

**RESOLUTION  
OF THE  
PAWNEE HILLS COMMUNITY ASSOCIATION  
ADOPTING PROCEDURES FOR THE CONDUCT OF MEETINGS**

**SUBJECT:** Adoption of a policy and procedure 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 on decisions affecting the community.

**AUTHORITY:** The Declaration of Covenants, Articles, Bylaws of the Association and Colorado Revised Statutes.

**EFFECTIVE DATE:** Amended August 2019

**RESOLUTION:** The Association hereby adopts the following procedures regarding the conduct of meetings.

**1. Owners Meetings.** Meeting of the Owners of the Association shall be called pursuant to the Bylaws of the Association.

**Notice.** In addition to any notice required in the Bylaws, notice of any meeting of the Owners shall be posted at least three (3) days prior to each such meeting, or as may otherwise be required by Colorado law.

**Conduct.** 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.
- c. Anyone wishing to speak must first be recognized by the Chair and has a three (3) minute time limit. Such time limit may be increased or decreased by the Chair, but shall be uniform for all persons addressing the meeting.
- d. Only one person may speak at a time.
- e. Each person who speaks shall first state his or her name.

- f. 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.
- g. The board may decide whether or not to answer questions during the meeting. Yielding of time by a speaker to another individual shall not be permitted
- h. All actions and/or decisions must be on the meeting agenda and will require a first and second motion.
- i. Once a vote has been taken, there will be no further discussion regarding the topic.
- j. So as to allow for and encourage full discussion by Directors and Owners, no meeting may be audio, video, or otherwise recorded by anyone in attendance. Minutes or actions taken shall be kept by the Association.
- k. 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.
- l. The Chair may establish such additional rules of order as may be necessary.

**Voting.** All votes at Owner meetings shall be taken as follows:

- a. All Owner’s in good standing are entitled to receive a voting ballot pursuant to the Bylaws.
- b. Election of Board members shall be conducted by secret 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.
- c. 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.
- 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 cast in favor and against any issue.

**Proxies.** Proxies may be given by any owner as allowed by Colorado law. Proxies may be used to obtain a quorum for a meeting and may be used “to vote or otherwise act” for a member. However, there will be no vote on any issue without community notification. Any issue up for community vote must first be presented to the community in a mailing so that the whole community is informed of the issue and has the chance to either appear in person or provide their proxy for the vote.

All proxies shall be reviewed by the Association’s Secretary or designee as to the following:

- a. A member in good standing.
- b. Signatory’s authority to sign for the Owner.
- c. Conflicting proxies
- d. 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.

**Conduct.** 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 address.
- c. All Owners will be given an opportunity to speak as to any matter or ask questions of the Board during the open forum at the beginning of the meeting. Any owner wishing to speak during the open 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.
- 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 open 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 by any attendee, except by the Board to aid in the preparation of minutes. Minutes of action 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.

**Owner Input.** After a motion and second has been made on any matter to be discussed, at a time discussed, at a time determined by the board, but prior to a vote by the Directors, Owner, or their designated representatives, present at such time shall be afforded an opportunity to speak on the motion as follows:

- a. Each person shall be given up to a maximum of three (3) minutes to speak or to ask questions.
- b. Input is 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.
- c. Following Owner input, the Chair will declare the Owner input closed, and there shall be no further Owner participation on the motion.

**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 Project.

**5. Deviation.** 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 at their discretion.

**CERTIFICATION**

The undersigned certify 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 August 27, 2019 and in witness thereof, the undersigned has subscribed his/her name.

**PAWNEE HILLS COMMUNITY ASSOCIATION, INC.**  
a Colorado non-profit corporation,

Cynthia E. Cregger  
President

David L. Powell  
Vice President