

**AMENDED AND RESTATED MEETING POLICY  
FOR  
TOPAZ AT THE MALL CONDOMINIUM ASSOCIATION**

The following policy was adopted by the Board of Directors of Topaz at The Mall Condominium Association ("the Association") pursuant to Colorado law at a regular meeting of the Board.

**RECITALS:**

- A. Colorado Revised Statute 38-33.3-209.5(1)(b)(III) requires the Association to adopt a policy pertaining to the conduct of meetings.
- B. This policy is not intended to take the place of or invalidate provisions contained in the Association's Bylaws or the Colorado Revised Nonprofit Corporation Act: the policy is intended to incorporate provisions of Senate Bill 100 into the Association's procedures for meetings of both the Members and the board.

**THEREFORE, IT IS RESOLVED:**

**1. Meeting of the Members**

Each meeting of the Members of the Association shall be called at least once per year in accordance with the provisions of the Colorado Common Interest Ownership Act ("the Act"), if applicable, if not then in accordance with the Association's Bylaws or operative sections of the Association's other governing documents. In the event the Association's governing documents are silent with respect to a specific issue, the provisions of the Colorado Revised Nonprofit Corporation Act will control.

Pursuant to the Act, special meetings of the Members may be called by the President, a majority of the Members of the Board, or by the Unit owners having 20% of the votes of the Association.

Notice of the meeting of the Members shall be delivered by hand or by U.S. Mail postage prepaid to each Member of the Association. The notice shall be addressed to the Member's Unit within the community unless the Member has designated another address in writing and delivered that request to the Association or its agent no less than twenty days prior to the record date applicable to that meeting of Members. The notice shall be delivered no less than 10 days, nor more than 50 days prior to the date of the meeting, and shall state the date, time, and location of the meeting as well as the items on the agenda, including matters to be approved by Members.

In addition to the delivery of the notice to the Members, the Association shall cause to be posted a notice of the meeting of the Members in a conspicuous place within the Community if feasible and practicable. If electronic means are available the Association shall provide notice to the Members via e-mail to those who request and furnish the

Association with their e-mail addresses. Electronic notice of special meetings shall be given as soon as possible but at least 24 hours before meeting.

All meetings of the Members shall proceed on issues generally set forth in the notice required by Colorado Revised Statute 38-33.3-308 and in accordance with the written order of business unless a majority of Members in person or proxy vote to amend the written order of business. In the event a written order of business has not been produced for the meeting, the following order of business shall apply:

- a) Roll call
- b) Proof of Notice of meeting or waiver of notice
- c) Reading of minutes of last Members' meeting
- d) Reports of officers
- e) Reports of committees
- f) Election of directors
- g) Unfinished business
- h) New business
- i) Adjournment

All meetings of the Members shall be open to attendance by all Members of the Association or their duly appointed representatives. In the event the Board of Directors has the authority to suspend a Member's right to vote at the meeting, the Board must have provided that Member, with at least 15 days written notice, of the Board's intention to suspend the right to vote, and provide an opportunity for that Member to be heard, not less than five days prior to the suspension of the Member's right to vote.

Notwithstanding the status of the Member's right to vote at a meeting of the Members, each Member, or a duly appointed representative, may speak at the appropriate time during the deliberations based on the reasonable time restrictions imposed by the Board. Reasonable time restrictions shall include the requirement that a reasonable number of persons are permitted to speak on each side of an issue before a vote is called for the issue. The Chair of the meeting shall have discretion to determine the appropriate time for the Members to speak, the reasonable time restrictions imposed on the Members right to speak, and the reasonable number of persons permitted to speak of each side of the issue.

Voting for positions on the Executive Board shall be taken by secret ballot and upon the request of one or more Members, the vote on any other matter affecting the Common Interest Community on which all other Members are entitled to vote, shall be by secret ballot. Ballots shall be counted by a neutral third party or by a Member who is not a candidate. If the ballots are to be counted by a Member, that person must be selected randomly from a pool of two or more Members who are not candidates. The results of a vote by secret ballot shall be reported without reference to names, addresses, or other identifying information respective to the parties casting secret ballots.

Proxy voting shall proceed in strict compliance with Colorado Revised Statutes 7-127-203, 1-127-204, and 38-33.3-310. Further, all proxy appointments shall be delivered by hand or U.S. Mail postage prepaid to the Secretary or designated agent no later than 72 hours prior to the date and time of the Members meeting.

In the event a quorum is not present for a meeting of the Members, an officer may adjourn the meeting to be reconvened at a later date and time provided the meeting is reconvened within 30 days and the location of the reconvened meeting is announced at the meeting prior to adjournment.

## **2. Board Meetings**

Each meeting of the Board of Directors shall be called in accordance with the provisions of the Act if applicable, if not, then with the Association's Bylaws or operative sections of the Association's governing documents. In the event the Association's governing documents are silent with respect to a specific issue, the provisions of the Colorado Revised Nonprofit Corporation Act will control.

Meetings of the Executive Board shall proceed on issues as generally set forth in the agenda. The agenda will be made reasonably available to Members or their duly appointed representatives.

Unless the Executive Board is in executive session pursuant to subsection 308 of the Act, all meetings of the Executive Board or a committee thereof are open to attendance by all Members of the Association or their duly appointed representative.

Unless a majority of the Members of the Executive Board vote to allow Members to participate in deliberation or discussion, the Members other than Members of the Executive Board, may not participate in the meeting of the Executive Board.

Notwithstanding the restriction placed on a Member's participation in a meeting of the Executive Board, Members or their duly appointed representative shall be afforded a right to speak before the Board takes formal action on an item under discussion.

The following procedure is intended to balance the Association's interest to promote the efficient administration of the Association's affairs and the Member's right to speak before the Board takes formal action on an item under discussion:

- a. Board meetings shall follow appropriate parliamentary procedure and pursuant to the Association's governing documents. This requirement shall not mandate the strict adherence to the provisions of Robert's Rules of Order, but rather facilitate the orderly administration of the business of the Association.
- b. Members may participate in the meeting only by being recognized individually by the Chair of the meeting. Generally membership

- participation is scheduled after the meeting is called to order and before the minutes of any prior meetings are approved.
- c. All Members attending the meeting who intend to speak in any fashion shall be required to sign the appropriate sign-in sheet for that meeting. Members shall be recognized in the order in which they sign in except upon special permission by the Board of Directors. To the extent that Members wish to speak to specific issues on the agenda, those Members shall designate those issues on the sign-in sheet and indicate what side of each issue that Member will speak to.
  - d. Members must wait to speak until recognized by the chair of the meeting.
  - e. Members must speak in a calm manner and conduct themselves with respect to all in attendance.
  - f. Members make their comments within the time allotted by the Chair of the meeting.

The Chair of the meeting has the authority to enforce this policy. The failure to comply with this policy may result in the denial of the ability to speak at that meeting and may result in fines being imposed and/or the Member being removed from the meeting. These provisions may be in addition to other specific provisions outlined in the Rules and Regulations, the Declaration, Bylaws or Articles of Incorporation of the Association. The Association may at any time pursue legal remedies, including filing a court action and seeking injunctive relief, or seek assistance from other enforcement authorities.

In the event a Court of competent jurisdiction finds a provision of this Meeting Policy void or otherwise unenforceable, the other provisions shall remain in full effect.

Policy adopted this 10<sup>th</sup> day of March, 2016 by Resolution of the Board of Directors of Topaz at The Mall Condominium Association.

Topaz at The Mall Condominium Association

By 

Its President