

## **5 CONDUCT OF MEETINGS POLICY**

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### **5.1 POLICY**

This policy addresses several items regarding the conduct of any meeting held by the Association.

### **5.2 BOARD EXECUTIVE SESSION**

Executive or closed door sessions of the Board shall be conducted for the following subjects only:

1. Matters pertaining to employees of the Association or the manager's contract or involving the employment, discipline, or dismissal of an officer, 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.

Board Members and other invitees of Executive Session are bound not to disclose information discussed in the Executive or closed door session to any other person or persons. If action is warranted by the Board, the Board may take that specific action in a form of a motion, in open session, with great care of not disclosing the confidential discussion of the executive discussion. 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.

### **5.3 BOARD MEETING**

Owners are encouraged and welcome to attend all Board Meetings and Owner's comments are also encouraged. The President of the Association may at their discretion set a time limit on the comments from each property owner as set forth in the Conduct at Board Meetings section below.

### **5.4 CONDUCT AT BOARD MEETINGS**

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

1. The President of the Association, or designee, 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. Any Owner wishing to speak during the Owner forum shall so indicate at the time of sign in.
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 them.
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 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 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.

### **5.5 OWNER INPUT AT BOARD MEETINGS**

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 as follows:

1. The Chair will ask those Owners present to indicate by a show of hands who wishes 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 will 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.

### **5.6 OWNER ANNUAL OR SPECIAL MEETINGS**

All Owners will get notice of Owner or Special Meetings as described in the governing documents for the Association. Owners are urged to attend these meetings to protect their interests as Owners and the wellbeing of the Association. Owner’s comments are encouraged at Owner Annual or Special Meetings and will be allowed on each issue prior to a vote of the Owners. The President of the Association may at their discretion, set a time limit on the individual topics. Owners, that wish to have ownership business included on the Agenda, must submit them in writing to the Board President, 30 days prior to the meeting. If items added require a vote of the Owners, the revised Agenda will be re-posted within 10 days of the meeting.

### **5.7 ORDER OF BUSINESS**

Unless otherwise provided by the Association Documents, the Agenda will be established as follows:

1. Call the Meeting to order
2. Proof of notice of meeting or waiver thereof
3. Establish a quorum
4. Approve Minutes
5. Reports of officers
6. Financials review
7. Committee reports
8. Election of Directors
9. Old Business
10. New Business
11. Announcements
12. Adjournments

The Board at its discretion may alter the order of business for a meeting.

### **5.8 CONDUCT AT OWNER MEETINGS**

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

1. The President of the Association or designee shall chair all Owner meetings.
2. 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).
3. Anyone wishing to speak must first be recognized by the Chair.
  4. Only one person may speak at a time.
  5. Each person who speaks shall first state his or her name and address.
  6. Anyone 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.
  7. Those addressing the meeting shall be permitted to speak without interruption from anyone as long as these rules are followed.
  8. 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.
  9. Each person shall be given up to a maximum of three 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 addressing the meeting.
  10. All actions and/or decisions will require a first and second motion.
  11. Once a vote has been taken, there will be no further discussion regarding that topic.
  12. 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.
  13. 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.
  14. The Chair may establish such additional rules of order as may be necessary from time to time.

## **5.9 VOTING**

All votes taken at Owner Meetings shall be taken as follows:

1. Elections 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 the Owner Meeting shall be taken in such method as determined by the Board of Directors including acclamation, by hand, by voice or by ballot. Notwithstanding the above, votes shall be taken 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.
3. Written ballots shall be counted by a neutral third party, excluding the Association’s managing agent or legal counsel, or a committee of volunteers who are 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.
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.

## **5.10 PROXIES**

Proxies may be given by any Owner as allowed by C.R.S. 7-127-203. All proxies shall be reviewed by the Association’s Secretary or designee as to the following:

1. Validity of the signature
2. Signatory’s authority to sign for the Owner
3. Authority of the Owner to vote
4. Conflicting proxies
5. Expiration of the proxy.