

RUEDI SHORES HOMEOWNER'S ASSOCIATION, INC
CONDUCT OF MEETINGS POLICY

In compliance with the Colorado Common Interest Ownership Act, the Board of Directors of the Association desires to adopt a uniform and systematic policy and procedure to address conduct of Board and Member meetings.

The Association hereby adopts the following policy and procedure for Board and Member meetings.

ANNUAL/SPECIAL MEMBER MEETINGS

- 1) Meetings of the Members shall be held at a place and time designated by the Board of Directors as stipulated in the Association's Bylaws, Articles of Incorporation or Rules and Regulations ("Governing Documents") or by applicable Colorado statutes, but at least once annually.
- 2) Meetings shall be open to attendance by all Members, any person holding currently valid voting proxies of Members, and the designated representative of any holder of a beneficial interest in a first deed of trust on any Lot. Only Members in good standing are eligible to vote. For purposes of this policy, "good standing," shall mean all of the following:
 - a) ownership of a Lot (or representative as provided above);
 - b) no assessment liens or fines relating to the Member's property are due to the Association;
- 3) Notice of Member's meetings shall be distributed by mail (either USPS or electronic) and/or posted in the mailbox area at least (10) days prior to the meeting.
- 4) The Association's Board President shall determine the agendas for the meetings, subject to any requirements in the Association's Governing Documents, and shall have the agenda posted on the Association's website for Member review 48 hours prior to the meeting.
- 5) Each Member will sign in prior to the meeting for himself/herself and for any proxies he/she holds. If an election or vote is to be held, the Member will be given the appropriate number of ballots.
- 6) The President of the Board of Directors, or other person directed by the Board, will call the meeting to order and conduct the meeting.
- 7) Any Member who refuses to abide by the following rules of conduct will be asked to leave the meeting and is subject to a fine per the Association's Fine Schedule:
 - a) Any Member who wishes to speak will wait until called upon by the chairperson to do so; once recognized, the Member shall state his/her name and address.
 - b) Only one person may speak at a time;
 - c) All comments must be delivered in a businesslike and professional manner. Personal attacks, inflammatory comments, crude, vulgar, threatening or abusive language will not be tolerated; and
 - d) Only the individual presiding over the meeting may interrupt a speaker and then only for purposes of limiting the time of the discussion or due to personal attacks or abusive language.
- 8) Secret ballots are required for the following:
 - a) any vote for the election of a contested position on the Board of Directors; and
 - b) any vote for other matters if so requested by at least twenty (20) percent of the Members present in person or by proxy at the meeting.
- 9) Each Member who wishes to speak will be given a reasonable time to speak. The chairperson may impose reasonable time limits to facilitate Member participation. Members may not speak a second time until everyone who wishes to speak has been given an opportunity to speak once. Members may not speak more than twice on any one topic, subject to the chair's discretion.

- 10) The Board Secretary may audiotape the meeting for the purposes of preparing the minutes. Such audiotape shall not be part of the Association's records and may be destroyed once the minutes are prepared.

BOARD MEETINGS

- 1) Meetings of the Board shall be held at times and locations designated by the Board of Directors as stipulated in the Association's Bylaws, Articles of Incorporation or Rules and Regulations ("Governing Documents") or by applicable Colorado statutes.
- 2) Notice of Board meetings shall be distributed by electronic mail and posted in the mailbox area at least ten (10) days prior to the meeting, provided an emergency situation does not dictate the necessity of an immediate meeting. If a schedule is set for regular Board meetings, no notice beyond the schedule need be given.
- 3) The Board President, may create agendas for Board meetings, but are not required to do so.
- 4) The President of the Board or such other person as may be designated by the President, shall preside over Board meetings.
- 5) All Board meetings shall be open to attendance by Members of the Association, or their representatives, provided that the Board may go into executive session for any purpose allowed by law. Members may be excluded from executive session. Prior to going into executive session, the chair of the meeting shall announce the purpose for the executive session.
- 6) There may be a "Members' Forum" at the end of each regular Board meeting if a Member wishes to address any matters with the Board that are not on the agenda. Members shall also be permitted to speak on any agenda item after the Board discussion on the item but before the vote. The rules for Member participation during the meetings are as follows:
 - a) There will be a sign-in list available for Members to enter their names if they wish to speak at the meeting;
 - b) Each Member who wishes to address the Board on an agenda item or on any other matter will be given 2 minutes to speak, provided the chair may extend this time if deemed necessary.
 - c) Each Member who wishes to speak must be recognized by the chair. Once recognized, the Member shall state his/her name and address.
 - d) All comments must be delivered in a businesslike and professional manner. Personal attacks, inflammatory comments, crude, vulgar, threatening or abusive language will not be tolerated;
 - e) Only the chairperson may interrupt a speaker and then only for purposes of limiting the time of the discussion or due to personal attacks or abusive language.
 - f) The Board is not obligated to take immediate action on any item presented by a Member.
 - g) Members must obey all orders made by the meeting chair, including an order to step down.
 - h) Any Member who refuses to follow the above rules will be asked to leave the meeting and is subject to a fine per the Association's Fine Schedule.
- 7) Items shall be discussed pursuant to the meeting agenda, provided that items may be taken out of order if deemed advisable by a majority of Board Members present. Items not on the agenda may be discussed once all other items have been concluded, time permitting.
- 8) Any Director may make a motion. All motions shall be recorded in the minutes. Motions must be seconded to be discussed and voted upon. The minutes shall record the number of votes in favor, votes against, and abstentions. If any Director requests his/her vote in favor or against or his/her abstention be recorded in the minutes, the minutes shall so reflect.
- 9) At the conclusion of discussion, but prior to vote on a Motion before the Board, any Member may request to be heard on the matter discussed.

- 10) The Board may hold an executive session and restrict attendance to only Board Directors and such other persons requested by the Board during a regular or special meeting for discussion of the following:
- a) Matters pertaining to employees of the Association or involving the employment, promotion, discipline, or dismissal of an officer, agent, or employee of the Association;
 - b) Consultation with legal counsel concerning disputes that are the subject of pending or imminent court proceedings or matters that are privileged or confidential between legal counsel and client;
 - c) Investigative proceedings concerning possible or actual criminal misconduct;
 - d) Any matter the disclosure of which would constitute an unwarranted invasion of individual privacy; and
 - e) Review of or discussion relating to any written or oral communication from legal counsel.
- 11) Prior to holding an executive session, the President or other person designated to preside over the meeting, shall announce that the Board is entering an executive session and the general matter of discussion as stated above.
- 12) No Policy, Rule or Regulation shall be adopted during an executive session. Any Policy, Rule or Regulation may only be adopted during a regular or special meeting or after the Board returns from its executive session.
- 13) The minutes of all meetings at which an executive session was held shall show record that an executive session was held, the time at which it began and ended as well as the general subject matter of the executive session.

SUPPLEMENT TO LAW

The provisions of this Policy 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.

DEVIATIONS

The Board may deviate from the procedures set forth in this Policy if in its sole discretion such deviation is reasonable under the circumstances.

AMENDMENT

This Policy may be amended from time to time by the Board.

CERTIFICATION

The President and Secretary of the Board of Directors of the Ruedi Shores Homeowners Association, Inc. hereby certify that the foregoing Covenant Enforcement Policy was adopted following a vote and approval of a majority of the Board Members eligible to vote, as required by the Association's Bylaws, on Sept 8, 2014 and in witness thereof the undersigned have subscribed his/her names.

**RUEDI SHORES HOMEOWNERS ASSOCIATION, INC.,
a Colorado nonprofit corporation**

By: Lynn Colhoun
Lynn Colhoun, President

ATTEST:
By: Ann Morris

Ann Morris, Secretary