

**Resolution of the Board of Directors of
FOOTHILLS RESERVE MASTER OWNERS ASSOCIATION**

On the 21 day of October, 2024, at a meeting of the Board of Directors of Foothills Reserve Master Owners Association (“Association”), whereby a quorum of the Board was present in person, a majority of the members of the Board adopted the following Resolution:

WHEREAS, pursuant to Article VII, Section 1 of the Association’s Bylaws, the Board, by majority vote, has the power to adopt and publish rules and regulations governing (among other things) personal conduct of the Members.

WHEREAS, the Board has determined that it is in the best interests of the Association to establish rules and regulations governing the personal conduct of Members and invitees at Association meetings, including, but not limited to, Board Meetings, Committee Meetings and Meetings of the Members.

THEREFORE, be it resolved that the Association’s Board of Directors hereby approves and authorizes the adoption of the following rules and regulations at all Board Meetings, Committee Meetings and Meetings of the Members (collectively referred to as “Meetings”):

In accordance with the Arizona Open Meeting law, all Meetings are open to all members of the association or any person designated by a member in writing as the member's representative (Open Sessions), with the exception of any portion of the meeting that is closed (Executive Session) in accordance with the Arizona Open Meeting law.

The following rules shall strictly apply to all members and any member’s representatives attending any/all Meetings:

Open Session Rules

- Members or designated representatives so desiring shall be permitted to attend Open Sessions and speak at an appropriate time during the deliberations and proceedings. It shall be at the sole discretion of the Board to determine what constitutes an appropriate time to speak for purposes of this rule and the Arizona Open Meeting law.
- The Board may place reasonable time restrictions on those persons speaking during the meeting but shall permit a member or member's designated representative to speak once after the Board has discussed a specific agenda item but before the Board takes formal action on that item in addition to any other opportunities to speak.
- The Board shall provide for a reasonable number of persons to speak on each side of an issue. It shall be at the sole discretion of the Board to determine what constitutes a reasonable number of persons for purposes of this rule and the Arizona Open Meeting law.
- If you are permitted to speak at an appropriate time by the Board, you are considered the “Speaker”. All other non-Board members are considered “Non-Speakers”. Once a Speaker has have finished speaking, or the Board has determined, in its sole discretion, that the Speaker has exceeded his/her reasonable time restriction, such person will immediately be considered a “Non-Speaker”.
- All Speakers shall be required to exhibit professional and respectful behavior and strictly refrain from the use of profane language, yelling and/or personal attacks upon others in attendance (including Board Members and/or employees of the Management


Company).


- Non-Speakers shall be required to exhibit professional and respectful behavior and strictly refrain from speaking and/or interrupting Speakers and/or the Board.
- The Board shall have sole discretion in determining a violation of the foregoing rules, including, but not limited to, discretion in determining what constitutes professional and respectful behavior.
- In the event that the Board determines that a violation has occurred, the offending party will be given a verbal warning. In the event that the Board determines that an additional violation has occurred after the warning, the offending party will be asked to immediately leave the meeting. In the event that the offending party fails or refuses to immediately leave the meeting, the Board shall adjourn the meeting and, if necessary, contact the police. In the event that the Board determines that an offending party's behavior is egregious, the Board shall have the discretion to immediately adjourn the meeting and contact the police, without any prior warning.

Closed Session Rules


- Before entering into any Executive Session of a meeting of the Board, or on notice of a meeting will be closed, the Board shall identify the section of the Arizona Open Meeting law that authorizes the Board to close the meeting.
- Non-Board Members are strictly prohibited from attending Executive Sessions, unless expressly authorized by a majority of the Board.
- In the event that a Non-Board Member attempts to interrupt and/or refuses to leave an Executive Session, the Board shall adjourn the meeting and, if necessary, contact the police.

DATED the 21 day of October, 2024.

President  (signature)
 Position: President
 Name (printed):
Dennis Seckley

 (signature)
 Position: TREASURER
 Name (printed):
AARON HINMAN

 (signature)
 Position: Board member
 Name (printed): LISA ARKEN

 (signature)
 Position: Board member
 Name (printed): Alejandro Pina

John Strom on Zoom (signature)
 Position:
 Name (printed):