

# BY-LAWS Amendments: August 22, 2014

## *Terms of office:*

The proposed language for the terms of office is meant to clearly define when a new board starts their elected term. The language seeks to clarify what happens to the term if there is a delay in electing a board due to unforeseen events/situations.

### *Proposed language:*

The terms of office for Ridgley's Delight's board members and officers shall be for one year. The year will follow the calendar year, starting on January 1 and ending on December 31. While board members and officers are elected in November, their term will not start until the following January.

If board members are not elected in November, there will be a special election called to fill the open RDA positions for officers and board members. If the special election takes place after December 31, the new board will be installed immediately and serve out the remainder of that calendar year term. The current board shall serve until the new board is elected.

## *Special meetings:*

### *Current wording:*

- 4) Meetings of the Board of Directors: The Board shall hold regular monthly meetings. Special Board meetings may be called by the President with twenty-four (24) hour notification when Association business cannot wait until a regular meeting is held or normal notification is given.

The President shall call a special Board Meeting upon written or telephone request to the President by five (5) members of the Board. Written or telephone notice of special meetings shall be given to Board members at least three (3) days prior to the meeting and shall state the purpose of the special meeting and the questions to be discussed and/or voted on.

Meetings of the Board of Directors shall be open to the membership of the Association who may participate without voting. Members will be notified in writing of the date of the Board meetings via monthly newsletter or other written and public statement.

### *Proposed language:*

- 4) Meetings of the Board of Directors: The Board shall hold regular monthly meetings. Meetings of the Board of Directors shall be open to the membership of the Association who may participate without

voting. Members will be notified in writing of the date of the Board meetings via monthly newsletter or other written and public statement.

Special meetings of the Board (e.g. via electronic means) as specified in the register of resolutions are allowed on an emergency basis when business of the Association cannot wait until the next scheduled Board meeting. The voting means used shall be open to the whole board, and all votes will be cast publicly to the entire board.

Voting in an emergency vote is not closed until all votes have been cast; however actions may be taken by the Board once the issue has received a simple majority of all possible votes in the affirmative or in the negative. The question under consideration and the results of the emergency board vote shall be made public at the next community meeting and will be entered into the meeting minutes. This means should be considered a method of last resort for Board business, and special care should be taken to ensure the issue under vote is stated clearly with reasonable time for discussion, debate, and possible community input as the situation allows. The protocol and format of each means of emergency voting must be specified in the Register of Resolutions before the means are used for an emergency vote.