

## **WOODS MANOR CONDOMINIUM ASSOCIATION, INC.**

### **CONDUCT OF MEETINGS POLICY**

Adopted April 28, 2012

The following procedures have been adopted by the Woods Manor Condominium Association, Inc. ("Association") pursuant to C.R.S. 38-33 3-209 S at a meeting of the Board of Directors.

The Woods Manor Homeowner's Association conducts the following meetings: Annual Homeowner's Meeting, Special Homeowner's Meeting, Regular Meetings of the Board of Managers (Directors) and Annual Board Meeting.

For all Association meetings the following applies:

- All homeowners, or their representative designated in writing, may attend any and all meetings;
- All homeowners, or their representative designated in writing, may speak at any and all meetings for a specified time period as determined by the Board;
- Board members may participate, including voting rights, in person or by teleconference;
- Management company representatives may participate in person or by teleconference;
- Board members may ratify the previous actions voted upon by email.
- The order of business is governed by Robert's Rules of Order;
- Draft minutes of meetings will be available at the offices of the Association's management company and/or posted on the Association's web site, and formally approved by vote at the next scheduled Board meeting.

#### **Annual Homeowner's Meeting.**

The annual meeting of the Association is held at a date, time and location determined by the Board. The annual meeting notice to homeowners may be deemed notice served if on the Association's web site and/or Board meeting minutes, emailed to each homeowner of record, and/or sent to each homeowner of record by U.S. mail.

This notice will include the date, time and meeting location. Notice will also be physically posted on Woods Manor property. Notification will take place

at least thirty (30) days prior to such meeting.

The agenda of the annual meeting includes quorum determination, adoption of the agenda, financial and maintenance reports, ratification of the annual Woods Manor Association Budget and Woods Manor Interval Budget, election of Board of Managers (Directors) and all other business on the adopted agenda.

The presence in person or by proxy of more than twenty five percent (25%) of the Homeowners constitutes a quorum that is required to conduct any matter of business except as otherwise provided in these By-Laws. All proxies must be in writing and filed with the Association's Secretary before the start of the meeting.

For voting purposes, Whole Unit Homeowners are allocated fifty (50) votes for each condominium unit owned and Time Share Unit Homeowners are allocated one (1) vote for each Unit week comprising their respective Interval Estate.

#### **Special Homeowner's Meeting.**

The President of the Board may call a special meeting of the homeowners as directed by the Board of Managers (Directors).

The meeting notice will specify the purpose, date, time and location of such meeting. Business beyond that stated in the "meeting purpose" can be transacted only if seventy-five percent (75%) of the Owners present agree in person or by proxy. Notice of the meeting is served and date of notification is the same as Annual Homeowner's Meeting requirements. For voting purposes, same as those listed in Annual Homeowner's Meeting.

#### **Regular Board Meetings.**

Regular meetings of the Board may be held at such date, time and place as determined by the majority of the Managers (Directors).

Notice of regular meetings are determined by the Board at the end of each regular meeting or by the majority of the Managers (Directors) electronically (by telephone and/or email) at least three (3) days prior to day of such meeting.

A majority of the Managers (Directors) constitutes a quorum for the transactions of business. A Board member may give their proxy to another Board member for purposes of meeting the quorum requirement and conducting meeting business.

#### **Annual Board Meeting.**

The annual meeting of the Board will be held immediately following the annual homeowner's meeting at the same place as the annual homeowners meeting.

No notice is necessary to any newly-elected Board member in order to legally constitute such meeting providing a majority of the whole Board are present.

At this meeting the Board is empowered to elected the Officers (President, Vice President, Secretary and Treasurer) of the Board.

Failure by the Association to enforce any provision of this policy shall in no event be deemed to be a waiver of the right to do so thereafter.

The provisions of this policy shall be independent and severable. The invalidity of any one or more of the provisions thereof by judgment or court order or decree shall in no way affect the validity or enforceability of any other provision which other provisions shall remain in full force and effect.

Woods Manor Condominium

Association, Inc.

By: Jay H. Rust, President

Attested: Karen Schilling, Secretary

This Meeting Policy was adopted by the Board of Managers (Directors) on the 28 day of April, 2012, for that purpose; and is effective the 28 day of April, 2012, and is attested to by the Secretary of the Woods Manor Condominium Association, Inc..