

BYLAWS OF THE
SOUTH EAST LAKE VIEW NEIGHBORS,
AN ILLINOIS NOT FOR PROFIT CORPORATION

**(ADOPTED BY THE BOARD OF DIRECTORS AS OF DECEMBER 7, 2012 AND
AMENDED BY THE BOARD OF DIRECTORS AS OF FEBRUARY 10, 2015 AND
NOVEMBER 7, 2016)**

Article I – Name and Organization

The name of the corporation (the “Corporation”) shall be “South East Lake View Neighbors” (referred to herein as “SELVN”). SELVN is incorporated as a not for profit corporation by Articles of Incorporation filed with the Secretary of State of the State of Illinois.

Article II – Purpose

The purpose of SELVN shall be exclusively educational and civic. It is organized:

- (a) to provide an opportunity for those who live, work, or are identified with the civic, social, or business interests of the Area to work together for the common good of the Area and the community;
- (b) to plan, study, and test measures for the maintenance and improvement of both the physical and social environment of the Area;
- (c) to assemble, correlate and disseminate information about physical, economic, environmental and social conditions in the Area, the quality and availability of public and private community services, the provisions of the law pertaining to these matters and the resources available for the development of plans for conservation, redevelopment, preservation, and general improvement of the Area and the community and the quality of life therein;
- (d) to promote community discourse;
- (e) to petition and make recommendations with respect to matters affecting the Area and the community, by resolution to appropriate governmental authorities, representatives and office holders representing the Area; and
- (f) to train and develop community leadership.

As of the date these Bylaws were adopted, SELVN is a “Branch” of the Lake View Citizens’ Council (referred to herein as “LVCC”), pursuant to, and as defined in, the Bylaws and Charter of the LVCC.

Such activities shall be carried on without reference to race, creed, age, gender, sexual orientation or national origin and may be conducted in cooperation with governmental, religious, charitable and other educational, civic, scientific or community organizations.

Article III – Geographic Area

Section 1: Present Boundaries. The current geographic area of SELVN (the “Area”) is that part of the City of Chicago, Illinois bounded by:

- (a) SOUTH – a line running East and West down the middle of Diversey Parkway from the middle of Halsted Street and projected East to the shoreline of Lake Michigan;
- (b) WEST – a line running North and South down the middle of Halsted Street from the middle of Diversey Parkway to the middle of Belmont Avenue;
- (c) NORTH – a line running East and West down the middle of Belmont Avenue from the middle of Halsted Street and projected East to the shoreline of Lake Michigan; and
- (d) EAST – a line running North and South down the Easternmost edge of the shoreline of Lake Michigan from the line projected East down the middle of Diversey Parkway to the line projected East down the middle of Belmont Avenue.

Section 2: Modification of Boundaries. The Area may be modified by resolution of the Board of Directors of SELVN from time to time.

Article IV – Membership

Persons and other entities may become members of SELVN (a “Member”) only by the provisions of this Article IV.

Section 1: Classes of Members. There shall be three (3) classes of members in SELVN: Residential Members, Institutional Members and Affiliated Members. Residential Members and Institutional Members shall have the right to vote on matters brought before SELVN. Affiliated Members shall have the right to participate in and be heard at all meetings of the Members, but shall not have the right to vote.

Section 2: Eligibility.

(a) Residential Members. All persons sixteen (16) years of age or older who reside or work in the Area are eligible for residential membership in SELVN (each, a “Residential Member”). Each Residential Member shall have the right to exercise one vote.

(b) Institutional Members. The following are eligible for institutional membership in SELVN (each, an “Institutional Member”): (i) civic, social, religious, educational, scientific or

business organizations operating within the Area; (ii) condominium associations and residential cooperatives for buildings located within the Area; and (iii) individual non-residential owners of residential and commercial buildings located within the Area; provided however, that with respect to this clause (iii), only one membership in SELVN shall be allocable to such non-resident owner with respect to each such building (regardless of the number of condominium or cooperative units in a particular building owned by such person). In the event of a dispute with respect to the interpretation of the foregoing clause (iii), the same shall be decided by majority vote of the Board of Directors. Each Institutional Member shall appoint, by notice to the Secretary of SELVN, at least one person as representative of such institution, which person may also be, if qualified, a Residential Member. Each Institutional Member shall have the right to exercise one vote.

(c) Affiliated Members. Any other persons or organizations are eligible to become affiliated members in SELVN (each, an “Affiliated Member”); provided, however, that such person or organization shall not have the right to vote on any matters during any Regular Meeting, Annual Meeting or Special Meeting.

Section 3: Member In Good Standing and Dues.

(a) Dues – Individuals and Institutions. Any person or institution who is eligible for membership in SELVN shall become a Member in good standing upon the payment of his, her or its dues to the Treasurer of SELVN. SELVN dues shall be in the amounts set from time to time by the SELVN Board of Directors. Dues may be in different amounts for Residential Members, Institutional Members and Affiliated Members, and may be set for multiple year packages, or households of multiple persons, all as determined by the Board of Directors.

(b) Term of Member Status. The Board of Directors may establish terms of membership status for one or multiple years. Upon becoming a Member in good standing, such Member shall retain the status of Member in good standing for the length of such term as established by the Board of Directors. Each Member’s membership term, whether one or more years, shall end on December 31 of the applicable year.

(c) LVCC Membership. Any Member of SELVN may, but shall not be required to, become a member of LVCC, in accordance with the procedures established by LVCC from time to time.

Article V – Board of Directors

Section 1: General Powers and Functions. The governance of SELVN shall be vested in a board of directors (the “Board of Directors”). The Board of Directors shall have full power and authority to function as the governing body of SELVN and to undertake and conduct any and all activities which it considers necessary or expedient in accomplishing the purposes of SELVN. The Board of Directors shall serve without compensation.

Section 2: Composition and Tenure. The Board of Directors shall be composed of between eleven (11) and sixteen (16) persons (each, a “Director”), as determined by the Board of Directors from time to time, as follows:

(a) Elected Directors. The Board of Directors shall have at least eight (8) Directors who are Residential Members, and who shall be elected at the Annual Meeting in the manner provided in these Bylaws (each, an “Elected Director”). There shall be two (2) classes of Elected Directors, each class consisting of approximately one-half (1/2) of the Board of Directors (subject to resignation and removal), with each such class serving staggered terms of approximately two (2) years. Subject to Article V, Section 4, the term of each such Director in each such class, shall begin immediately upon the election of such Director by the Members, and end at the time of the Members' election of Elected Directors approximately two (2) years following such Elected Director's election. There shall be no limit on the number of terms that an Elected Director may serve.

(b) Institutional Member Directors. At any meeting of the Board of Directors at or subsequent to the Annual Meeting, the Elected Directors may elect, by majority vote of the Elected Directors, up to four (4) Directors who are Institutional Members of SELVN (each, an “Institutional Member Director”). Such Institutional Member Directors shall have the same powers as the Elected Directors, except as otherwise provided in these Bylaws. Each such Institutional Member Director shall serve for a term of approximately one year, commencing on its election and ending upon the election of the Elected Directors at the Annual Meeting following its election. There shall be no limit on the number of terms that an Institutional Member Director may serve.

Section 3: Method of Electing the Elected Directors.

(a) Nomination. Nominations for Elected Directors shall be made by the Nominating Committee, with additional nominations permissible as set forth herein. The Nominating Committee may nominate more candidates than there are Directors to be elected, but shall not nominate more than twice the number of Directors to be elected. Additional nominations may be made by Residential Members and Institutional Members by presenting to the Secretary at least seven (7) days prior to the Annual Meeting, a written petition by the nominee with the signatures of at least ten (10) other Residential Members or Institutional Members in good standing. The Nominating Committee's nominations, as well as any additional nominations, shall be announced in the notice of the Annual Meeting.

(b) Election. The election of the Elected Directors shall be held at the Annual Meeting of SELVN. Each Member entitled to vote (including any Member who has been nominated) shall have one vote; there shall be no cumulative voting. Nominees with the highest vote totals shall be declared elected. Notwithstanding the foregoing, provided the slate of nominees contains a number of nominees that is equal to, or less than, the number of vacancies on the Board of Directors (as determined by the Board of Directors in accordance with these Bylaws), and provided further that no additional nominations have been presented, then the slate may be voted upon, all at once, by affirmation.

Section 4: Vacancies and Removals.

(a) Filling of Vacancies. A vacancy of any Elected Director: (i) by resignation or removal; (ii) in the event the number of Directors on the Board of Directors is less than the maximum number of Directors authorized by these Bylaws; or (iii) in the event the Board of Directors elects to increase the size of the Board of Directors in accordance with these Bylaws, shall be filled from among the Residential Members of SELVN, by a majority vote of the remaining Elected Directors. The term of service for a Director appointed to fill a vacancy shall begin upon appointment of such Director, and shall end either: (A) at the time that the term of the replaced Director would have ended; or (B) in the event such Director position was filled as a result of the circumstances described in clauses (ii) or (iii) above, at the next Annual Meeting.

(b) Removals. A Director may be removed only in accordance with the terms of applicable law.

Section 5: Meetings of the Board of Directors.

(a) Regular Meetings. The Board of Directors shall meet at least three (3) times each calendar year, at a time and place convenient to the residents of the Area as determined by the Board of Directors.

(b) Special Meetings. Special Meetings of the Board of Directors may be called by the President or upon the request of four (4) Directors, upon at least forty-eight (48) hours' prior notice.

(c) Meeting Procedure . Notice of regular meetings of the Board of Directors shall be given to the Directors at least seven (7) days in advance. A schedule of all meetings for a calendar year may be determined in advance by the Board of Directors and such schedule shall serve as notice of such meetings. The greater of: (i) two-thirds (2/3) of the total number of Directors; or (ii) eight (8) Directors, shall constitute a quorum. All calculations for purposes of determining a quorum shall be rounded down to the nearest whole number. Procedures generally shall be informal; but in the case of irreconcilable conflict, Robert's Rules of Order shall prevail, unless otherwise provided herein. Except as otherwise provided in these Bylaws or Robert's Rules of Order, all action of the Board of Directors shall be taken by majority vote of the Directors present at the meeting. There shall be no absentee voting or voting by proxy; each Director casting a vote must be present in person at the applicable meeting. Any Director may participate in a meeting of the Board of Directors, and may cast votes, by means of conference telephone, internet video conferencing or similar communications equipment by means of which all Directors participating in the meeting can communicate with each other. Such participation shall constitute presence "in person" at such meeting. All minutes of the meetings of the Board of Directors shall be subject to the review and approval of the Board of Directors.

(d) Informal Action. The Board of Directors may act without a meeting if such action has been consented to in writing by all Directors and such action without a meeting otherwise complies with applicable law.

Article VI – Officers

Section 1: General. The officers of SELVN (individually, an “Officer” and collectively, the “Officers”) shall consist of the following: President, Vice President, Treasurer and Secretary. Each Officer shall be a Director. The Officers shall serve without compensation.

Section 2: President, Vice President, Secretary and Treasurer

(a) Election. The President, Vice President, Secretary and Treasurer shall be elected annually from among the Directors who are Residential Members, by majority vote of the newly elected Board of Directors at a meeting of the Board of Directors to be held during, or as soon as is practical following, the Annual Meeting in which each new class of Directors has been elected. Such Officers may be voted upon individually or as a slate all at once, at such meeting.

(b) Tenure. Each Officer shall serve for a term of approximately one year, commencing on his or her election and ending on the date that his or her successor is duly elected as set forth in Article VI, Section 2(a) above (subject to resignation or removal). In the event of a resignation or removal of an Officer, the Board of Directors shall elect a replacement Officer to fill such vacancy until a replacement Officer has been elected in accordance with Article VI, Section 2(a) above. There shall be no limit to the number of terms that an Officer may serve. Any Officer other than the President may hold multiple offices.

(c) Functions. The Officers shall have the following functions:

(i) President. The President shall be the principal executive Officer of the Corporation and shall in general supervise and manage the activities of the Corporation. The President shall preside at all meetings of the Members and of the Board of Directors. The President may sign, with attestation by the Secretary or any other Officer of the Corporation authorized by the Board of Directors, contracts or other instruments, which the Board of Directors has authorized to be executed. The President shall be an ex-officio member of all committees. In addition to the foregoing, the President shall perform such duties as shall from time to time be prescribed or authorized by the Board of Directors.

(ii) Vice President. The Vice President shall take the place of the President and perform the President’s duties whenever the President shall be absent or unable to act. If neither the President nor the Vice President is able to act, the Board of Directors shall appoint another member of the Board to do so on an interim basis. The Vice President shall also perform such other duties as shall from time to time be prescribed or authorized by the Board of Directors.

(iii) Secretary. The Secretary shall: (A) keep the minutes of the meetings of the Members and of the Board of Directors in one or more books or electronic files provided for that purpose; (B) ensure that all notices are duly given in accordance with the provisions of these Bylaws or as required by applicable law; (C) ensure that all reports are filed in a timely manner with the Secretary of State in accordance with applicable law; (D) be the custodian of the Corporation’s records and of the seal of the Corporation; (E) keep a record of the Members in good standing; (F) keep a record of the address and, if applicable, electronic mail address, of

each Member; (G) maintain the records and the official files of the Corporation; and (H) perform such other duties as shall from time to time be prescribed or authorized by the Board or Directors. The minutes of the meetings of the Members and the Board of Directors may be taken or recorded at such meetings by the Secretary or any other person appointed to do so by the Board of Directors.

(iv) Treasurer. The Treasurer shall have custody of the funds of the Corporation and shall keep full and accurate accounts of receipts and disbursements in books belonging to the Corporation. The Treasurer shall cause the funds of the Corporation to be kept in a separate account for the benefit of the Corporation. The Treasurer shall disburse the funds of the Corporation as may be authorized by the Board of Directors, keeping proper records for such disbursements, and shall render to the Board of Directors, at the regular meetings of the Board of Directors, or whenever it may require, an account of all transactions of the Corporation and an account of the financial condition of the Corporation. Any checks drawn on the bank accounts of the Corporation shall be signed by a signatory authorized by the Board of Directors, provided the same is countersigned by an Officer other than such signatory. The Treasurer shall also perform such other duties as shall from time to time be prescribed or authorized by the Board of Directors.

Section 3: Other Officers. The Board of Directors may elect from the Directors who are Residential Members such other Officers as it deems necessary or expedient. Such Officers shall serve until replacement Officers are elected by the Board of Directors in accordance with these Bylaws.

Section 4: Removal of Officers. The Board of Directors may for any reason remove any Officer by a vote of at least two-thirds (2/3) of the Directors voting at a meeting of the Board of Directors; provided notice of such proposed action and vote has been given in a separate notice to all Directors at least seven (7) days in advance of such meeting.

Section 5: Conflict of Interest. Any member of the Board of Directors who has a financial, personal, professional or official interest in, or conflict (or appearance of a conflict) with, any matter pending before the Board of Directors or SELVN, of such nature that it prevents or may prevent that person from acting on the matter in an impartial manner, shall offer to the Board of Directors to voluntarily excuse himself or herself and shall vacate his or her seat with respect to such matter, and refrain from discussing and voting on said matter.

Article VII – Committees

The following committees of SELVN shall be established:

Section 1: Nominating Committee. The Board of Directors shall appoint a nominating committee (the “Nominating Committee”) consisting of at least two (2) Directors and which may include, if desired, Residential Members and Institutional Members in good standing who are not Directors. The majority of the membership of the Nominating Committee shall be Directors. The Nominating Committee shall nominate candidates for the Board of Directors and Officers.

Section 2: Committees and Advisory Bodies. The Board of Directors shall appoint such other committees of the Board of Directors as it deems necessary or expedient from time to time. Such committees of the Board of Directors may be standing committees or ad hoc committees of limited duration, and each such committee shall have such powers and duties as the Board of Directors may determine from time to time, including the authority to exercise the powers of the Board of Directors. In addition, the Board of Directors shall appoint such other advisory bodies, which are not committees of the Board of Directors, as it deems necessary or expedient from time to time. Such advisory bodies may be standing advisory bodies or ad hoc bodies of limited duration, and each such committee shall have such powers and duties as the Board of Directors may determine from time to time, except that no such advisory body shall have the authority to exercise the powers of the Board of Directors. All such committees and advisory bodies, other than the Nominating Committee, may be changed or terminated at the pleasure of the Board of Directors.

Section 3: Representatives to the LVCC Board. The SELVN representatives on the LVCC board of directors shall be such Elected Directors, Officers or Residential Members as the Board of Directors shall select. These representatives shall follow the instructions of the Board of Directors with respect to specific issues and matters under consideration by the LVCC board of directors.

Section 4: Representation on Outside Committees. In addition to the foregoing, the Board of Directors may appoint Elected Directors, Officers or Residential Members as representatives of SELVN, to serve on committees of affiliated service and civil organizations of the LVCC, the municipal ward in which the Area is located, and other local and municipal organizations, ad hoc committees and advisory councils, as the Board of Directors may determine. Such representatives shall follow the instructions of the Board of Directors with respect to specific issues and matters under consideration by such other organizations.

Article VIII – Membership Meetings

Section 1: Annual Meeting. The Annual Meeting of SELVN shall be held during the last calendar quarter of each year, at a place and time designated by the Board of Directors. The Annual Meeting may be conducted at the same time as a Regular Meeting. The notice of the Annual Meeting shall be given to Members at least five (5) days prior to the date of such meeting, which notice shall announce the election of the Board of Directors, the Nominating Committee's nominations for the Board of Directors, and any other nominations for the Board of Directors made by the Members in accordance with the terms of these Bylaws. Such notice of the Annual Meeting may take the form of an announcement printed on the agenda at a previous Regular Meeting; provided such agenda (or an electronic version thereof) contained such information, and was mailed or transmitted to the Members for such previous Regular Meeting, as is required by these Bylaws.

Section 2: Required Regular Membership Meetings. The Board of Directors shall call at least four (4) regular membership meetings ("Regular Meetings") per year, in addition to the Annual Meeting, with at least one Regular Meeting called per calendar quarter. At least five (5)

days' prior notice of any Regular Meeting shall be given to the Members. Such notice of the Regular Meetings may take the form of an announcement printed on the agenda at a previous Regular Meeting, provided such agenda (or an electronic version thereof) was mailed or transmitted to the Members for such previous Regular Meeting as is required by these Bylaws.

Section 3: Special Membership Meetings. Special Meetings of the Members ("Special Membership Meetings") may be called by the President, the Board of Directors or upon the request in writing to the President of not less than one-tenth (1/10th) of the Residential Members and Institutional Members in good standing. At least five (5) days' prior notice of any Special Membership Meeting and a statement of the purpose and business to be transacted thereat shall be given to the Members.

Section 4: Quorum; Eligibility to Vote at Meetings. The following number shall constitute a quorum for a Regular Meeting or a Special Membership Meeting: a number of Qualified Members (as hereinafter defined) present at such meeting equal to the sum of: (a) fifteen percent (15%) of the first 100 Qualified Members of SELVN (i.e. 1-100 Qualified Members); plus (b) ten percent (10%) of the number of Qualified Members of SELVN greater than 100 but less than 201 (i.e. 101-200 Qualified Members); plus (c) five percent (5%) of the number of Qualified Members of SELVN including and greater than 201. All calculations for purposes of determining a quorum shall be rounded up to the nearest whole number. The term "Qualified Members" shall mean Residential Members and Institutional Members then in good standing at the time of the applicable meeting, including the Officers and Directors then in good standing. The exit or withdrawal of Members from a meeting shall not result in the failure of a duly constituted quorum at such meeting with respect to action taken on items which have been set forth on the meeting agenda distributed during such meeting. No Member shall be eligible to vote at any Annual Meeting, Special Membership Meeting or Regular Meeting unless that Member is a Residential Member or Institutional Member, and has been a Member in good standing in SELVN for at least fourteen (14) days prior to such meeting (such fourteen (14)-day period to include the day on which such meeting occurs). Each Residential Member and Institutional Member shall be eligible to exercise one vote. Persons who live in a condominium, cooperative or apartment building which itself is an Institutional Member, are also eligible to cast votes as Residential Members in addition to any vote cast by the Institutional Member in which such Residential Members reside. The person casting the vote for any Institutional Member shall not be prohibited, if eligible, from casting his or her personal vote as a Residential Member (and vice versa). There shall be no absentee voting or voting by proxy; each Member casting a vote must be physically present at the applicable meeting. Members shall not be considered "physically present" if they participate in the meeting by means of conference telephone, internet video conferencing or similar communications equipment. Each Director and Officer in good standing shall have the right to exercise his or her vote on any matter, as a Residential Member or an Institutional Member; provided, however, that the President or other Officer or person conducting the meeting shall not be permitted to vote on any matter, except: (a) in the event such vote is taken by ballot; or (b) in the event the vote of the President or other presiding Officer or person would change the outcome of the action, by creating or defeating a majority or two-thirds (2/3) vote.

Section 5: Procedures; No Informal Action. All meetings of the Members of SELVN shall be held within the Area at a location determined by the Board of Directors. Procedures of the meetings of the Members shall be conducted in accordance with Robert's Rules of Order, unless otherwise provided herein. The agenda for each meeting shall be determined by the President after consultation with the Board of Directors. No advance notice of the agenda for any meeting shall be required, except to the extent required by these Bylaws or applicable law; provided that the agenda shall either be announced or distributed (or reasonably available) in written form, at the start of the meeting. Any business requiring or seeking a vote of the Members at a meeting which is not on the agenda determined by the President prior to such meeting, may not be voted upon unless such vote has been authorized to be taken by a majority of the Board of Directors present at such meeting. Notwithstanding the last sentence of Article VIII, Section 4, any Director who is then conducting the meeting shall be entitled to vote on whether to authorize a vote of the Members on a matter not included on the meeting agenda. In addition to the foregoing, the Board of Directors may prescribe all procedures and rules with respect to the matters coming before SELVN for consideration, and with respect to the procedures and rules of debate, voting and other action to be taken thereon; provided such procedures and rules are not in contravention of these Bylaws, the Articles of Incorporation of SELVN or applicable law. Any action to be taken by the Members at the Annual Meeting, a Regular Meeting or a Special Membership Meeting may not be taken informally or by ballot without a meeting. All minutes of the meetings shall be subject to the review and approval of the Board of Directors.

Article IX—Miscellaneous.

Section 1: Amendment. The Board of Directors may, by a vote of at least two-thirds (2/3) of the Directors voting at a meeting, alter, amend, restate or repeal these Bylaws or adopt new Bylaws at any time or from time to time. The Bylaws may contain any provisions for the regulation and management of SELVN as the Board of Directors may determine, provided the same are not inconsistent with applicable law or the Articles of Incorporation of SELVN.

Section 2: Method of Giving Notices. All notices to be delivered as required in these Bylaws or under applicable law may be delivered, at the option of the Secretary or the Board of Directors, in one or more of the following manners: (a) by first class United States mail (to such address as has been given to the Secretary by such Member as his or her notice address); (b) by electronic mail or other similar form of electronic communication (to such address as has been given to the Secretary by such Member as his or her electronic notice address); or (c) by posting such notice on a dedicated SELVN website, provided the existence of such website has been announced at a prior Regular Meeting, Special Membership Meeting or Annual Meeting, and the website information appeared on the printed agenda at such prior meeting, or on the printed or electronic notice for such prior meeting.

Section 3: Fiscal Year. The fiscal year of the Corporation shall end on December 31 of each year. The Board of Directors may change the fiscal year in its discretion.

Section 4: Indemnification; Insurance. The Corporation shall have the right to indemnify such Officers, Directors and Members as the Board of Directors may determine from time to

time, in accordance with the terms and provisions of applicable law. The Corporation shall maintain directors and officers liability insurance for the benefit of the Directors and Officers of the Corporation, whether or not the Corporation has the power to indemnify such persons against such liability under the provisions of these Bylaws or under applicable law.

Section 5: Prohibited Positions. No person standing for election to, or holding, a Prohibited Position (whether such person was elected or appointed), shall serve as an Officer or Director of SELVN, or a chairperson of any committee of SELVN. A “Prohibited Position” shall mean: (i) a paid full or part-time federal, state, judicial, county, city, town, village, school district, special district, or other state, county or municipal political subdivision elective office; (ii) a paid employment position on the staff of such person described in clause (i); or (iii) a paid employment position as to which a person described in clause (i) or clause (ii) has the power to fill by appointment. “Standing for election” shall mean running for such elective office (which includes filing documents to run) in a primary, special or general election, or publicly agreeing to accept appointment to such elective office, as applicable.

Section 6: Headings. The captions and headings of the Articles, Sections and Subsections of these Bylaws are for convenience only and are not to be considered as defining or limiting in any way, the scope or intent of the provisions hereof.

Section 7: Supersedes Prior Bylaws. These Bylaws shall replace and supersede in their entirety any and all former and prior Bylaws of the Corporation.

Section 8: Robert’s Rules of Order. All matters not governed or covered by applicable law or these Bylaws shall be determined by the rules and procedures set forth in the most current version of Robert’s Rules of Order, as revised from time to time.