

Waterford Place Homeowners Association, Inc.

Meeting Rules of Order and Conduct

(Effective October 25, 2021; Jacquelyn Roberts, *WPHOA President and Chairperson of the Board of Directors*)

Article IV, Section 13, of the By-Laws for the Waterford Place Homeowners Association, Inc., states “The rules of order and all other matters of procedure at all annual and special meetings of the members shall be determined by the Chairman of such meeting.”

Meeting Rules of Order and Conduct: These Meeting Rules of Order and Conduct are written to provide a mechanism of smooth operation during Board, Annual, and Special Meetings of the Waterford Place Homeowners Association, Inc., (“Association”), to ensure the respect and rights of all members and the orderly conduct of the Association’s business, which is the purpose of a Board, an Annual, and/or a Special Meeting of this Association.

President/Chair: The President shall preside at all Board, Annual, and Special Meetings of the Association, and in the President’s absence, the Vice President (if the Board has selected one) shall preside. The President shall be known as the Chair of the meeting, and anyone acting in the President’s place shall be known as the Acting Chair.

Agenda: The Agenda shall be set in advance of the meeting by the President, who may solicit opinion/agenda items from the other Board members and/or homeowners and association management/property manager.

- The President shall request the association management/property manager or the Secretary (if the Board has selected one) to publish the set Agenda. The Agenda shall be posted on the Association’s website at least four (4) days in advance of the meeting
- Once the Agenda is set (published and/or posted at least four (4) days in advance of the meeting), it may not be changed, except in the instance of an emergency or during the Board meeting when a motion to approve the Agenda has been made and seconded.

Meeting: The meeting shall be called to order by the Chair (or Acting Chair) and may be adjourned by the Chair (or Acting Chair) without further formality.

- **Agenda:** The Agenda shall be timed, and the Chair (or Acting Chair) shall endeavor to keep the meeting to its timelines.
- **Resident Forum:** The Agenda of any open meeting of the Board shall allow for a Resident Forum where homeowners/non-owner residents may make statements or ask the Board questions. *The WPHOA Board has adopted a policy to dedicate the first 15 minutes of each Board business meeting to topics of general discussion or concern to Waterford Place residents.*
 - Homeowners/non-owner residents speaking in the Resident Forum will be allowed 5 minutes per person on any new topic. *(A total of 15 minutes maximum is allowed for the Resident Forum.)*
 - Once the Chair (or Acting Chair) closes the Resident Forum, no one from the audience may interject unless the Chair (or Acting Chair) recognizes them, and then their comments shall be limited to 3 minutes.

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- The Board and/or Chair (or Acting Chair) are under no obligation to respond in the meeting during the Resident Forum. They may instead take any question or statement under advisement and respond, or cause a response to be made, to the homeowner/non-owner resident within ten (10) days following the meeting.
- **Association Business Meeting:** The Board will enter the business portion of the meeting. Residents are invited to remain and listen but are reminded they may not participate in the discussion unless recognized by the Chair (or Acting Chair).
 - The Chair (or Acting Chair) shall recognize who has the floor at any time.
 - An item of business will be opened on the Agenda when the Chair (or Acting Chair) recognizes it, including stating or requesting a motion on the item **before the discussion is heard**.
 - The Chair (or Acting Chair) or any other Board Member may place motions on the floor and vote on any motion.
- **Motion(s):** Motions are statements that describe a proposed action or decision. (Although the formality of Robert's Rules can seem cumbersome, the process of making motions ensures that no decision is accepted without the opportunity for discussion and a vote.) **A motion should be stated and then seconded before any discussion occurs.**
 - If, during a discussion, an amendment to the motion is proposed (subsidiary motion), the amendment shall be voted on first, and then the main motion shall be voted.
 - A majority vote by the Board present in the meeting shall decide the outcome of a motion.
 - A motion that fails to receive a second is a failed motion, and the Chair (or Acting Chair) shall move to the next item of business if no further new motion is made.
 - In the event of a tie on any motion, the motion is considered failed.
 - No motion, unless a subsidiary motion, or discussion unrelated to the motion on the floor, shall be entertained until the main motion has been resolved.
 - A motion to adjourn may also be made and seconded by Board members, not the Chair (or Acting Chair). If such a motion is made and seconded, a vote is not necessary, and the meeting stands adjourned.

REMINDER: Every Motion Has 6 Steps:

1. **Motion:** A member rises or raises a hand to signal the chairperson.
2. **Second:** Another member seconds the motion.
3. **Restate motion:** The chairperson restates the motion.
4. **Debate/Discussion:** The members debate/discuss the motion.
5. **Vote:** The chairperson restates the motion, and then first asks for affirmative votes, and then negative votes.
6. **Announce the vote:** The chairperson announces the result of the vote and any instructions.

- **Emergency Meeting:** No gathering of a quorum (if five directors are currently seated, three or more Directors) of the Board in a meeting setting, either physically or electronically, shall occur at any time without notice to the homeowners/members except in the instance of an emergency.
 - Such meetings occurring in an emergency shall be immediately declared to the membership as soon as practical afterward, but in no instance no longer than four (4) days.
 - Any action taken in the executive session shall be generally addressed as to the result of the action (but without naming the parties in favor or dissenting) in the next regular minutes of the Association.

Member Attendance: The Board welcomes the presence of Members at the annual, regular, and special Board meetings. However, it is essential for the efficient and effective transaction of 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 guidelines at all such meetings. ***Any Member who cannot conduct themselves as outlined below will be asked to leave any meeting of the Board or will be removed from the virtual meeting, if applicable.***

1. All members are asked to give their attention to the meeting and not have any side conversations or make comments unless or until they are recognized by the meeting's Chair (or Acting Chair).
2. Anyone who has been recognized by the Chair (or Acting Chair) and has the floor should not be interrupted.
3. The Chair (or Acting Chair) may determine, if a disruption by any member will not stop, that the meeting shall be adjourned and may be reconvened without the disruptive member present. Or the disruptive member may be muted or removed from the virtual meeting, if applicable.
4. No personal, physical (if during an in-person meeting), or verbal attacks on any person present in a meeting shall be tolerated. Such conduct shall demand that the Chair (or Acting Chair) request that the person making these attacks immediately leave the meeting or be removed from the virtual meeting, if applicable.
5. When speaking, all comments or questions shall be directed to the Chair (or Acting Chair) of the meeting and not at any other person present. However, the Chair (or Acting Chair) may direct other persons present to respond or comment.
6. Members are expected to behave with common courtesy and civility and refrain from using abusive, rude, threatening, or crude language. If such conduct occurs while a member has the floor, the Chair (or Acting Chair) shall revoke the floor from said member.
7. There shall be no electronic recording (video and/or audio) of meetings.