



## **Roosevelt Ridge Special Meeting**

April 25<sup>th</sup>, 2018

7:30 PM (MST)

<https://cuboulder.zoom.us/j/185095758>

(669) 900-6833

Meeting ID: 185 095 758



- Order of Business
  - Roll Call (Quorum > 40%)
  - Proof of Notice
- Election Process
- Ballot Process, Timelines & Committee



- CRNCA details what is required on the ballot
  - Number of responses required
  - Time & Date ballot must be returned
  - Written information detailing vote
- CCIOA Describes how the election must be organized
  - Contested elections require a secret ballot
  - Committee or neutral 3rd party
  - Results cannot disclose voting information, just winners
- RR Bylaws and Declaration further describe the process
  - Suspending voting rights, required notice, voting and other additional details
  - Bylaws, Section 4.14 governs "Action of Members Without a Meeting." Any action taken without a meeting requires unanimous signed member approval.
- Annexation is required to participate in the election (ballot due date)
  - Supplemental declarations were provided in March by the declarant
  - Three of seven lots have returned signed forms to date.



- Ballots cannot have identifiable information on them, sealed envelope or removable cover page, etc
- Mail, email (attachment) or physical drop box are all suitable forms of collecting ballots
- Proxies are allowed and must be recorded by the HOA secretary
- HOA secretary will collect and disseminate candidacy letters
- Once the HOA agrees on who should participate in the Ballot Committee, that committee will work with the existing board to establish a process for ballots, collect and record the results.
- Ballots must be kept for 1 year
- Ballot return date goal is May 10th, 2019



- Review ballots concept
- Approve ballot committee
- Approve timelines (ballots due by)
- Schedule a meeting (as required)



- **4.3 Special Meetings of Members.** Special meetings of the Members may be called by the President or the Executive Board of the Association or by Members holding not less than one-third (1/3rd) of the total votes of all Members, excluding votes of Declarant, or by Declarant if it holds at least 5% of the total votes of all Members. No business shall be transacted at a special meeting of Members except as indicated in the notice thereof.
- **4.7 Quorum at Members' Meetings.** Except as may be otherwise provided in the Declaration, the Articles of Incorporation or these Bylaws, and except as hereinafter provided with respect to the calling of another meeting, the presence, in person or by proxy, of Members entitled to cast at least 40% of the votes of all Members shall constitute a quorum at any meeting of such Members. Members present in person or by proxy at a duly organized meeting may continue to transact business until adjournment, notwithstanding the withdrawal of Members so as to leave less than a quorum. If the required quorum is not present in person or by proxy at any such meeting of Members, another meeting may be called, subject to the notice requirements herein above specified, and the presence, in person or by proxy, of Members entitled to cast at least 25% of the votes of all Members, shall, except as may be otherwise provided in the Declaration, the Articles of Incorporation or these Bylaws, constitute a quorum at such meeting.
- **4.11 Order of Business.** The order of business at any meeting of Members shall be as follows: (a) roll call to determine the voting power represented at the meeting; (b) proof of notice of meeting or waiver of notice; (c) reading of minutes of preceding meeting; (d) election of Directors (at annual meetings or special meetings held for such purpose) and (e) any other business of Association.
- **4.14 Action of Members Without a Meeting.** Any action required to be taken or which may be taken at a meeting of Members may be taken without a meeting if a consent, in writing, setting forth the action so taken, shall be signed by all of the Members entitled to vote with respect to the subject matter thereof. In addition, any action required to be taken or which may be taken at a meeting of Members may be taken without a meeting if and to the extent permitted by the Colorado Revised Nonprofit Corporation Act.
- **Colorado Revised Non Profit Corporation Act 7-127-109. Action by written ballot.**
- (1) Unless otherwise provided by the bylaws, any action that may be taken at any annual, regular, or special meeting of members may be taken without a meeting if the nonprofit corporation delivers a written ballot to every member entitled to vote on the matter. (2) A written ballot shall:
  - (a) State each proposed action; and
  - (b) Provide an opportunity to vote for or against each proposed action.
- (3) Approval by written ballot pursuant to this section shall be valid only when the number of votes cast by ballot equals or exceeds the quorum required to be present at a meeting authorizing the action, and the number of approvals equals or exceeds the number of votes that would be required to approve the matter at a meeting at which the total number of votes cast was the same as the number of votes cast by ballot.
- (4) All solicitations for votes by written ballot shall:
  - (a) Indicate the number of responses needed to meet the quorum requirements;
  - (b) State the percentage of approvals necessary to approve each matter other than election of directors;
  - (c) State the time by which a ballot must be received by the nonprofit corporation in order to be counted; and
  - (d) Be accompanied by written information sufficient to permit each person casting such ballot to reach an informed decision on the matter.
- (5) Unless otherwise provided by the bylaws, a written ballot may not be revoked.
- (6) Action taken under this section has the same effect as action taken at a meeting of members and may be described as such in any document.
- **CCIOA 38-33.3-310. Voting - proxies.**
- (1) (a) If only one of the multiple owners of a unit is present at a meeting of the association, such owner is entitled to cast all the votes allocated to that unit. If more than one of the multiple owners are present, the votes allocated to that unit may be cast only in accordance with the agreement of a majority in interest of the owners, unless the declaration expressly provides otherwise. There is majority agreement if any one of the multiple owners casts the votes allocated to that unit without protest being made promptly to the person presiding over the meeting by any of the other owners of the unit. (b) (I) (A) Votes for contested positions on the executive board shall be taken by secret ballot.
  - This sub-subparagraph (A) shall not apply to an association whose governing documents provide for election of positions on the executive board by delegates on behalf of the unit owners.
  - (B) At the discretion of the board or upon the request of twenty percent of the unit owners who are present at the meeting or represented by proxy, if a quorum has been achieved, a vote on any matter affecting the common interest community on which all unit owners are entitled to vote shall be by secret ballot.
  - (C) Ballots shall be counted by a neutral third 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 and, in the case of a contested election for a board position, shall not be candidates.
  - (D) The results of a vote taken by secret ballot shall be reported without reference to the names, addresses, or other identifying information of unit owners participating in such vote.