

State of Nevada

Department of Business & Industry

Real Estate Division

Common-Interest Communities and Condominium Hotels Program

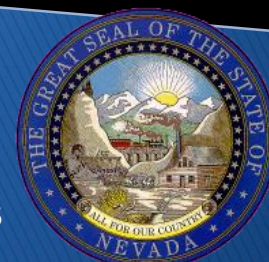




Parliamentary Procedures (Roberts Rules of Order)

Disclaimer

This is a general education class based on NRS 116 and related laws and regulations. It is NOT intended to provide legal advice. The instructor CANNOT comment on specific cases nor interpret the law. If you feel there has been a violation of the governing documents or NRS116 you can file a complaint with the NV Real Estate Division



Learning Objectives

- ▶ Upon completion of this class, participants will have a basic understanding of....
 - History: Roberts Rules of Order
 - How meetings should be conducted
 - Basic Rules of Parliamentary Procedure



Purpose of Parliamentary Procedure

Protects the rights of people to join together to accomplish common goals

Enable people to debate & take action in a fair manner with the least amount of controversy

- ▶ Parliamentary rules protect:
 - the right of the majority to decide;
 - the right of the minority to be heard;
 - the rights of individual members; and
 - the rights of absentees.



All of parliamentary procedure is built on the principle that there must be careful balance of the rights of the organization as a whole, the rights of the subgroups, and rights of individual members.

Robert said, “The assembly meets to transact business, not to have members exploit their knowledge of parliamentary law.”

(Zimmerman,2005,page 6)

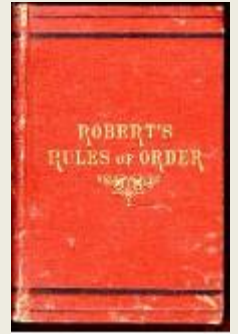
Requirement of Law

NRS 116.3109 Quorum

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

Why use Robert's Rules?

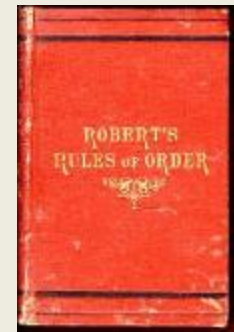
- ▶ Most widely known but there are other systems
- ▶ Robert's Rules provide the necessary structure but remain reasonable
- ▶ HOAs can adopt procedures that best meet their needs



Past History

- ▶ Each colony had own ideas of parliamentary procedure (how delegates were to elected)
- ▶ 1801 Thomas Jefferson serving as Vice President, saw a need for a written and uniform system of rules
- ▶ He compiled the *Manual of Parliamentary Practice* – House and Senate adopted to stop haggling over procedure

(Zimmerman,2005,page 2)



America Forming New Organizations

Types:

- ▶ Political
 - ▶ Cultural
 - ▶ Scientific
-
- ▶ Thomas Jefferson's manual too complex and beyond the ability of average citizen

(Zimmerman,2005,page 4)

All About Robert

- ▶ Henry M. Robert (May 2, 1837 – May 11, 1923)
 - Military officer noticed a lack of structure in various types of non-legislative meetings.
 - A practical, precise, and civil-minded engineer
 - Asked to preside at a meeting he didn't know how
 - Published as “Robert’s Rules” in 1876 for nonlegislative organizations
 - 11th Edition published in 2012



Principles of Parliamentary Law

- ▶ The votes of all voting members are counted equally
- ▶ Absent members and members holding minority opinions have rights
- ▶ All members have the right to free and fair debate
- ▶ The majority has the right to decide
- ▶ The purpose is to facilitate the transaction of business



HOA Goals

- ▶ Preserve, protect, enhance the association's assets, the common elements
- ▶ Manage the business affairs of the association in a fiscally sound and ethical manner
- ▶ Ensure compliance with the governing documents and NRS



BYLAWS

NRS 116.3106 Bylaws

1. The bylaws of the association must:

(f) Provide procedural rules for conducting meetings of the association;

(g) Specify a method for the units' owners to amend the bylaws;

(h) Provide procedural rules for conducting elections;

Basic Rules

1. The Majority Rules

- ▶ The minority has the right to be heard, but once a decision has been reached by a majority of the members present and voting, the minority must then respect and abide by the decision.

2. Silence—those members who do not vote agree to go along with the decision of the majority by their silence

(Zimmerman,2005,page 9,10)

3. One question at a time and one speaker at a time. Once a member has been recognized, he has been granted ‘the floor’ and another member may not interrupt him.

4. Two-Thirds vote is necessary whenever you are limiting or taking away the rights of members or whenever you are changing something that has been decided.

(Zimmerman,2005,page 11,12)

What officers need to know to run a meeting effectively

1. Be on time and start on time
2. Be organized
3. Be prepared and be familiar for procedural rules of the bylaws
4. Be a teacher—explaining procedure clearly and communicate the next order of business
5. Be in control of the floor—remind members that floor assigned to one member at a time



6. Be Impartial—give members of both sides of an issue an opportunity to speak
7. Be composed—stay calm and keep meeting moving
8. Be precise—restate the motion before taking a vote, be certain of results. May retake vote by requesting a showing of hands
9. Be focused—do not allow irrelevant discussion
10. Be temperate—use gavel sparingly, tap once to open and close the meeting

NRS 116.3108(4) Meetings of units' owners of association;

The **agenda** for a meeting of the units' owners must consist of:

- (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 those items.
- In an emergency, the units' owners may take action on an item which is not listed on the agenda as an item on which action may be taken.
- (c) A period devoted to comments by units' owners regarding any matter affecting the common-interest community or the association and discussion of those comments.

Except in emergencies, no action may be taken upon a matter raised under this item of the agenda until the matter itself has been specifically included on an agenda as an item upon which action may be taken pursuant to paragraph (b).

Preparing An Agenda

- ✓ Outline of meeting
- ✓ Use an agenda form that lists the standard order of business
- ✓ Officers and committees to report are listed in the order in which they appear in the bylaws
- ✓ List only those officers or chairmen whom you know to have a report (saves time, no need for “no report” responses)
- ✓ Check bylaws for requirements that certain business be conducted at specific meetings of the year
- ✓ Check the minutes of the last meeting for any business that was postponed



Example of Agenda

- I. Call to Order
- II. Opening Ceremonies(optional)
 - A. Welcoming Remarks
- III. Approval of Minutes from the Previous Meeting
- IV. Reports of Officers
 - A. Report of the Treasurer
- V. Report of Standing Committees
- VI. Report of Special Committees
- VII. Unfinished Business and General Orders
- VIII. New Business
- X. Announcements or Program
- XI. Adjournment



Consent Agenda

Q: What is a "Consent Agenda" and how will it make our meetings go faster?

At every board meeting, at least a few items come to the agenda that do not need any discussion or debate either because they are routine procedures or are already unanimous consent.

A consent agenda (Roberts Rules of Order calls it a consent calendar) allows the board to approve all these items together without discussion or individual motions.

Depending upon the organization, this can free up anywhere from a few minutes to a half hour for more substantial discussion..

NRS116 does not speak to Consent Agenda's

http://www.wwcc.edu/CMS/fileadmin/PDF/Learning_Center/Consent_Agenda_FAQ.pdf

Consent Agenda

How are items on a consent agenda handled?
A consent agenda can only work if the reports and other matters for the meeting agenda are known in advance and distributed with agenda package in sufficient time to be read by all members prior to the meeting.

http://www.wwcc.edu/CMS/fileadmin/PDF/Learning_Center/Consent_Agenda_FAQ.pdf

Consent Agenda

What belongs on the consent agenda?

Typical consent agenda items are routine, procedural decisions, and decisions that are likely to be noncontroversial. Examples include:

- Approval of the minutes;
- Final approval of proposals or reports that the board has been dealing with for some time and all members are familiar with the implications;
- Routine matters such as appointments to committees;
- Staff appointments requiring board confirmation;
- Reports provided for information only;
- Correspondence requiring no action.

Consent Agenda

- ▶ **How to start using a consent agenda**

In order to start using a consent agenda, the board should first adopt a rule of order allowing for the consent agenda process.

A sample rule is:

“A consent agenda may be presented by the president at the beginning of a meeting. Items may be removed from the consent agenda on the request of any one member. Items not removed may be adopted by general consent without debate. Removed items may be taken up either immediately after the consent agenda or placed later on the agenda at the discretion of the assembly.

http://www.wwcc.edu/CMS/fileadmin/PDF/Learning_Center/Consent_Agenda_FAQ.pdf

NRS 116.3108 Meetings of units' owners of association; frequency of meetings; calling special meetings; requirements concerning notice and agendas; requirements concerning minutes of meetings; right of units' owners to make audio recordings of meetings.

Minutes of Meeting

The minutes of each meeting of the units' owners must include:

- (a) The date, time and place of the meeting;
- (b) The substance of all matters proposed, discussed or decided at the meeting; and
- (c) The substance of remarks made by any unit's owner at the meeting if the unit's owner requests that the minutes reflect his or her remarks or, if the unit's owner has prepared written remarks, a copy of his or her prepared remarks if the unit's owner submits a copy for inclusion

Secretary and Minute Keeping

Guide to Writing Minutes

Do Record:

All adopted and “lost” defeated motions

Name of the maker of motion

Names of all members reporting

Names of all those elected or appointed

Number of votes on each side in a ballot or counted vote



Secretary and Minute Keeping

Guide to Writing Minutes

Don't Record:

Discussion or personal opinion

Name of the seconder of a motion

Motion withdrawn

Entire reports



Important points

- Write minutes as promptly as possible
- Promptly send a copy to president, alert the president to unfinished business.
- Prepare a summary of executive board meetings and be prepared to report motions to the membership.
- Sign the minutes and report the date of approval.
- Be specific in recording corrections, noting the date, the page and the line of correction appears. All corrections are in red.



Contents of Minutes

First Paragraph:

Kind of Meeting(regular or special)

Name of Organization

Date and Place of Meeting

Presence of the president and the secretary or names of the substitutes

Presence of a quorum

Time meeting called to order

Whether the minutes of the previous meeting were approved or corrected



Contents of Minutes

Body Paragraph:

Reports Given –the name of reporter, any action taken

All main motions

All points of order or appeal

Important announcements– such as the topic of the program and name of speaker



The Treasurer Duties

- Responsible for funds of organization
- Receives and disburses the monies as prescribed in the bylaws
- Bills for and collects the annual dues
- Maintains permanent record book with a detailed account of all money received and paid out
- Usually gives a brief report each meeting–summary of collections and expenditures

* treasurer's report is not adopted(report will be filed for audit)



What is a quorum?

- ▶ A quorum is the minimum number of members who must be present to legally transact business.

Ex # people: 6-4, 5-3, 4-3, 2-1, 1-1

- ▶ The number is usually stated in the bylaws
- ▶ If the bylaws are silent and absent any adopted rules, a quorum is a simple majority of the members
- ▶ For owner's meeting, a quorum is defined in NRS as 20% of the voting members, unless the governing documents state otherwise
- ▶ The purpose of a quorum is to prevent an unrepresentative group from taking action in the name of the organization

A Motion is...

- ▶ A formal proposal by a member that is a tool used to introduce business in a meeting. The motion should be very specific. It should cover the who, what, when and how much (if money is involved)
- ▶ A main motion brings business before the assembly and can only be made if no other question is pending
- ▶ There are over 80 motions defined in Robert's Rules but only a third are commonly used



Types of Motions

- ▶ Main
- ▶ Privileged
- ▶ Subsidiary
- ▶ Incidental
- ▶ Other
 - Rescind
 - Reconsider



Types of Motions

- ▶ Main—as a proposal that certain action be taken or an opinion be expressed by the group
 - *I move that we accept the contract with ABC...*
- ▶ Subsidiary—Change the main motion. Relates directly to the motion on the floor. They are designed to expedite business by disposing of the pending motion other than by adopting or rejecting it.

I move the question of constructing a park be postponed until the next meeting....

Privileged

- Motions of an emergency nature or urgent matters not related to the business at hand. They do not relate to the motion on the floor but to the welfare of the group.
- They are high rank and must be handled before any other business that may be pending.
- *I move we recess for lunch..(hotel instructed to serve lunch at noon, current time 11:59am)*

A Main Motion

1. A member is recognized by the chair and then makes a motion to take a specific action.
2. Another member seconds the motion.
3. The chair formally places the motion before the group by restating the motion.
4. The members debate the motion, alternating between pro and con.



A Main Motion–Continued

5. The chair asks if the assembly is ready to vote.

6. The motion is put to a vote. The chair counts affirmative and negative votes.

7. The chair announces the vote.



Types of Motions–Continued

- ▶ Incidental–Procedural questions. (Point of Order, Suspend the Rules) Must be decided before business can resume.
(I move that the vote be secret ballot–member noticed feelings regarding playground intense)
- ▶ Reconsider
 - Allows items to be brought back for review
- ▶ Rescind–Cancel a motion that was previously adopted
 - Requires 2/3 affirmative vote to pass



Common Motions

- ▶ Motion to Table
 - Used to lay an issue aside temporarily. The issue must be taken up again at the same meeting or the next. It does not get rid of the issue.
- ▶ Motion to Postpone
 - Delays action on a question until later in the same meeting or until the next meeting.(a motion cannot be postponed further than the next regular meeting, however it can be renewed.
- ▶ Motion to Amend
 - Used to change a main motion. Voted before the main motion.
- ▶ Call the Question
 - Used to end debate, requires 2/3 vote
- ▶ Refer to Committee
 - Send the issue to a committee for further study.

Zimmerman, 2005,p 67



Motions That the Chair Should Rule Out of Order

- ▶ Motions that conflict with laws or bylaws
- ▶ Motions that repeat the same question on the same day
- ▶ Motions that conflict with an already adopted motion
- ▶ Motions that operate outside the scope or object of the organization
- ▶ Motions that conflict with or repeat motions held in committee
- ▶ Motions that seem frivolous, incorrect or rude

Zimmerman 2005,p.54

Decorum in Debate

- ▶ Confine remarks to the question before the assembly
- ▶ Do not attack another's motives
- ▶ Address remarks to the chair
- ▶ Avoid using members' names
- ▶ Do not attack a verbally or physically
- ▶ Do not speak against your own motion
- ▶ Yield to the chair
- ▶ Do not disrupt the meeting



Abstentions

- ▶ Members have a right to abstain under parliamentary law
- ▶ Regardless of abstentions, the majority still rules
- ▶ For example:
 - 30 members in attendance, a clear quorum.
 - If 7 members vote in favor of a motion, 5 opposed, and 18 abstain, the motion passes.
- ▶ Governing documents usually require a majority vote of members present, assuming a quorum has been established



NRS 116.31084 Voting by member of executive board; disclosures; abstention from voting on certain matters.

1. A member of an executive board who stands to gain any personal profit or compensation of any kind from a matter before the executive board shall:

- (a) **Disclose the matter** to the executive board; and
- (b) **Abstain from voting** on any such matter.

2. A member of an executive board who has a member of his or her household or any person related to the member by blood, adoption or marriage within the third degree of consanguinity or affinity 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.

3. For the purposes of this section:

(a) An employee of a declarant or an affiliate of a declarant who is a member of the executive board shall not, solely by reason of such employment or affiliation, be deemed to gain any personal profit or compensation.

(b) A member of an executive board shall not be deemed to gain any personal profit or compensation solely because the member of the executive board is the owner of a unit in the common-interest community.

(Added to NRS by [2009, 1099, 2908](#))

Voting on a Motion

- ▶ Voice
 - *“Those in favor say aye”. (PAUSE) “Those opposed say nay”.*
- ▶ Show of Hands (affirmative /negative)
- ▶ Stand (affirmative /negative)
- ▶ Roll Call – call the name of each member
- ▶ Ballot –written vote
- ▶ General Consent
 - *“If there are no objections...”*



Disrupting a meeting

- ▶ Minor offenses
 - Rebuke by the chair, instructions
- ▶ More serious offenses
 - Warning by the chair
 - Call the member to order
 - Put the question to the members
 - Shall the member be allowed to continue speaking?
- ▶ Grave breach of order
 - “Naming” the offender by the chair
 - Any member can call for a penalty
 - Apology, censure, expulsion
- ▶ Call for a recess
- ▶ Adjourn the meeting



Disrupting a Meeting

- ▶ NRS 203.090 – Disturbing a meeting
 - Every person who, without authority of law, shall willfully disturb any assembly or meeting not unlawful in its character, shall be guilty of a misdemeanor
- ▶ NRS 116.31184
 - Threats and harassment prohibited,
 - Action that causes harm or serious emotional distress, or the reasonable apprehension thereof
 - Action that creates a hostile environment
 - Violation is a misdemeanor
 - Reportable to law enforcement



Disrupting a Meeting

- ▶ Governing documents
 - Check for “behavioral” provisions
- ▶ Code of conduct
 - Integrate with parliamentary procedures
 - Have all owner’s review and agree
 - Manage expectations



Committees

- ▶ A committee can do only what the organization asks it to do, cannot work independently of the organization
- ▶ The bylaws should state who has the power to appoint members of the committee
- ▶ Secretary lets members know of their appointment
- ▶ If a motion is referred to committee, the secretary needs to give the chairman a copy of the motion and the instructions that go with it

Committees

Standing Committee

Considered permanent part of organization

The purpose of the committee and its functions and duties do no change

Ex: finance, membership, program

Committees

Special Committee

To perform a specific task

Dissolved when task is completed and final report given

Function: to investigate or carry out what assembly has adopted

Committees

Committee Chairman

Most important member of committee
Responsible for calling the meetings
Overseeing all the work
Completing the work

Most chairman are appointed by either the president or an executive board

Committees

Committee Chairman Characteristic's

- Enthusiastic
- Has to time to devote to the committee
- Knows how to do the work
- Able to work with others
- Inspire others to do the work

Committee work is teamwork not a one-man band

http://westsidetoastmasters.com/resources/roberts_rules/chap13.html

Committees

Committee Rules of Assembly

Motions to close or limit debate are not allowed

No limit on the times a member can speak

Not necessary to rise and address the chair

Unless agreed by general consent, all questions must be put to a vote

Reconsideration of the vote is possible , but it shall require a two-thirds vote for its adoption

Henry M. Robert (1837–1923). Robert's Rules of Order Revised. 1915.
52. Committees, Special and Standing. <http://www.bartleby.com/176/52.html>

Summary

- ▶ Parliamentary Procedures...
 - Bring order to a meeting
 - Structure the flow of the meeting
 - Ensure that business gets done
 - Ensure every member's right to be heard
 - Can be modified by board resolution to meet the needs of the association
- ▶ Robert's Rules of Order are the most common



Questions?

- ▶ Web Site
 - www.red.nv.gov
- ▶ Phone
 - 702.486.4480/877.829.9907/775.687.4208
- ▶ FAX
 - 702.486.4520/775.687.4868
- ▶ E-mail
 - OMBCLASSES@red.nv.gov
- ▶ Office Locations
 - 2501 East Sahara Ave, Suite 202, Las Vegas, NV 89104
- ▶ 1818 E College Parkway, Suite 110, Carson City, NV 89706



Resources

- ▶ National Association of Parliamentarians

<http://parliamentarians.org>

816.833.3893

213 South Main St., Independence, MO 64050

- ▶ American Institute of Parliamentarians

<http://aipparl.org>

550M Ritchie Highway #271, Severna Park, MD 21146

888.664.0428

- ▶ Zimmerman, Doris P, *Robert's Rule in Plain English* (Second Edition)
New York, New York ,(2005)



Reference Slides

NRS 116.3109 Quorum.

1. Except as otherwise provided in this section and [NRS 116.31034](#), and except when the governing documents provide otherwise, a quorum is present throughout any meeting of the units' owners if persons entitled to cast 20 percent of the votes in the association:

- (a) Are present in person;
- (b) Are present by proxy;
- (c) Have cast absentee ballots in accordance with paragraph (d) of subsection 2 of [NRS 116.311](#); or
- (d) Are present by any combination of paragraphs (a), (b) and (c).

2. If the governing documents of an association contain a quorum requirement for a meeting of the association that is greater than the 20 percent required by subsection 1 and, after proper notice has been given for a meeting, the members of the association who are present in person or by proxy at the meeting are unable to hold the meeting because a quorum is not present at the beginning of the meeting, the members who are present in person at the meeting may adjourn the meeting to a time that is not less than 48 hours or more than 30 days from the date of the meeting. At the subsequent meeting:

- (a) A quorum shall be deemed to be present if the number of members of the association who are present in person or by proxy at the beginning of the subsequent meeting equals or exceeds 20 percent of the total number of voting members of the association; and
- (b) If such a quorum is deemed to be present but the actual number of members who are present in person or by proxy at the beginning of the subsequent meeting is less than the number of members who are required for a quorum under the governing documents, the members who are present in person or by proxy at the subsequent meeting may take action only on those matters that were included as items on the agenda of the original meeting. The provisions of this subsection do not change the actual number of votes that are required under the governing documents for taking action on any particular matter.

3. Unless the governing documents specify a larger number, a quorum of the executive board is present for purposes of determining the validity of any action taken at a meeting of the executive board only if individuals entitled to cast a majority of the votes on that board are present at the time a vote regarding that action is taken. If a quorum is present when a vote is taken, the affirmative vote of a majority of the members present is the act of the executive board unless a greater vote is required by the declaration or bylaws.

4. 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.

Example of people required:

6-4, 5-3, 4-3, 2-1, 1-1

NRS 116.3106 Bylaws.

1. The bylaws of the association must:
 - (a) Provide the number of members of the executive board and the titles of the officers of the association;
 - (b) Provide for election by the executive board of a president, treasurer, secretary and any other officers of the association the bylaws specify;
 - (c) Specify the qualifications, powers and duties, terms of office and manner of electing and removing officers of the association and members of the executive board and filling vacancies;
 - (d) Specify the powers the executive board or the officers of the association may delegate to other persons or to a community manager;
 - (e) Specify the officers who may prepare, execute, certify and record amendments to the declaration on behalf of the association;
 - (f) Provide procedural rules for conducting meetings of the association;
 - (g) Specify a method for the units' owners to amend the bylaws;
 - (h) Provide procedural rules for conducting elections;
 - (i) Contain any provision necessary to satisfy requirements in this chapter or the declaration concerning meetings, voting, quorums and other activities of the association; and
 - (j) Provide for any matter required by law of this State other than this chapter to appear in the bylaws of organizations of the same type as the association.
2. Except as otherwise provided in this chapter or the declaration, the bylaws may provide for any other necessary or appropriate matters, including, without limitation, matters that could be adopted as rules.
3. The bylaws must be written in plain English.

NRS 116.31085 Right of units' owners to speak at certain meetings; limitations on right; limitations on power of executive board to meet in executive session; procedure governing hearings on alleged violations; requirements concerning minutes of certain meetings.

1. Except as otherwise provided in this section, a unit's owner may attend any meeting of the units' owners or of the executive board and speak at any such meeting. The executive board may establish reasonable limitations on the time a unit's owner may speak at such a meeting.

2. An executive board may not meet in executive session to open or consider bids for an association project as defined in [NRS 116.31086](#), or to enter into, renew, modify, terminate or take any other action regarding a contract.

3. An executive board may meet in executive session only to:

(a) Consult with the attorney for the association on matters relating to proposed or pending litigation if the contents of the discussion would otherwise be governed by the privilege set forth in [NRS 49.035](#) to [49.115](#), inclusive.

(b) Discuss the character, alleged misconduct, professional competence, or physical or mental health of a community manager or an employee of the association.

(c) Except as otherwise provided in subsection 4, discuss a violation of the governing documents, including, without limitation, the failure to pay an assessment.

(d) Discuss the alleged failure of a unit's owner to adhere to a schedule required pursuant to [NRS 116.310305](#) if the alleged failure may subject the unit's owner to a construction penalty.

4. An executive board shall meet in executive session to hold a hearing on an alleged violation of the governing documents unless the person who may be sanctioned for the alleged violation requests in writing that an open hearing be conducted by the executive board. If the person who may be sanctioned for the alleged violation requests in writing that an open hearing be conducted, the person:

(a) Is entitled to attend all portions of the hearing related to the alleged violation, including, without limitation, the presentation of evidence and the testimony of witnesses;

(b) Is entitled to due process, as set forth in the standards adopted by regulation by the Commission, which must include, without limitation, the right to counsel, the right to present witnesses and the right to present information relating to any conflict of interest of any member of the hearing panel; and

(c) Is not entitled to attend the deliberations of the executive board.

5. The provisions of subsection 4 establish the minimum protections that the executive board must provide before it may make a decision. The provisions of subsection 4 do not preempt any provisions of the governing documents that provide greater protections.

6. Except as otherwise provided in this subsection, any matter discussed by the executive board when it meets in executive session must be generally noted in the minutes of the meeting of the executive board. The executive board shall maintain minutes of any decision made pursuant to subsection 4 concerning an alleged violation and, upon request, provide a copy of the decision to the person who was subject to being sanctioned at the hearing or to the person's designated representative.

7. Except as otherwise provided in subsection 4, a unit's owner is not entitled to attend or speak at a meeting of the executive board held in executive session.

(Added to NRS by [1997, 3111](#); A [1999, 3005](#); [2003, 2236](#), [2271](#); [2005, 2602](#); [2009, 1100](#), [2891](#))

NRS 116.3108 Meetings of units' owners of association; frequency of meetings; calling special meetings; requirements concerning notice and agendas; requirements concerning minutes of meetings; right of units' owners to make audio recordings of meetings.

1. A meeting of the units' owners must be held at least once each year at a time and place stated in or fixed in accordance with the bylaws. If the governing documents do not designate an annual meeting date of the units' owners, a meeting of the units' owners must be held 1 year after the date of the last meeting of the units' owners. If the units' owners have not held a meeting for 1 year, a meeting of the units' owners must be held on the following March 1.
 2. An association shall hold a special meeting of the units' owners to address any matter affecting the common-interest community or the association if its president, a majority of the executive board or units' owners constituting at least 10 percent, or any lower percentage specified in the bylaws, of the total number of votes in the association request that the secretary call such a meeting. To call a special meeting, the units' owners must submit a written petition which is signed by the required percentage of the total number of voting members of the association pursuant to this subsection and which is mailed, return receipt requested, or served by a process server to the executive board or the community manager for the association. If the petition calls for a special meeting, the executive board shall set the date for the special meeting so that the special meeting is held not less than 15 days 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 a petition pursuant to this subsection.
 3. Not less than 15 days or more than 60 days in advance of any meeting of the units' owners, the secretary or other officer specified in the bylaws shall cause notice of the meeting to be given to the units' owners in the manner set forth in [NRS 116.31068](#). The notice of the meeting must state the time and place of the meeting and include a copy of the agenda for the meeting. The notice must include notification of the right of a unit's owner to:
 - (a) Have a copy of the minutes or a summary of the minutes of the meeting provided to the unit's owner upon request, in electronic format at no charge to the unit's owner or, if the association is unable to provide the copy or summary in electronic format, in paper format at a cost not to exceed 25 cents per page for the first 10 pages, and 10 cents per page thereafter.
 - (b) Speak to the association or executive board, unless the executive board is meeting in executive session.
 4. The agenda for a meeting of the units' owners must consist of:
 - (a) A clear and complete statement of the topics scheduled to be considered during the meeting, including, without limitation, 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) A list describing the items on which action may be taken and clearly denoting that action may be taken on those items. In an emergency, the units' owners may take action on an item which is not listed on the agenda as an item on which action may be taken.
 - (c) A period devoted to comments by units' owners regarding any matter affecting the common-interest community or the association and discussion of those comments. Except in emergencies, no action may be taken upon a matter raised under this item of the agenda until the matter itself has been specifically included on an agenda as an item upon which action may be taken pursuant to paragraph (b).
 5. The secretary or other officer specified in the bylaws shall cause minutes to be recorded or otherwise taken at each meeting of the units' owners. Not more than 30 days after each such meeting, the secretary or other officer specified in the bylaws shall cause the minutes or a summary of the minutes of the meeting to be made available to the units' owners. Except as otherwise provided in this subsection, a copy of the minutes or a summary of the minutes must be provided to any unit's owner upon request, in electronic format at no charge to the unit's owner or, if the association is unable to provide the copy or summary in electronic format, in paper format at a cost not to exceed 25 cents per page for the first 10 pages, and 10 cents per page thereafter.
 6. Except as otherwise provided in subsection 7, the minutes of each meeting of the units' owners must include:
 - (a) The date, time and place of the meeting;
 - (b) The substance of all matters proposed, discussed or decided at the meeting; and
 - (c) The substance of remarks made by any unit's owner at the meeting if the unit's owner requests that the minutes reflect his or her remarks or, if the unit's owner has prepared written remarks, a copy of his or her prepared remarks if the unit's owner submits a copy for inclusion.
 7. The executive board may establish reasonable limitations on materials, remarks or other information to be included in the minutes of a meeting of the units' owners.
 8. The association shall maintain the minutes of each meeting of the units' owners until the common-interest community is terminated.
 9. A unit's owner may record on audiotape or any other means of sound reproduction a meeting of the units' owners if the unit's owner, before recording the meeting, provides notice of his or her intent to record the meeting to the other units' owners who are in attendance at the meeting.
 10. The units' owners may approve, at the annual meeting of the units' owners, the minutes of the prior annual meeting of the units' owners and the minutes of any prior special meetings of the units' owners. A quorum is not required to be present when the units' owners approve the minutes.
 11. As used in this section, "emergency" means any occurrence or combination of occurrences that:
 - (a) Could not have been reasonably foreseen;
 - (b) Affects the health, welfare and safety of the units' owners or residents of the common-interest community;
 - (c) Requires the immediate attention of, and possible action by, the executive board; and
 - (d) Makes it impracticable to comply with the provisions of subsection 3 or 4.
- (Added to NRS by [1991, 562](#); [A 1995, 2230](#); [1997, 3118](#); [1999, 3004](#); [2001, 470](#); [2003, 2232](#), [2270](#); [2005, 2598](#); [2009, 2800](#), [2886](#), [2920](#); [2011, 2436](#))

NRS 116.31083 Meetings of executive board; frequency of meetings; periodic review of certain financial and legal matters at meetings; requirements concerning minutes of meetings; right of units' owners to make audio recordings of certain meetings.

1. A meeting of the executive board must be held at least once every quarter, and not less than once every 100 days and must be held at a time other than during standard business hours at least twice annually.

2. Except in an emergency or unless the bylaws of an association require a longer period of notice, the secretary or other officer specified in the bylaws of the association shall, not less than 10 days before the date of a meeting of the executive board, cause notice of the meeting to be given to the units' owners. Such notice must be:

- (a) Given to the units' owners in the manner set forth in [NRS 116.31068](#); or
- (b) Published in a newsletter or other similar publication that is circulated to each unit's owner.

3. In an emergency, the secretary or other officer specified in the bylaws of the association shall, if practicable, cause notice of the meeting to be sent prepaid by United States mail to the mailing address of each unit within the common-interest community. If delivery of the notice in this manner is impracticable, the notice must be hand-delivered to each unit within the common-interest community or posted in a prominent place or places within the common elements of the association.

4. The notice of a meeting of the executive board must state the time and place of the meeting and include a copy of the agenda for the meeting or the date on which and the locations where copies of the agenda may be conveniently obtained by the units' owners. The notice must include notification of the right of a unit's owner to:

(a) Have a copy of the audio recording, the minutes or a summary of the minutes of the meeting provided to the unit's owner upon request, in electronic format at no charge to the unit's owner or, if the association is unable to provide the copy or summary in electronic format, in paper format at a cost not to exceed 25 cents per page for the first 10 pages, and 10 cents per page thereafter.

(b) Speak to the association or executive board, unless the executive board is meeting in executive session.

5. The agenda of the meeting of the executive board must comply with the provisions of subsection 4 of [NRS 116.3108](#). A period required to be devoted to comments by the units' owners and discussion of those comments must be scheduled for both the beginning and the end of each meeting. During the period devoted to comments by the units' owners and discussion of those comments at the beginning of each meeting, comments by the units' owners and discussion of those comments must be limited to items listed on the agenda. In an emergency, the executive board may take action on an item which is not listed on the agenda as an item on which action may be taken.

6. At least once every quarter, and not less than once every 100 days, unless the declaration or bylaws of the association impose more stringent standards, the executive board shall review, at a minimum, the following financial information at one of its meetings:

- (a) A current year-to-date financial statement of the association;
- (b) A current year-to-date schedule of revenues and expenses for the operating account and the reserve account, compared to the budget for those accounts;
- (c) A current reconciliation of the operating account of the association;
- (d) A current reconciliation of the reserve account of the association;
- (e) The latest account statements prepared by the financial institutions in which the accounts of the association are maintained; and
- (f) The current status of any civil action or claim submitted to arbitration or mediation in which the association is a party.

7. The secretary or other officer specified in the bylaws shall cause each meeting of the executive board to be audio recorded and the minutes to be recorded or otherwise taken at each meeting of the executive board, but if the executive board is meeting in executive session, the meeting must not be audio recorded. Not more than 30 days after each such meeting, the secretary or other officer specified in the bylaws shall cause the audio recording of the meeting, the minutes of the meeting and a summary of the minutes of the meeting to be made available to the units' owners. Except as otherwise provided in this subsection, a copy of the audio recording, the minutes or a summary of the minutes must be provided to any unit's owner upon request, in electronic format at no charge to the unit's owner or, if the association is unable to provide the copy or summary in electronic format, in paper format at a cost not to exceed 25 cents per page for the first 10 pages, and 10 cents per page thereafter.

8. Except as otherwise provided in subsection 9 and [NRS 116.31085](#), the minutes of each meeting of the executive board must include:

- (a) The date, time and place of the meeting;
- (b) Those members of the executive board who were present and those members who were absent at the meeting;
- (c) The substance of all matters proposed, discussed or decided at the meeting;
- (d) A record of each member's vote on any matter decided by vote at the meeting; and
- (e) The substance of remarks made by any unit's owner who addresses the executive board at the meeting if the unit's owner requests that the minutes reflect his or her remarks or, if the unit's owner has prepared written remarks, a copy of his or her prepared remarks if the unit's owner submits a copy for inclusion.

9. The executive board may establish reasonable limitations on materials, remarks or other information to be included in the minutes of its meetings.

10. The association shall maintain the minutes of each meeting of the executive board until the common-interest community is terminated.

11. A unit's owner may record on audiotape or any other means of sound reproduction a meeting of the executive board, unless the executive board is meeting in executive session, if the unit's owner, before recording the meeting, provides notice of his or her intent to record the meeting to the members of the executive board and the other units' owners who are in attendance at the meeting.

12. As used in this section, "emergency" means any occurrence or combination of occurrences that:

- (a) Could not have been reasonably foreseen;
- (b) Affects the health, welfare and safety of the units' owners or residents of the common-interest community;
- (c) Requires the immediate attention of, and possible action by, the executive board; and
- (d) Makes it impracticable to comply with the provisions of subsection 2 or 5.

(Added to NRS by [1999, 2995](#); [A 2001, 472](#); [2003, 2234](#); [2005, 2600](#); [2009, 2803](#), [2889](#), [2922](#); [2011, 2439](#))

How are items on a consent agenda handled? A consent agenda can only work if the reports and other matters for the meeting agenda are known in advance and distributed with agenda package in sufficient time to be read by all members prior to the meeting. A typical procedure is as follows:

1. When preparing the meeting agenda, the president or chairperson determines whether an item belongs on the consent agenda.
2. The president prepares a numbered list of the consent items as part of, or as an attachment to the meeting agenda.
3. The list and supporting documents are included in the board's agenda package in sufficient time to be read by all members prior to the meeting.
4. At the beginning of the meeting, the chair asks members what items they wish to be removed from the consent agenda and discussed individually.
5. If any member requests that an item be removed from the consent agenda, it must be removed. Members may request that an item be removed for any reason. They may wish, for example, to discuss the item, to query the item, or to register a vote against the item.
6. Once it has been removed, the chair can decide whether to take up the matter immediately or place it on the regular meeting agenda.
7. When there are no more items to be removed, the chair or secretary reads out the numbers of the remaining consent items. Then the chair states: "If there is no objection, these items will be adopted." After pausing for any objections, the chair states "As there are no objections, these items are adopted." It is not necessary to ask for a show of hands.
8. When preparing the minutes, the Secretary includes the full text of the resolutions, reports or recommendations that were adopted as part of the consent agenda

http://www.wwcc.edu/CMS/fileadmin/PDF/Learning_Center/Consent_Agenda_FAQ.pdf