

**AMENDED RESOLUTION OF THE
FIRST HIGHLAND GREENS ASSOCIATION ADOPTING PROCEDURES FOR
THE CONDUCT OF MEETINGS**

Amended June 20, 2017

SUBJECT: Adoption of a policy and procedures for conducting Owner and Board meetings.

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

AUTHORITY: The Declaration, Articles of Incorporation and Bylaws of the Association and Colorado law.

EFFECTIVE DATE: Revised June 20, 2017

RESOLUTION: The Association hereby adopts the following procedures regarding 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) In addition to any notice required in the Bylaws, notice of any meeting of the Owners shall be provided in the Association newsletter, if any, at least 30 days prior to each such meeting, or as may otherwise be required by Colorado law.

(2) The Association shall also post notice on its website of all Owner meetings. Such notice shall be posted 30 days prior to such meeting.

(b) Conduct.

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

- (A) The President of the Association or designee shall chair all Owner meetings.
- (B) All Owners and persons who attend a meeting of the Owners will sign in, present any proxies and receive ballots as appropriate. (See section below regarding voting).
- (C) Any person desiring to speak shall sign up on the list provided at check in.
- (D) The Chair must first recognize anyone wishing to speak.
- (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 at the meeting by another person, as indicated by a written instrument, will be permitted to have such person speak for him/her.

(H) Those addressing the meeting 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.

(J) Each person shall be given up to a maximum of three (3) minutes to make a statement or to ask questions.

The 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 persons

The Board may decide whether or not to answer questions during the meeting.

(K) Each person may only speak once.

(L) Motion before any discussion takes place.

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

(N) So as to allow for and encourage full discussion by Owners, no meeting may be audio, video or otherwise recorded. The association shall keep minutes of actions taken.

(O) 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.

(P) 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) Election of Board members 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) 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, unless 20% of the Owners present at the meeting, either in person or by proxy, request that a particular vote be taken by secret ballot.

(3) Written ballots shall be counted by a neutral third party or by a committee of volunteer Owners who are not Board members or candidates for a Board contested position. The volunteers shall be 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.

(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.** Any Owner as allowed by CIR.'S may give proxies. 7-127- 203.

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

1. (A) Validity of the signature
2. (B) Signatory's authority to sign for the unit Owner as the homeowner.
3. (C) Authority of the unit Owner to vote
4. (D) Conflicting proxies
5. (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, shall chair all Board meetings.

(B) All persons who attend a meeting of the Board shall be required to sign in, listing their name and unit address.

(C) 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. Any Owner wishing to speak during the Owner forum shall so indicate at the time of sign in.

(D) Anyone desiring to speak shall first be recognized by the Chair.

(E) Only one person may speak at a time.

(F) Each person speaking 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 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 issue at hand.

(J) Each person shall be given up to a maximum of three (3) 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.

(K) 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.

(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.

(M) Committee chairs and officers shall have the time allotted on the agenda to give reports. It is helpful if reports are prepared in advance and distributed as part of the meeting package so that only key points need to be articulated.

(N) All actions and decisions by the board will require a motion and a second before any discussion takes place. It is requested that motions be available in writing for clarity for the board members, the secretary and the management company representative.

(O) The maker of the motion will be given the first opportunity to speak to the question.

(P) Requests for action that have a financial impact must be accompanied by a written analysis of the financial impact.

(Q) At the Chair's discretion, the Chair may ask for comments from homeowners on the issue being discussed.

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 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 Community.

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.

6. Amendment. This Policy may be amended at any time by the Board of Directors.

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 on June 20, 2017 and in witness thereof, the undersigned has subscribed his/her name.

FIRST HYLAND GREENS ASSOCIATION, a Colorado nonprofit corporation.
The original policy is signed by the President and is held as part of the First Hyland Greens Association's records. For security reasons the signature is not shown on this electronic copy.

By Linda Mollard, President