

**Resolution
of
Vista Mesa Homeowners Association, Inc.**

Records Policy

The undersigned, being all of the Directors of Vista Mesa Homeowners Association, Inc. a Colorado non-profit corporation (the "Association"), hereby consent to, vote in favor of, and adopt the following resolution:

WHEREAS, the Board of Directors is empowered to govern the affairs of the Association pursuant to Article VII, Section 1 (a) Bylaws;

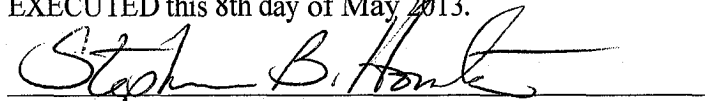
WHEREAS, the Association will establish a procedure to be used by unit owners (members) when requesting to inspect and/or copy association records; and

WHEREAS, the Board of Directors, in an effort to comply with this statute, desires to establish a policy that shall govern the Association's procedures pertaining to the availability of association records and the process for obtaining copies of Association documents;

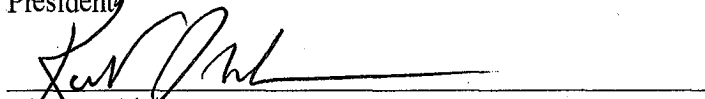
IT IS THEREFORE RESOLVED that the policy attached hereto as Exhibit A (hereafter referred to as "The Records Policy") shall be adopted and hereby established as the policy of this Association;

IT IS FURTHER RESOLVED that this policy shall remain in effect until amended or hereby terminated by a majority vote of the Board of Directors, and

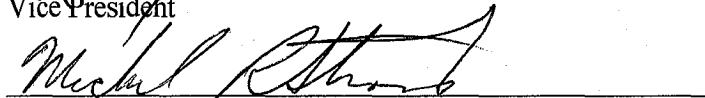
IT IS FURTHER RESOLVED that this policy shall take effect on January 1, 2013.
EXECUTED this 8th day of May 2013.



President



Vice President



Treasurer



EXHIBIT A

The Records Policy

1. **Association Records Policy.**

(a) The Association shall retain and produce to Owners the records required by C.R.S. 38-33.3-317 and 38-33.3-209.4 as well as any other records specifically set forth in the Association's Declaration or By-laws. The Association's Board of Directors, ("Board"), may in its discretion, adopt a List of Association Records setting forth the records which may be available for inspection.

(b) Owners of the Association may inspect those records as provided by the Statutory Records Law so long as the Owner is in good standing. For the purposes of this rule "good standing" of a Owner requires that the Owner has paid all assessments, and other sums, due to the Association and is not in violation in any of the Association's documents.

(c) The Association's records shall not include personal emails of officers and directors unless such persons authorize their use for Association's purpose.

2. **Examination Procedure.**

(a) The Association requires that the Owner submit a written request (in the form of the attached "**Document Request Form**") describing with reasonable particularity the records sought; such form must be received at least ten (10) days prior to inspection or production of the documents. The Association may limit examination and copying times to the normal business hours of its manager, if applicable, or the next regularly scheduled Board meeting if the meeting occurs within thirty (30) days after the submission of the written request. Owners who desire to examine Association records must make a mutually acceptable appointment with the records custodian and designate the estimated amount of time requested for records examination.

(b) If possible, the Association shall make an appointment with the Owner at a place and a time convenient to both parties, to conduct the inspection. However, if the request requires the participation of a Board member, or property manager, the time, place and length of inspections will be based upon the schedule of Board member or property manager, if applicable. All appointments for inspection will be limited to one (1) hour unless otherwise agreed by the Board member or manager if applicable; if additional time is needed, additional appointments will be made.

(c) At the discretion of the Board or the management company, if applicable, records will be inspected only in the presence of a Board member, management company employee or other person designated by the Board.

(d) The Owner shall not remove any document from the Association's records, nor shall the Owner remove records from the Association's place of business. Certain records may be copied, at the Owner's expense. During an inspection, the Owner may designate such records for copying by use of tab, clip, or Post-It note upon the pages desired, but may

not otherwise alter the records (for example, no folding, pencil or pen marks, etc.). The Association's records custodian, on behalf of the Association, will make the copies.

(e) The Association shall impose a reasonable charge, which shall be collected in advance and may cover the costs of labor, including labor to use, retrieve, observe, copy and deliver records, and the cost of material for copies of Association records. Maintaining Association information is an important function of the Association. Therefore, in order to ensure that records are not tampered with, removed, or destroyed, an agent of the Association or a staff member of the management company may remain present to observe Owners while they examine Association records and the Association may charge for any labor of such agent or staff member.

(f) Copies should be available within ten (10) working days of receipt of the request, unless the condition or voluminous nature of the records makes this time frame impractical. In such cases, the copies should be made available as soon as is practical.

(g) Depending on the number of pages requested, the records custodian may request that the Owner return at a later date to pick up the requested copies, in order to allow personnel to set aside time to reproduce the documentation requested.

(h) A right to copy records under this Rule includes the right to receive copies by photocopying or other means, including the receipt of copies through an electronic transmission if available, upon request by the Owner. Any applicable charges shall be collected in advance.

(i) All persons inspecting or requesting copies of records shall conduct themselves in a businesslike manner and shall not interfere with the operation of the Association's location where the inspection or copying is taking place.

(j) The Association is not obligated to compile or synthesize any information.

3. **Exclusions.** Records maintained by the Association may be withheld from inspection and copying to the extent that they concern any of the following:

(a) Architectural drawings, plans, and design, unless released upon the written consent of the legal owner of the drawings, plans, or designs;

(b) Contracts, leases, bids, or records related to transactions to purchase or provide goods or services that are currently in or under negotiations;

(c) Communications with legal counsel that are otherwise protected by the attorney-client privilege or the attorney work product doctrine;

(d) Disclosure of information in violation of law;

(e) Records of an executive session of the Board; or

(f) Individual units other than those of the requesting Owner.

4. **Other Confidential Records.** Records maintained by the Association are not subject to inspection and copying and must be withheld to the extent that they are of concern to the following:

(a) Personnel, salary or medical records relating to specific individuals; or

(b) Personal identification and account information of Owners, including bank account information, telephone numbers, electronic mail addresses, driver's license numbers and social security numbers.

5. **Prohibition of Illegal or Commercial Use.** Any records of the Association, including without limitation, any membership list, or any part thereof may not be obtained or used by any person for any purpose unrelated to a Owner's interest as a unit owner and shall not be used for any purpose which violates any law or this Rule, including without limitation, any use which constitutes harassment, invasion of privacy, or bullying of any person. Without limiting the generality of the above, without the consent of the Board, any record of the Association, including without limitation, any membership list, or any part thereof, may not be:

(a) used to solicit money or property unless such money or property will be used solely to solicit the votes of the Owners in an election to be held by the Association;

(b) used for any commercial purpose; or

(c) sold to or purchased by any person.

6. **Seller Disclosures.**

(a) Upon written request complying with this Rule, an Owner who is selling his/her unit shall either provide to the buyer or authorize the Association to provide to the buyer, upon payment in advance of the Association's usual fee pursuant to C.R.S. 38-33.3-317(4), all of the Association's governing documents and financial documents, required by the most recent available version of the Contract to Buy and Sell Real Estate promulgated by the Colorado Real Estate Commission as of the date of the contract.

(b) To request written copies of the above records, the Owner or the Owner's agent must follow the rules and procedures listed under Section 2 above, and must pay in advance the copying charges described in Section 2(e) above. If records are available on a website, the Owner or Owner's agent should use that website to obtain the records.

(c) Furthermore, the Owner has the responsibility to obtain from the buyer a signed acknowledgement of receipt of the required information and disclosure statement. The Owner is then responsible for delivering the signed acknowledgement to the Association as soon as possible after it is acquired. *The Association uses reasonable efforts to provide copies, but shall have no liability for the information provided, nor for compliance with any deadlines or other contractual requirements.*

7. **Enforcement of Rule.**

(a) Any violation of this Rule shall cause the immediate suspension of the inspection or copying until the violator agrees in writing to comply with this Rule, as well as other remedies such as fines. The Association's Board or its representatives may take any available legal action to enforce this Rule.

(b) The Association will not honor any requests for inspection or copying that do not comply with this Rule, but the Association may send a written notice to the person who made the request indicating the nature of any noncompliance. Any Association representative who receives an oral request for inspection or copying shall refer the person making the request to this Rule, and the Association or its representatives will

have no further obligation to respond until it receives a written request on the Document Request Form.

(c) The Association's Board shall be entitled to resolve any dispute regarding the Association's records based upon the Board's reasonable business judgment.

(d) It is the obligation of every Owner to hold all information in appropriate confidentiality so that information is not released to other parties or misused by others. **The Association shall not be liable for the disclosure or copying of any records which are required to be provided by statute or judicial proceeding. The Association does not warrant or represent the accuracy, completeness, or any other matter in the records provided. The requesting Owner shall release and indemnify the Association from any and all claims and liability related to the requested records and any disclosure and/or use of such records.**

(e) The Board may in its discretion, adopt a records retention and/or deletion procedure for any and all records, except as otherwise restricted by law.

**LIST of ASSOCIATION RECORDS
FOR POSSIBLE EXAMINATION AND COPYING**

The following Association records may be available for examination and copying to the extent in existence and control by the Association, and in compliance with the Association's Records Rule:

1. Declaration of Covenants, Conditions and Restrictions of the Association (the "Declaration"); (this shall include the recording date and recording number of the Declaration);
2. Articles of Incorporation;
3. Bylaws;
4. Policies, Procedures, Rules and Regulations, and Resolutions adopted by the Association under C.R.S. 38-33.3-209.5 and other Rules or Policies, relating to the characteristics, qualifications, rights, limitations, and obligations of Members.
5. Detailed records of receipts and expenditures affecting the operation and administration of the Association;
6. Records of claims for construction defects and amounts received pursuant to settlement of those claims;
7. Minutes of all meetings of its Owners and the Board, a record of all actions taken by the Owners or the Board without a meeting, and a record of all actions taken by any committee of the Board;
8. 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 Section 7-128-202, C.R.S. or directly related to an action taken by the Board without a meeting pursuant to the Association's Bylaws;
9. The names of the Owners in a form that permits preparation of a list of the names of all Owners and the physical mailing addresses at which the Association communicates with them, showing the number of votes each Owner is entitled to vote;
10. Financial statements as described in Section 7-136-106, C.R.S., for the current and past three fiscal years and tax returns of the Association for the past seven years, to the extent available;
11. A list of the names, electronic mail addresses, and physical mailing addresses of its current Board Members and Officers;
12. Association's most recent annual report delivered to the Secretary of State, if any;
13. Financial records sufficiently detailed to enable the Association to comply with Section 38-33.3-316 (8) concerning statements of unpaid assessments;
14. The Association's most recent reserve study, if any;
15. Current written contracts to which the Association is a party and contracts for work performed for the Association within the immediately preceding two years;
16. Records of Board or committee actions to approve or deny any requests for design or architectural approval from Owners;
17. Ballots, proxies, and other records related to voting by Owners for a minimum of one year after the election, action, or vote to which they relate;
18. Resolutions adopted by its Board relating to the characteristics, qualifications, rights limitations, and obligations of members or any class or category of members;
19. All written communications within the past three years to all Owners generally as Owners;
20. The date of the Associations' fiscal year;
21. The Association's operating budget for the current fiscal year;
22. A list (organized by unit type) of the Association's current regular and special assessments;
23. The results of any financial audit or review for the immediately preceding fiscal year;
24. A list of all Association insurance policies;
25. The name, address and phone number of the Association and its managing agent, if any.

Document Request Form

Name of Requesting Owner: _____

Requested Date and Time for Examination: _____

Unit Address: _____

Daytime Phone: _____

Email: _____

I request to examine or copy the following:

Governing Documents:

- Declaration (Covenants)
- Bylaws
- Articles of Incorporation
- Design Guidelines
- Policies, Procedures, Rules and Regulations
- Board Minutes (please specify):

Financial Documents:

- Operating Budget
- Financial Statement

Other:

- Please describe:

Pursuant to Colorado State Law and the Association's procedure regarding member access, inspection and copying of the Association's documents, I agree to pay in advance the cost of copying and labor, as set by the Association's records custodian. Payment must be received at time of examination, paid by certified funds or money order (no cash). I further agree that if the cost exceeds the estimate I will pay the additional charges at the time of inspection or prior to copying and delivery of records.

I certify that my request to review the books and records of the Association is in accordance with the Association's Records Rules and that this request is not for commercial purposes or my personal financial gain or for any solicitation, illegal or other uses violating the Association's Records Rule.

I understand that examination of books and records of this Association will be made available during normal business hours in accordance with state law at a time and place designated by the Association. I estimate that the inspection will require _____ hours. I understand that this Document Request Form must be submitted at least ten (10) days prior to inspection. I understand that I will pay as noted above, the labor costs for retrieving, copying and/or witnessing the examination of books and records of this Association.

I agree that I am solely responsible for any legal liability or damages arising from or relating to my use of the information; and that the Association assumes no liability or responsibility for the information provided, nor its use or misuse, and that *the Association does not warrant or represent the accuracy, completeness, or any other matter in the materials provided.*

I agree that any information shall not be used for commercial, solicitation, illegal or other use in violation of the Records Rule, and to indemnify the Association from any claims or expenses resulting from the use of such information, in the event the records provided to me by the Association are used in violation of this Form; in such case, I will be responsible for any and all damages, penalties and costs incurred by the Association, including attorney fees, and I shall be subject to all enforcement procedures available to the Association through its governing documents and/or Colorado law.

Signature of Requesting Owner: _____ Date: _____