



ISSUE #1

Section 1: [Article III, Section 2] Special Meetings and Minimum Notice

Special meetings of the Members may be called only by the President or the Board of Directors upon giving forty-eight (48) hours' notice posted on the Association website, and Members shall not have the right to call a special meeting by petition.

MARKUP #1 ->

Section 2: [Article V, Section 7] Action by Written Ballot Without Meeting

Any matter, including an increase in annual assessments or amendment of the Bylaws, may be decided by mail or electronic ballot without a meeting if approved by a majority of the ballots returned within five (5) days, regardless of how few Members cast ballots.

Section 3: [Article VIII, Section 3] Annual Financial Statements

The Treasurer shall prepare an annual financial summary for internal Board review only, and individual Lot Owners shall not be entitled to receive copies of the annual balance sheet or statement of operations upon demand.

MARKUP #1 · SUBJECTIVE OR OVERBROAD WORDING

BOARD & COUNSEL REVIEW

Sec. Article III, Section 2 (p. 1): Barring member petitions for special meetings and allowing 48-hour website notice violate the Nebraska Nonprofit Corporation Act.

Statutory / Legal Reference: Neb. Rev. Stat. §§ 21-1952 & 21-1955

Statutory Comparison: Under Neb. Rev. Stat. § 21-1952(a)(2), a nonprofit corporation must hold a special meeting of members on call of at least five percent (5%) of the voting power of the corporation (unless the articles or bylaws specify another percentage not exceeding 25%). Furthermore, under § 21-1955(a)-(c), fair and reasonable written notice must be given no fewer than ten (10) days (or 30 days if mailed by other than first-class or registered mail) nor more than sixty (60) days before the meeting date.

CURRENT WORDING IN DOCUMENT:

[Article III, Section 2] Special Meetings and Minimum Notice - Special meetings of the Members may be called only by the President or the Board of Directors upon giving forty-eight (48) hours' notice posted on the Association website, and Members shall not have the right to call a special meeting by petition.

SAMPLE DISCUSSION WORDING (FOR HOA ATTORNEY REVIEW):

Amend Section Article III, Section 2 ([Article III, Section 2] Special Meetings and Minimum Notice - Special meetings of the Members may be called only by the President or the Board of Directors upon giving forty-eight (48) hours' notice posted on the Association website, and Members shall not have the right to call a special meeting by petition.) to conform with Neb. Rev. Stat. §§ 21-1952 & 21-1955 and the manual attorney audit recommendations for Waterford Estates Homeowners Association.