OPEN MEETING POLICY
08-09-17

1. **Policy Accountable Owner and Key Words: BOD**
    a. **Meeting, Agenda, Quorum, Board, Executive Session, Open Forum, Minutes**

2. **Policy Name: Open Meeting Policy**

3. **Purpose of Policy:** All meetings of the Genesee Foundation Board of Directors and any committees to the Board (for the purposes of this Policy, the Architectural Review Committee (ARC) is considered to be a committee of the Board) shall be open to attendance by all members of the Genesee Foundation (henceforth referred to as "members") or their designated representatives. This policy extends to Board meetings, committee meetings, the Annual meeting, and special meetings.

4. **Policy details:**

    1. **Notice of Meeting**.

    (A) Postings:

    a. **Board and ARC meetings**: (1) The Board and ARC shall have the date, time, and location of all regular meetings published on the Foundation website. (2) All meeting notifications shall be published at least three business days in advance on the Foundation website. (3) Changes in published meeting date, time and location, as well as the date, time, and location of any special meetings (as required at the discretion of the Board and or ARC), which cannot be published three days in advance, shall be posted on the Foundation website as soon as possible as well as outside the Foundation office in the Vista Clubhouse and at the Foothills Clubhouse. (4) Additionally, for Board meetings, sign boards shall be placed throughout the community notifying residents of upcoming meetings. (5) The Board shall inform all members, at least annually, of the physical location(s) where agendas and meeting notices may be posted, or the website address where online postings may be viewed. The Board shall give thirty days' advance notice of any change in the manner or means by which meeting information will be provided.

    b. **Committee meetings:** All Committees shall endeavor to have the date, time, and location of all regular meetings published on the Foundation website in advance of the meeting.

    c. **Electronic Posting: Board Meetings and Annual/Special Owner Meetings**: Notification of such meetings will be provided electronically to owners of record who request such notice and provide a current email address.

    (B) Agendas: (1) Board meeting agendas shall be posted at least three business days in advance on the Foundation website. (2) Committees will endeavor to post agendas in advance of the meeting on the Foundation website. (3) Copies of Board and Committee agendas shall be made available to all members or their designated representatives attending meetings.

(C) Virtual Meetings: If a Board or Committee is conducting an open meeting by or including video conferencing, the link for that video conference shall be included with the posting. Virtual meeting participants must be members of the community and identify themselves by name so that they may be recognized as a member of the community.

2. **Member Participation**.
(A) Board Meetings: (1) At the beginning and/ or conclusion of meetings of the Board, or before a vote is taken on an issue, time will be set aside for comments and questions from members or their designated representatives (2) The presiding officer may determine when, during discussion on any item, member comments shall be taken. (3) The presiding officer may place a 5-minute restriction on persons speaking during the meeting. If more than one person desires to address an issue and there are opposing views, the board shall provide for a reasonable number of persons to speak on each side of the issue (4) The Foundation has adopted a "Civility Commitment" that is recognized and adhered to in all Board and Committee meetings. Comments are to be offered in a respectful and civilized manner.
(B) Committee Meetings: Committee meetings are subject to the same member participation requirements as Board meetings.

3. **Executive Session**. The Board or any committee of the Board may meet in executive or closed session to discuss matters enumerated in paragraphs 3 (A) to (E). Prior to the time the members of the Board or committee thereof convene in executive session, the chair of the body shall announce the general matter of discussion.

(A) Matters pertaining to employees of the Foundation or involving the employment, promotion, discipline, or dismissal of an officer, agent, or employee of the Foundation.
(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 and client
(C) Investigate proceedings concerning possible or actual criminal misconduct
(D) Matters subject to specific constitutional, statutory, or judicially imposed requirements protecting proceedings or matters from public disclosure.
(E) Any matter the disclosure of which would constitute an unwarranted invasion of individual privacy.

Neither the Board nor any committee thereof may adopt any rule or regulation during an executive session. A rule or regulation may be adopted only during a regular or special meeting or after the body goes back into regular session following an Executive Session.

4. **Conducting of Meetings**

Generally, the following order of business shall apply:

A. Call to order
B. Proof of quorum
C. Approval of minutes
D. Reports of officers
E. Reports of committees
F. Unfinished business
G. New business

H. Open Forum
I. Adjournment

All actions and/or decisions will require a motion and a second to the motion. Discussion by the Board or committee members or Foundation members may occur after a motion has been made and seconded and prior to calling the question and taking a vote. Prior to the vote, a motion to amend the main motion may be made and seconded and, in that case, the motion to amend shall be voted on before the main motion. Once a vote on the main motion has been taken, there will be no further discussion regarding that topic at the meeting at which the vote occurred.

Section 4 does not apply to the Architectural Review Committee.

5. **Recording of Minutes**: Minutes are part of the Foundation permanent records and, as such, are in the record retention schedule.

(A) Board Meetings: Audio recordings of Board meetings shall be created in accordance with the Recording Board Meetings Policy. The Secretary of the Board shall record and distribute written minutes of meetings of the Board of Directors at which a quorum is present, and that in the absence of the Secretary at any such meeting, the Board member presiding over the meeting shall designate another member of the Board to undertake the functions of the Secretary. Upon a timely approval by the Board, meeting minutes are posted on the Foundation website.

(B) Committee Meetings: The committee chair shall appoint a secretary to record (keep) notes and minutes of the meeting as it proceeds and distribute minutes to committee members and the Foundation office. Upon timely committee approval, meeting minutes are shared electronically with all committee members and posted on the Foundation website.

(C) Executive Sessions: The minutes of all meetings at which an executive session was held shall indicate that an executive session was held as well as the general subject matter of the executive session as enumerated in section 4, paragraphs (A) to (E).

Reference: Title 24 Government State Administration, Article 6 Colorado Sunshine Law, Part 4: Open Meeting Law *C.R.S. 24-6-402* http://www.lexisnexis.com/hottopics/colorado/ (Colorado Common Interest Ownership Act ("CCIOA"))

APPROVED BY: Board of Directors
SUPERCEDES: February 28, 1996, August 10, 2005, September 14, 2005, October 8, 2008, January 13, 2012, August 9, 2017, May, 26, 2021
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