

GVR METROPOLITAN DISTRICT

RESOLUTION NO. 08-19-09

**A RESOLUTION OF THE GVR METROPOLITAN DISTRICT
ADOPTING OPERATIONAL POLICIES AND PROCEDURES**

WHEREAS, the GVR Metropolitan District (the "District") is a political subdivision of the State of Colorado and a duly organized and existing special district pursuant to Article 1 of Title 32, Colorado Revised Statutes; and

WHEREAS, the Board of Directors ("Board") of the District finds and determines that it is appropriate and necessary to establish policies and procedures related to holding meetings, governance of the District, contracting for services and construction of facilities, preparing the annual District audit, financial administration of the District, and adopting rules and regulations of the District; and

WHEREAS, a committee of the Board has prepared and recommends to the Board a set of written policies and procedures attached hereto as Exhibit A; and

WHEREAS, the Board has reviewed and considered the proposed policies and procedures, and the Board desires to adopt such policies and procedures made and documented as are attached hereto; and

WHEREAS, the Board intends that future revisions to the policies and procedures adopted hereunder shall be made by motion and approval by a majority of a quorum of the Board at duly noticed regular or special meetings and properly documented in the minutes of such meetings.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE GVR METROPOLITAN DISTRICT as follows:

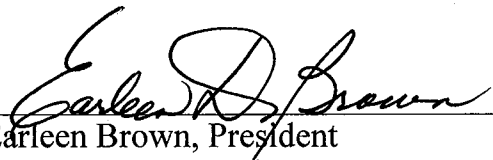
1. **Adoption of Policies and Procedures.** The Board hereby adopts the policies and procedures attached hereto as Exhibit A, fully incorporated and made a part hereof by this reference.

2. **Policies and Procedures are Controlling.** The policies and procedures adopted hereby shall supplement all existing District policies and procedures to the extent that no conflict arises with such existing policies and procedures. In the event that the policies and procedures adopted hereby conflict with any existing policies or procedures of the District, those adopted hereby and attached as Exhibit A shall control, and such conflicting pre-existing policies or procedures shall be rendered null and void.

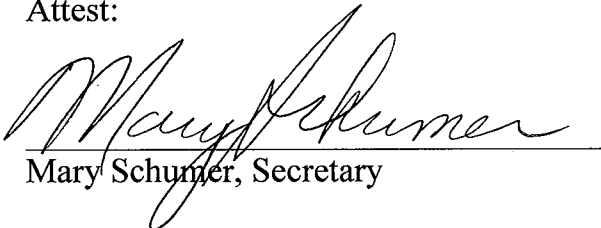
3. **Severability**. If any part, section, subsection, sentence, clause or phrase of this Resolution is for any reason held to be invalid, such invalidity shall not affect the validity of the remaining provisions.

4. **Effective Date**. This Resolution shall take effect and be enforced immediately upon its approval by the District Board. Subsequent revisions to the policies adopted hereunder shall be made by motion, properly approved by a majority of a quorum of the Board at a duly noticed regular or special meeting properly documented in the minutes of such meetings.

ADOPTED by a vote of five (5) in favor and one (1) opposed, this 19th day of August 2009.

By 
Earleen Brown, President

Attest:


Mary Schumer, Secretary

GREEN VALLEY RANCH METROPOLITAN DISTRICT

MEETINGS POLICY

Public Meetings. All meetings of the Board, other than executive sessions, shall be open to the public.

Notice of Meetings. The established regular meeting schedule shall constitute formal notice of regular meetings to Board members, and no other notice shall be required to be given to the Board, other than the permanent posting. Written waivers of notice by Board members are not necessary.

Regular Meetings. Regular meetings of the Board shall be conducted on the 3rd Wednesday of every month at 6:30 p.m. and held at the GVR Metropolitan District business office, unless otherwise noticed and posted.

Special Meetings. Special meetings of the Board may be called by any one member of the Board upon seventy-two (72) hours written notice, which shall be posted in three places within the District boundaries and at the City and County of Denver Clerk and Recorder's office.

Emergency Meetings. Emergency meetings of the Board may be called by the Chair or any two (2) Board members in the event of an emergency that requires the immediate action of the Board. Any action taken at an emergency meeting shall be effective only until (a) the next regular meeting, or (b) the next special meeting of the Board. The emergency issue is to be listed on the public notice of that meeting. The Board may ratify any emergency action taken. If any emergency action is not ratified, then it shall be deemed rescinded as of the date of such subsequent meeting.

Work Sessions. Work sessions of the Board may be called by the Chair and President of the Board upon twenty-four (24) hours written notice, which shall be posted at the designated posting location. No official action of the Board may be taken.

Conduct of Business.

Quorum. All official business of the Board shall be transacted at a regular or special meeting at which a quorum (majority) of the Directors shall be present in person or telephonically, except in an emergency.

Vote Requirements. Any action of the Board shall require the affirmative vote of a majority of the Directors present and voting. When special

or emergency circumstances affecting the affairs of the District and the health and safety of District residents so dictate, then those Directors available at the time may undertake whatever action is considered necessary and may so instruct the District's employees, agents and contractors. Such actions shall later be ratified by the Board.

Any Board member may abstain from voting on a matter if the member does not have personal knowledge of the matter, or has disclosed a conflict of interest concerning the matter.

Motions and Resolutions. Each and every action of the Board necessary for the governance and management of the affairs of District, for the execution of the powers vested in District, and for carrying into effect the provisions of Article 1 of Title 32, C.R.S., shall be taken by the passage of motions or resolutions.

Minute Book. Within a reasonable time after passage, all resolutions, motions and minutes of Board meetings shall be recorded in a book kept for that purpose and shall be attested by the Recording Secretary. Minutes of regular sessions shall be available for public review as soon as practicable following acceptance of the minutes by adoption of a motion therefore by the Board. Executive sessions shall be electronically recorded on audio tape or other electronic media, and such electronic recording or reproduction of the same shall be kept separate from minutes of regular sessions and shall not be open to the public except as allow

GREEN VALLEY RANCH METROPOLITAN DISTRICT

GOVERNANCE POLICY

Authority. GVR Metropolitan District (“District”) is a governmental subdivision of the State of Colorado and a body corporate with those powers of a public or quasi municipal corporation which are specifically authorized by, and in compliance with, Section 32-1-101 et seq., C.R.S. District was created on September 12, 1983, by court order in Civil Action No. 83CV005860 and is located in the City and County of Denver.

It shall be the policy of the Board of Directors (“Board”) of the District, consistent with the availability of revenues, personnel and equipment, to use its best efforts to provide the quality services as authorized under the District Service Plan or by law.

All powers, privileges and duties vested in, or imposed upon, the District by law shall be exercised and performed by and through the Board.

The Board may delegate to officers, employees, and agents of the District any or all administrative and ministerial powers.

The Board shall have the following powers and duties:

- To confer upon any appointed officer or employee of the District the power to choose, remove or suspend employees or agents upon such terms and conditions as may seem fair and just and in the best interests of the District.
- To determine and designate, except as otherwise provided by law, who shall be authorized to make purchases, negotiate leases for office space, and sign receipts, endorsements, checks, releases and other documents. The Board may, on a limited basis and by resolution, give a District manager or other appointed signatory the power to sign contracts and other official documents on behalf of District.
- To create standing or special committees and to delegate such power and authority thereto as the Board deems necessary and proper for the performance of such committee’s functions and obligations.
- To prepare or cause to be prepared financial reports, other than the statutory audit, covering each year’s fiscal activities; and such reports shall be available for inspection by the public, as requested.

Business Office The principal business office of District shall be at GVR Metropolitan District building, 18650 East 45th Avenue, Denver, Colorado 80249, until otherwise designated by the Board.

Establishing Other Offices and Relocation. The Board, by resolution, may from time to time, designate, locate and relocate its executive and business office and such other offices as, in its judgment, are necessary to conduct the business of the District.

Director Qualifications. Directors shall be electors of the District. The term of each Director shall be determined by relevant statutory provisions with elections held in even numbered years and conducted in the manner prescribed by Articles 1 through 13, Title 1, and Part 8, Article 1, Title 32, C.R.S.

Oath of Office. Each Director shall publically state and sign an oath of office at the first occurring regular meeting following his/her election, or at such later time as allowed by statute.

Faithful Performance Bonds. Each Director shall furnish, at the expense of the District, an individual, schedule or blanket surety bond in the sum of not less than \$1,000 each, conditioned on the faithful performance of the duties of his/her office. In addition, the Treasurer shall furnish, at the expense of the District, a corporate fidelity bond in a sum of not less than \$5,000, conditioned on the faithful performance of the duties of his/her office.

Director's Performance of Duties. A Director of the District shall perform all duties of a Director, including duties as a member of any committee of the Board upon which the Director may serve, in good faith, in a manner which the Director reasonably believes to be in the best interests of District, and with such care as an ordinarily prudent person in a like position would use under similar circumstances.

In performing the Director's duties, the Director shall be entitled to rely on information, opinions, reports, or statements, including financial statements and other financial data, in each case prepared or presented by persons and groups listed in subparagraphs 1, 2 and 3 below.

The Director shall not be considered to be acting in good faith if he has knowledge concerning the matter in question that would cause such reliance to be unwarranted. A person who performs the Director's duties shall not have any liability by reason of being or having been a Director of the District.

Those programs and groups upon whose information, opinions, reports, and statements a Director is entitled to rely are:

1. One or more officers or employees of the District whom the Director reasonably believes to be reliable and competent in the matters presented;
2. Counsel, public accountants, or other persons as to matters which the Director reasonably believes to be within such persons' professional knowledge or expertise; and
3. A committee of the Board upon which the Director does not serve, duly designated in accordance with the provisions of the Bylaws, as to matters within its designated authority, which committee the Director reasonably believes to merit confidence.

Election of Officers. The Board of Directors shall elect from its membership a Chair and President, Secretary, Treasurer, and Vice President who shall be the officers of the Board of Directors and of the DThe officers shall be elected by a majority of the Directors voting at such election. The Board may, from time to time, appoint an acting officer in the absence of any individual officer. The election of the officers shall be conducted biennially at the first regular meeting of the Board following the regular biennial election of the Directors held in May of even numbered years. Each officer so elected shall serve for a term of two (2) years, which term shall expire upon the election of his or her successor to that office or upon his or her reelection to that office.

Vacancies. Any vacancy occurring on the Board shall be filled by an affirmative vote of a majority of the remaining Directors, as prescribed by law, with the appointee to serve until the next biennial election, as prescribed by statute. The appointed individual must meet the statutorily prescribed qualifications for Directors and shall serve until the next regular election.

Resignation and Removal. Directors may be removed from office only by recall as prescribed by statute. Any Director may resign at any time by giving written notice to the Board, and acceptance of such resignation shall not be necessary to make it effective, unless the notice so provides.

A newly elected member of the District shall submit to the manner of background checks as the District customarily requires of all newly-hired District employees.

Chair and President. The Chair shall prepare the meeting agendas and preside at all meetings. The Chair shall also be the President of the District. The President is authorized to sign all contracts, deeds, notes, debentures, warrants and other instruments on behalf of the District.

Vice President. In absence of the Chair, the Vice President shall preside at all meetings. The Vice President shall have the authority to make all management or administrative decisions regarding District matters. The Vice President is also authorized to sign all contracts, deeds, notes, debentures, warrants, checks, and other instruments on behalf of the District.

Secretary. The Secretary shall be responsible for the records of the District; may act as Secretary at meetings of the Board and record all votes; shall be responsible for composing a record of the proceedings of the Board in a minute book kept for that purpose, which shall be an official record of the Board; and shall perform all duties incident to that office. The Secretary shall be the designated election official of the District, unless otherwise determined by the Board, and the custodian of the seal of District. The Secretary shall have the authority to affix such seal to and attest all contracts and instruments authorized to be executed by the Board.

Treasurer. The Treasurer shall be authorized to invest or cause to be invested all surplus funds or other available funds of the District in permitted investments authorized by law or as specified by the Board. The Treasurer shall be chairman of the Budget Committee. The Treasurer shall keep or cause to be kept strict and accurate accounts of all money received by and disbursed for and on behalf of District in permanent records.

Recording Secretary. The Board shall have the authority to appoint a recording secretary who need not be a member of the Board of Directors, and who shall be responsible for recording all votes and composing a record of the proceedings of the Board in the minute book kept for that purpose, which shall be the official record of the Board. The recording secretary shall not be required to take an oath of office, nor shall the recording secretary be required to post a performance bond.

Additional Duties. The officers of the Board shall perform such other duties and functions as may from time to time be required by the Board, or policies and procedures of the District, by law, or by special exigencies, which shall later be ratified by the Board.

Manager or Administrator. The Board may appoint a manager or contract with an administrator to serve for such term and upon such conditions, including compensation, as the Board may establish. Such manager or administrator shall have general supervision over the administration of the affairs, employees and business of the District and shall be charged with the hiring and discharging of employees and the management of District properties in accordance with District policies. The Board may delegate such powers and duties to the manager or administrator as it deems appropriate by approving written policies or otherwise.

Personnel Selection and Tenure. The selection of agents, employees, engineers, accountants, special consultants and attorneys of the District by the Board will be based upon the relative qualifications and capabilities of the applicants and shall not be based on political services or affiliations. Agents and employees shall hold their offices at the pleasure of the Board. Contracts for professional services of engineers, accountants, special consultants and attorneys may be entered into on such terms and conditions as may seem reasonable and proper to the Board.

Committees. The Board may establish and designate membership of committees to accomplish the purposes of the District. Committees may be dissolved or created at the discretion of the Board.

The following committees are currently established by the Board. The function and membership of each committee is described in the Committees Policy.

- Treasury Committee
- Audit Committee
- Landscape Committee
- HOA Committee
- GIS Committee
- Community Programs Committee
- Planning Committee
- Website Committee
- Events Committee
- Graffiti Committee
- Newsletter Committee

Corporate Seal. The seal of the District shall be a circle containing the name of the District and shall be used on all documents and in such manner as seals generally are used by public and private corporations. The Secretary shall keep, or cause to be kept, the seal and shall be responsible for its safe keeping and care.

Disclosure of Conflict of Interest. A potential conflict of interest of any Director shall be disclosed in accordance with State law, particularly Article 18 of Title 24, C.R.S., and Sections 32-1-902(3) and 18-8-308, C.R.S.

Compensation. Each Director may receive the maximum compensation authorized by statute, unless otherwise determined by the Board. No Director shall receive compensation as an employee of the District, except as may be provided by statute. Any Director may choose not to receive compensation at his/her sole discretion.

Indemnification of Directors and Employees. The District shall defend, hold harmless and indemnify any Director, officer, agent, or employee, whether elective or appointive, against any tort or liability, claim or demand, without limitation, arising out of any alleged act or omission occurring during the performance of official duty, as more fully defined by law or by an indemnification resolution. The provisions of this Section shall be supplemental and subject to and, to the extent of any inconsistency therewith, shall be modified by the provisions of the Colorado Governmental Immunity Act, 24-10-101, et seq., C.R.S.

Records Management. The District shall comply with, and adopt and maintain policies as necessary for compliance with, applicable records retention, destruction, and disclosure requirements, including the Colorado Open Records Act, State Archives and Public Records law, and various consumer privacy legislation. The District manager or his or her designee is hereby designated as the Official Custodian of Records pursuant to the Open Records Act. In the event there is any question as to whether the District is permitted to comply with an Open Records Act request, the Custodian of Records shall forward such request to the District's General Counsel. Copies of records shall be furnished at a cost of \$.25 per standard page. Where a request requires more than one hour of staff time for retrieval and/or review, the District may charge a nominal fee.

GREEN VALLEY RANCH METROPOLITAN DISTRICT

BIDDING AND CONTRACTING POLICY

Except in cases in which the District will receive aid from a government agency, a notice shall be published for bids on all construction contracts for work or material, or both, involving an expense of \$60,000 or more of District funds. The Board may reject any and all bids, and if it appears that the District can perform the work or secure material for less than the lowest bid, it may proceed to do so in accordance with law. Notwithstanding the foregoing, the District may award an integrated project delivery (i.e., "design/build") contract upon (i) the determination of the Board that integrated project delivery represents a timely or cost-effective alternative for a project; (ii) publication of a request for qualifications and/or request for proposals; and (iii) compliance with Part 18 of Article 1, Title 32, C.R.S. All other statutory requirements relating to performance bonds, retainage, and similar matters shall also be complied with.

GREEN VALLEY RANCH METROPOLITAN DISTRICT

ANNUAL AUDIT POLICY.

The Board shall cause an annual audit to be made at the end of each fiscal year of all financial affairs of the District through December 31st of such fiscal year. In all events, the audit report must be submitted to the Board within six (6) months of the close of such fiscal year or as otherwise provided by law. Such audit shall be conducted in accordance with generally accepted auditing standards by a registered or certified public accountant, who has not maintained the books, records and accounts of District during the fiscal year. The auditor shall prepare, and certify as to its accuracy, an audit report, including a financial statement and balance sheet based on such audit, an unqualified opinion or qualified opinion with explanations, and a full disclosure of any violation of Colorado law pursuant to statutory requirements.

There shall be a permanent Audit Committee composed of the Treasurer and at least one (1) other member of the Board appointed by the President. The Audit Committee shall be responsible for the appointment, compensation, selection (to be approved by the Board), retention, and oversight of the work of any independent accountants engaged for the purpose of preparing or issuing an independent audit report or performing other independent audit, review or attest services for the District. The Audit Committee may, as necessary and to the extent of its ability, provide independent review and oversight of the District's financial reporting processes, internal controls and independent auditors. All accountants thus engaged shall report directly to the Audit Committee.

A copy of the audit report shall be maintained by the District as a public record for public inspection at all reasonable times.

A copy of the audit report shall be forwarded to the State Auditor or other appropriate State official pursuant to statutory requirements.

GREEN VALLEY RANCH METROPOLITAN DISTRICT

FINANCIAL ADMINISTRATION POLICY

Fiscal Year. The fiscal year of the District shall commence on January 1 of each year and end on December 31.

Treasury Committee. There shall be a standing Treasury Committee, consisting of the Treasurer of all organizations being funded by tax dollars, the District Manager, the District Accountant, any other staff, and any Board members or District residents appointed by the Board.

During any transitional period when there is an outgoing and incoming Treasurer, the Board may request the outgoing Treasurer to remain on the Committee until the new Treasurer is comfortable with the duties of the office.

The Committee shall meet monthly, or more frequently as determined by its members.

The duties of the Treasury Committee will be as follows:

- a. To establish a budget preparation timeline to be followed annually in order to:
 - i. Meet statutory deadlines.
 - ii. To make sure the budget is provided to the Board and adopted in time to certify the budget and the mill levy each year.
- b. Schedule and conduct District budget preparation meetings, as needed, including the monitoring of notes and recording of minutes of such meetings to show the progress of the budget development and communications utilized therein.
- c. Monitor the monthly expenditures of District funds and collection of revenues, and provide communications throughout the year to any given department and/or organization exceeding its budget and/or not meeting revenue projections.
- d. Provide monthly financial reports to the Board and the community.

Budget. On or before October 15th of each year, the Treasury Committee shall prepare and submit to the Board a proposed budget for the ensuing fiscal year. Such proposed budget shall be accompanied by a statement which shall describe the important features of the budget plan, a general summary of the aggregate features of the budget, the balanced relations between the total proposed expenditures and the total anticipated income or other means of financing the expenditures and contrasted with the corresponding figures for the previous fiscal year and the current fiscal year. It shall be supported by explanatory schedules or statements classifying the expenditures contained therein by services, subjects and funds. The anticipated income of the District shall be classified according to the nature of receipts.

Notice of Budget. Upon receipt of the proposed budget, the Board shall publish a notice that the proposed budget is open for inspection by the public at the business office; that the Board will consider the adoption of the proposed budget at a public hearing on a certain date; and that any interested elector may inspect the proposed budget and file or register any objections thereto at any time prior to its final adoption. Notice shall be posted or published in substantial compliance with law.

Adoption of Budget. On the day set for consideration of such proposed budget, the Board shall review the proposed budget and revise, alter, increase or decrease the items as it deems necessary in view of the needs of the District and the probable income of the District. The Board shall then adopt a budget, either during the budget hearing or at a later date and time to be set by the Board, setting forth the expenditures to be made in the ensuing fiscal year. The Board shall provide for sufficient revenues to finance budgeted expenditures with special consideration given to the proposed ad valorem property tax levy.

Levy and Collection of Taxes. On or before December 15th of each year, the Board shall certify to the Board of County Commissioners of the County or Counties in which the District is located the mill levy established for the ensuing fiscal year, in order that, at the time and in the manner required by law for the levying of taxes, such Commissioners shall levy such tax upon the assessed valuation of all taxable property within District.

Filing of Budget. On or before January 30th of each year, the Board shall cause a certified copy of such budget to be filed with the Division of Local Government in the Colorado Department of Local Affairs.

Appropriating Resolution.

At the time of adoption of the budget, the Board shall enact a resolution making appropriations for the ensuing fiscal year. The amounts appropriated thereunder shall not exceed the amounts fixed there for in the adopted budget.

The income of the District, as estimated in the budget and as provided for in the tax levy resolution and other revenue and borrowing resolutions, shall be allocated in the amounts and according to the funds specified in the budget for the purpose of meeting the expenditures authorized by the appropriation resolution.

The Board may make an appropriation to and for a contingent fund to be used in cases of emergency or other unforeseen events.

No Contract to Exceed Appropriation. The Board shall have no authority to enter into any contract, or otherwise bind or obligate the District to any liability for payment of money for any purposes for which provision is not made in an appropriation resolution, including any legally authorized amendment thereto, in excess of the amounts of such appropriation for that fiscal year. District funds shall only be expended in excess of the amounts of prior appropriations as follows:

- There is unexpended or uncommitted money in funds other than those to which the excess relates, and the Board shall transfer such available money to the fund from which the excess is to be paid.
- The Board, by public hearing and resolution, amends its appropriation for the year in which the excess expenditure is paid by such time as is no later than the end of such budget year.

Emergency Expenditure of Contingencies .

The District Board must authorize the use of any contingency funds for emergency expenditures.

In cases of emergency caused by a natural disaster, public enemy, or other contingency which could not reasonably have been foreseen at the time of the adoption of the budget, the Board may authorize the expenditure of funds in excess of the budget by resolution duly adopted by a two thirds (2/3) vote of the Board. Such resolution shall set forth in full the facts concerning the emergency and shall be included in the minutes of such meeting.

If so enacted, a copy of the resolution authorizing additional expenditures shall be filed with the Division of Local Government in the Colorado Department of Local Affairs and shall be published in compliance with statutory requirements.

If there is unexpended or uncommitted money in funds other than those to which the emergency relates, the Board shall transfer such available money to the fund from which the emergency expenditure is to be paid.

To the extent that transferable funds are insufficient to meet the emergency appropriation, the Board may borrow money through (a) the issuance of tax anticipation warrants, to the extent that the mill levy authority of the District is available as provided by law, or (b) the issuance of bond anticipation notes payable from future bond proceeds or operating revenue, or (c) any other lawful and approved.

Non-Emergency Expenditure of Contingencies

The District Board must authorize the use of any contingency funds for non-emergency expenditures.

At any time it becomes apparent that a department and/or organization will exceed its expenditure allocation for any budget line item, the Committee will notify that department or organization and request that a Change Request Form (blue sheet) be completed and submitted to the District Manager to request a transfer of funds from one budget line item to another, *within that same parent category of the budget (X000 budget category)*, in order to cover such expenditures.

If the parent category funds become exhausted, contingency funds may be authorized by the District Board for use by said department and/or organization.

The utilization of contingency funds may occur only after a recommendation has been made by the District Manager to the District Board.

Any identified self-funded expenditure may only occur after such funds have been received by the District.

Capital expenditures (real and personal property) having a useful life of 5 years or more) shall be identified by the District Manager at the start of each budget cycle

and the necessary funding shall require a favorable and joint recommendation of the Planning Committee and the Treasury Committee.

**PROVISION FOR THE ADOPTION AND AMENDMENT OF RULES,
REGULATIONS, POLICIES, PROCEDURES**

OF

GVR METROPOLITAN DISTRICT

Whereas the District desires to establish provisions for the adoption and amendment of rules, regulation, policies and procedures,

NOW THEREFORE, BE IT RESOLVED, that the District adopts the following provision for the adoption and amendment of rules, regulations, policies and procedures.

1. **Board Determination of Need.** The Board of Directors of the District may determine from time to time the need for certain rules, regulations, policies and procedures as it deems necessary or desirable with respect to the interpretation and implementation of the governing documents of the District, the operation of the District, the use and enjoyment of District properties or other properties within the community or for any other purpose.
2. **Basis for Rules.** In making its determination, the Board may evaluate the scope and importance of the issue, determine whether or not the rule, regulation, policy or procedure already exists, verify that the existing document is inadequate to address the issue and evaluate the immediate impact and long-term implications of adopting or amending the rules, regulation, policy or procedure.
3. **Member Comment.** The proposed adoption of a rule, regulation, policy or procedure shall be included in the agenda for the Board meeting prior to adoption by the Board and the Board shall provide an opportunity for member of the District to comment on the rule, regulation, policy or procedure.
4. **Adoption of the Rule, Regulation, Policy, Procedure.** Following board discussion of the rule, regulation, policy, procedure, and member comment, the Board may adopt the rule, regulation, policy or procedure and it shall be effective only upon adoption by resolution of the Board.
5. **Notice of Adoption.** Notice of the adoption of any rule, regulation, policy or procedure shall be provided in writing (newsletter or web site) and copies of the currently effective rule, regulation policy or procedure shall be made available to each member upon request and per copy policy.

6. **Emergency.** The Board may waive the notice of the proposed rule, regulation, policy or procedure and opportunity for board comments in the event that the Board determines in its sole discretion that providing notice and an opportunity to comment is not practical due to the emergency nature of the rule, regulation, policy or procedure.
7. **Waiver.** The Board may waive the provisions of this resolution if in its sole discretion such waiver is reasonable under the circumstance.
8. **Amendment.** The Board of Directors in its sole discretion may amend these provisions from time to time.