the board wishing to speak shall first obtain the floor by making a request for the floor to the Presiding Officer. The Presiding Officer shall recognize any member who seeks the floor when appropriately entitled to do so.

*Motions.* A motion may be made and seconded by any member of the board, excluding the Presiding Officer.

*Procedures for Motions.* The following is the general procedure for making motions:

- (1) The item is announced or read aloud by the Presiding Officer or the individual who sponsored the item on the agenda.
- (2) A Board Member may make an affirmative motion on the item before discussion may take place.

(3) A Board Member may second the motion on the item before discussion may take place.

(4) Once the motion has been properly made and seconded, the Presiding Officer shall open the matter for further discussion offering the first opportunity to the moving party, and thereafter, to any Board Member recognized by the Presiding Officer.

*Amendments to Motions.* When a motion is on the floor and an amendment is offered, the amendment shall be acted upon prior to acting on the main motion. No motion of a subject other than the agenda item under consideration shall be admitted as an amendment. A motion to amend an amendment shall be in order, but one to amend an amendment to an amendment shall not be in order. Action shall be taken on the amendments in reverse order of how they were made. If an amendment is approved, the original motion must be approved as amended. Amendments must be seconded.

*Motion to Table.* A motion to Table, or a motion to lay on the table, may be made to defer an item until the next meeting. Tabled items will automatically be added to the next meeting agenda.

*Motion to Postpone, Motion to Postpone Indefinitely.* A motion to postpone until a specific date may be made if a Board Member wishes to postpone an item until a specific date. A motion to postpone indefinitely may be made if Board Members wish to postpone an item indefinitely.

*Points of Order.* Any Board Member may call a point of order to facilitate the running of the meeting but shall not utilize a point of order to limit constructive feedback or debate pertaining to the discussion.

*Call for the Question, Previous Question, Calling for a Vote.* Any Board Member may Call for the Question to request that discussion be ended and that the item being considered be immediately put to a vote. A second is required, and the motion is not debatable. A Call for the Question shall not be used to limit constructive feedback or debate pertaining to the discussion.

*Recess.* The Presiding Officer may call for a recess of up to fifteen (15) minutes at regular intervals at appropriate points in the meeting agenda.