

## **Resolution of the Townhomes at Red Hawk Homeowner's Association Regarding the Removal of a Board Member**

**Subject:** Policy to Remove of a Board Member

**Purpose:** To adopt a procedure and policy outlining the removal of a Member of the Board of Directors

**Authority:** The Declaration, Bylaws and Articles of Incorporation of the Association and Colorado law.

**Effective Date:** April 12, 2006

**Resolution:** The Association hereby adopts the following procedures to be followed regarding the removal of a Member from the Board of Directors.

**1. Scope:** To define procedures to be followed when removing a Member from the Board of Directors.

**2. Specifics:**

Violations may be either observed by the Board of Directors or the management company or reported via written correspondence through e-mail, fax, or mail service stating very specifically the violation observed with details of who, place, date and time, what occurred, and what is being violated within the governing documents.

**The duties of the Board of Directors are to:**

- Set and collect assessments
- Responsibly protect the community assets
- Interpret and clarify the declarations, bylaws, and policies (governing documents, rules, regulations)
- Review and investigate allegations of actions against and / or counter to the declaration, bylaws, and policies (i.e. governing documents)
- Enforce remedies available under the Association's declarations, bylaws, and policies; including collections and rules enforcement

In order to avoid either the actual or perceived impropriety by Members of the Board of Directors, the Board Members must conduct themselves, their business, and the business of the Association in a polite and professional demeanor while exhibiting themselves as a role model for the community. As such, the following is a list of justifications to remove a Board Member from the Board of Directors, and may be discussed and acted upon as necessary while being ratified at the next Board Meeting (including calling special meetings to address the concern):

- **Assessments:** Board Members must remain current on Association dues at all times. Board Members who become more than 30 days past due (i.e. due for assessments,

late fees, fines, or other costs accrued in more than the current month) may be immediately removed from the Board of Directors.

- **Meetings:** Board meetings are mandatory, and Board Members must actively participate in and at Board of Director meetings. Board Members may be removed from the Board of Directors for failing to attend 2 meetings in the most-recent 12 month timeframe, leaving early, or inactive and / or disruptive behavior.
- **Responsiveness:** The decisions and actions taken by the Board are conducted in Board meetings. However, much of the preliminary work that's completed prior to Board meetings is conducted by e-mail. Board Members who remain unresponsiveness to e-mails, phone calls, and written correspondence regarding Association Business hamper the Board's ability to respond timely to Association business. Board Members must actively participate in correspondence by the Board and Management Company to facilitate the efficient conduct of Association business. Failure to responsibly, responsively, and timely respond to Association business is reason for removal from the Board of Directors.
- **Governing Documents:** Board Members must abide by Association declarations, bylaws, policies, rules, and regulations. Board Members who elect to disregard the governing documents of the Association exhibit a wanton disregard of the governing documents "and" the Board of Directors, and may present a real or perceived impropriety by enforcing rules against Association members while failing to personally adhere to the same rules, regulations, policies, bylaws, and declarations.
- **Behavior:** Board Members must exhibit an open, friendly, and respectful demeanor to fellow Board Members, Association members, employees, and vendors hired by the Board of Directors. Harsh, callous, disrespectful, antagonistic, and unjustifiably accusatory tone, language, and / or insinuation are unacceptable. Established patterns of these negative behaviors is reason for dismissal from the Board of Directors.

Board Members may be removed by the simple majority of the remaining Board Members, provided 3 or more Board Members are present. Board Members who are removed from the Board of Directors immediately relinquish their position from the Board of Directors. The Board Member who is removed from the Board of Directors may appeal the remaining Board's decision. The appeal must be in writing, indicate specifically the reasons the ex-Board Member should be reinstated, and presented to the Management Company for distribution to the remaining Board Members. The remaining Board Members will set a date and time for the hearing at their earliest convenience at which time, the removed Board Member is given a reasonable chance to be heard. If the owner does not like the finding of a hearing, a request to appeal the findings may be requested. The Board of Directors may conditionally reinstate the removed Board Member. Failure of the reinstated Board Member to successfully satisfy the conditions of reinstatement will void the Board Member's reinstatement.

The past due Board Member may appeal to the remaining Board Members, present their reasons for being past due for more than the current month's assessments and late fees, and request an exception. Exceptions may not be more than 30 days and in which the past due Board Member must pay all assessments, late fees, fines, etc. that are due, and exceptions may not be more than once in the most-recent 12 month timeframe.

**3. Definitions:** Unless otherwise defined in this Resolution, initially capitalized or terms defined in the Declaration shall have the same meaning herein.

**4. Supplement to Law:** The provisions of this Resolution shall be in addition to and in supplement of the terms and provisions of the Declaration and the law of the State of Colorado governing the Project.

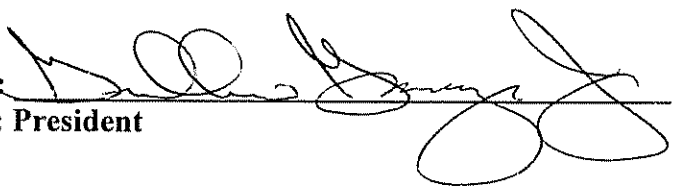
**5. Deviations:** The Board may deviate from the procedures set forth in this Resolution if in its sole discretion such deviation is reasonable under the circumstances.

**6. Amendment:** This procedure may be amended from time to time by the Board of Directors.

**President's Certification:** The undersigned, being the President of the Association certifies that the foregoing resolution was adopted by the Board of Directors of the Association and in witness thereof, the undersigned has subscribed his/her name.

**Townhomes at Red Hawk Homeowners Association**

By: \_\_\_\_\_  
Its: President

A handwritten signature in black ink, written over a horizontal line. The signature is cursive and appears to be "Dennis J. [unclear]".