

Spyglass

Conduct of Meetings Policy

Spyglass has adopted the following procedures as an addendum to the Bylaws at a regular meeting of the Board of Directors.

MEMBERS MEETINGS

- 1. Meeting of the Members shall be called and held pursuant to the Bylaws.**
- 2. In addition to the Notice of Members meetings required by the Bylaws, the notice shall be posted on the HOAs website and provided by email, upon an Owners written request.**
- 3. The Associations Board of Directors shall determine the agendas for Members meetings, subject to any requirements in the Associations governing documents, and distribute such agendas with notices of the meetings.**
- 4. The President of the Associations Board of Directors or such other person as may be designated by the President, shall preside over Members meetings.**
- 5. Items of business and /or discussion are to be presented by Motion and such motion seconded, prior to discussion.**
- 6. Any person not in compliance with the following rules of conduct, may be ejected:**
 - a. No one may speak until called upon by the chairperson to do so**
 - b. Only one person may speak at a time;**
 - c. Personal attacks or abusive language will not be tolerated; and**
 - d. Only the chairperson may interrupt a speaker and then only for the purpose of limiting the time of the discussion or due to personal attacks or abusive language.**
- 7. Voting by members for contested positions on the Board of Directors shall be by secret ballot. Any other matter properly put before the assembly for a vote may be by any means acceptable to the assembly or by secret ballot**

at the discretion of the Board or if requested by twenty (20) percent of the members present or by proxy. At least two non-candidate Members and/or neutral third parties shall count the ballots.

8. Unless otherwise provided by the Associations governing documents or by applicable Colorado statutes, the affirmative vote required for the election of Board members shall be the candidates receiving the greatest number of votes. Unless otherwise provided by the Associations governing documents or by applicable Colorado statutes, the affirmative vote required for the passage of any other matter put before the assembly for a vote shall be a majority of those voting.

BOARD OF DIRECTORS MEETINGS

1. Meetings of the Board of Directors shall be called and held pursuant to the Bylaws.
2. Notice of Board meetings shall be distributed as may be provided in the Associations governing documents or by applicable Colorado statutes.
3. The President or Manager may create agendas for Board meetings. If an agenda is created for a Board Meeting, it shall be posted at least a week before the meeting on the HOA website.
4. The first item of business for Board meetings shall be a "Homeowners Forum" to be conducted as follows:
 - a. There will be a sign-in list for homeowners to use if they wish to speak at the meeting.
 - b. Speakers will be called upon in the same order in which they entered their names.
 - c. No one may speak until called upon by the chairperson
 - d. Only one person may speak at a time
 - e. Each person shall have three (3) minutes to speak
 - f. Personal attacks or abusive language will not be tolerated; and
 - g. Only the chairperson may interrupt a speaker and then only for the purpose of limiting the discussion time or due to personal attacks or abusive language.
5. The President of the Board of Directors or such other persons as may be designated by the President, shall preside over Board Meetings.

- 6. For each matter upon which the Board anticipates taking action a motion must be made stating the proposed action, followed by discussion. Owners who are not Board members may not participate in such discussion unless requested by the chairperson.**
- 7. At the conclusion of discussion, but prior to vote on the Motion by the Board members, any owner may request to be heard on the matter discussed. Notwithstanding the previous statement, no more than one person in favor of the motion and one person opposed to the Motion shall be heard.**
- 8. Board meetings shall be open to attendance by all members of the Association or their representatives.**
- 9. The members of the Board may hold a closed-door session and may restrict attendance to Board members and such other persons requested by the Board during regular or specially announced meetings for discussion of the following:**
 - a. Matters pertaining to employees of the Association or the Managers contract or matters 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 attorney or client.**
 - c. Investigative proceedings concerning possible or actual criminal misconduct; Any matter the disclosure of which would constitute an unwarranted invasion of individual privacy; and**
 - d. Review or discussion relating to any written or oral communication form legal counsel.**
- 10. Prior to holding a closed-door session, the President of the Board, or other person designated to preside over the meeting, shall announce the general matter of discussion as stated above.**
- 11. No rule or regulation shall be adopted during a closed-door session. A Rule or regulation may be validly adopted only during a regular or special meeting or after the Board goes back into regular session following a closed-door session.**
- 12. The minutes of all meetings at which a closed-door session was held shall indicate that a closed-door session was held and the general subject matter of the closed-door session.**

**The undersigned officer of Spyglass Association hereby certifies that
the foregoing Resolution is true and correct as adopted by the Board of
Directors.**

Spyglass Association

By: Molly M. Fyfe 10-7-17
President