

## **The Peaks at Aspen Glen Homeowners' Association, Inc.**

### **Conduct of Meetings Policy and Procedures**

In compliance with the Colorado Common Interest Ownership Act, The Peaks at Aspen Glen Homeowners' Association, Inc. (the "Association"), through its Board of Directors (the "Board), desires to adopt a uniform and systematic policy and procedures to address conduct of the Board of Directors and Owner meetings. This policy is intended to comply with C.R.S. § 38-33.3-209.5(1)(b)(III).

As a supplement to the policies and procedures prescribed by the Declaration and the law of the state of Colorado, the Association hereby adopts the following policy and procedures for Board and Owner meetings:

#### **A. Board of Director Meetings**

1. Meetings of the Board of Directors shall be held at such times and locations as may be provided in the Association's Declaration, Bylaws, Articles of Incorporation, Rules, Regulations, or Policies ("Governing Documents") or by Colorado statutes.
2. A Board meeting is considered a meeting of at least a quorum of the members of the Board of the Association, which shall be deemed present if persons entitled to cast at least fifty percent (50%) of the Board are present at the beginning of the meeting.
3. Notice of Board meetings shall be distributed in accordance with the Governing Documents and Colorado Statutes, but, if required, at least five (5) days prior to the meeting. Notice shall be in person, mail, email, phone, or by other means agreed upon by a majority of the Board. The Board can set a schedule for regular and/or special Board meetings by resolution and no further notice shall be required.
4. The President of the Association, or designee, shall chair all Board meetings. The Chair may establish additional rules of order as may be necessary from time to time.
5. All Board meetings shall be open to attendance by all Owners of the Association, or their representatives, and no more than two (2) persons per Unit may attend; provided that the Board may go into executive session for any purpose allowed by law. Owners 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. If created, the meeting agenda shall be made reasonably available for examination by Owners.

7. There shall be an Owners' forum at the beginning of each regular meeting of the Board. The rules for Owners' participation during the Board meetings are as follow:
  - a. Each Owner who wishes to address the Board on an agenda item or on any other matter will be given up to a maximum of two minutes to speak without interruption. Time limits may be increased or decreased by the chair, but shall be uniform for all Owners addressing the meeting. After other Owners have had an opportunity to speak, then an Owner who has already spoken may be given an opportunity to speak again, at the discretion of the Chair.
  - b. Each person speaking shall first state his or her name and address, and be recognized by the Chair.
  - c. All comments must be delivered in a businesslike and professional manner. Personal attacks or inflammatory comments will not be permitted.
  - d. The Board is not obligated to take immediate action on any item presented by an Owner.
8. Following the conclusion of the Owner's forum, the Board will proceed with the business portion of the meeting.
9. 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 the Board present. Items not on the agenda may be discussed after all other items have been concluded, time permitting.
10. Any Board member may make a motion to take action. All motions shall be recorded in the minutes. Motions must be seconded to be discussed and voted on. The minutes shall record the number of votes in favor, voted against, and abstentions. If any Board member requests that his/her vote in favor or against or his/her abstention be recorded in the minutes, the minutes shall so reflect.
11. Board meetings are not required to be held in accordance with Robert's Rules of Order, however professional speaking and writing decorum must be maintained at all times.
12. Notwithstanding the foregoing, the Board or a committee thereof may hold an executive or closed-door session and may restrict attendance to the members of the Board and other persons specified by the Board; provided that any such executive or closed-door session may only be held in accordance with the provisions and requirements of Colorado law, including CCIOA, or other applicable law. Matters for discussion by an executive or closed session are limited to those enumerated in C.R.S. § 38-33.3-308. Prior to the time the Board convene in executive session, the President or acting chair shall announce the general matter of discussion as enumerated in C.R.S. § 38-33.3-308(4).

13. No meeting of the Board may be audio, video or otherwise recorded except by the Board to aid in the preparation of minutes.

B. Owner Meetings

1. All meetings of the Owners of the Association are open to every Owner, or to any person designated by an Owner in writing as the Owner's representative, and no more than two (2) persons per Unit may attend. Owners so desiring shall be permitted to attend, listen, and speak at an appropriate time during the deliberations and proceedings.
2. Notice of Owner meetings shall be distributed as may be provided in the Governing Documents or by applicable Colorado statutes. Notice may be provided by posting on a bulletin board, the Association's website, sent by mail, or sent by email.
3. Each Owner will sign in prior to the meeting for himself/herself and for any proxies he/she holds, and receive ballots as appropriate. Voting rights of delinquent Owners are suspended in accordance with the Governing Documents and such Owners shall not be given a ballot or vote. If an election or vote is to be held for a Board member or a matter before the Association, the Owner will be given the appropriate number of ballots only if a secret ballot is requested by at least 20% of the Owners are present in person or by proxy at the meeting.
4. The President of the Association, or designee, shall chair all Owner meetings. The meeting shall proceed in the order set forth in the agenda. The Chair may establish additional rules of order as may be necessary from time to time.
5. At the annual meeting of Owners, the Chair or designee, shall provide an overview and explanation to such Owners of the general operation of the Association, as well as the rights and responsibilities of the Owners, the Association, and the Board under Colorado law.
6. Each Owner who wishes to speak shall first state his or her name and address and be recognized by the chair. Only one person may speak at a time, up to a maximum of two minutes. Time limits may be increased or decreased by the chair, in his or her sole discretion, but shall be uniform for all persons addressing the meeting.
7. Any person who is represented at the meeting by another person, as indicated by written instrument, will be permitted to have such person speak for him or her.
8. Owners may not interrupt anyone who validly has the floor, or otherwise disrupt the meeting. Owners may not engage in personal attacks on either Board members, employees, managers or other Owners. All comments and questions are to be delivered in a businesslike manner and comments shall be confined to matters

germane to the subject being discussed. No Owner may use abusive, rude, threatening, vulgar, or crude language.

9. Owners must obey all orders made by the meeting chair, including an order to step down.
10. Any Owner who refuses to abide by these rules, may be ejected from the meeting.
11. Items of business and/or discussion must be presented by motion. Any motions must be seconded prior to discussion and voting. Because the nature of a motion and vote may be outside of the Owners' authority, the Board reserves the right to determine whether a motion will be considered binding on the Association or a recommendation for proceeding. Such determination may be made following consultation with legal counsel.
12. Meetings are not required to be held in accordance with Robert's Rules of Order.
13. Voting.
  - a. Votes taken at a meeting of the Owners shall be taken in such method as determined by the Board, including acclamation, by hand, by voice or by ballot, unless otherwise required by law.
  - b. Secret Ballots. At the discretion of the Board, or upon request of twenty percent (20%) of the Owners who are present at the meeting or represented by proxy, if a quorum has been achieved, a vote on any matter affecting the Association on which all Owners are entitled to vote shall be by secret ballot. The results of a vote taken by secret ballot shall be reported without identifying information about Owner's participation in such a vote. Election of Board members in a contested election shall be conducted by secret ballot.
  - c. Ballots shall be counted by anyone designated by the Board, excepting any person with a conflict of interest, who shall be selected or appointed at an open meeting by the President or Board or other person presiding during that portion of the meeting. The volunteer(s) shall not be Board members and, in case of a contested election for a Board position, shall not be candidates.
  - d. 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, without reference to the names, addresses or other identifying information of Owners participating in such vote.
14. Proxies. Proxies may be given by any Owner as allowed by the Association's governing documents. Proxies shall be reviewed by the Association's Secretary or

designee as to the validity of signature, the signatory's authority to sign for the Owner, the authority of the Owner to vote, conflicting proxies and the expiration of the proxy.

- C. Replacement. This policy supersedes and replaces prior policies adopted by the Board dealing with the subject matter herein.
- D. Definitions. Unless otherwise defined in this Policy, capitalized terms shall have the same meaning ascribed by the Declaration.
- E. Amendment: This policy and procedure may be amended at any time by the Board of Directors, pursuant to the amendment policy.

This policy is effective immediately.

The undersigned, being the President of the Association certifies that the foregoing resolution was adopted by the Board at a duly called and noticed meeting of the Board of Directors held on this 15<sup>th</sup> day of November, in the year 2022 and in witness thereof, the undersigned has subscribed his/her name.



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President

The Peaks at Aspen Glen Homeowners' Association, Inc.