

**RESOLUTION OF
THE WOODLAND PONDS HOMEOWNERS ASSOCIATION, INC.
ADOPTING PROCEDURES FOR THE CONDUCT OF MEETINGS
Policy #4**

SUBJECT: Adoption of a policy and procedures for conduction of Owner and Executive Board meetings of the Woodland Pond Homeowners Association, Inc. (the "Association").

PURPOSE: To facilitate the efficient operation of Owner and Board meetings and to afford Owners an opportunity to provide input and comments on decisions affecting the community.

AUTHORITY: The Declaration of Woodland Ponds Homeowners Association (the "Declaration"), Articles of Incorporation and Bylaws of the Association, any amendments thereto (the "Governing Documents") and Colorado law

EFFECTIVE DATE: 7/23/2018

RESOLUTION: The Association hereby adopts the following procedures regarding the conduct of meeting:

1) Owner Meetings. Meeting of the Owners of the Association shall be called pursuant to the Bylaws of the Association.

(a) **Notice.**

1. In addition to any notice required in the Bylaws, notice of any meeting of the Owners shall be physically posted in a conspicuous location at least two days prior to each such meeting, or as may otherwise be required by Colorado law,
2. The Association shall send notice of all Owner meetings to Owners at email addresses that have been provided by the Owner at least ten days prior to the meeting.

(b) **Conduct.**

1. The order of business at all meetings of the Owners shall be in accordance with Section 3.6 of the Bylaws.
2. All Owners meetings shall be governed by the following rules of conduct and order:

- A. The President of the Association or designee (the "Chair") shall preside over all Owners meetings.
- B. All Owners who attend a meeting of Owners or the Executive Board, who wish to speak, present proxies, and receive ballots as appropriate, shall sign in. Any Owner wishing to add an item to the meeting agenda must contact the President at least one week prior to a Board meeting. He/she must state the full content of their agenda item in order to allow the Board sufficient time to research the concern. The Owner will be given appropriate time, as determined by the chair, for his/her presentation. The Executive Board may decide whether or not to answer any questions. Any presentation is subject to conditions as stated in Policy 4, and our governing documents. (See section below regarding voting)
- C. Anyone wishing to speak must first be recognized by the Chair.
- D. Only one person may speak at a time.
- E. Each person who speaks shall first state his or her name.
- F. Any person who is represented at the meeting by another person, as indicated by a written instrument, will be permitted to have such person speak for them.
- G. Those addressing the meeting shall be permitted to speak without interruption from anyone as long as these rules are followed.
- H. 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.
- I. Each person shall be given up to a maximum of five minutes to make a statement or ask questions. The Executive Board may decide whether or not to answer questions during the meeting. Each person may only speak once. Yielding of time by a speaker to another individual shall not be permitted. Such time limit may be increased or decreased by the Chair, but shall be uniform for all person addressing the meeting.
- J. All actions and/or decisions will require a first and second motion.
- K. Once a vote has been taken, there will be no further discussion regarding the topic.
- L. So as to allow for and encourage full discussion by the Owners, no meeting may be audio, video or otherwise recorded. Minutes of actions taken shall be kept by the association.
- M. Anyone disrupting the meeting, as determined by the Chair, shall be asked to "come to order." Anyone who does not come to order will be requested to immediately leave the meeting.

N. The Chair may establish such additional rules of order as may be necessary from time to time.

(c) **Voting.** All votes taken at Owner meeting shall be taken as follows:

- (1) Election of Executive Board members shall be conducted by secret ballot. Each Owner entitled to vote pursuant to the Bylaws shall receive a ballot. The ballot shall have no identifying information concerning the ballot holder. In the event an Owner holds a proxy for another Owner, upon presentation of such proxy to the Secretary of the Association or the Secretary's designee, 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.
- (2) All other votes taken at a meeting of the Owners shall be taken in such method as determined by the Executive Board including acclamation, by hand, by voice, or by ballot, unless otherwise required by law.
- (3) Written ballots shall be counted by a neutral third party (which excludes the Association's manager and legal counsel) or by an Owner(s), who is not a candidate, selected randomly from a pool of two or more unit Owners. The Chair shall ensure that the Owner(s) selected is/are done so without being chosen by the Chair, Executive Board, or candidates.
- (4) The individual(s) counting the ballots shall report the results of the vote to the Chair by indicating how many votes were cast for each individual or how many votes were cast in favor and against any issue.

(d) **Proxies.** Proxies may be given by any Owner as allowed by C.R.S. 7-127-203.

- (1) All proxies shall be reviewed by the Association's Secretary or designee as to the following:
 - 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

(1) All Board meetings shall be governed by the following rules of conduct and order:

- A. The President of the Association, or designee (the "Chair"), shall preside as chair of all Executive Board meetings.
- B. All persons who attend a meeting of the Executive Board shall sign in, listing their name and unit address.
- C. All Owners will be given an opportunity to speak to any matter or ask any questions of the Executive Board during the Owner forum at the beginning of the meeting. Any Owner wishing to speak during the Owner forum shall so indicate at the time of 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 Unit address.
- G. Any person who is represented by another person as indicated by a written instrument at the meeting shall be permitted to have such person speak for them.
- H. Those addressing the Executive 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 or issues at hand.
- J. Each person shall be given up to a maximum of three minutes to speak 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 the vote by the Executive Board on such issue. Yielding of time by a speaker to another individual shall not be permitted. Such time limit may be increased or decreased by the Chair, but shall be uniform for all persons addressing the meeting.
- K. No meeting of the Executive Board may be audio, video or otherwise recorded except by the Executive Board to aid in the preparation of minutes. Minutes of the actions taken shall be kept by the Association.
- L. Anyone disrupting the meeting, as determined by the Chair, shall be asked to "come to order." Anyone who does not come to order shall be requested to immediately leave the meeting.

(b) **Owner Input.** After a motion and second has been made on any matter to be discussed, but prior to a vote by the Executive Board, Owners present at such time shall be afforded an opportunity to speak on the motion as follows:

- (1) The Chair may ask those Owners present to indicate by a show of hands who wished to speak in favor or against the motion. The Chair will then determine a reasonable number of persons who will be permitted to speak in favor of and against the motion and for how long each person will be permitted to speak. The Chair shall also announce the procedure for who shall be permitted to speak if not everyone desiring to speak will be permitted to speak.
- (2) Following Owner input, the Chair shall declare Owner input closed and there shall be no further Owner participation on the motion at hand unless a majority of the Board of Directors votes to open the discussion to further Owner participation.

3) Definitions. Unless otherwise defined in this Resolution, initially capitalized or terms defined in the Declaration shall have the same meaning herein.

4) Supplement to Law. The provision of this Resolution shall be in addition to and in supplement of the terms and provision of the Declaration and the law of the State of Colorado governing the Project.

5) Deviations. The Executive Board may deviate from the procedures set forth in the Resolution if in its sole discretion is reasonable under the circumstances.

6) Amendments. This Policy may be amended at any time by the Executive Board.

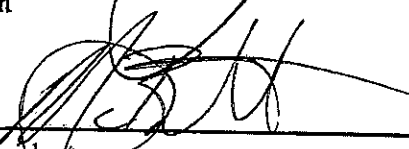
PRESIDENT'S CERTIFICATION: The undersigned, being the President of the Association, certifies that the foregoing Resolution was adopted by the Executive Board of the Association, at a duly called and held meeting of the Executive Board on

7/23/18 and in
witness thereof, the undersigned has subscribed his/her name.

WOODLAND PONDS HOMEOWNERS ASSOCIATION, INC.

By: 

President

By: 

Vice President

By: Jeanne Wolfelt

Secretary

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