

**RESOLUTION
OF THE
TANOA AT ELK MEADOWS HOMEOWNES ASSOCIATION
REGARDING POLICIES AND PROCEDURES FOR CONDUCTING
MEETINGS**

SUBJECT: Adoption of policies and procedures for conducting homeowner association Meetings.

PURPOSE: To establish clear guidelines for conducting meetings as required by Senate Bills 100/89

AUTHORITY: Colorado Law and the Master Declaration and Bylaws of the Tanoa Homeowners Association

EFFECTIVE DATE:

RESOLUTION:

The Board of Directors hereby adopts the following Policies and Procedures for conducting THOA meetings.

1. Meetings

- a) Meetings of Owners, as members of the HOA, shall be held at least once a year, and shall be scheduled within 390 days of the previous Annual Meeting.
- b) Special Meetings of Owners may be called by the HOA President, by a majority of the Directors of the HOA Board, or by Owners having twenty percent (20%) of the votes of the Association.
No business shall take place at a Special Meeting except as stated in the Notice unless by consent of the majority of the Owners whether by proxy or in person.
- c) Regular Board Meetings may be held at such time and place as shall be determined from time to time by a majority of the Directors, but at least two (2) meetings shall be held during each fiscal year, and one (1) such meetings shall be held within two (2) weeks after the Annual Meeting of Owners.
- d) Executive Board Meetings. The Board reserves the right, as upheld by Colorado Law, to hold closed Executive Meetings as and when deemed necessary. Upon the final resolution of any matter for which the Board received legal advice, or that concerns 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.

All Meetings of Owners, Special Meetings of Owners, and Regular Board Meetings shall be open to every member of the HOA, or to any person designated by the Owner in writing as the Owner's representative.

2. Notices

- a) Not less than ten (10) days nor more than fifty (50) days in advance of any Meeting of the Owners or Special Meeting, an officer of the Board shall cause to be sent a Notice, either hand delivered or sent by US Mail, to the mailing address of each Owner, or to any mailing address designated in writing by the Owner.
- b) The Notice shall be physically posted in a conspicuous place to the extent that such posting is feasible and practicable
- c) The notice shall state:
 - Date, time and place of the meeting
 - Items on the agenda, including the general nature of any proposed amendment to the Declaration or Bylaws, any Budget changes, and any proposal to remove an officer or member of the Board

3 Owner Participation at Meetings

- a) At an appropriate time determined by the Board, but before a vote is taken on an issue under discussion, Owners or their designated representatives shall be permitted to speak regarding that issue.
- b) If more than one person desires to address an issue and there are opposing views, the Board shall provide, at their discretion, for a reasonable number of persons to speak on each side of the issue.

4 Voting

- a) Votes for contested positions on the HOA Board shall be taken by secret Ballot.
- b) At the discretion of the Board or at the request of twenty percent (20%) of the Owners who are present at the meeting or represented by proxy, if a quorum had been achieved, a vote on any matter affecting the common interest community on which all Owners are entitled to vote shall be by secret ballot.
 - * Quorum of eligible voters: Except as otherwise provided in the THOA Bylaws, the presence in person or by proxy of Owners to whom twenty percent (20%) of the votes in the Master Association are allocated shall constitute a quorum.
- c) Votes may be cast in person, by proxy, or if the Board so decides, by mail. The HOA rules concerning these methods are detailed in the Bylaws under Article II.
- d) Ballots shall be counted by a neutral third party or by a committee of

volunteers. Such volunteers shall be Owners who are selected or appointed at an open meeting, in a fair manner, by the chair of the Board or another person presiding at that portion of the meeting. The volunteers shall not be Board members, and, in the case of contested election for a Board position, shall not be candidates.

- e) The results of a vote taken by secret ballot shall be reported without reference to the names, addresses, or other identifying information of Owners participating in such vote.
- f) The parliamentary procedure of acclamation, instead of secret ballots, may be used in all uncontested votes, or when a secret ballot is not requested by twenty percent (20%) of Owners present in person or represented by proxy.

**PRESIDENT'S
CERTIFICATION:**

The undersigned, being President of the Tanoa at Elk Meadow Master Homeowners Association, a Colorado nonprofit corporation, certifies that the Resolution was approved by the Board of Directors of the Association, at a Duly called and held Meeting of the Board of Directors of the Association on _____ and in witness thereof, the undersigned had subscribed his name.

Tanoa at Elk Meadow Master Homeowners
Association, a Colorado nonprofit corporation.

By: _____

_____, President