

Understanding CIC/HOA Meetings

Rev. 03/07/2022



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- Should confusion arise requiring the interpretation and application of the law to your association's specific circumstances, a legal opinion from a qualified attorney may be necessary.
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Agenda

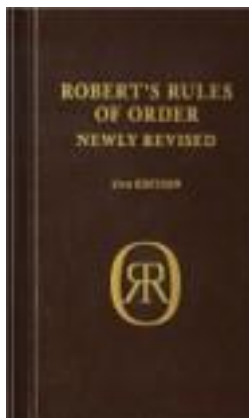


- Robert's Rules
- Categories of Meetings
- Board Meetings
- Unit Owners' Meetings
- Emergency Meetings

Robert's Rules of Order

NRS 116.3109

- All association meetings **must** be conducted in accordance with the most recent (**12th**) edition of Robert's Rules of Order;
 - Unless the associations bylaws specify another procedure.
- All members should be addressed using their title (i.e. Director Smith, Secretary Roberts, etc.)
- Customs of formality are followed in order to maintain board member's position of impartiality



Robert's Rules of Order: Standard Order of Business

RONR (12th ed.), p.23-27

- **Call to Order** – attendance and establishment of quorum
- **Unit Owner Forum** – at the beginning of the meeting, unit owners can speak on agenda items only
NRS 116.31083(6)
- **Reading and Approval of Previous Meeting's Minutes**
- **Officer Reports**
- **Committee Updates** - standing committees first, then select or ad hoc



Robert's Rules of Order: Standard Order of Business

continued

RONR (12th ed.), p.23-27

- **Unfinished Business**
- **New Business**
- **Announcements**
- **Unit Owner Forum** – at the end of the meeting, unit owners can speak on any matter impacting the community NRS 116.31083(6)
- **Adjournment and announcement of next meeting date**



Robert's Rules of Order: Introduction of Business

RONR (12th ed.), p.28-32

- Business is brought before the executive board by:
 - A motion made by a member of the executive board, ***which is subsequently stated by the chair.***
- A motion is a formal proposal by a member, in a meeting, that the board take certain action.
- It is not usual to make motions to receive reports of committees or officers.
- Before any subject is opened for debate, it must first be made by a member who has obtained the floor and then seconded by another board member.



Robert's Rules of Order: Motions

RONR (12th ed.), p.28-32

- Motions are made by members of the ***executive board*** **only**.
- **Board Directors:**
 - ***Obtain the floor*** when they have been recognized by the Chair.
 - ***Make the motion*** – “I move that we...”
 - ***Wait for another director to second*** the motion – “I second the motion”, or the Chair will call for a second. If there is no second, the motion is lost.
 - Prevents unnecessary or unwanted discussion.
 - ***The Chair states the motion*** for consideration and potential action by the board – “it has been moved and seconded that we...”
 - The mover of the motion speaks first, expanding on the details of the potential action, and the other directors then **debate** or move to amend the motion.
 - The Chair asks, “are you ready to vote”, puts the motion to a vote by stating the motion verbatim, and a **vote is subsequently taken**.



Robert's Rules of Order: Additional Notes

- All motions and questions should be thoroughly discussed at the meeting BEFORE any action is taken.
- Unit owners only have the right to speak at the beginning and end of a board meeting.
- No director can speak twice on the same issue until all other directors have exercised or declined their right to speak.
- All remarks must be direct to the Chair.
- Language must be courteous and never refer to others by name or allude to underlying motives.



Knowledge Check



1. When is Robert's Rules not required to be used during a meeting?
2. Under Robert's Rules, what is the first item in the order of business?
3. What is the purpose of seconding a motion?
4. Are motions necessary for the association to receive a report from an officer or committee?
5. All remarks must be directed through whom?

Association Meetings

- There are two overall categories of CIC/HOA meetings:

Meetings of the Executive Board of Directors



Subcategories include:

1. Regular Meetings
2. Executive Sessions
3. Emergency Meetings

NRS 116.31083



Meetings of the Unit Owners



Subcategories include:

1. Annual Meetings
2. Special Meetings
3. Emergency Meetings

NRS 116.3108



Board Meeting: Frequency

- A meeting of the executive board must be held ***at least once every quarter, and not less than once every 100 days;*** NRS 116.31083
 - **Two** of which **must** be held at a time other than during standard business hours (9:00am – 5:00pm). NRS 116A.630(11)
- The executive board has a ***duty*** to hold meetings with enough frequency as to **properly** and **efficiently** address the affairs of the association. NAC 116.405(8)(c)
- Except when the executive board is meeting in executive session, a unit's owner may attend and speak at any meeting of the executive board,
 - the board may however establish reasonable limitations on the **time a** unit owner may speak. NRS 116.31085(1)

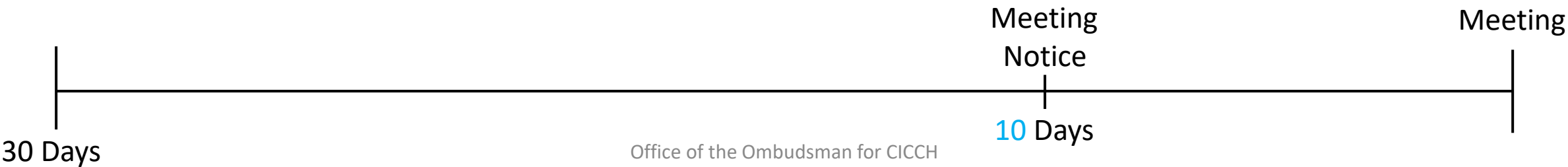




Board Meeting: Notice

NRS 116.31083(2)

- Unless the bylaws require a longer period, not less than 10 days before the meeting the designated officer shall cause notice of the meeting to be given to unit owners.
- Must be sent to the owners designated:
 - Email address; or
 - if the unit owner has opted out of receiving email or has no provided an email address,
 - notice may be sent by prepaid US mail, by hand delivery, commercial delivery or other reasonable method.

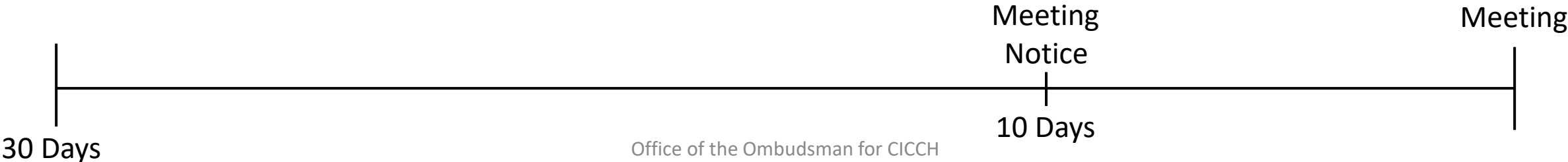




NRS 116.31083(5)

Board Meeting: Notice continued

- The notice MUST include:
 - The time and place of the meeting;
 - A copy of the agenda, OR state the date and location(s) where copies of the agenda may be conveniently obtained by the unit's owner;
 - Notification of the right of a unit's owner to have a copy of the audio recording, minutes, or a summary of the minutes provided to the unit's owner upon request; and
 - Speak at the meeting (except during executive sessions)

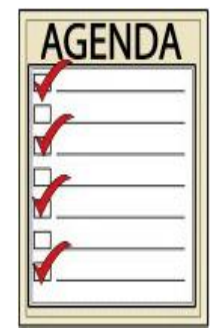




Board Meeting: Agenda

NRS 116.31083(6)

- The agenda for a board meeting must contain:
 - A clear and complete statement of the topics to be considered during the meeting.
 - Only in an **emergency** (will be defined later in this presentation) can the executive board take action on an item which is not listed on the agenda.
 - A list ***describing the items*** on which ***action may be taken*** and ***clearly denoting*** that action may be taken on those items.
 - A period devoted to comments by unit owners and discussion of those comments must be scheduled for both the beginning (limited to agenda) and end (open to any matter affecting the common interest community) of each meeting.
 - Except in an emergency, no action may be taken upon a matter raised under this agenda item until the matter has been specifically included on an agenda as an item in which action may be taken.



Agenda: Template

First unit owner forum, limited to agenda items.

Clear and complete statement of the topic to be considered.

Quarterly review of financial info.

New business item (clear and complete statement).

[Name of CIC]

Executive Board of Director’s Meeting Agenda

[Date] [Time]

[Location]

Current Board of Directors

[List of Directors]

1. Call to Order & Establishment of a Quorum

2. Unit Owner’s Forum ([reasonable time limitation] per unit owner) For Discussion Only

a. Each unit owner in attendance may address the executive board of directors. Comments made by each unit owner must be limited to items listed on this agenda pursuant to NRS 116.31083(6). Unit owners may request that the substance of their remarks or prepared written remarks be included in the minutes.

3. Reading and Approval of Previous Meeting Minutes For Possible Action

a. The executive board of directors will read aloud and approve the summary minutes of the executive board of director’s meeting(s) held on [date(s) of previous meeting(s)]. The minutes will not be read aloud if so moved and approved by the board.

4. Acknowledgement of Board Meeting held in Executive Session (if applicable) For Discussion Only

a. The executive board met on [date of meeting held in executive session] in accordance with paragraph(s) [(c) or (d), whichever is applicable] of NRS 116.31085(3) by holding a hearing on alleged violations of the governing documents in executive session.

5. [Officer Position/Standing Committee/Ad Hoc Committee]’s Report For Discussion Only

a. [include clear and complete statement of all material that the officer (i.e. president, secretary or treasurer), standing committee, or ad hoc committee will be presenting, repeat this item for each report in order of precedence].

6. [Unfinished business item from previous meeting] For Possible Action

a. [include clear and complete statement of the item and action that will potentially be taken, repeat for each individual unfinished business item that was moved to be postponed until this meeting].

7. Quarterly Review of Financial Information For Discussion Only

a. The board shall review a current year-to-date financial statement of the association; schedule of revenues and expenses for both the operating and reserve accounts; a current reconciliation for both the operating and reserve accounts; the latest bank statements for all accounts of the association; and, if applicable, the current status of any civil action or claim submitted to arbitration or mediation in which the association is a party.

8. [New business item] [For Possible Action/For Discussion Only]

a. [include clear and complete statement of the item and action (if applicable) that will potentially be taken, repeat for each individual new business item, which must include: any proposed amendment to the declaration or bylaws, any fees or assessments to be imposed or increased by the association, any budgetary changes, and any proposal to remove an officer of the association or member of the executive board].

9. Unit Owner’s Forum ([reasonable time limitation] per unit owner) For Discussion Only

a. Each unit owner may address the executive board. Comments made by each unit owner must be limited to matters impacting the community pursuant to NRS 116.31083(6). Unit owners may request that the substance of their remarks or prepared written remarks be included in the minutes.

10. Adjournment

Items clearly indicating that action may be taken or limited to discussion only.

Acknowledgement of board meeting held in executive session (when applicable).

Unfinished business: items from previous meeting moved to be postponed until this meeting.

Second unit owner forum, limited to matters affecting the CIC.



Board Meeting: Quorum

NRS 116.3109

- The quorum requirement is a protection against totally unrepresentative action in the name of the association by an unduly small number of board members.
- A quorum must be present for *action to be taken* at any meeting.
 - If a quorum is present, the affirmative vote of a majority (or greater) of the members **present** at the board meeting is the act of the executive board.
- ***For Executive Board Meetings*** – a quorum is present only if individuals entitled to cast a majority (or larger if stated in the bylaws) of votes on the board are present at the time a vote regarding action is taken.
 - Members may participate via telephone and video
 - Vote via email is “greatly disfavored”

AO 11-01





Board Meeting: Unit Owner Complaints

NRS 116.31087

- Must be in writing.
- Not later than **10 business days** after the date that the association receives such a complaint:
 - The executive board or an authorized representative of the association **shall** acknowledge the receipt of the complaint, **and**
 - **Notify the unit's owner** that, ***if the unit's owner submits a written request that the subject of the complaint be placed on the agenda*** of the next regularly scheduled meeting of the executive board, the subject of the complaint **will be** placed on the agenda of the next regularly scheduled meeting of the executive board.
- The executive board **shall**, upon the written request of the unit's owner, place the subject of the complaint on the agenda of the next regularly scheduled meeting of the executive board.

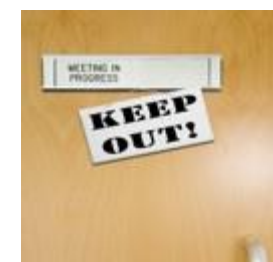




Board Meeting: Executive Session

NRS 116.31085

- An executive board may meet in executive session **ONLY** to:
 1. Consult with the attorney for the association on matters relating to proposed or pending litigation (attorney-client privileged conversations);
 2. Discuss the character, alleged misconduct, professional competence, or physical or mental health of a community manager or an employee of the association;
 3. Discuss a violation of the governing documents, including failure to pay an assessment
 - A violator may request an open hearing
 4. Discuss the alleged failure of a unit's owner to adhere to a construction schedule.





Board Meeting: Executive Session continued

NRS 116.31085

- The executive board may **not** meet to open or consider bids for an association project.
- The executive board may **not** meet to enter into, renew, modify, terminate or take any other action regarding a contract.
- An executive session meeting must **not** be audio recorded.
- Only those invited to a hearing have a right to attend and speak.
 - Accused can present their own witnesses and can have attorney present.
- Any matter discussed by the executive board when it meets in executive session must be *generally* noted in the minutes of the next meeting of the executive board.





AO 12-05

Board Meeting: Executive Session Agenda

➤ Question:

- How detailed do executive board agendas need to be when the board meets in executive session?

➤ Short Answer:

- The agendas need to be detailed enough to show owners that the board is discussing only those items permitted by NRS 116.31085(3) and include clear and complete statements of the topics and actions possible.

➤ Advisory Conclusion:

- All associations are required to follow the procedures set forth in their governing documents, but at a minimum, the agenda for executive session meetings must include a clear and complete statement of the topics and action to be taken such that it is clear how the item is entitled to be discussed and decided in executive session. Associations may not include confidential information in the executive session agenda, but each executive session agenda item must clearly state how each item for discussion fits in the limited categories listed in NRS 116.31085(3).





Board Meeting: Financial Review

NRS 116.31083(7)

- **At least once every quarter**, the executive board **shall** review the following financial information at one of its board meetings:
 - A current financial statement of the association;
 - A current schedule of revenues and expenses for the operating and reserve accounts compared to the budget for those accounts;
 - A current reconciliation of the operating and reserve account;
 - The latest bank statements; and
 - The current status of any civil action or claim submitted to arbitration or mediation in which the association is a party.
- **At least once per year**, the board shall review the reserves and adopt an operating budget.





Board Meeting: Voting

- Directors can vote:
 - **By Roll Call** – Each director answers “yes” or “no” as his or her name is called. ***This method is used when a record of each person’s vote is required.***
 - **By General Consent** – When a motion is not likely to be opposed, the Chairman says, “**if there is no objection...**” The executive board shows agreement by their silence.
 - **By Voice** – The Chairman asks those in favor or opposed to voice their decision.
 - **By Hand** – Directors raise their hands to vote (restate for audio).
- In executive session, a director of the board SHALL NOT participate in any hearing **or cast any vote** relating to a fine if the director has not paid all assessments due.



NRS 116.31031(9)



Board Meeting: Voting continued

NRS 116.31084

- A board member who stands to gain any personal profit or compensation of any kind from a matter before the executive board shall:
 - **disclose** the matter to the executive board,
 - **abstain** from voting on the matter, and
 - **no longer serve** on the board (if the matter passes).
- A member of the executive board who has **a member of his or her household or any person related to the member by blood, adoption or marriage who stands to gain** any personal profit or compensation of any kind from a matter before the executive board shall **disclose** the matter to the executive board **before voting** on any such matter; and
 - Abstain from vote and no longer serve.





Board Meeting: Voting continued

AO 11.01

Question 2: Can an executive board vote via either telephone, email or any other private method on items regarding their association business?

- NRS 116.3103 states that the executive board is to act in all instances on behalf of the association as fiduciaries and act on an informed basis...
- NRS 116 does not address participation via telephone...community associations are usually non-profit organizations, NRS chapter 82 governs the non-profit corporations...
- The provision of the telephone conference **can** satisfy a board member's duty to act on an informed basis. Any other methods may not do so... An association's governing documents may also address the issues of how a member of the executive board may vote.
- Generally, a vote via email or possibly another method may not satisfy the fiduciary duty of a board member, thus these methods of voting for members of an executive board is **greatly disfavored**.



Board Meeting: Action Without a Meeting

NRS 82.271

- Unless restricted by the articles or bylaws:
 - Action may be taken by the board without a meeting if, before or after the action, a **written consent** is signed by a majority of the board. This consent is kept in the records of the association (10 years).
 - **The Division discourages use of such action in lieu of a meeting unless absolutely necessary (i.e. pipe burst, fallen tree).**





Board Meeting: Minutes

NRS 116.31083(9)

- The minutes of each board meeting **must** be taken and include:
 - The date, time and place of the meeting;
 - Members of the executive board who were present and absent;
 - The substance of all matters proposed, discussed or decided;
 - A ***record of each member's vote*** on any matter decided; and
 - The substance of remarks made by any unit owner who addresses the executive board if the owner so requests (if the owner has prepared and submitted written remarks, a copy can be included).
- The executive board may establish reasonable limitations on materials, remarks or other information to be included in the minutes of its meetings.
- Approved minutes or a draft summary must be made available to unit owners within **30 days** (provided in electronic format at no charge).
- Minutes are maintained indefinitely.



**MEETING
MINUTES**

Unapproved Minutes: Template

[http://red.nv.gov/Content/CIC/Program Training/Flowcharts and Outlines/](http://red.nv.gov/Content/CIC/Program_Training/Flowcharts_and_Outlines/)

Date, time, and place of the meeting.

Those directors present, absent, the time of arrival for tardy members.

Substance of remarks from unit owners and their written remarks, if they request them to be included.

[Name of CIC]
Executive Board of Director's
Unapproved Summary Meeting Minutes for Board Meeting held on
[Date] [Time] at [Location]

Current Board of Directors [List of Directors]	Board Members Present [List of directors present, noting the time for any tardy arrivals].
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- Call to Order & Establishment of a Quorum**
 - Meeting called to order at [precise time the chair called the meeting to order].
 - A quorum [is or is not] established.
- Unit Owner's Forum** *([reasonable time limitation] per unit owner)* **For Discussion Only**
 - Each unit owner in attendance may address the executive board of directors. Comments made by each unit owner must be limited to items listed on this agenda pursuant to NRS 116.31083(6). Unit owners may request that the substance of their remarks or prepared written remarks be included in the minutes.
 - [Substance of remarks from each unit owner who requested their remarks be reflected in the minutes, attach as an exhibit and reference here any written comments prepared by unit owners, if the unit owner requested the written comments to be included in the minutes].
- Reading and Approval of Previous Meeting Minutes** **For Possible Action**
 - The executive board of directors will read aloud and approve the summary minutes of the executive board of director's meeting(s) held on [date(s) of previous meeting(s)]. The minutes will not be read aloud if so moved and approved by the board.
 - [Director who made the motion to approve including the motion verbatim, there should be no discrepancies].
 - [Only if specifically requested by the board, director who seconded the motion].
 - [Overall substance of all matters discussed and debated, including any subsidiary motions made and amendments to the previous meeting's minutes].
 - [Include the name of each individual board member and how they specifically voted].
- Acknowledgement of Board Meeting held in Executive Session** (if applicable) **For Discussion Only**
 - The executive board met on [date of meeting held in executive session] in accordance with paragraph(s) [(c) or (d), whichever is applicable] of NRS 116.31085(3) by holding a hearing on alleged violations of the governing documents in executive session.
 - [Overall substance of matters discussed, however no specific unit owner information concerning any of the hearings held shall be discussed].
- [Officer Position/Standing Committee/Ad Hoc Committee]'s Report** **For Discussion Only**
 - [include clear and complete statement of all material that the officer (i.e. president, secretary or treasurer), standing committee, or ad hoc committee will be presenting, repeat this item for each report in order of precedence].
 - [Overall substance of all matters discussed throughout the report].

Type of meeting (i.e. board meeting, executive session emergency board meeting)(RONR p. 468).

Time that the meeting is called to order and whether a quorum is established.

- The main motion captured VERBATIM, no discrepancies.
- Who seconds the motion is only included **if requested** by the board.
- The way each board member voted.

Unapproved Minutes: Template continued

http://red.nv.gov/Content/CIC/Program_Training/Flowcharts_and_Outlines/

6. **[Unfinished business item from previous meeting]** *For Possible Action*
- [Include description of the item and action that will potentially be taken, repeat for each individual unfinished business item that was moved to be postponed until this meeting].
 - [Director who made the motion to approve including the motion verbatim (INCLUDING STATED SPENDING LIMITS within the confines of the ratified budget), there should be no discrepancies].**
 - [Only if specifically requested by the board, director who seconded the motion].**
 - [Overall substance of all matters discussed and debated, including any subsidiary motions made].
 - [Include the name of each individual board member and how they specifically voted].**

The stated motion VERBATIM, no discrepancies. Motion must state spending limits (consider the budget allocations).

7. **Quarterly Review of Financial Information** *For Discussion Only*
- The board shall review a current year-to-date financial statement of the association; schedule of revenues and expenses for both the operating and reserve accounts; a current reconciliation for both the operating and reserve accounts; the latest bank statements for all accounts of the association; and, if applicable, the current status of any civil action or claim submitted to arbitration or mediation in which the association is a party.
 - [Overall substance of all matters discussed throughout the review].

8. **[New business item]** *For Possible Action*
- [include **clear and complete** statement of the item and action (if applicable) that will potentially be taken, repeat for each individual new business item, which must include: any proposed amendment to the declaration or bylaws, any fees or assessments to be imposed or increased by the association, any budgetary changes, and any proposal to remove an officer of the association or member of the executive board].
 - [Director who made the motion to approve and include the motion verbatim (INCLUDING STATED SPENDING LIMITS within the confines of the ratified budget), there should no discrepancies].**
 - [Only if specifically requested by the board, director who seconded the motion].**
 - [Overall substance of all matters discussed and debated, including any subsidiary motions made].
 - [Include the name of each individual board member and how they specifically voted].**

9. **Unit Owner's Forum** *([reasonable time limitation] per unit owner)* *For Discussion Only*
- Each unit owner may address the executive board. Comments made by each unit owner must be limited to matters impacting the community pursuant to NRS 116.31083(6). Unit owners may request that the substance of their remarks or prepared written remarks be included in the minutes.
 - [Substance of remarks from each unit owner who requested their remarks be reflected in the minutes, attach as an exhibit and reference here any written comments prepared by unit owners, if the unit owner requested the written comments to be included in the minutes].

Time of adjournment.

10. **Adjournment**
- [Precise time the chair adjourned the meeting].

Disclosure that these minutes are unapproved and have yet to be voted on and executed by the board.

The record reflected in these unapproved summary minutes has not been officially certified by the Executive Board of Directors and corrections may be made. Official minutes will be made available to the units' owners once approved by the Executive Board of Directors and signed by the appropriate officers of the association.

Approved Minutes: Template

http://red.nv.gov/Content/CIC/Program_Training/Flowcharts_and_Outlines/

7. Quarterly Review of Financial Information

For Discussion Only

a. The board shall review a current year-to-date financial statement of the association; schedule of revenues and expenses for both the operating and reserve accounts; a current reconciliation for both the operating and reserve accounts; the latest bank statements for all accounts of the association; and, if applicable, the current status of any civil action or claim submitted to arbitration or mediation in which the association is a party.

b. [Overall substance of all matters discussed throughout the review].

8. [New business item]

[For Possible Action/For Discussion Only]

a. [include clear and complete statement of the item and action (if applicable) that will potentially be taken, repeat for each individual new business item, which must include: any proposed amendment to the declaration or bylaws, any fees or assessments to be imposed or increased by the association, any budgetary changes, and any proposal to remove an officer of the association or member of the executive board].

b. [Director who made the motion to approve and include the motion verbatim (INCLUDING STATED SPENDING LIMITS within the confines of the ratified budget), there should no discrepancies].

c. [Only if specifically requested by the board, director who seconded the motion].

d. [Overall substance of all matters discussed and debated, including any subsidiary motions made].

e. [Include the name of each individual board member and how they specifically voted].

9. Unit Owner's Forum ([reasonable time limitation] per unit owner)

For Discussion Only

a. Each unit owner may address the executive board. Comments made by each unit owner must be limited to matters impacting the community pursuant to NRS 116.31083(6). Unit owners may request that the substance of their remarks or prepared written remarks be included in the minutes.

b. [Substance of remarks from each unit owner who requested their remarks be reflected in the minutes, attach as an exhibit and reference here any written comments prepared by unit owners, if the unit owner requested the written comments to be included in the minutes].

10. Adjournment

a. [Precise time the chair adjourned the meeting].

These board meeting minutes have been certified and executed by the Executive Board of Directors on [date approved at a board meeting] and serve as the official record.

[_____] [Director responsible for signing the minutes pursuant to association's bylaws]

[_____] [Director responsible for signing the minutes pursuant to association's bylaws]

_____/_____/_____ Date

_____/_____/_____ Date

Disclosure of the date the minutes were approved and the signature(s) of directors responsible for signing them pursuant to the association's bylaws.



Board Meeting: Audio Recordings

NRS 116.31083(8)

- As with the minutes:
 - The secretary or other officer specified in the bylaws shall cause each meeting of the executive board to be audio recorded (except for those held in executive session).
 - Not more than 30 days after the meeting, the secretary or other officer specified in the bylaws shall cause the audio recording to be made available to unit owners.
 - A copy of the audio recording **must** be provided to any unit owner upon request, by email at no charge, or if the association is unable to provide the copy by email, at a cost **not to exceed** the cost of the copy itself (I.e. CD, USB).
- A unit owner may record a meeting of the executive board, if, before recording the meeting, he or she notifies those in attendance.



Knowledge Check



1. What is the quorum requirement for board meetings?
2. Do unit owners have a right to attend board meetings?
3. What are the four reasons for holding an executive session meeting?
4. Can the board approve, modify, or terminate a contract in executive session?
5. How long does the association have to make the meeting minutes and audio recordings available to unit owners after the meeting concludes?



Unit Owners' Meeting: Frequency

NRS 116.3108

- A meeting of the units' owners must be held at least once each year at a time and place stated in the bylaws.
- If the governing documents do not designate an annual meeting date, the meeting must be held one (1) year after the date of the last meeting.
- If units' owners have not held a meeting for one (1) year, the meeting must be held on the following March 1st.

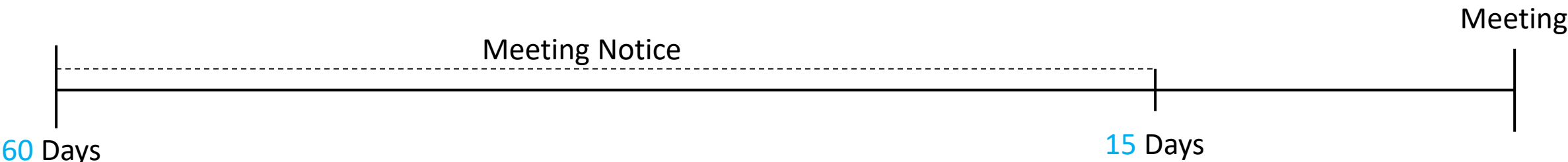




Unit Owners’ Meeting: Notice

NRS 116.3108(3)

- Between 15 and 60 days before the meeting, the specified officer shall cause notice to be delivered stating the time and place of the meeting.
- Notice includes:
 - A copy of the agenda (any amendments to CC&R, fees or assessments to be imposed or decreased, budgetary changes, proposal to remove a board member, etc.);
 - Notice of a unit owner’s right to have a copy of the minutes or a summary of the minutes provided upon request; and
 - Notice of a unit owner’s right to speak to the association or executive board.





Unit Owners' Meeting: Agenda

NRS 116.3108

- The agenda for the annual meeting of the unit owners must consist of:
 - **A clear and complete** statement of the topics scheduled to be considered, including, *without limitation*:
 - Any proposed amendment to the declaration or bylaws,
 - Any fees or assessments to be imposed or increased, and
 - Any budgetary changes.
 - A list describing the items on which action may be taken;
 - A period devoted to comments by unit owners regarding any matter affecting the common-interest community, as well as a period for discussion of those comments; and
 - The annual election – secret written ballots for the election of directors onto the executive board must be opened and counted at the annual meeting.





Unit Owners' Meeting: Voting

NRS 116.3108

- Unless prohibited or limited by the declaration or bylaws, unit owners may vote ***at a meeting of the unit owners*** in person, by absentee ballot, or by proxy [for elections, by ballot only].
- Voting in person – show of hands, voice, standing, or any other method designated by the person presiding over the meeting.
- Voting by absentee ballot – The association shall deliver an absentee ballot to an owner who requests it at least 3 days before the scheduled meeting.





Unit Owners' Meeting: Voting by Proxy

NRS 116.311

- Unless prohibited or limited by the declaration or bylaws, a unit owner may give a proxy only to a member of his or her immediate family, a tenant, another unit owner who resides in the common-interest community, or a delegate.
- Before a vote may be cast by proxy, the holder of the proxy must disclose at the beginning of the meeting the number of proxies to which he or she will be casting votes.





Unit Owners' Meeting: Voting by Proxy continued

NRS 116.311

- The proxy must:
 - Be dated;
 - Designate the meeting for which it is executed; and
 - Designate each specific item on the agenda for which it is executed.
- A proxy can be used to determine a quorum and terminates immediately after conclusion of the meeting.
- The holder of a proxy may not cast a vote on behalf of a unit owner that is contrary to the proxy.





Unit Owners' Meeting: Minutes

NRS 116.3108(6)

- Minutes MUST be recorded or otherwise taken at each meeting and MUST be kept as association records until the community is terminated.
 - Not more than 30 days after the meeting, the secretary or other officer specified in the bylaws shall cause a draft summary of the minutes to be made available to unit owners in electronic format at no charge.
- Minutes of each meeting must include:
 - The date time and place of the meeting;
 - The substance of all matters proposed, discussed or decided; and
 - The substance of remarks made by any unit owner, or if the unit owner has prepared written remarks, a copy of his or her prepared remarks.
- A unit owner may record the meeting if, before recording, he or she provides notice to others in attendance.





Unit Owners' Meeting: Special Meetings

NRS 116.3108(2)

- An association shall hold a special meeting of the units' owners to address any matter affecting the community (notice, agenda and minutes requirements remain).
- May be called by:
 - The board president,
 - a majority of the executive board,
 - **or unit owners** constituting **10% of the total number of votes** in the association (lower if specified in the bylaws) can request that such a meeting be called.



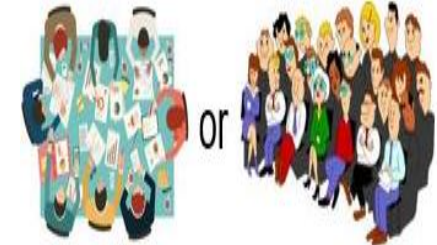


Unit Owners' Meeting: Special Meetings continued

NRS 116.3108(2)

- Unit owners must:
 - submit a **written** petition,
 - signed by the required percentage of voting members,
 - mailed, return receipt requested,
 - or served by a process server to the executive board or community manager for the association.
- The executive board shall set the date for the special meeting so that it is held **not less than 15 or more than 60 days** after the date on which the petition is received.
- The association shall **not** adopt any rule or regulation which prevents or unreasonably interferes with the collection of the required percentage of signatures for the petition.





Emergency Meetings

NRS 116.3108 & NRS 116.31083

- An emergency is defined as any occurrence that:
 1. Could not have been reasonably foreseen; **and**
 2. Affects the health, welfare, safety of residents; **and**
 3. Requires immediate attention of and possible action by the executive board; **and**
 4. Makes it impracticable to comply with notice and agenda requirements.
- Notice must be sent prepaid US mail. If this is not possible, notice must be:
 - Hand delivered or
 - Posted in a prominent place(s) within the CIC.



Knowledge Check



1. What is the timeframe for providing notice to unit owner's regarding a unit owner meeting?
2. May unit owners vote via proxy at unit owner meetings?
3. Who may call a special unit owner's meeting?
4. What are the 4 requirements to hold an emergency meeting?

Conclusion!



- Robert's Rules
- Categories of Meetings
- Board Meetings
- Unit Owners' Meetings
- Emergency Meetings

Questions?

- <http://red.nv.gov/> - Main Page
- CICOmbudsman@red.nv.gov – Email Questions
- http://red.nv.gov/Content/CIC/Program_Training/