

RESOLUTION OF  
GRANDVIEW VILLAS CONDOMINIUMS ASSOCIATION, INC.  
REGARDING POLICY AND PROCEDURE FOR  
THE CONDUCT OF MEETINGS

Effective Date: February 2, 2019

Grandview Villas Condominiums Association, Inc. hereby adopts the following policy and procedure for the conduct of meetings.

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

(a) Notice.

1. 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 Owner meetings to such Owner at the email address provided as soon as possible after notice is provided pursuant to the Bylaws but in no case less than ten (10) days prior to any such meeting.

(b) Conduct.

1. All Owner meetings shall be governed by the following rules of conduct and order:

(A) The President or Vice President shall chair all Owner meetings.

(B) For purposes of roll call to determine the voting power represented at the meeting, all Owners and persons who attend a meeting of the Owners will sign in, present any proxies and ballots as appropriate. (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 and Lot address.

(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 him/her.

(G) Those addressing the meeting shall be permitted to speak without interruption pursuant to this policy.

(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 five (5) minutes to make a statement or to ask questions. The Board may decide whether to attempt to answer questions during the meeting or if the subject must be tabled for research or investigation. 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 persons addressing the meeting.

(J) All actions and/or decisions will require a first and second motion before voting.

(K) Once a vote has been taken, there will be no further discussion regarding that topic.

(L) So as to allow for and encourage full discussion by 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 meetings shall be taken as follows:

1. 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 Owner 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 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. 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.

3. 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.

4. Written ballots shall be counted by a neutral third party or by a committee of volunteers who are unit owners, but 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.

5. 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 Lot Owner
- (C) Eligibility of the Lot Owner to vote
- (D) Conflicting proxies
- (E) Expiration of the proxy

Proxies may be rejected by the Secretary, acting in good faith, having a reasonable basis for doubt about the validity of the signature, the signatory's authority to sign, or the eligibility of the Owner to vote. Conflicting proxies or expired proxies shall not be counted.

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

(a) Conduct. All Board meetings shall be governed by the bylaws or if not addressed in the bylaws, in the following rules of conduct and order:

- 1. The President or Vice President shall chair all Board meetings.
- 2. All persons who attend a meeting of the Board shall be required to sign in, listing their name and Lot address.

3. 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.

4. Anyone desiring to speak shall first be recognized by the Chair.

5. Only one person may speak at a time.

6. Each person speaking shall first state his or her name and Lot address.

7. 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 him/her.

8. Those addressing the Board shall be permitted to speak without interruption from anyone as long as these rules are followed.

9. 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 issue at hand.

10. Each person shall be given up to a maximum of five (5) 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 a vote by the 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.

11. No meeting of the Board may be audio, video or otherwise recorded except by the Board to aid in the preparation of minutes. Minutes of actions taken shall be kept by the Association.

12. 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, at a time determined by the Board, but prior to a vote by the Directors, Owners, or their designated representatives, present at such time shall be afforded an opportunity to speak on the motion. Each Owner may speak once on any issue for no more than one (1) minute.

(c) Executive Sessions. The members of the Board may hold a closed door, executive session and may restrict attendance to Board members and such other persons requested by the Board during a regular or specially announced meeting for discussion of the following:

1. Matters pertaining to employees of the Association or the manager's contract or involving the employment, discipline, or dismissal of an officer, director, 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. Any matter the disclosure of which would constitute an unwarranted invasion of individual privacy;
5. Review of or discussion relating to any written or oral communication from legal counsel; and
6. Matters subject to specific constitutional, statutory, or judicially imposed requirements protecting particular proceedings or matters from public disclosure.

Prior to holding a closed door session, the President of the Board, or other person designated to preside over the meeting, shall announce the general matter of discussion as stated above.

No rule or regulation shall be adopted during a closed session. A rule or regulation may be validly adopted only during a regular or special meeting or after the Board goes back into regular session following a closed session. The 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.

3. Deviations. The Board may deviate from the procedures set forth in this Resolution if, in its sole discretion, such deviation is reasonable under the circumstances.
4. Amendment. This Policy may be amended from time to time by the Board of Directors.

**PRESIDENT'S CERTIFICATION:**

The undersigned, being the President of Grandview Villas Condominiums Association, Inc., a Colorado nonprofit corporation, 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 February 2, 2019, and in witness thereof, the undersigned has subscribed her name.

GRANDVIEW VILLAS CONDOMINIUMS  
ASSOCIATION, INC.,  
a Colorado nonprofit corporation

By:

A handwritten signature in black ink, appearing to read 'Dawn Dobson', is written over a solid horizontal line.

Dawn Dobson, President