

# RACQUET CLUB OWNERS ASSOCIATION

## Resolution Adopting New Policy and Procedures for the Inspection and Copying of Association Records and Email Communications

**Subject  
and**

**Purposes:**

By this resolution the Association adopts new governance policies, to comply with Colorado law and to amend, restate and revise prior governance policies on Inspection and Copying of Association Records and Email Communications

**Authority:**

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

**Effective**

**Date:**

\_\_\_\_\_, \_\_\_\_\_.

**Resolution:**

The Association adopts the governance policies as attached. The attached governance policies replace existing prior policies on these subjects, as of the effective date.

**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, at a duly called and held meeting of the Board of Directors on \_\_\_\_\_, 20\_\_\_\_.

## Racquet Club Owners Association

By: \_\_\_\_\_

President

## **Policies on the Inspection and Copying of Association Records**

### Access to Records

- The records set forth in this policy and in state statutes are to be made “reasonably available” for inspection and copying by a Member or the Member’s authorized agent.
- A purpose, of the owner requesting inspecting or copies of records to which they have access, is not required. No required or proper purpose is based on state statutes and despite any conflicting purpose requirements in the governing documents.
- “Reasonably available” means available during normal business hours after written request of at least 10 days or at the next regularly scheduled meeting, if such meeting occurs within 30 days after the request.
- The written request is to describe the records sought with reasonable particularity.
- The Board may require that requests be submitted on the form attached to this policy.
- Upon receipt of a request, the Association is to make an appointment with the Owner, at a time convenient to both parties (subject to the requirements above), to conduct the inspection.
- Unless otherwise agreed, all records are to be inspected at the offices of the Association.
- All appointments for inspection will be limited to business hours, 9:00 a.m. to 4:00 p.m., Monday through Friday.
- At the discretion of the Association manager, records will be inspected only in the presence of a management employee or other person designated by the manager.
- During inspection, an Owner may designate pages to be copied with a paperclip, post-it note or other means provided by the Association.
- Copies will be made at a cost based on the standard schedule of fees charged by the Association, which charges may include reasonable retrieval costs for off-site files.
- The Owner is responsible for paying the total copying cost prior to receiving the copies.
- Records may not be removed from the office in which they are inspected without the express written consent of the manager.

### Records to be Maintained

- In addition to any records specifically required by the Association’s Declaration or Bylaws, the Association is to maintain the following records:
  - detailed records of receipts and expenditures affecting the operation and administration of the Association
  - minutes of Membership meetings, minutes of Board meetings, a record of all actions taken by the Members or Board without a meeting (i.e., by

- written ballot or written consent in lieu of a meeting), and a record of all recommendations issued by a committee of the Board
- written communications among, and the votes cast by, Board members that are directly related to an action taken by the Board without a meeting pursuant to the Association’s Bylaws or Colorado law
  - records of claims for construction defects and amounts received pursuant to settlement of those claims
- the names of Members in a form that permits preparation of a list of names and physical mailing addresses of all Members (“Membership list”)
  - the current Articles of Incorporation, Declaration, Covenants, Bylaws, Rules and Regulations, responsible governance policies required pursuant to Colorado law, and any other policies adopted by the Board
  - annual financial statements for the past three years
  - financial statements, to the extent available, showing, in reasonable detail, the Association’s assets and liabilities and results of its operations for the past three years
  - tax returns for the past seven years, to the extent available
  - a list of the names, electronic mail addresses and physical mailing addresses of its current directors and officers
  - its most recent annual report delivered to the Secretary of State
  - financial records sufficiently detailed to enable the Association to provide statements of unpaid assessments in accordance with the Colorado Common Interest Ownership Act
  - the Association’s most recent reserve study, if any
  - current written contracts to which the Association is a party
  - written contracts for work performed for the Association within the immediately preceding 2 years
  - records of Board or committee actions to approve or deny design or architectural approval from Members
  - ballots, proxies, and other records related to voting by Members for one year after the election, action, or vote to which they relate
  - resolutions adopted by the Board relating the characteristics, qualifications, rights, limitations, and obligations of Members or any class of Members
  - written communications within the past three years to Members generally as Members
  - the following additional information as required by C.R.S. 38-33.3-209.4 as part of the Association’s annual disclosures:
    - the date on which the fiscal year commences
    - the operating budget for the current fiscal year
    - a list, by type, of the Association’s current assessments (regular and special)
    - the annual financial statements, including any amounts held in reserve, for the fiscal year immediately preceding the current annual disclosure

- the results of the most recent available financial audit or review, if any
- a list of all Association insurance policies, including company names, policy limits, policy deductibles, additional named insureds, and expiration dates

The records in this section are the sole records of the Association to be maintained and to be available for inspection.

If the Association stores other types of documentation, or stores documentation for a longer time period than may be required above, such documents are not considered records of the Association available for inspection and copying.

Creation of Records. Nothing contained in these policies may be construed to require the Association to create records that do not exist or compile records in a particular format or order.

Restrictions on Uses of HOA Records.

- No Member may use Association records or allow Association records to be used for commercial purposes.
- Membership list may not be:
  - used to solicit money or property unless such money or property will be used solely to solicit votes of the Members in an election held by the Association
  - used for any commercial purpose
  - sold to or purchased by any person
  - used for any purposes unrelated to the Member's interest as a Member, or
  - used for any other purpose prohibited by law
- Any Member requesting a Membership list may be required to sign the agreement attached to this policy indicating that he/she will not use the list for the purposes stated above.
- The Association may pursue any Owner for damages or injunctive relief or both, including reasonable attorney fees, for abuse of inspection and copying rights, including use of any records for a commercial purpose.

HOA Records that may be withheld from Inspection or Copying. Pursuant to Colorado law, the following records may be withheld from inspection and copying to the extent that such records are or concern:

- architectural drawings, plans, and designs, unless the legal owner of such drawings, plans, or designs provides written consent to the release

- contracts, leases, bids or records related to transactions to purchase or provide goods or services that are still in or under negotiation
- communication with legal counsel protected by the attorney-client privilege or the attorney work product doctrine
- disclosure of information in violation of law
- records of an executive session of the Board
- records related to an individual owner other than the Members

HOA Records – Not Available for Inspection or Copying. Pursuant to Colorado law, the following records are not subject to review, inspection and/or copying and will be withheld from any inspection:

- personal identification and account information of Members, including:
  - bank account information
  - telephone numbers
  - electronic mail addresses
  - driver’s license numbers
  - social security numbers
  - vehicle identification information
  - personnel, salary, or medical records related to specific individuals

Supplement to Law. This policy is in addition to and in supplement of the terms and provisions of the Declarations and the law of the State of Colorado governing the community.

Deviations. The Board may deviate from the procedures set forth, if in its sole discretion such deviation is reasonable under the circumstances.

Definitions. Unless otherwise defined, initially capitalized or terms defined in the Declarations may have the same meaning in this policy.

**RACQUET CLUB OWNERS ASSOCIATION**  
**Request for Access to Association Records**

Member Name: \_\_\_\_\_ Date: \_\_\_\_\_

Address: \_\_\_\_\_

Telephone #: \_\_\_\_\_

I request that Racquet Club Owners Association, Inc. provide access to the records of the Association.

I understand that upon receipt of this request, the Association will set an appointment with me during regular business hours.

The records that I wish to review are (attach a separate piece of paper if necessary):

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

I acknowledge and accept the Association's records inspection policy.

I acknowledge and accept that the records of the Association will be made available to me only at such time and place as the Association's policy provides, and that there may be a cost associated with providing copies of these documents for me.

I agree to pay any costs associated with copying these documents.

In the event the records provided to me by the Association are used for any commercial purposes, I will be responsible for any and all damages, penalties and costs incurred by the Association, including attorney fees, and I will be subject to all enforcement procedures available to the Association through its governing documents and/or Colorado law.

Member Signature: \_\_\_\_\_ Date: \_\_\_\_\_

**Agreement Regarding Use of the Membership List of the  
Racquet Club Owners Association**

Member Name: \_\_\_\_\_ Date: \_\_\_\_\_

Address: \_\_\_\_\_

Telephone #: \_\_\_\_\_

I have requested a copy of the membership list.

The list is to be used only for the following purpose(s):

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

I understand that under the terms of Colorado law, the Membership or voting list may not be obtained or used for any purpose unrelated to my interests as a Member of the Association.

I further understand and agree that without limiting the generality of the foregoing, the membership list, or any part, may not be:

- Used to solicit money or property unless such money or property will be used solely to solicit votes of the Members in an election held by the Association
- Used for any commercial purpose
- Sold to or purchased by any person
- Used for any other purpose prohibited by law.

In the event the list is used for any improper purpose, I will be responsible for any and all damages, penalties and costs incurred by the Association, including attorney fees, and I will be subject to all enforcement procedures available to the Association through its governing documents and/or Colorado law.

Understood and agreed to this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_ .

Member Signature: \_\_\_\_\_ Date: \_\_\_\_\_

## **Email Communication Policies**

*The Association's Board of Directors recognizes the limitations involved with email correspondence, and due to the increased burden to the Board posed by email correspondence, the Association enacts the following policies and procedures:*

### **Board Action Taken Outside of a Meeting via Email.**

- The Board is to endeavor to limit action outside of a meeting, but at times action needs to be taken between Board meetings.
- If the Board feels a decision needs to be made outside of a Board meeting and the vote is to be taken by email, a Board member or managing agent is to state the motion or issue in an email, which is to be sent to all Board members, with a copy to the Association's primary record keeper.
- Action of the Board taken without a meeting must be in compliance with applicable provisions of the Bylaws.
- Board members are asked to respond to the email so that all may see the vote and a chain is created.
- The purpose of this procedure is to assist the record keeper in determining which email correspondence relates to actions taken outside of a meeting.
- Failure to strictly follow this procedure will not negate or invalidate the action, particularly if the action is affirmed at a meeting of the Board.

**Email Communication between Board Members.** All Board members are to be included on email discussions regarding Association business which would result in policy decisions or Board action being taken outside of a regular Board meeting, unless conflicts of interest dictate otherwise.

### **Email Communication between Individual Board Members and Owners.**

- Only an authorized officer is authorized to speak for the Board of the Association.
- The Board has designated the Manager or the President, or in the absence of the President, the Vice President to respond to the Owner on behalf of the Board as a whole.
- No individual Board member is authorized to speak for the Board as a whole.
- No individual Board member is authorized to communicate with residents on behalf of the Board regarding community business via email.
- Persons who submit an inquiry to an individual Board member are to be directed to submit their concerns and/or questions to the manager for coordination by the manager and/or for inclusion on the agenda at the next Board meeting.
- The Board may designate additional persons to respond to the Owner on behalf of the Board as a whole.

**Purging of Emails.** Except as required in Policies on the Inspection and Copying of Association Records relating to board decisions and deliberations by email, and except as to matters related to anticipated or pending litigation, other email communications may be purged after three years.

Supplement to Law. This policy is in addition to and in supplement of the terms and provisions of the Declarations and the law of the State of Colorado governing the community.

Deviations. The Board may deviate from the procedures set forth, if in its sole discretion such deviation is reasonable under the circumstances.

Definitions. Unless otherwise defined, initially capitalized or terms defined in the Declarations may have the same meaning in this policy.