



Section 1: [Section 4.1 & Section 4.3 (Adopted Feb 21, 2026)] Conditioning Membership, Voting, and Free ACC Renewal

Section 4.1 Membership Requirements. Members in the Association shall be lot owners within Sandia Heights who are current in the payment of Association dues...

Section 4.3 Member Benefits. Members may serve on the Board of Directors and Association Standing Committees ('committees'), submit projects to the Architectural Control Committee (ACC) at no cost, submit covenant violation complaints, vote on matters requiring member approval...

MARKUP #1 ->

ISSUE #1

Section 2: [Section 7.10.1 (Adopted Feb 21, 2026)] Executive Sessions Convened at the Request of Any Single Director

Section 7.10.1 Executive Sessions. The Board of Directors may enter Executive Session during any regular or special Board meeting at the request of any Director. Executive Sessions are limited to matters requiring confidentiality, including personnel issues, covenant enforcement, and litigation.

Section 3: [Section 7.13 (Adopted Feb 21, 2026)] Voting on Unpublicized Motions at Board Meetings

Section 7.13 Voting. A quorum must be present at the time a vote is taken. Pre-publicized motions included in the meeting materials distributed before the meeting may be adopted by a majority vote of the Board present, including Directors participating through an authorized electronic format. Motions not included in the pre-meeting materials may only be considered when the matter is exigent or time-sensitive...

MARKUP #1 · CONFLICTS WITH MANDATORY STATE STATUTE

BOARD & COUNSEL REVIEW

Sec. 7.10.1 (p. 1): Open Board Meeting, Action Without Meeting, or Member Governance Defect: Clause authorizes unnotified board meetings or unilateral board action by written/email consent outside open noticed meetings, or unlawfully restricts member governance rights under NM law.

Statutory / Legal Reference: NMSA 1978, Ch. 53, Art. 8 (Nonprofit Corporation Act); NMSA 1978, §§ 47-16-1 to 47-16-19 (New Mexico Homeowners Association Act) & 16.61.32 NMAC (NMREC HOA Disclosure Rules)

Statutory Comparison: Under NMSA 1978, Ch. 53, Art. 8 (Nonprofit Corporation Act); NMSA 1978, §§ 47-16-1 to 47-16-19 (New Mexico Homeowners Association Act) & 16.61.32 NMAC (NMREC HOA Disclosure Rules), association boards must conduct business in open meetings noticed to the membership and may not dispense with notice or take substantive policy, budget, assessment, or enforcement action by written/email consent outside an open meeting, nor expel members from an appurtenant real-property association or count unreturned proxies as affirmative votes.

CURRENT WORDING IN DOCUMENT:

Executive Sessions. The Board of Directors may enter Executive Session during any regular or special Board meeting at the request of any Director. Executive Sessions are limited to matters requiring confidentiality, including personnel issues, covenant enforcement, and litigation.

SAMPLE DISCUSSION WORDING (FOR HOA ATTORNEY REVIEW):

Amend Section 7.10.1 to require open noticed board meetings and prohibit board action without a meeting on substantive matters as mandated by NMSA 1978, Ch. 53, Art. 8 (Nonprofit Corporation Act); NMSA 1978, §§ 47-16-1 to 47-16-19 (New Mexico Homeowners Association Act) & 16.61.32 NMAC (NMREC HOA Disclosure Rules).