

**RESOLUTION
OF THE
HILAND HILLS TOWNHOME ASSOCIATION
REGARDING MEETINGS POLICIES AND PROCEDURES**

SUBJECT: Meetings Policies and Procedures

PURPOSE: To Adopt a procedure to be followed for regular Board meetings and Annual Unit Owner meetings

AUTHORITY: Article III, Section 3, Section 4, Section 5 of HHTOA Association Bylaws, C.R.S. 38-33.3-308(1) et seq.

EFFECTIVE DATE: December 1, 2015

RESOLUTION: The Association hereby adopts the following procedure to be followed in conducting and providing notice for all Association meetings.

1. **Scope:** The Board of Directors has developed a method by which all Owners properly receive notice of all unit owner meetings and board meetings. The Board of Directors has established an order of business and proper conduct at meetings to be followed by all in attendance.
2. **Specifics:**
 1. The President of the Association shall conduct all meetings. Should the President be unavailable, the Board reserves the right to change the meeting date, providing proper notice to the association's members. The Board may also follow the normal order that falls to the Vice President who may conduct the meeting.
 2. The President shall have the ability to discuss issues and make motions regarding issues before the association.
 3. Board members must notify either the President of the Association or the Association's Property Manager if they are unable to attend a meeting.
 4. Board members must request changes to the agenda in advance of the meeting.
 5. The President of the Association shall have the ability to change the order of the agenda.
 6. All Board members shall conduct themselves in a professional manner at all times.
 7. The President may call for an adjournment of any meeting at any time should the Board or the homeowner fail to come to order.

8. The Board of Directors shall conduct regular meetings; the date and time of those meetings may be posted in a common area.
9. Notice of any and all Board meetings may be physically posted in a conspicuous place in the community or may be forwarded by mail or via email.
10. All meetings of the Association and Board of Directors are open to every unit owner of the Association or to the homeowner's designee. Member owners will be recognized during the homeowner forum and will have the ability to respond to issues listed on the agenda when called upon by the President of the Association and before the Board takes a formal action on an item under discussion.
11. The Board may place reasonable time restrictions on those persons speaking during the meeting or restrict the amount of discussion on a topic.
12. The order of Board meetings shall include a homeowner forum after the meeting has been called to order.

Executive Sessions:

The Board of Directors shall only adjourn to Executive Session under the following situations:

1. To meet with the Association's attorney
2. To discuss legal advice
3. To discuss issues related to officer/employee issues
4. To discuss issues related to a management contract
5. To discuss pending issues related to an investigation of misconduct
6. To discuss information prohibited by disclosure
7. To discuss an unwarranted invasion of privacy

Annual Meeting:

The Annual Meeting shall be held in accordance of the Hiland Hills Townhome Owners Association Bylaws Article 3, Section 3.

1. The Annual meeting notice shall be mailed to all homeowners at least ten (10) days, but not more than fifty (50) days prior to the annual meeting.
2. The Annual meeting notice shall be posted in a conspicuous place within the community and on the association's web site or in its newsletter, at least ten (10) days prior to the meeting.
3. The Association shall provide a unit owner sign-in sheet to establish proof of ownership.
4. The President shall call the meeting to order. A quorum (see Article 2, Section 3) shall be established.
5. The agenda of the Annual meeting shall be posted to include election of officers.

Election of Officers

1. Votes for board members at annual meetings shall be taken by secret ballot when there are more candidates than open seats. If requested by an owner, secret ballots must be used for a vote on any other matter on which all unit owners are entitled to vote.
2. Ballots must be counted by two (2) or more neutral third parties present at the meeting, who are not candidates in the election.
3. Results of the vote must be announced without reference to any identifying information and only the winners will be announced.
4. Proxies obtained through fraud or misrepresentations are invalid. Proxies may be appointed as provided in an association's governing documents or as provided in C.R.S. 7-127-203
5. The Associations may reject a vote, consent, written ballot, waiver, proxy appointment or proxy appointment revocation if such rejection is done in good faith and has reasonable basis for doubt about its validity.
6. The Association and the individuals acting for the association in accepting or rejecting one of the above documents will not be liable for any damages, if such acceptance or rejection was done in good faith. Any Association action based on the acceptance or rejection of one of the above documents is valid unless determined otherwise by a court.
7. The Board does not have the right to govern how a proxy is voted.

Voting Procedure

1. Upon check-in, unit owners shall sign in.
2. Only unit owners in good standing as defined by the Association Bylaws, Article X, section 1 which states that ballots shall be issued only to owners who are not delinquent in the payment of their association fees, shall vote.
3. Unit owners holding proxies shall sign-in, surrender all assigned proxies and will be issued one (1) secret ballot per proxy.
4. Ballots shall be counted by neutral third parties as described in Election of Officers listed above.

Special Meetings:

1. The President, in accordance with Bylaws, Article 3, Section 4, may call a Special Meeting and will provide notice no less than ten (10) days, but not more than fifty (50) days prior to the special meeting.
2. The Special meeting notice shall be posted in a conspicuous place within the community and on the association's web site or in its newsletter at least seven days prior to the meeting.
3. The Notice for the Special meeting shall state the date, time and place of the meeting.
4. No business, other than that stated in the meeting notice, shall be transacted.

3. **Definitions:** Unless otherwise defined in this resolution, bolded words/capitalized words defined in the declaration shall have the same meaning herein.
4. **Supplement to Law:** The provisions of this Resolution shall be in addition to and in supplement of the terms and provisions of the Declaration and the law of the State of Colorado governing the Association.
5. **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 and clearly stated in the minutes.
6. **Amendments:** This Procedure may be amended from time to time by the Board of Directors.
7. **Contested Election:** When there are more candidates than open seats up for election.

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 held on the 10th day of November, 2015 and in witness thereof, the undersigned has subscribed his/her name.

HILAND HILLS TOWNHOME ASSOCIATION

By: 
Chris Ricketts, CMCA®, CAM
Its: President