

MEADOWS COMMUNITY ASSOCIATION, INC.

MCA ASSEMBLY RULES

**Authority:** Pursuant to the Articles of Incorporation, the Corporation Bylaws, and other authority granted by the Board of Directors, the Assembly shall execute its responsibilities in a lawful manner, consistent with the governing documents of the Meadows and shall be guided in its operating procedures by the following rules:

**Purpose:** To serve as a nominations committee to select candidates to the MCA Board of Directors and to serve as Election Inspectors at the time of said election.

To provide the MCA Board of Directors advice and counsel relative to the Corporation's annual budget.

To provide a community forum for deliberate and responsible consideration of issues affecting the membership and, as a consequence, seek to provide the MCA Board of Directors the guidance of members on matters of importance to the membership including those of relevance on community, County and State wide basis.

**Meetings:** Regular meetings shall be held on the third Wednesday of January, February, March, April, May, October and November; the Chairperson, a majority of the Assembly Executive Committee, or the President of the MCA Board may call a special Assembly meeting. The agenda for meetings will be at the discretion of the Chair. Agenda topics may be proposed by members of the Assembly Executive Committee and/or Delegates.

There will be meetings of the Assembly Executive Committee as the Chairman deems appropriate. The MCA Board of Directors' Liaison shall attend all meetings of the Assembly, the Executive Committee, and other meetings held by the Assembly.

Proper parliamentary rules of procedure (*Robert's Rules of Order*) are to be followed, as near as practicable, throughout the course of all business meetings and proper minutes of each such meeting shall be kept and retained as may be required.

Membership: All property owners in The Meadows are members of the Assembly.

Delegates: Delegates to the Assembly shall consist of:

- (1) All not-for-profit incorporated association Presidents or their appointee.
- (2) Five representatives of the Meadows Homeowners Association (MHOA), representing all single-family homeowners not otherwise represented.
- (3) One individual representing each of the four major property owners not otherwise represented.

All Delegates representing residential property must be Meadows property owners.

The names and contact information for all Delegates must be on file with the MCA office. An Alternate may be named for a Delegate to act as the voting representative in the absence of the Delegate. Only those Delegates and Alternates who are registered with the MCA in advance of the meeting will be permitted to vote.

Quorum: A minimum of fifteen not-for-profit incorporated Associations, including at least one Delegate representing the MHOA, shall constitute a quorum for the purpose of conducting the business of the Assembly.

Voting: Only Delegates or pre-approved Alternates may vote. The number of votes for each Delegate is based on the most recent assessed valuation of Meadows property, as provided by County authorities. Each Delegate shall vote as a representative of his or her association or organization. The number of votes for each delegate is based on the association or organization's percentage of total assessed property value of all Meadows property.

\*Each of the five (5) Meadows Homeowners Association Delegates shall have twenty percent (20%) of the single family homeowners' votes.

A majority of representative votes, from those Delegates present, is generally required to pass or approve an issue. If there is no clear majority

in favor, on issues dealing with candidates, ballots may be passed out with the individuals getting the highest number of votes declared the winner(s).

On matters of procedure in the Assembly where, in the Chairperson's determination, formal voting is not required, voting may be had by a show of hands or voice vote.

**Organization:** The Assembly Executive Committee consisting of a Chair, Vice Chair, Secretary, and two (2) members and an MCA Board Liaison shall provide leadership for the Assembly.

In March of each year, after the MCA Annual Meeting, the MCA President shall appoint the Assembly Chair and Board Liaison. The Assembly Chair, Board Liaison, and three (3) other members, selected by the new President, shall form a committee to nominate candidates for the four (4) positions on the Assembly Executive Committee, to be presented to the Assembly in March. Additional nominations may be made by Delegates from the floor at the March Assembly meeting. The Assembly will cast their votes to select four (4) members to serve on the AEC. If more than four names are placed in nomination, voting will be conducted by written ballot. The four candidates receiving the most votes will be the winners.

The six members of the Assembly Executive Committee (the four elected representatives plus the President and Board Liaison appointed by the MCA President) shall elect from their number an Assembly Vice-Chairperson, and a Secretary to begin immediately to serve one year terms in these positions

All terms end on the date of the MCA Annual Meeting.

A member of the Assembly Executive Committee shall serve no more than four (4) consecutive one (1) year terms. The Chair shall fill any vacancy for the unexpired portion of the term.

The Chairperson shall be the chief executive officer of the Assembly and shall preside at all Assembly meetings.

The Chairperson shall call meetings of the Assembly Executive Committee, set agendas for all meetings, appoint committee members as required and generally see to the business of the Assembly and serve as its official spokesperson.

The Vice-Chairperson is vested with all the powers and responsibilities of the Chairperson in his/her absence.

The Secretary shall prepare and issue all meeting notices, as directed by the Chair, make a determination as to the required Quorum as being present for all meetings, shall record and keep minutes of meetings and shall be the official recorder of all voting action, in the Assembly, and shall certify as to the same.

#### Nominations

Procedures: The Assembly Executive Committee is responsible for coordinating and monitoring the nominating process to identify candidates for the MCA Board. They will also serve as Election Inspectors.

The Meadoword will prominently publish, in the April, May, August and September issues, that The MCA is searching for viable candidates and will invite all interested property owners to submit their names and complete the required personal information questionnaire for consideration to the MCA office no later than the first Friday in October.

After reviewing all the applications and determining the proposed candidates' eligibility and their willingness to serve, the Assembly Executive Committee will send all Assembly Delegates a copy of the verified applications for review at least 4 days before the October meeting. The Chair of the Assembly will present the names of all people who submitted valid applications for nomination at the October meeting of the Assembly. Candidates will be invited to make a brief presentation at the October meeting of the Assembly.

At the November meeting of the Assembly, the Delegates and Alternates will vote for the nominees for the Board. If the number of nominees is the same as seats available, voting may be had by a show of hands or voice vote. If there are more nominees than Board positions available, the Delegates shall vote to confirm no more than two candidates over and above the number of positions open.

The Delegates will cast written ballots and the candidates receiving the highest number of votes will be nominated as candidates for election to the MCA Board. If there are no clear winners after one ballot, voting will continue until the required number of candidates is reached. At any time after the first ballot a Delegate on the floor may make a motion that the voting be closed and that a specific slate of candidates be put forward. If that motion is seconded a written vote will be conducted on that slate. If

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that slate wins the majority of the votes the voting process will be halted. If it does not garner a majority, the voting on the original slate will continue.

By December 15, the Assembly Executive Committee will submit to The MCA President the names of the candidates nominated for election to The MCA Board of Directors.

Guidelines:

It is vital that members of the MCA Board have some knowledge and understanding of the mission and purpose of The MCA. The following are guidelines for Assembly Delegates to follow when considering candidates for The MCA Board of Directors:

1. Only members of The MCA may be considered. While members who are part time residents cannot legally be excluded, special consideration should be given to MCA members who are full time residents.
2. Candidates must possess relevant qualifications to serve as MCA Board members. Managerial and technical expertise related to MCA needs is useful.
3. Prior experience as an MCA committee member is very important.

Amendment: The Assembly rules may be amended by the MCA Board of Directors.