

# **RESOLUTION OF THE PECOS PLACE CONDOMINIUM ASSOCIATION**

## **MEETING POLICY**

The following policies and procedures were adopted by resolution of the Board of Directors ("the Board") of the Pecos Place Condominium Association ("the Association") pursuant to the Declaration, Articles and Bylaws of the Association, and Colorado law at a regular meeting of the Board.

Colorado law requires the Association to adopt a policy pertaining to the conduct of meetings. This policy is not intended to take the place of or invalidate provisions contained in the Association's Bylaws or the Colorado Revised Nonprofit Corporation Act: the policy is intended to incorporate provisions of Senate Bill 100 into the Association's procedures for meetings of both the Members and the board.

**THEREFORE, IT IS RESOLVED:**

### **1. Meeting of the Members**

A meeting of the Members of the Association shall be called at least once per year in accordance with the Association's Bylaws.

Meetings of the Members may be called by the President, a majority of the Members of the Board, or by a petition signed by the Members having 20% of the votes of the Association.

Notice of the meeting of the Members shall be delivered by hand or by first class mail, postage prepaid to each Member of the Association. If mailed, the notice shall be addressed to the Member at the address, which the Member has registered with the Association, or if no address has been so registered, to the Unit within the community. The notice shall be delivered no less than 10 days, nor more than 50 days prior to the date of the meeting, and shall state the date, time, and location of the meeting as well as the items on the agenda and, in the case of a special meeting, the purpose of the meeting

In addition to the delivery of the notice to the Members, the Association shall post notice of the meeting of the Members in a conspicuous place within the Community, typically the Avalon Bulletin Board east of the mailbox pods. The Association may also post notice to the Members electronically on a web site, via e-mail, facsimile, or telephone to the Members.

All meetings of the Members shall proceed on issues generally set forth in the notice and in accordance with the agenda unless a majority of Members in person or proxy

vote to amend the written order of business. In the event a written order of business has not been produced for the meeting, the following order of business shall apply:

1. Call to order, determination of quorum
2. Review of minutes from last meeting
3. Hear reports from officers, committees and managing agent
4. Unfinished business
5. New business
6. Adjourn

All meetings of the Members shall be open to attendance by all Members of the Association or their duly appointed representatives. During any period in which a Member shall be in default in the payment of any Common Expense Assessment levied by the Association, the voting rights by such member shall be deemed suspended by the Board, without notice or hearing, until such assessment has been paid. Voting rights of a member may also be suspended, after notice or hearing, during any period of violation of any other provision of the Declaration, Articles, Bylaws or Rules and Regulations established by the Board.

Notwithstanding the status of the Member's right to vote at a meeting of the Members, each Member shall be afforded a right to speak before the Board takes formal action on an item under discussion as follows: After a motion and second has been made on any matter to be discussed, at a time determined by the Board, but prior to a vote by the Directors, Members present shall be afforded an opportunity to speak on the motion based on the reasonable time restrictions imposed by the Board. Reasonable time restrictions shall include the requirement that a reasonable number of persons are permitted to speak on each side of an issue,

Contested elections of Board members, defined as elections in which there are more candidates than positions to be filled, shall be conducted by secret ballot. Each Member entitled to vote pursuant to the Bylaws shall receive a ballot. The ballot shall contain no identifying information concerning the ballot holder. In the event a Member holds a proxy for another Member, upon presentation of such proxy to the Secretary of the Association or the Secretary's designee, the Member shall receive a secret ballot to cast the vote of the Member who provided the proxy. The proxy shall be kept and retained by the Association.

Uncontested elections of Board members, defined as elections in which the number of candidates is equal to or less than the positions to be filled, and all other votes taken at a meeting of the Owners shall be taken in such method as determined by the Board of Directors including acclamation, by hand, by voice or by ballot. Notwithstanding the above, other votes on matters affecting the community shall be by secret ballot at the discretion of the Board or upon the request of 20% of the Owners who are present at the meeting or represented by proxy.

Written ballots shall be counted by a neutral third party, excluding the Association's managing agent or legal counsel, or committee of volunteers who are not Board members, and in the case of a contested election, are not candidates. The committee shall be selected or appointed at an open meeting, in a fair manner, by the Chair of the Board or another person presiding during that portion of the meeting. The results of a vote by secret ballot shall be reported without reference to names, addresses, or other identifying information respective to the parties casting secret ballots.

All proxy appointments shall be in writing, signed, dated and filed with the Secretary or designated agent prior to the Members meeting. A Member may revoke a proxy given under this section only by actual notice of revocation to the person presiding over a meeting of the Association. The Secretary or designated agent has the right to reject a vote, consent, written ballot, waiver, proxy appointment or proxy appointment revocation when it has reasonable, good faith basis to doubt the validity of the proxy or signature. A proxy terminates eleven months after its date, unless it specifies a shorter term or specific purpose.

In the event a quorum is not present for a meeting of the Members, an officer may adjourn the meeting to be reconvened at a later date and time as determined by the Board.

## **2. Board Meetings**

Regular meetings of the Board of Directors shall be held at least twice per year at such place and hour as may be fixed by the Board, without notice. The Board may set a schedule of additional regular meetings by resolution, and no further notice is necessary to constitute regular meetings, except as may be required by law.

Meetings of the Board shall proceed on issues as generally set forth in the agenda. The agenda will be made reasonably available to Members and their duly appointed representatives upon request.

Unless the Board is in executive session, all meetings of the Board or a committee thereof are open to attendance by all Members of the Association or their duly appointed representative.

Meetings of the Board shall follow appropriate parliamentary procedure and pursuant to the Association's governing documents. This requirement shall not mandate the strict adherence to the provisions of Robert's Rules of Order, but rather facilitate the orderly administration of the business of the Association.

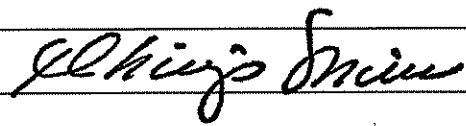
The following procedure is intended to balance the Association's interest to promote the efficient administration of the Association's affairs and the Member's right to speak before the Board takes formal action on an item under discussion:

- a. Members may participate in the meeting only by being recognized individually by the Chair of the meeting. Generally membership participation is scheduled after the meeting is called to order and before the minutes of any prior meetings are approved. Notwithstanding, Members shall be afforded a right to speak before the Board takes formal action on an item under discussion in the same manner as permitted in the meeting of the Members.
- b. All Members attending the meeting who intend to speak in any fashion may be required to sign an appropriate sign-in sheet for that meeting. To the extent that Members wish to speak to specific issues on the agenda, those Members shall designate those issues on the sign-in sheet and indicate what side of each issue that Member will speak to.
- c. Members must wait to speak until recognized by the chair of the meeting.
- d. Members must speak in a calm manner and conduct themselves with respect of all those in attendance.
- e. Members must make their comments within the time allotted by the Chair of the meeting.

The Chair of the meeting has the authority to enforce this policy. Failing to comply with this policy may result in the denial of the Member's right to speak at that meeting and may result in fines being imposed and/or the Member being removed from the meeting. These provisions may be in addition to other specific provisions outlined in the Rules and Regulations, the Declaration, Bylaws or Articles of Incorporation of the Association. The Association may at any time pursue legal remedies, including filing a court action and seeking injunctive relief, or seek assistance from other enforcement authorities.

In the event a Court of competent jurisdiction finds a provision of this Meeting Policy void or otherwise unenforceable, the other provisions shall remain in full effect.

This policy was adopted this 27 th day of June 2014 by resolution of the Board of Directors of the Pecos Place Condominium Association, a Colorado non-profit corporation.

By   
 Its MANAGING AGENT