

THE CONSERVATORY HOMEOWNERS ASSOCIATION, INC.
RESPONSIBLE GOVERNANCE POLICY
Colorado Common Interest Ownership Act (CCIOA) Compliant
AMENDED POLICY REGARDING BUSINESS MEETING CONDUCT

The Association amends the Policy Regarding Business Meeting Conduct to read as follows:

The Conservatory Homeowners Association, Inc. Board Members (the "Board") are duly elected volunteer officials of the Community and are responsible for making decisions which affect **all** members of our Community. This fiduciary responsibility is established in our governing documents, including but not limited to, the Articles of Incorporation, the Declarations, the Bylaws and subsequent community standards.

Based upon the requirements in Colorado law (CCIOA), the Board of the Community, and all participants, will conduct themselves in the following manner at all business meetings of the Association:

Board of Directors Meetings

The Board will generally follow a set of Rules of Order as selected by the Board of Directors for conducting each Board Meeting (or as indicated in the Bylaws of the Association). The Board will attempt to be as casual as possible under the circumstances of the meeting.

Based upon the requirements of CCIOA, we agree to the following policies for Board of Directors regular and special meetings:

- a. Meetings will be open to all members or their authorized/documented representatives. The Board may go into executive session for any purpose allowed by law and members may be excluded from executive session.
- b. Agendas will be made reasonably available for examination by all members or their authorized/documented representatives.
- c. Meeting notices and agendas may be provided in electronic form or posted on the Association or Association Manager's web site at the discretion of the Board.
- d. An owner's authorized representative may participate in a meeting as long as written notice from the owner assigning participation to that representative has been received.
- e. Owners and authorized representatives may attend and listen, but speak only during the open forum portion of the meeting for a reasonable period of time.
- f. The Board is not obligated to take immediate action on any item presented by a Member.
- g. After the open forum portion of the meeting has ended, non-Board Members may not participate in deliberations or discussions unless a majority of the Board votes to allow it.
- h. Reasonable time restrictions will be placed and a reasonable number of owners and documented representatives will be allowed to speak on each side of an issue during the open forum portion of the meeting before the Board takes formal action on an item scheduled for vote.
- i. Additional items brought before the Board which are not on the current agenda may be placed on the next board meeting agenda. If the item is a comment only, it may be considered at the Board's discretion provided no formal vote is required for that item.
- j. Active litigation issues will not be discussed in an open meeting, but in a closed executive session.

- k. Meetings shall not be recorded with the use of an audio or video device. The practice of recording these meetings with an audio or video device would be disruptive and discourage open discussion.

Annual and Special Owner Meetings

In addition to the requirements of the Bylaws of our Community, the additional requirements, some of which are CCIOA required, will be followed as stated below:

- a. Owner meetings will be called at least once per year.
- b. Annual and special owner meetings shall not be recorded with the use of an audio or video device. Recording these meetings with an audio or video device would be disruptive and discourage open discussion.
- c. Special meetings may be called by the president, a majority of the Board, or by petition signed by members having 20% of votes in the association.
- d. For annual and special meetings of the members, a written notice will be delivered by prepaid first class mail. The notice will be mailed not less than 10 days or more than 50 days prior to the meeting. Notice will be physically posted in a conspicuous place on the property (if feasible and practical). Notice may be electronically posted for the convenience of the members at the Board's discretion or provided by e-mail if requested by a member.
- e. In the event of multiple owners of one home, votes of the single owner who attends the meeting will be honored. If multiple owners of one home attend the meeting, one vote for each voting issue will be accepted. The majority vote from the multiple-owner household will be counted.
- f. Secret ballots shall be conducted for an election of a contested position on the Board and any ballot for other matters if requested by at least 20% of the members present in person or by proxy at the meeting.
- g. All issues that come before the ownership for a vote may be conducted by secret ballot at the discretion of the Board, or upon the request of one or more owners.
- h. Results of a vote taken by secret ballot will be reported without reference to names, addresses or other identifying information of such owners participating in the vote.
- i. Ballots shall be counted by a neutral party or by a committee of volunteers. Such volunteers shall be unit owners who are 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. The volunteers shall not be board members, the Association's managing agent or legal counsel and, in the case of a contested election for a board position, shall not be candidates. The Association's managing agent or legal counsel (if present) may assist the volunteers in answering questions regarding the counting process if requested by the volunteers.
- j. Proxies will not be considered valid if the proxies were obtained through fraud or misrepresentation as determined by a majority of the Board of Directors. Properly prepared proxies will not be revoked without a written revocation notice by the homeowner to the person presiding over a meeting of the Association. A proxy will be considered void if it is not dated or purports to be revocable without notice. A proxy terminates 6 months after its date unless it provides otherwise for a shorter term.

Adopted this 11th day of March, 2015, by the Association's Board of Directors, effective 3-11, 2015.

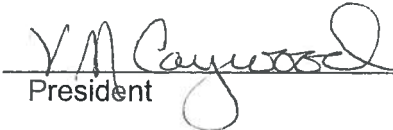
**RESOLUTION OF THE BOARD OF DIRECTORS OF
THE CONSERVATORY HOMEOWNERS ASSOCIATION, INC.**

Pursuant to the requirements of CCIOA, the Board for The Conservatory Homeowners Association, Inc. (the "Association"), hereby adopts the foregoing amended policy. This amended policy supersedes all previous policies regarding business meeting conduct dated prior to this policy, and is subject to change after Board approval.

BE IT RESOLVED, that the Association approves the "Amended Policy Regarding Business Meeting Conduct", effective 3.11, 2015.

DATE APPROVED: 3.11.15

THE CONSERVATORY HOMEOWNERS
ASSOCIATION, INC. BOARD OF
DIRECTORS by its President



President