

The Estates at Stone Ridge Owners Association, Inc.

Policy for Conducting Association Meetings

Effective: May 18, 2020.

I. Policy Purpose

This policy provides overall guidance in the conduct of Association meetings of the Owners and Board, which shall be in accordance with the Association Documents and applicable law. The Association Documents, CCIOA, and the Colorado Revised Nonprofit Corporation Act (the Nonprofit Act) contain numerous provisions governing meetings of the Owners and Board. This policy does not restate all those provisions, but rather provides overall guidance on the general conduct of Association meetings.

II. Owner Meetings

- A. **Parliamentary Procedure.** Meetings shall be conducted using generally recognized rules of parliamentary procedure as a guide.
- B. **Order of Business.** Unless otherwise provided in the Association Documents or unless a different order of business is set forth in any meeting agenda, the order of business at meetings of the Owners will be the following:
 - 1. Establish quorum
 - 2. Call meeting to order
 - 3. Approval of minutes of prior meeting
 - 4. Reports of committees and officers
 - 5. Election of directors (if annual meeting)
 - 6. Old business
 - 7. New business
 - 8. Adjournment
- C. **Meeting Minutes.** Minutes of Owners meetings will be taken by the Association Secretary, or in the absence of the Secretary, any other officer designated by the President, provided that the Secretary must

review and sign the minutes and is ultimately responsible for the accuracy of the minutes. The minutes will be maintained in the Association's permanent records.

III. Board Meetings

- A. **Parliamentary Procedure.** Meetings shall be conducted using generally recognized rules of parliamentary procedure as a guide.
- B. **Electronic Mail Notification of Meetings.** In addition to providing written notice of meetings as required by the Association Documents, CCIOA and the Nonprofit Act, Notice of Board meetings shall be provided by electronic mail to all Owners who so request and who furnish the Board Secretary or management company with their electronic mail address. It is each Owner's responsibility to keep the Association apprised of their current and correct contact information, including electronic mail address.
- C. **Order of Business.** Unless otherwise provided in the Association Documents or unless a different order of business is set forth in any meeting agenda, the order of business at meetings of the Board will be the following:
 - 1. Establish quorum
 - 2. Call meeting to order
 - 3. Approval of minutes of prior meeting
 - 4. Reports of committees and officers
 - 5. Election of officers (if annual meeting)
 - 6. Old business
 - 7. New business (including owner participation)
 - 8. Adjournment
- D. **Owners' Participation.** Prior to the Board taking formal action on an issue, a reasonable number of Owners will be allowed to speak on each side of the issue being discussed. Comments will generally be limited to three to five minutes in length per person.

- E. **Executive Session.** Executive or closed-door sessions of the Board shall be conducted in accordance with CCIOA (C.R.S. § 38-33.3-308) and the Nonprofit Act (C.R.S. § 7-28-203). No rule or regulation shall be adopted during an executive session. Matters for discussion by an executive or closed session are limited to:
1. Matters pertaining to employees of the Association or the managing agent's contract or involving the employment, promotion, discipline, or dismissal of an officer, agent, or employee of the Association;
 2. Consultation with legal counsel concerning disputes that are the subject of pending or imminent court proceedings or matters that are privileged or confidential between attorney and client;
 3. Investigative proceedings concerning possible or actual criminal misconduct;
 4. Matters subject to specific constitutional, statutory, or judicially imposed requirements protecting particular proceedings or matters from public disclosure;
 5. Any matter the disclosure of which would constitute an unwarranted invasion of individual privacy; and
 6. Review of or discussion relating to any written or oral communication from legal counsel.
- F. **Meeting Minutes.** Minutes of Board meetings will be taken by the Association Secretary, or in the absence of the Secretary, any other officer designated by the President, provided that the Secretary must review and sign the minutes and is ultimately responsible for the accuracy of the minutes. Minutes of all meetings at which an executive session was held shall indicate that an executive session was held and the general subject matter of the executive session. The minutes will be maintained in the Association's permanent records.