

**WINDJAMMER HOMEOWNERS' ASSOCIATION**  
**ADOPTION OR AMENDMENT OF POLICIES AND RULES POLICY**  
**25 October 2021**

**Authority:** CRS 38-33.3-209.5, Responsible Governance Policies, Para (1) (b) (VII)  
CRS 38-33.3 217, Amendment of Declaration, Para (1) (a) (I)  
Declaration, Section 709, Amendment and Extensions  
Bylaws, Article III, Section 3.7, Method of Adopting Rules and Regulations  
Bylaws, Article XIV, Section 14.1, Amendment

**Purpose:** This Policy outlines the procedures for adopting or amending Rules and Policies of the Windjammer Homeowners Association ("**Association**"). For the purpose of this Policy, **Owners** refers to both resident and non-resident owners of any property subject to the Association's Covenants and Policies. Changes to Bylaws occur at any regular or special meetings of Owners (known as a "**Member meeting**") and require a 75% passing vote of Lots in attendance, provided a quorum is present. Policies and procedures may be amended by a majority vote of the Directors of the Board ("**Board**"). Any establishment, removal, or modification ("**Change**") of Bylaws, Declarations, or policies and procedures will be sent to all Owners through various means, including formal notices, publication in the Association newsletter, and on the Association website.

**Procedure:**

**Bylaws**

- a. Bylaws of the Association may be amended at any Member meeting. Proper notice to Owners and a legal review by the Board must be performed prior to the meeting. A quorum of 25% of all Lots within the Association must be present (68 lots for a quorum from 272 lots in the Association). Owners may attend in person or may provide a proxy to represent them. A 75% passing vote at the Member meeting is required to amend the Bylaws. Changes adopted by vote of Owners will become effective on the day after publishing (see Publication of Changes section below).
- b. Any Owner electing to propose a change to the Bylaws at a Member meeting should notify the Association Secretary in writing no later than ten (10) days before the Association publishes the Member meeting notice.

**Declarations**

- a. Any Owner electing to propose a change to the Declarations may initiate a vote by gathering sufficient signatures through a petition to the Board to conduct a vote. The Board reserves the option to publish its own opinion of any proposed amendment, so Owners are encouraged to coordinate their idea in advance with the Board. All proposed Declaration Changes are subject to legal review; if a Change is adopted by the Owners that is not supported by the law, the amendment is unenforceable and will be denied by

the Board. All proposed Changes to the Declaration require that a notary public who is not associated with the proposal validate all signatures at the end of the collection period. Completed proposals not conducted by the Board should be submitted to the Board of Directors for recording and distribution to Homeowners.

- b. After proper notice to Owners and after legal review at Board's discretion, the Declaration may be amended, or a new section may be added by an instrument signed and acknowledged by votes of at least 182 Lots (2/3 of the Lots). Amendments or additions to the Declaration may be initiated by the Board or by any Owner. The Board may direct that Owner-initiated amendments be funded by interested Owners. Such instruments will become valid upon proper recording with the Clerk and Recorder of El Paso County and delivery of a copy to each Owner within the Association.

### **Policies and Procedures**

- a. Any Director electing to propose a policy or procedure should present the proposal to the Board at the next scheduled meeting. The Board will attempt to mention the proposed Change of any policy in the agenda of the next Board meeting, but a failure to do so shall not prevent the Change of said policy from occurring. Any member seeking a Change to a policy or procedure may submit their suggestion to the Board.
- b. The Board of Directors may establish and amend policies and procedures as necessary to properly execute the responsibilities of the Board and the Association. The Board retains the right to Change policies and procedures solely in the form of a motion adopted at a Board meeting and recorded in minutes (e.g., a policy pertaining to a detail of internal Board operations), but to the maximum extent feasible, the Board will maintain policies and procedures in separate documents entitled Policy/Procedure. Policies and procedures will be effective upon delivery of the adopted/amended policy/procedure to all Owners, via website. Policies and procedures may be adopted in a Board meeting by a majority affirmative vote of a quorum of Directors present or may be adopted between meetings of the Directors upon successful electronic voting of Directors, in accordance with Bylaws 5.1.
- c. Policies may be adopted to
  - Clarify requirements established by the Bylaws, Articles of Incorporation, or Declaration,
  - Incorporate Colorado Revised Statutes (CRS) (applicable to WJHOA) into requirements established by the Bylaws, Articles of Incorporation, or Declaration,
  - Provide procedures to assist Owners in compliance with a Declaration,

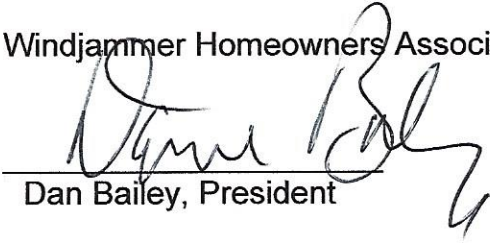
- Exercise responsible management of Board responsibilities as specified in CRS, Bylaws, Articles of Incorporation, and Declaration.
- d. The Association Secretary will schedule every three years a review of policies for revision and/or renewal by the Executive Committee. The exception is the Conflict-of-Interest Policy which must be reviewed annually. The Executive Committee will present proposed revised policies to the Board of Directors for approval at the next board meeting.

### **Publication of Changes**

The Board of Directors shall cause to be published or distributed to Owners notice of any Change of the Bylaws, the Declaration, or any policies or procedures on or before seven (7) days after such Change. In addition to any formal notice required above, notice may be accomplished by posting written notice of any Change to the Association Website, by email to those Owners who have requested such notification, or as an inclusion in the next scheduled Association newsletter.

IN WITNESS WHEREOF, the undersigned certifies that this Policy and Procedures was revised by resolution of the Board of Directors of the Association on this 25<sup>th</sup> October 2021.

Windjammer Homeowners Association is a Colorado Non-profit Corporation

  
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Dan Bailey, President