

RECREATIONAL CENTER, INC.
BOARD OF DIRECTORS
October 17, 2000

RULES OF ORDER

THE RULES OF ORDER FOR RCI BOARD MEETINGS SHALL CONFORM TO THE CORPORATION'S GOVERNING DOCUMENTS AS MODIFIED HEREIN.

1. Call to Order

- A. The Chair shall verify that all Board members have been properly notified. The Board shall consist of delegates and alternate delegates.
- B. The Chair may call the meeting to order only if a quorum of the Board is present in person. If a quorum does not exist, the Board may not conduct business. A Board member may not appear by proxy or mail ballot.
- C. Except for executive sessions referred to in Article 7 of these rules, all meetings are open to unit owners. Notice of the meetings will be published in the RCI newsletter and posted on the Bulletin Board in each Regime.

2. Review of Agenda

- A. The first draft of the agenda is prepared by the President or his/her designee prior to the meeting. Agenda items should ordinarily appear in the order as set forth in these Rules of Order, provided, however, that the Board may add or delete items from the agenda and may change the order of presentation.
- B. When possible, changes to the agenda should be done by acquiescence of all Board members. Formal voting on the agenda is only necessary where it appears to the Chair that there is a disagreement.

3. Approval of minutes

- A. The minutes need not be read aloud but they should be entered into the Board's official minute book. The minutes are not official until the Board votes to accept them.
- B. The minutes are prepared by the secretary (or some other person appointed by the Board to act as recording secretary). Any Board member may suggest changes to the minutes before the Board accepts them. The suggested changes should be set forth in the minutes and the Board should accept or reject such changes.
- C. Minutes should state precisely each motion considered by the Board, and identify the maker and the second and the Board members voting in favor, against, or abstaining, and whether the motion was carried. Minutes need not reflect the comments made unless the Board desires to make a specific record. Whenever the Board makes a decision that it feels may subject it to potential claims or liability, it shall be appropriate for the Board to adopt a resolution that states all of the facts and circumstances, the professional advice, if any, and

E. Any emergency items decided by the Board between meetings should be discussed and ratified at an open meeting.

7. Executive (Closed) Sessions

The Board may go into executive (closed) session to act on items of business which are required by the Bylaws to be considered in closed session. Unit owners are not permitted to attend closed sessions except for those having a reason to participate (such as a witness at a rule violation hearing). The Board should announce to unit owners the purpose of any executive session.

8. Adjournment

Upon motion passed by the Board, or, upon completion of the agenda, the Chair shall announce that the meeting is adjourned and the minutes shall reflect the time of adjournment.

9. Motions and Deliberations

A. Discussion

- 1) The president normally chairs the Board meetings. The Chair's role is to facilitate deliberations and to assist the Board in conducting its business in a fair and efficient manner. By a two-thirds vote of the Board, the president or other incumbent Chair, may be removed from the Chair and any other Board member may be assigned to chair the meeting.
- 2) When an item of business is to be discussed, the Chair announces the item and opens the floor to discussion.
- 3) The Chair, as a member of the Board, is entitled to voice his/her opinion, and vote on matters that come before the Board. However, the Chair has the responsibility for providing each member of the Board an equal and fair opportunity to be heard.
- 4) No Board member may speak until recognized by the Chair (except that a motion to remove and re-assign the Chair, and a dissent, may be made without recognition when no other person has the floor and the Chair has unreasonably failed or refused to recognize the Board member). No member or unit owner or manager may interrupt the speaker who has the floor.
- 5) The Chair may impose reasonable time limitations. All time limitations must be uniformly imposed upon all of the Board members. The speaker shall be given a one-minute warning before time runs out. By vote of a majority of the Board, time limits may be extended or reduced.
- 6) The Chair shall recognize each Board member in turn. Discussion shall be limited to the item of business at hand, and the Chair shall have the authority to take the floor from a speaker who does not limit discussion to the item of business at hand. No Board member may speak to an issue for a second time until all other Board members have had the opportunity to be heard. Likewise, no Board member may speak to an issue for a third time until all other Board members have had the opportunity to speak to it for a second time.

B. Procedural Motions Made Anytime

- 1) Appeal Decision of the Chair – Any member may appeal the decision of the Chair. The matter then shall be brought to a vote before the Board to determine whether the Chair shall be sustained or overruled.
- 2) Suspend The Rules – Any member may make a motion to suspend the rules.


12. Method of Handling Procedural Motions

- A. If there is acquiescence of all Board members to the motion, then the motion may carry without a vote.
- B. No person other than the Board members may make any motion, including Procedural Motions.

13. Discipline and Order

- A. In the event a Board member violates any of these rules, then the Chair may declare the member out of order.
- B. With respect to a member who is out of order, the following discipline may be imposed by the Chair:
 - 1) The member may be warned without sanction.
 - 2) The member may be excluded from discussion on the item of business at hand.
 - 3) The member may be excluded from discussion of all items of business.
 - 4) For disruption or gross interference with the meeting, the member may be asked to leave the meeting.
- C. A member who is declared out of order has the right to appeal the decision of the Chair. The Board shall approve or deny the appeal by a majority vote.
- D. If the Board upholds the Chair, the member has the right to dissent for the record before the imposition of any sanctions.

Original Signed by Pres + Sect -
 These RULES OF ORDER were adopted by the Board of Directors of Recreational Center, Inc. at the regular meeting of the Board of Directors held on October 17, 2000.


 President


 Secretary

The Rules of Order for Association Boards copyrighted in 1997 by Jeffery A. Goldberg were used as a guideline in developing the RCI Rules of Order.

RCI Rules of Order – October 2000