

**Prairie Lake Estates Homeowners Cooperative
Ground Rules for Participation Policy**

In order to assure that board and membership meetings are productive and without disruption, the Board of Directors has adopted the following **Ground Rules for Participation**.

When a Board or Membership meeting is called to order:

- The Chair sets the agenda and keeps the meeting on task and on time.
- Discussion should stay focused on the subject at hand.
- Only one person may speak at a time. Participants should refrain from side conversations.
- No interruptions! People should wait to speak until the chair has recognized them.
- Cell phones should be turned off or put on 'vibrate'.

When speaking:

- If you have a concern or issue to discuss, make it about the issue or concern, not the person/people involved. No personal attacks!
- Voice volume should not be louder than necessary for people to hear.
- When making a motion, speak slowly, clearly, and be concise.
- Remain positive during discussion, with a focus on how to improve the co-op.
- Past problems are learning experiences and are not to be used in a negative fashion for discussion of current issues.
- Speak politely. It is never acceptable to verbally attack another person. Members who engage in this behavior will be asked to leave.

This policy was approved and adopted by a majority of the Board of Directors on _____.

The foregoing is a true and accurate account, attested by, _____
PLEHC Secretary

Prairie Lake Estates Homeowners Cooperative Board Policy

The following are adopted as Board Policy.

1. **The Board shall assemble every month, on a day convenient to a majority of the Board, to:**
 - discuss the management of the community and cooperative finances
 - make decisions by majority vote
 - communicate board actions to the membership
 - address the concerns of the membership

2. **The Board will ensure that meetings of the board and the membership are legal and in keeping with approved bylaws, policies and procedures of the co-op, including, but not limited to:**
 - all Board members are in good standing in order to vote on any matters of Board business.
 - providing proper notice for meetings to the board and members.
 - following parliamentary procedure.
 - reviewing monthly and/or annual reports and recommendations from the board and committees. Reports should not include confidential information about specific members who are behind on their rent.
 - convening executive session, as appropriate, and in keeping with the bylaws of the co-op.
 - providing opportunities for Cooperative members to speak at an Open Forum.¹
 - allowing members to add items to the board agenda, with three (3) days' written notice before the next scheduled meeting.
 - following the approved **Ground Rules for Participation Policy.**²

3. **No individual Board Member will act independently of the board.** Board Member roles are limited to what is in the bylaws or by what the board has delegated to them.

4. **No Board decisions will be made without a meeting,** unless a written resolution also known as a 'Board Action Without a Meeting' is signed by all Directors indicating their vote on the subject.

5. **The Board will follow best practices for contracted work.** The board will obtain written estimates for contracted work and keep them on file. The board will get at least two bids for projects (a third will be sought if the price difference widely varies from the original two bids) with a total scope exceeding \$2,000 and keep them on file.

6. **The board shall safeguard the integrity and intent of the budget approved by the membership.** In accordance with the bylaws, a decision to expend more than \$3,000 that has not been specifically budgeted shall be made by majority vote of the members present at an Annual, Special, or Regular meeting of the membership.

¹Note: Procedures for Open Forum are in the established policy.

7. **The board will require that all members disclose any and all conflicts of interest to the board and membership** by following the process outlined in the Conflict of Interest Policy.³
8. **The board will strictly hold all private information as confidential at all times.** This includes sensitive matters related to co-op employees, as well as all matters related to applications for membership and residents' occupancy in the community.
9. **The board shall proactively communicate information to the membership,** including providing updated policies & procedures, changes in board and committee leadership, and opportunities for be involved in the management of the organization.
10. **The board will strive for fairness and impartiality at all times.**
11. **The board shall hold the interest of the co-op above board members' own personal interests at all times.**
12. **Board members will not fraternize.** If any two Board members enter into a dating relationship, the entire Board should be notified immediately and one of the Board members should step down from a leadership position.

This policy was approved and adopted on _____.

The foregoing is a true and accurate account, attested by, _____
PLEHC Secretary

Prairie Lake Estates Homeowners Cooperative
Conflict of Interest Policy

A **conflict of interest** is defined as a financial interest or an employment relationship that may, or may appear to, differ from the best interests of the Cooperative. For the purposes of this policy, a transaction is deemed to present a conflict if it *might* present a financial or other benefit to a member or director or to the person's family, business associate(s), or employer.

This policy statement discourages, but does not prohibit, the existence of conflicts of interest. The policy does, however, require the members or Board of Directors of the co-op to consciously act on any identified conflicts of interest and to determine what is in the best interest of the co-op **without the interested member or director present.** Where conflicts are permitted regarding any business relationship, such relationships shall be at competitive fees.

Duty to Disclose

Any possible conflict of interest on the part of any member or director of the co-op shall be disclosed in writing to the membership or verbally to the Board of Directors, depending on which group is voting on the matter, and established on the record in the meeting minutes.

Contracts

Members, non-members or directors may receive compensation for freely executed contracts approved by the board or membership as the case may require, so long as the contract is approved in compliance with this conflict of interest policy.

Voting Requirements for 'Conflicted' Members

If a contract involving a co-op member or director exceeds \$100 but is less than \$2,000 in any fiscal year, a vote of the Board of Directors is required for approval. This member or director can not partake in the discussion, must abstain from the vote and will be asked to leave the room. Any member or director having had a similar conflict of interest in the last 12 months should likewise not participate.

If the proposed transaction is \$2,000 or greater, a majority vote of the members present at a regularly scheduled or special meeting of the membership where a quorum has been established, is needed to approve the transaction, with the involved member not present and not voting. Notice of the transaction shall appear as a note in the annual financial statement of the co-op.

Reimbursed Expenses

Directors serve without compensation, but are entitled to reasonable compensation for expenses paid while conducting legitimate Cooperative business. **Any expenses incurred** must have **prior approval** by the Board of Directors. Receipts must accompany all requests for reimbursement.

This policy was approved and adopted on _____.

The foregoing is a true and accurate account, attested by, _____ Secretary