

ASPEN WILD GOVERNANCE POLICY FOR:

B. Board Meetings

1. Notice of Board meetings shall be given to directors at least seven (7) days prior to the meeting. Notice shall be given to such director personally or by mail, e-mail, telephone, or facsimile transmission. In the case of a special meeting, a minimum of three (3) notices shall be given. If a schedule is set for regular Board meetings, no notice beyond the schedule need be given.
2. All Board meetings shall be open to attendance by Members of the Association or their representatives, provided that the Board may go into executive session for any purpose allowed by law. Members may be excluded from executive session. Prior to going into executive session, the chair of the meeting shall announce the purpose for the executive session.
3. The meeting agenda shall be made reasonably available for examination by Members of the Association or their designated representatives prior to the meeting.
4. There shall be a Members' forum at the beginning of each regular Board meeting for a reasonable time, to be determined by a chair of the meeting. The rules for Member participation during the meetings are as follows:
 - a. Each Member who wishes to address the Board on an agenda item or on any other matter will be given a reasonable time to speak, provided the chair may impose reasonable time limits to facilitate Member participation. If more than one person desires to address an issue on which the Board is to vote and there are opposing views, the Board shall provide for a reasonable number of Members to speak to each side of the issue. After other Members have had an opportunity to speak, then a Member who has already spoken may be given another opportunity, time permitting.
 - b. Each Member who wishes to speak must be recognized by the chair. Once recognized, the Member shall state his/her name.
 - c. All comments must be delivered in a businesslike and professional manner. Personal attacks or inflammatory comments will not be permitted.
 - d. A Member who wishes to speak about any matter on the agenda of the Board meeting shall do so only during the Members' forum.

- e. To facilitate free and open discussion, Members shall not video- or audio-record meetings, unless the Member has received prior authorization from the Board.
 - f. The Board is not obligated to take immediate action on any item presented by a Member.
5. Following the conclusion of the Members' forum, the Board will proceed with the business portion of the meeting. Except as provided in Paragraph 6 below, Members who attend or remain may not participate in deliberation or discussion during this portion of the Board meeting unless expressly authorized by a vote of the majority of a quorum of the Board.
 6. Items shall be discussed pursuant to the meeting agenda, provided that items may be taken out of order if deemed advisable by the chair of the meeting. Items not on the agenda may be discussed once all other items have been concluded, time permitting. If items that are not on the agenda are to be voted on by the Board, Members shall be given a reasonable opportunity to comment prior to the vote, in accordance with the terms of Section B.4.a., above.
 7. Any director may make a motion. All motions shall be recorded in the minutes. The minutes shall record the number of votes in favor, votes against, and abstentions. If any director requests his/her vote in favor or against or his/her abstention be recorded in the minutes, the minutes shall so reflect.
 8. Board meetings are not required to be held in accordance with Robert's Rules of Order. However, the chair of the meeting may establish reasonable meeting rules.
 9. The Board of Directors shall meet as required, but shall have a minimum of one Board meetings each year. Meetings may be conducted by telephonic contact in accordance with the terms of the Colorado Revised Nonprofit Corporation Code and the Bylaws.
 10. In accordance with the terms of the Colorado Revised Nonprofit Corporation Code, the directors shall have the right to take any action in the absence of a meeting, which they could otherwise have taken at a meeting, by:
 - a. Obtaining the unanimous verbal vote of all directors, which vote shall be noted in the minutes of the next meeting of the Board and ratified at that time.

- b. Obtaining the written vote of all directors with at least a majority of the directors approving the action, provided that those directors who vote against the action or abstain from voting have waived the right to demand that action not be taken without a meeting. The secretary shall file the written votes with the minutes of meetings of the Board of Directors.
- c. Any action taken under subsections a. and b. shall have the same effect as though taken at a meeting of the directors.

Voting under this section may be taken by electronic mail.