

**RESOLUTION OF THE BOARD OF
TALLMAN OWNERS ASSOCIATION, INC.
REGARDING PROCEDURES FOR ADOPTION OF POLICIES, PROCEDURES,
RULES, REGULATIONS, OR GUIDELINES**

- SUBJECT:** Adoption of a procedure to be followed when adopting policies, procedures, rules, regulations or guidelines (hereinafter in the singular, a "Policy," and in the plural, "Policies") regarding the operation of the Tallman Owners Association, Inc. (the "Association").
- PURPOSE:** To adopt a standard procedure to be used in developing Policies in order to facilitate the efficient operation of the Association and to afford Owners an opportunity to provide input and comments on such Policies prior to adoption.
- AUTHORITY:** The Declaration of Covenants, Conditions and Restrictions of Tallman (the "Declaration"), Articles of Incorporation ("Articles") and Bylaws ("Bylaws"), and Rules and Regulations of the Association (the "Rules") (collectively with all amendments and supplements thereof, the "Governing Documents") and Colorado law.
- EFFECTIVE DATE:** February 23, 2015
- RESOLUTION:** The Association hereby adopts the following procedures to be followed in adopting Policies of the Association:
1. **Scope.** The Board of the Association may, from time to time, adopt certain Policies as may be necessary or appropriate to facilitate the effective and efficient operation of the Association, including, but not limited to, the clarification of ambiguous provisions in the Governing Documents and other documents, to provide for effective communication and procedures regarding the operation of the Association, or as may be required by law.
 2. **Procedures to Adopt Policies.** In order to encourage Owner participation in the development of such Policies and to insure that such Policies are necessary and properly organized, the Board shall follow the following procedures when adopting any Policy.
 - (a) **Drafting Procedure.** The Board shall consider the following in drafting any Policy:
 - (i) whether the Governing Documents or Colorado law grants the Board the authority to adopt such a Policy;
 - (ii) the need for such Policy based upon the scope and importance of the issue and whether the Governing Documents adequately address the issue; and

(iii) the immediate and long-term impact and implications of the Policy.

(b) **Notice and Comment.** A copy of the proposed Policy shall be provided to all Owners by any reasonable method as determined by the sole discretion of the Board that complies with the requirements of Colorado law, including, but not limited to, posting on the Association's website, and Owners shall be allowed ten (10) days to provide comment and/or feedback on the proposed Policy. The Board is not required, however, to include any comments that it receives, but shall consider such comments, nor is the adoption or content of any such policy required to be approved by any of the Members.

(c) **Emergency.** The Board may forego the notice and opportunity to comment in the event the Board determines in its sole discretion that providing notice and opportunity to comment is not practical given the emergency nature of such Policy; or if the policy is necessary for the Board to carry out its functions prior to the expiration of the notice and comment period.

(d) **Adoption Procedure.** After the period for Owner comment expires, the Board may adopt any Policy. Upon adoption of a Policy, the Policy or notice of such Policy (including the effective date) shall be provided to all Owners by any reasonable method as determined by the sole discretion of the Board that complies with the requirements of Colorado law, including, but not limited to, posting on the Association's website.

(e) **Policy Book.** The Board of Directors shall keep copies of any and all adopted Policies in a book designated as a "Policy Book," which shall be kept at the Association's principal place of business. The Board of Directors may further categorize Policies, Procedures, Rules and Regulations, Resolutions and Design Guidelines but shall not be required to do so.

3. **Inconsistencies.** If and to the extent that any provision of these Resolutions are inconsistent with the Declaration or Bylaws, the applicable provisions of the Declaration or Bylaws shall prevail, unless other required by applicable law.

4. **Policy.** These Resolutions shall be deemed to be a "responsible governance policy" pursuant to and as required by C.R.S. § 38-33.3-209.5.

5. **Definitions.** Any initially capitalized terms herein that are not otherwise defined, shall have the meanings given to them in the Governing Documents.

6. **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 Association.

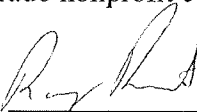
7. **Deviations.** The Board may deviate from the procedures set forth in this Resolution if in its sole discretion such deviation is reasonable under the circumstances.

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

CERTIFICATION:

The undersigned, being the President of the Tallman Owners Association, Inc., a Colorado nonprofit corporation, certifies that the foregoing Resolution was approved and adopted by the Board of the Association, at a duly called and held meeting of the Board of the Association on February 23, 2015 and in witness thereof, the undersigned has subscribed his/her name.

TALLMAN OWNERS ASSOCIATION, INC.,
a Colorado nonprofit corporation

By: 
Name: RANDY ROBERTS
Title: VP / SECRETARY