

# CONDUCT OF MEETINGS

All meetings of the Members and of the Board of Directors shall be conducted in accordance with *Robert's Rules of Order or The Standard Code of Parliamentary Procedure*. However, if fewer than twelve (12) persons are present at any meeting, the formal parliamentary procedures may be waived.

Settler's Village Subassociation (the "Association") conducts one annual meeting of shareholders, regular monthly meetings of the Board of Directors (the "Board"), and special meetings as necessary. The Board welcomes the presence of Members at these meetings. However, it is essential for the efficient and effective transaction of Association business at these meetings that all Members of the Association conduct themselves in a businesslike, ethical, and appropriate manner that serves the best interests of the Association as a whole. To that end, all Members are expected to adhere to the following Code of Conduct at all such meetings. The Association shall have the authority to enforce this Code of Conduct using any means available under the governing documents or state law. This Code of Conduct shall not apply to any meeting with fewer than six (6) people in attendance.

1. Members must maintain decorum, sit quietly, and refrain from speaking until recognized by the meeting chair. During officer reports, Members should hold all questions until the reports are finished, then raise their hands and wait to be recognized.
2. Members must not interrupt anyone who validly has the floor, or otherwise disrupt the meeting.
3. When speaking, Members must abide by time limits set by the meeting chair for comment.
4. Members must refrain from engaging in personal oral attacks on either Board Members or fellow Association Members.
5. Members must refrain from using other Members' names when speaking and must address all remarks to the meeting chair.
6. Members must confine their comments to things germane to the agenda item being discussed.
7. Members may not speak for a second time until everyone who wants to speak has been given a chance to speak once.
8. Members may not speak more than twice on any one issue, subject to the discretion of the meeting chair.

9. Members must obey all orders made by the meeting chair, including an order to step down.
10. Members must at all times behave with common courtesy and civility, and refrain from the use of abusive, rude, threatening, or crude language.

### **MEETINGS OF MEMBERS**

Meetings of the Owners, as the Members of the association, shall be held at least once each year. Special meetings of the Owners may be called by the president, by a majority of the Board, or by Owners having twenty percent of the votes in the Association.

Not less than *ten* nor more than *fifty* days in advance of any meeting of the Owners, the secretary or other officer specified in the bylaws shall cause notice to be hand delivered or sent prepaid by United States mail to the mailing address of each unit or to any other mailing address designated in writing by the Owner. The notice of any meetings shall be physically posted in a conspicuous place, to the extent that such posting is feasible and practicable, in addition to any electronic posting or electronic mail notice that may be given as stated below. The notice shall state the time and place of the meeting and the items on the agenda, including the general nature of any proposed amendment to the declaration or bylaws, any budget changes, and any proposal to remove an officer or member of the Board.

### **MEETINGS OF THE BOARD OF DIRECTORS**

All regular and special meetings of the Association's Board of Directors, or any committee thereof, shall be open to attendance by all members of the Association or to any person designated by an Owner in writing as the Owner's representative. All Owners or designated representatives shall be permitted to attend, listen, and speak at an appropriate time during the meetings. Agendas for meetings of the Board of Directors shall be made reasonably available for examination by all members of the association or their representatives.

### **MEMBER COMMENT AT BEGINNING OF BOARD MEETINGS**

1. **Member Comment Period.** Following the recital of specific topics of business to be discussed, each regular meeting of the Board will include a member comment period ("Comment Period") during which any Member in good standing who wishes to speak will have the opportunity to do so, time permitting.

2. **Length of Comment Period.** This Comment Period shall not exceed 30 minutes in its entirety, unless the majority of the Board, in its sole discretion, determines that a longer time is warranted.
3. **Special Meetings.** If the Board determines that more Members wish to speak on a particular issue than time will allow, the Board shall have the option but not the obligation to extend the comment period or to call a special meeting of the Board for the purpose of allowing all Members to speak on that particular issue. Should the Board choose to call such a special meeting, it shall hold such meeting within a reasonable time of the then current meeting.
4. **Individual Time Limits.** The President or acting chair of the meeting may place reasonable limitations upon the time given to each Member seeking to comment, to allow sufficient time for as many Members as possible to comment.
5. **Sign-Up Sheets.** During the week before the scheduled Board meeting, a sign-up sheet will be made available in the management office or any other central location as the Board may select. Any Member wishing to comment at the ensuing Board meeting may add his/her name to the sign-up sheet. Members will be recognized for comment at the Board meeting in the same order as their names appear on the sign-up sheet. All Members wishing to comment who have not placed their names on the sign-up sheet will nonetheless be permitted to speak, time permitting. The President of the Board or acting chair shall, to the best of his/her ability, allocate minutes to each Member for comment so as to allow as many Members as possible to speak.
6. **Curtailment of Member Comment.** Should the President or acting chair determine that any Member has spoken for a sufficient amount of time, the President or acting chair shall have the authority to instruct that Member to yield the floor, and that member will be obligated to comply with the President or acting chair's instruction.
7. **No Obligation.** Anything herein to the contrary notwithstanding, the Board is not obligated to permit all Members wishing to speak an opportunity to do so, nor is it required to permit any Member to speak for however long that Member may wish. The failure to provide an adequate Comment Period or opportunity for each Member wishing to comment to do so will not be a basis upon which any action otherwise properly taken by the Board may be voided.

## **MEMBER COMMENT DURING BOARD MEETINGS**

The Board may place reasonable time restrictions on those persons speaking during the meeting but shall permit an Owner or Owner's designated representative to speak before the board takes formal action on an item under discussion. The Board shall provide for a reasonable number of persons to speak on each side of an issue.

However, after this comment period, Owners who are not Board members may not participate in any deliberation or discussion on an action unless expressly so authorized by a vote of the majority of a quorum of the Board.

### **ELECTRONIC NOTICE**

If the Association has a web site at the applicable time, the Association may provide all notices and agendas in electronic form by posting on the web site, in addition to printed form. At such time as electronic means become available to the Association, the Association will provide notice of all regular and special meetings of Owners by electronic mail to all Owners who so request and who furnish the Association with their electronic mail addresses. Electronic notice of a special meeting shall be given as soon as possible but at least twenty-four hours before the meeting.