

## STANDING RULES FOR THE 2017 MEMBERSHIP MEETING OF RKIDS, INC.

**Agenda and Procedures:** The following agenda and procedures shall apply to the meeting:

- I. Call the meeting to order:** Chair (Coordinator) welcomes members to meeting.
  1. Chair announces: membership count; the number of members present; and confirms the 20% quorum.
  2. Chair introduces the members of the Board of Directors.
- II. Report of the Chair (Coordinator):** Duties of the Chair include reporting on the status of the corporation at the annual membership meeting. See Bylaws at Section 3.4.1, item 3.
- III. Review of the Procedures to Be Used for the Adoption of Amendments to the RKIDS Bylaws:** The Chair introduces the Vice Chair to read the procedures to be used for the adoption of the amendments to the bylaws. The Vice Chair then reads the following procedures (Members are requested to read along in their copy.)
  1. **Text of the Amendment:** Read the text of the amendment.
  2. **Questions for Clarification:** After the text is read, the floor will be open for any questions for clarification on the amendment. The Chair may designate an individual to answer each question. The Chair has the option to answer specific questions and to ask (if desired) for more details from others.
  3. **Proposed Changes to the Amendment:** After the completion of the responses to any questions for clarification, the floor will be open for any suggested changes to the amendment. The Chair will state: ***Are there any proposed Changes to the Proposed Amendment?***
    - If there are no proposed changes, amendments, the Chair will state: ***Hearing no requests, we will proceed to the vote to adopt the proposed Amendment*** (skip procedure 4).
    - Proposed changes must be seconded. Should consider one change at a time for each proposal.
  4. **Procedure for each proposed change:** For each proposed change, there will be limited discussion. No more than two members can speak *for* and two *against* the change. Each member speaking will be limited to not more than two minutes. *Voting will be by the raising of hands and includes yes, no, and abstaining votes.* Approval of a change to a proposed amendment requires a simple majority of those voting yes or no. Members may abstain on any vote.
  5. **Adoption Procedure for each Amendment:** After completion of the process for considering proposed changes to an amendment, there will be a vote on adoption of the proposed Amendment including any changes that were approved. The Chair proceeds as follows:
    - ***“Is there any objection to the adoption of the amendment (as modified)?”*** If there are no objections, the Chair will state: ***“Hearing none, the Amendment (as modified) is adopted without objection.”***
    - If there has been an objection to the adoption of the amendment as modified, the Chair will then ask: ***“Is there a request for statements for or against the proposed amendment (as modified)?”*** If there is a request, no more than two members can speak *for* and two *against* the amendment. Each member speaking will be limited to not more than two minutes.
    - If there is an objection (whether or not there have been statements for or against the amendment), a vote is required, with adoption requiring a two-thirds majority of those voting yes or no (see Bylaws at section 5.1). Members may abstain on the vote.
- IV. Consideration of the Three Proposed Amendments to the Bylaws for Which Notice Was Provided.**

The procedures, specified in steps 1 through 5 of section III above, shall then be followed for each of the three proposals. The steps shall be followed separately for each proposal.
- V. Election of the Members of the Board of Directors:** There will be no election this year because there are no openings on the Board,
- VI. Review of Other Proposals Included in the Agenda.**