



Eldorado
Neighborhood Second HOA

Parliamentary Procedure

WHEREAS, the Eldorado Neighborhood Second Homeowners Association (the "Association") is a Nevada non-profit corporation, governed by the laws of the State of Nevada, including Nevada Revised Statutes ("NRS"), Chapter 116, which governs common-interest communities in Nevada; and

WHEREAS, NRS 116.3106(1) (f) states that the Bylaws must "provide procedural rules for conducting meetings of the Association"; and

WHEREAS, NRS 116.3109 (4), provides that "Meetings of the association must be conducted in accordance with the most recent edition of Robert's Rules of Order Newly Revised, unless the bylaws or a resolution of the executive board adopted before the meeting provide otherwise"; and

WHEREAS, the Association's Board wants to adopt a Resolution, in accordance with NRS 116.3109 (4), that the meetings of the Association shall not be conducted in accordance with the most recent edition of Robert's Rules of Order Newly Revised, but instead shall be conducted in a consistent standard and/or manner that is set by the Board for running the business meetings and affairs of the community to facilitate orderly and effective meetings.

NOW, THEREFORE, be it resolved that the Board of Directors for the Association, pursuant to NRS 116.3109 (4), hereby adopts a resolution which mandates that any and all meetings of the Association shall not be conducted in accordance with the most recent edition of Robert's Rules of Order Newly Revised, but instead shall be conducted using the following format until otherwise changed by a majority vote of the members of the Board and memorialized and adopted in a formal resolution:

- 1) At all Association meetings, including meetings of the Members, the President shall preside at and conduct the meeting. If the President is not at the meeting, another officer may conduct the meeting.
- 2) Each agenda must include: (a) a clear and complete statement of the topics scheduled to be considered during the meeting, (b) a list describing the items on which action may be taken and clearly denoting that action may be taken on these items, and (c) a period devoted to comments by Owners and discussion of those comments as set forth above. The agenda must be prepared and distributed according to current NRS 116 requirements.

- 3) In an emergency, the Board or Owners may take action on an item which is not listed on the agenda as an item on which action may be taken.
- 4) Owner comments will be taken at the beginning and the end of each Board of Directors meeting as required by NRS 116. During the Member Comment portion at the beginning of the meeting, comments by the Owners and discussion of those comments must be limited to items on the agenda.
- 5) There will be an Owner comment portion of each Owner/Membership meeting, but the Board shall determine its placement on the agenda.
- 6) No Owner will speak for more than 3 minutes and no Owner is allowed to surrender his or her 3-minute period to another Owner to use.
- 7) Before any motion is made, unless an emergency exists as defined in NRS 116, the action for consideration must have been properly placed and noticed on the agenda of the meeting the action is being requested.
- 8) Discussion on an agenda item can ensue before a motion is made but shall be seconded before a vote is taken. If the second is not received the item will die.
- 9) Before any action is taken on any item, a motion must be made. If at a Director's meeting, any Board Member may make the motion. If at a Members' meeting, Owners may make a motion from the floor as long as the item was properly noticed on the Members meeting agenda and distributed in accordance with NRS 116 laws.
- 10) After a motion is seconded, each director is limited to addressing the Board one time.
- 11) If the motion is tabled instead of postponed, a second must be received, and the item may be addressed later in the meeting.
- 12) A motion is required to resurrect an item that tabled. The motion cannot be amended.
- 13) If the original motion is modified, the person making the original motion must approve the amendment before the modified motion can be seconded and discussion proceed.
- 14) A majority of a quorum of the Board voting in favor of a motion is required to pass any motion. A quorum of the Board must be present at the time the vote is taken in order for the violation to be valid.
- 15) All motions made during a Board or Members meeting shall be recorded in the minutes according to current Nevada law.
- 16) The president can make motions and may vote as he or she is a Director first and an Officer of the Board second. In serving as an Officer, the President does not give up his voting rights as a Director.



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- 17) Board Members will not abstain from voting simply because they don't want to voice their opinions in front of the Owners, but rather they must state that they have a conflict of interest or were not at the last meeting, in instances where minutes are being approved for the prior meeting. As Board packages are distributed 5 days before all Board meetings, not reading the material is not a valid reason to abstain unless on vacation, out of town, or did not receive the package.
- 18) The minutes of any Board meeting will reflect how each Board Member voted as required by current NRS 116 provisions.
- 19) A motion is needed to adjourn meetings. It requires a second and cannot be amended.
- 20) All members attending either meetings of the Board of Directors or the Membership shall conduct themselves in such a manner as to not willfully disturb the meeting, in violation of NRS 203.090, which is a misdemeanor under Nevada law. Any such member shall first be asked to refrain from such conduct. If said Member continues such conduct, the Member then shall be asked to leave. If the Member shall refuse to leave, then the authorities will be called and the Member shall be subject to any all penalties, and/or disciplinary action as allowed under NRS 203.090. Furthermore, the Member may also be found in violation of Article 11, Section 11.8 of the Declaration of Covenants, Conditions and Restrictions and Reservations of Easements for Eldorado Neighborhood Second Homeowners Association and the Association's Board of Directors Anti-Bullying Resolution and after notice and hearing, may be fined accordingly, and also subject to suspension of voting rights and usage of the Common Areas.

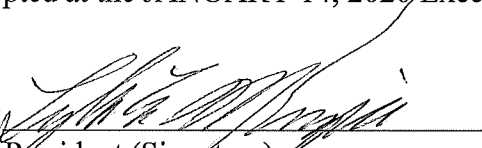


21) If any meeting is held where a Director must attend via telephone, the following rules apply for that meeting:

- a. A speaker phone will be used where every party can hear everyone else including the audience as possible.
- b. Announcements will be made at the beginning of each meeting if there are any time constraints requiring a Director to leave early.
- c. Each Member will be polled for the opinion alphabetically and the Chair shall insure that this happens to include the phone attendee.
- d. Any person needing to leave the meeting prematurely will let the Chair know.
- e. Any distractions will be minimized such as television, radio, animals, children or other noises to not impair the phone participation.
- f. Each speaker will identify themselves at the first before they speak so it is clear who is speaking at all locations.

If any provision of the Policy is determined to be null and void, all other provisions of the Policy shall remain in full force and effect. This resolution of the Board of Directors has been duly adopted at the JANUARY 14, 2020 Executive Board of Directors meeting.

By:

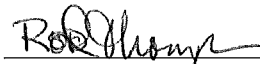


President (Signature)

Lyle E. McKenzie
President

President (Print)

Attested to:



Secretary (Signature)

ROD THOMPSON

Secretary (Print)



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