

RESOLUTION B-02

RULES OF ORDER FOR MEETINGS OF THE BOARD OF DIRECTORS

1. **Purpose.** This Resolution supplements Robert's Rules of Order for the conduct of meetings of the Board of Directors of the Ocean Pines Association, Inc.
2. **Authority.** Section 5.15 of the By-laws of the Ocean Pines Association, Inc. provides that Robert's Rules of Order shall be used to regulate and govern all meetings of the Board of Directors to the extent they are not inconsistent with the By-laws or Resolutions.
3. **The Chairperson.** The Chairperson shall be the President of the Association. In the event the President is unavailable or unwilling to serve or discharge these duties, the Vice President or a Director selected by a majority of the remaining Directors shall act as Chairperson. The Chairperson shall:
 - a. preside at every meeting of the Board, call the meeting to order at the appointed time, and determine the presence of a quorum;
 - b. preserve order and decorum and, in case of disturbance or disorderly conduct by either members of the Board or other attendees, shall take such action as is necessary to restore order; and
 - c. decide points of order. The Chairperson may consult the parliamentarian but all points of order shall be decided by the Chairperson.
4. **General Rules.**
 - a. **Decorum and Courtesy.** Board members and attendees shall behave in a courteous and dignified manner during Board meetings. Board members unable to remain until the meeting is adjourned shall inform the Chairperson of their anticipated departure time at the beginning of the meeting.
 - b. **Authorized Attendees.** Any member of the Association and their agents may attend any open Board meeting. Executive or supervisory employees of the Association and members of the press may also attend unless specifically excluded by a majority vote of the Board members present. Other persons designated by the Board of Directors may be permitted to attend and participate in any open Board meeting.
 - c. **Public Comments.**
 - (1) **Eligibility.** Any member who desires to address the meeting during Public Comments shall be recognized. When beginning comments, members shall state their name and address.
 - (2) **Time Limit and Decorum.** Unless otherwise agreed upon by the Board, members shall limit their comments to no more than five (5) minutes. Public comments shall be addressed to the Board, delivered courteously, and be pertinent to Ocean Pines Association related issues. At a special meeting of the Board, comments shall be limited to items on the agenda for that meeting. Negative personal comments about or directed to any Board

member or member of the Association shall be ruled out of order. If the discourteous comments continue, the member will be asked to leave the meeting by the Chairperson.

d. **Voting.** Voting will be as designated by the Chairperson.

5. **Effective Date:** November 19, 2008

Adopted by the Board of Directors on November 19, 2008

President /S/ David M. Stevens Attest /S/ Les Purcell Secretary

Review History.

General Manager /S/ Thomas J. Olson Date: December 4, 2008

Legal _____ Date: _____

By-laws and Resolutions Advisory Committee /S/ James Trummel

Date: December 5, 2008