

FTV-1 HOMEOWNERS ASSOCIATION
Unanimous Consent Resolution of the Board of Directors Regarding Delegation of
Authority to Set Agendas and Prepare Motions for Consideration at Open Meetings

WHEREAS, the affairs of the FTV-1 Homeowners Association, an Arizona nonprofit corporation (the "Association") are governed by the Association's Board of Directors (the "Board").

WHEREAS, pursuant to A.R.S. § 33-1804 portions of a Board meeting may be closed if the closed portion of the meeting is limited to consideration of certain subjects listed in A.R.S. § 33-1804(A)(1) – (5).

WHEREAS, A.R.S. § 33-1804(C) provides that, before entering into any closed portion of a meeting of the board of directors, or on notice of a meeting that will be closed, the Board shall identify the paragraph under subsection (A) of the statute that authorizes the Board to close the meeting.

WHEREAS, A.R.S. § 10-3801(B) provides that "[a]ll corporate powers shall be exercised by or under the authority of and the affairs of the corporation shall be managed under the direction of its board of directors." A.R.S. § 10-3801(B).

WHEREAS, the Bylaws of FTV-1 Homeowners Association (the "Bylaws") at Article V, Section 2 provide, in part, that the Board has the powers and duties necessary for the administration of the affairs of the Association and may do all such acts as are not required to be exercised or done by the Members.

WHEREAS, the Bylaws at Article VI, Section 4 provide, in part, that the President shall supervise and control all of the business and affairs of the Association, shall preside at all meetings of the Members and of the Board, and shall perform all duties incident to the office of the President and such other duties as prescribed by the Board.

WHEREAS, the Bylaws at Articles V, Section 2 and VII and the Declaration of Covenants Conditions and Restrictions for Ahwatukee FTV-1 recorded with the Maricopa County Recorder's Office on May 16, 1983 at 19830104002 at Article XIII, Section 3 provide, in part, that the managing agent shall have such powers and duties as may specifically be conferred or imposed by the Board;

WHEREAS, the Association's Board may delegate its identification authority under A.R.S. § 33-1804(C) in setting agendas for Board Meetings.

WHEREAS, the Board desires to delegate to the Board President and/or the managing agent, the authority to make the determination as to what items are placed on the agendas for open and closed/executive session Board Meetings, and present for consideration the

appropriate open session motions necessary to vote, ratify or disclose executive session actions, pursuant to A.R.S. § 33-1804(C).

WHEREAS, the undersigned constituting all of the members of the Board hereby take the following action by unanimous written consent pursuant to A.R.S. §10-3821, and Article V, Section 15 of the Bylaws, which action shall have the same force and effect as if taken by the Board at a duly called meeting of the Board.

NOW, THEREFORE, BE IT RESOLVED, that the Board President and/or managing agent, is delegated responsibility for compliance with A.R.S. § 33-1804(C) and for identifying the statutory authority for all closed meetings of the Board, and is authorized to determine what items are placed on the agendas for open and closed/executive session Board meetings, to craft language for any necessary motions for the open session Board meetings, and to work with the Association's managing agent and legal counsel as necessary to accomplish the foregoing.

This Resolution shall remain in effect as a standing delegation of authority to the Board President unless amended or rescinded by the Board of Directors.

IN WITNESS WHEREOF, the undersigned have executed this consent as of June 23, 2026. This consent may be executed in separate parts and/or via electronic signature/acknowledgement.

FTV-1 HOMEOWNERS ASSOCIATION,
an Arizona nonprofit Corporation

Signature: 

Name: CHEYL L. WENTE

Title: President