



Ponderosa Ridge HOA  
Board of Directors Resolution  
Bylaws Amendment: Online Meetings + Mail & Electronic Voting

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WHEREAS the Ponderosa Ridge HOA Bylaws Article 8 states that the Bylaws may be amended at any time and in any manner through Board resolution, provided that such resolution is not inconsistent with the Articles, Declaration or the law;

WHEREAS the Bylaws do not specifically allow for membership vote by mail or electronic voting, yet Article 2 mandates that the Board host meetings regularly to conduct business on behalf of the Association;

WHEREAS the landscape of business practice is evolving to utilize technology and provide greater access; conversely, meeting spaces that suit the Association's needs are increasingly more difficult to secure;

WHEREAS the Board of Directors and Membership at large continued with Association business via Zoom when Covid restrictions made it impossible to meet in person, confirming that online platforms are a valuable tool for extending access to community members who wish to participate;

LET IT BE RESOLVED that the following Bylaws Amendments are hereby adopted forthwith. No text is proposed to be removed from the current language; the only change is the addition of the bolded/highlighted text in each of the Articles listed below.

*"Article 2.2 Voting Requirements. Any action by the Association which must have the approval of the Association membership before being undertaken shall require the vote of a majority of the votes entitled to be cast by the Members **represented by electronic or mail-in ballot or** present or represented by proxy at a meeting at which a quorum is present..."* (The remainder of this section is unchanged.)

*"Article 2.3 Quorum. The presence in person or by proxy **or by written or electronic ballot** of at least twenty-five percent (25%) of the voting power, both classes combined (and the presence of the Declarant, where the Declarant owns at least 15% of the Lots in the Project) shall constitute a quorum..."* (The remainder of this section is unchanged.)

*"2.7 Notice and Location of Meetings. ...Meetings of the Association shall be held within the Property, **online or by any other electronic means that complies with open meeting requirements,** or at a convenient meeting place close to the Property..."* (The remainder of this section is unchanged.)

*"3.5 Regular Meetings. Regular meetings of the Board shall be conducted at least quarterly at a time and place within the Property, **online or by any other electronic means that complies with open meeting requirements,** or at a convenient meeting place close to the Property..."* (The remainder of this section is unchanged.)

The above stated Bylaws Amendments shall go into effect upon distribution to the Membership, which is scheduled to accompany the 2024 Board of Directors Election Call for Candidates later this week. This resolution is adopted by unanimous written consent of the Board, as attested by the Board President's signature below.

DocuSigned by:

*Ben Phillabaum*

3/14/2024

Attested:

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Ben Phillabaum, Board President