

OCEAN HIGH CONDOMINIUM ASSOCIATION

Policy #7, 1999

SUBJECT: Board of Directors Meetings

1. Organization Meeting. The first meeting of a newly elected Board of Directors shall be held immediately following the annual meeting at which such directors were elected, and no notice shall be necessary to the newly elected directors in order to legally constitute such meeting, provided a majority of the whole Board of Directors shall be present.
2. Regular Meetings. Regular meetings of the Board of Directors shall be held at least two (2) times during each fiscal year. Meeting dates shall be determined at the organization meeting.
3. Special Meetings. Special meetings may be called by the President on ten (10) days notice to each director, which notice shall state the time, place, and purpose of the meeting. Special meetings may also be called on the written request to the President of at least twenty five percent (25%) of the directors.
4. Action Without Meeting. Any action by the Board of Directors required or permitted to be taken at any meeting may be taken without a meeting if all of the members of the Board of Directors shall individually and collectively consent in writing to such action. Such written consent shall be filed with the minutes of the proceedings of the Board of Directors.
5. Open Meetings. Regular meetings of the Board of Directors shall be open to all members of the association, provided, however, that members who are not on the Board may not participate in any deliberation or discussion unless expressly so authorized by the vote of a majority of a quorum of the Board.
6. Right to Speak at Meetings. The Board of Directors shall provide a designated period of time during a regular Board of Directors meeting to allow unit owners an opportunity to comment on any matter relating to the activities or operation of the association. At the annual meeting, a period of time will be designated as open for any member to discuss any matter

relating to the association.

7. Quorum. At all meetings of the Board of Directors, a majority of the directors shall constitute a quorum for the transaction of business, and the acts of the majority present at a meeting shall be the acts of the Board of Directors.

8. Closed Meetings. A meeting of the Board of Directors may be held in closed session only for the following purposes:

A. Discussion of matters pertaining to employees and personnel.

B. Protection of the privacy or reputation of individuals in matters not related to the Council of Unit Owners' business.

C. Consultation with legal counsel.

D. Consultation with staff personnel, consultants, attorneys, or other persons in connection with pending or potential litigation.

E. Investigative proceedings concerning possible or actual criminal misconduct.

F. Complying with a specific constitutional, statutory, or judicially imposed requirement protecting particular proceedings or matters from public disclosure.

G. On the individually recorded affirmative vote of two-thirds of the board members present, for some other exceptional reason so compelling as to override the general public policy in favor of open meetings.

If a meeting is held in closed session, 1) action may not be taken and a matter may not be discussed if it is not permitted by sections A through G above, and 2) a statement of the time, place, and purpose of any closed meeting, the record of the vote of each board member by which any meeting was closed, and the authority under the particular section for closing any meeting shall be included in the minutes of the next meeting.

9. Notice of Meetings. Notice of regular board meetings may be announced at the annual meeting, posted on the bulletin board in the office

at Ocean High, and published in the appropriate Newsletter which is mailed to each owner and director. The President may notify each board member by phone or e-mail at least ten (10) days prior to the day of the meeting.

10. Records of Board of Directors Meetings. Original recordation of all meetings of the Board of Directors shall be prepared and maintained by the Secretary of the association as permanent records. Such records shall be available for inspection and copying by any unit owner, at their own expense, or their duly authorized agents or attorneys, during normal business hours, and after reasonable notice.

APPROVED: Board of Directors
May 22, 1999