

HIGHLAND PARK NEIGHBORHOOD ASSOCIATION, INC.
CONDUCT OF MEETINGS POLICY AND PROCEDURE

Effective Date: September 22, 2006

In compliance with the Colorado Common Interest Ownership Act, the Board of Directors desires to adopt a uniform and systematic procedure to address conduct of Board and Member meetings.

The Association hereby adopts the following policy and procedure for Board and Member meetings:

1. BOARD MEETINGS

A. The Board shall hold an organizational meeting within 10 days after the annual meeting. The date of the meeting shall be determined at the annual meeting and no further notice of the meeting need be given, provided a majority of the Board members are present at the annual meeting. Typically, the Board will meet immediately following the annual meeting to elect officers.

B. Notice of regular Board meetings shall be given at least 7 days prior to the meeting. Notice of special Board meetings shall be given at least 3 days prior to the meeting. Notice shall be by mail, telephone or email. If a schedule is set for regular Board meetings, no notice beyond the schedule need be given.

C. All Board meetings shall be open to attendance by Members of the Association, or their representatives, provided that the Board may go into executive session for any purpose allowed by law. Members may be excluded from executive session. Prior to going into executive session, the chair of the meeting shall announce the purpose for the executive session.

D. The Board may post notice of upcoming Board meetings on the Association bulletin board next to the mailbox unit at Forestgate Drive and Lochwinnoch Lane.

E. The meeting agenda shall be made reasonably available for examination by Members of the Association or their designated representatives. Typically, the order of business at all meetings of the Board shall be as follows:

- (1) Verify attendance
- (2) Members' Forum
- (3) Approval of minutes of preceding meeting(s) (if no changes, they stand as submitted)
- (4) Reports of Officers
- (5) Reports of Committees

- (6) Continuing business
- (7) New business
- (8) Adjournment

F. There shall be a Members' forum at the beginning of each regular Board meeting. The Members' forum shall be for up to 15 minutes, although the Board may extend this time in its discretion. The rules for Member participation during the meetings are as follows:

(1) Each Member who wishes to address the Board on an agenda item or on any other matter will be given a reasonable time to speak, provided the chair may impose reasonable time limits to facilitate Member participation. After other Members have had an opportunity to speak, then a Member who has already spoken will be given another opportunity, time permitting.

(2) Each Member who wishes to speak must be recognized by the Chair. Once recognized, the Member shall state his/her name and address.

(3) All comments must be delivered in a businesslike and professional manner. Personal attacks or inflammatory comments will not be permitted.

(4) A Member who wishes to speak about any matter on the agenda of the Board meeting shall do so only during the Members' forum.

(5) The Board is not obligated to take immediate action on any item presented by a Member.

G. Following the conclusion of the Members' forum, the Board will proceed with the business portion of the meeting. Members who attend or remain may not participate in deliberation or discussion during this portion of the Board meeting unless expressly authorized by a vote of the majority of a quorum of the Board.

H. Items shall be discussed pursuant to the meeting agenda, provided that items may be taken out of order if deemed advisable by a majority of Board Members present. Items not on the agenda may be discussed once all other items have been concluded, time permitting. If items that are not on the agenda are discussed, Members shall be given a reasonable opportunity to comment in accordance with the terms of Paragraph F above.

I. Any director may make a motion. All motions shall be recorded in the minutes. Motions must be seconded to be discussed and voted upon. The minutes shall record the number of votes in favor, votes against, and abstentions.

J. Board meetings are not required to be held in accordance with Robert's Rules of

Order.

2. ANNUAL MEETINGS/SPECIAL MEMBER MEETINGS

A. The annual meeting shall be held on or about September 30 at the place and time set by the Board of Directors. The Board shall give a statement of all acts and corporate affairs and present the annual budget and statement of income and expenditures at the annual meeting, in addition to any other business to be conducted.

B. Notice of a Membership meeting shall be mailed or hand delivered to each Member at least fifteen (15) days prior to such meeting, special or annual. Notice shall also be posted on the Association bulletin board next to the mailbox unit at Forestgate Drive and Cairngorm Way. If a Member requests notice by e-mail only and provides an e-mail address, notice may be provided by e-mail.

C. Each Member will sign in prior to the meeting for himself/herself and for any proxies he/she holds. Voting rights of delinquent Members are suspended and such Members shall not be given a ballot. If an election or vote is to be held, the Member will be given the appropriate number of ballots.

(1) Any ballot for the election of directors shall be a secret ballot, if required by law, or if requested by any Member.

(2) If secret balloting is not required, the Association may indicate the number of proxies held on the ballot itself.

D. The President of the Board of Directors, or other person directed by the Board, will call the meeting to order and conduct the meeting. The meeting shall proceed in the order set forth in the agenda. The order of business typically shall be as follows:

- (1) Roll call and certifying proxies
- (2) Proof of notice of meeting or waiver of notice
- (3) Approval of minutes of preceding meeting (if no change, they shall stand as submitted)
- (4) Reports of Officers
- (5) Reports of Committees
- (6) Election of Directors
- (7) Unfinished business
- (8) New business (including Member Forum)

(i) Adjournment

E. Member Forum: Each Member who wishes to speak will be given five (5) minutes to speak, provided the chair may impose reasonable time limits to facilitate Member participation.

Members may not speak a second time until everyone who wishes to speak has been given an opportunity to speak once. Members may not speak more than twice on any one topic, subject to the chair's discretion.

F. Members must maintain decorum and refrain from addressing the Membership or Board until recognized by the Chair. Upon being recognized, the Member must state his/her name and address.

G. Members may not interrupt anyone who validly has the floor, or otherwise disrupt the meeting. Members may not engage in personal attacks on either Board Members or other Association Members. All comments and questions are to be delivered in a businesslike manner and comments shall be confined to matters germane to the agenda item being discussed. No Member may use abusive, rude, threatening, vulgar or crude language.

H. Members must obey all orders made by the meeting Chair, including an order to step down.

I. Any Member who refuses to follow the above rules will be asked to leave the meeting.

J. Any motions must be seconded prior to discussion and voting. Because the nature of a motion and vote may be outside the Members' authority, the Board reserves the right to determine whether a motion will be considered binding on the Association or a recommendation for proceeding. Such determination may be made following consultation with legal counsel.

K. Meetings are not required to be held in accordance with Robert's Rules of Order.

IN WITNESS WHEREOF, the undersigned certify that the Conduct of Meetings Policy and Procedure was adopted by resolution of the Board of Directors of the Association this 22nd day of September, 2006.

HIGHLAND PARK NEIGHBORHOOD ASSOCIATION, INC.



Douglas H. Barber-President



Marge Shuger-Secretary