

**RESOLUTION
OF
LITTLE CREEK HOMEOWNERS ASSOCIATION
REGARDING POLICY AND PROCEDURE FOR THE CONDUCT OF MEETINGS**

SUBJECT: Adoption of a policy to be followed when conducting both board meetings and meetings of the members.

PURPOSE: To facilitate the smooth operation of the community and to afford members an opportunity to provide input and comments on decisions affecting the community.

AUTHORITY: The Declaration, Bylaws, Articles of Incorporation of **LITTLE CREEK HOMEOWNERS ASSOCIATION**, and Colorado law.

EFFECTIVE DATE: Apr 25, 2023

RESOLUTION: **LITTLE CREEK HOMEOWNERS ASSOCIATION** (“Association”) does hereby adopt the following policy regarding conduct of meetings. The Policy adopted is as follows:

1. **Member Meetings.** Meetings of the Members of the Association shall be called pursuant to the Bylaws of the Association.

A. Notice.

- i. In addition to any notice required in the Bylaws, notice of any meeting of the Members shall be posted, to the extent that such posting is feasible and practicable, at least ten (10) to fifty (50) days prior to each such meeting, or as may otherwise be required by Colorado law.
- ii. The Association shall also post notice on its website of all meetings. Such notice shall be posted ten (10) to fifty (50) days prior to such meeting.
- iii. If any owner has requested that the Association provide notice via email and has provided the Association with an email address, the Association shall send notice of all member meetings to such owner at the email address provided as soon as possible after mailed as provided, pursuant to the Bylaws, but in no case later than 24 hours prior to any such meeting.

B. Conduct.

- i. All meetings shall be governed by the following rules of conduct:

- a. The President of the Association, unless delegated to someone else by the President, shall chair all member meetings.
- b. All members and persons who attend a meeting of the members will sign in, present any proxies and receive ballots as appropriate. (See section below regarding voting).
- c. Any person desiring to speak shall sign up on the list provided at check in and indicate if he/she is for or against an agenda item.
- d. Anyone wishing to speak must first be recognized by the Chair.
- e. Only one person may speak at a time.
- f. Each person who speaks shall first state his or her name and address.
- g. Any person who is represented at the meeting by legal counsel will be permitted to have his/her attorney speak for them.
- h. Those addressing the meeting shall be permitted to speak without interruption from anyone as long as these rules are followed.
- i. Comments are to be offered in a civilized manner and without profanity, personal attacks or shouting. Comments are to be relevant to the purpose of the meeting.
- j. Each person will be given up to a maximum of three (3) minutes to make a statement or to ask questions. Though answers to the questions are not required, the board may address at its discretion. Each person may only speak once. Yielding of time by a speaker to another individual is not permitted. Such time limit may be increased or decreased by the Chair prior to the meeting, but shall be uniform for all person addressing the meeting.
- k. All actions and/or decisions will require a first and second motion.
- l. Once a vote has been taken, there will be no further discussion regarding that topic.
- m. No meeting of the members may be tape recorded, video recorded or otherwise recorded, to allow for and encourage full discussion by members. Minutes of actions taken will be kept by the Association.
- n. Anyone disrupting the meeting, in the opinion of the Chair, will be asked to "come to order." Anyone who does not come to order will be asked to leave the meeting.

C. Voting. All votes taken at member meetings shall be taken as follows:

- i. Election of board member shall be conducted by secret ballot. Each owner entitled to vote pursuant to the Bylaws shall receive a ballot. Said ballot shall contain no identifying information on the ballot. In the event an owner holds a proxy for another owner, upon presentation of such proxy to the secretary of the Association, the owner shall receive a secret ballot to cast the vote of the owner who provided the proxy. The proxy shall be kept and retained by the Association in the event that such proxy specifically directs the owner how to vote.
- ii. All other votes taken at a meeting of the members shall be taken in such method as determined by the board of directors including acclamation, by hand, by voice or by ballot, unless otherwise required by law.
- iii. If written ballots are used to conduct any vote, a counting committee shall be formed to count such ballots. The counting committee shall consist of three owners who are not candidates and shall be chosen from any owners who volunteer at any such meeting. The Chair shall choose a number between 1 and 100 and write it on a slip of paper. All volunteers shall guess such number on a slip of paper with their name and guess. Each slip of paper, starting with the number chosen by the Chair shall be read out loud to the Members and those three owners who guessed closest to the number chosen by the Chair shall form the counting committee.
- iv. The counting committee shall report the results of the votes by indicating how many votes were cast in favor and how many were against.

D. Proxies. Proxies may be given by any owner as allowed by C.R.S. 7-127-203.

- i. All proxies shall be reviewed by the Secretary of the Association, or as may be designated, as to the following as allowed by C.R.S. 7-127-203:
 - a. Validity of the signature
 - b. Signatory's authority to sign for the Unit owner
 - c. Authority of the Unit owner to vote
 - d. Conflicting proxies
 - e. Expiration of the proxy

2. Board Meetings. Meetings of the Board of Directors of the Association shall be called pursuant to the Bylaws of the Association.

A. Conduct.

- i. All meetings shall be governed by the following rules of conduct:

- a. The President of the Association, unless delegated to someone else by the President, shall chair all Board meetings.
- b. All members and persons who attend a meeting of the Board will sign in.
- c. All owners will be given an opportunity to speak as to any matter or ask questions of the Board during the owner forum at the beginning of the meeting. Any owner wishing to speak during the owner forum shall indicate so at sign in.
- d. Anyone wishing to speak must first be recognized by the Chair.
- e. Only one person may speak at a time.
- f. Each person who speaks shall first state his or her name and address.
- g. Any person who is represented at the meeting by legal counsel will be permitted to have his/her attorney speak for them.
- h. Those addressing the Board shall be permitted to speak without interruption from anyone as long as these rules are followed.
- i. Comments are to be offered in a civilized manner and without profanity, personal attacks or shouting. Comments are to be relevant to the purpose of the meeting.
- j. Each person will be given up to a maximum of three (3) minutes to make a statement or to ask questions, although questions may not be answered until a later date. Each person may only speak once during the owner forum and once on any other issue prior to a vote by the Board on such issue. Yielding of time by a speaker to another individual is not permitted. Such time limit may be increased or decreased by the Chair prior to the meeting but shall be uniform for all person addressing the meeting.
- k. No meeting of the Board may be tape recorded, video recorded or otherwise recorded except by the Board to aid in the preparation of minutes. Minutes of actions taken will be kept by the Association.
- l. Anyone disrupting the meeting, in the opinion of the Chair, will be asked to "come to order." Anyone who does not come to order will be asked to leave the meeting.

B. Owner Input. After a motion and second has been made on any matter, owners present at such time will be afforded an opportunity to speak on such vote as follows:

- i. The Chair will ask any owner present who wishes to speak in favor of the vote to indicate by hand. The Chair will ask any owner present

who wishes to speak against the vote to indicate by hand. If there are less than 5 owners on each side, each owner will be allowed one (1) minute to speak prior to the Board vote. If there are more than five owners per side, the Chair will randomly select five owners on each side of the matter to speak and each owner shall be given one (1) minute to speak. Such selection shall be done in the same manner as the selection of the counting committee set forth above.


C. Executive Session.

- i. The Members of the Executive Board or any committee may hold an executive or closed-door session and may restrict attendance to Executive Board members and such other persons requested by the executive Board during a regular or specially announced meeting. An executive session of the Board may be held pursuant to C.R.S. 38-33.3-308(3) for any of the following reasons:
 - a. (1) matters pertaining to employment and/or the management agreement; (2) consultation with legal counsel; (3) investigation of criminal misconduct; (4) matters legally protected from public disclosure; (5) matters which would violate individual privacy if disclosed; and (6) discussion of communication with legal counsel, even though legal counsel is not present at the meeting;
 - b. Any matter, the disclosure of which would constitute an unwarranted invasion of individual privacy, including a disciplinary hearing regarding a Unit owner and any referral of delinquency; except that a Unit owner who is subject of the disciplinary hearing or referral of delinquency may request and receive the results of any vote taken at the relevant meeting.
- ii. Upon final resolution of any matter for which the Board received legal advice or that concerned pending or contemplated litigation, the Board may elect to preserve the attorney-client privilege in any appropriate manner, or it may elect to disclose such information, as it deems appropriate, about such matter in an open meeting.
- iii. No rule or regulation of the Board or any committee thereof shall be adopted during an executive session.

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PRESIDENT'S CERTIFICATION: The undersigned, being the President of the Association, certifies that the foregoing Resolution was adopted by the Board of Directors of the Association, at a duly called and held meeting of the Board of Directors on Apr 25, 2023, 2023 and in witness thereof, the undersigned has subscribed his/her name.

LITTLE CREEK HOMEOWNERS ASSOCIATION

By: 
Pat A Huie (Apr 25, 2023 18:29 MDT)
Its: President