

HIDDEN VALLEY COMMUNITY SERVICE ASSOCIATION, INC
ADMINISTRATIVE RESOLUTIONS
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Administrative Resolutions were reviewed and revised in their entirety between September 2015 and March 2016, were included on the agenda of a Special Meeting of the Board of Directors for May 9, 2016, and were voted into action during that meeting.

These resolutions expire on May 9, 2018.

The fully signed/executed version of these Administrative Resolutions is located in the Book of Resolutions.

HIDDEN VALLEY COMMUNITY SERVICE ASSOCIATION, INC
ADMINISTRATIVE RESOLUTION NUMBER 1
DESIGNATING BANK ACCOUNTS AND SIGNATURES

WHEREAS, Article VIII, Section 2 (G), of the Hidden Valley Community Services Association, Inc. Bylaws empowers the Board of Directors to designate depositories for Association funds and to designate those Officers, agents, and/or employees who shall have authority to withdraw funds from accounts on behalf of the Association;

NOW THEREFORE, BE IT RESOLVED, THAT:

1. New Mexico Bank and Trust be and is designated the depository for Association Funds
2. The Authorized Signatories for such accounts, in order of authority, be the Treasurer, President, Vice President, Secretary, and designated Management Company Representative (if applicable).
 - a. The Treasurer shall be primarily responsible for payments on accounts, and shall sign all checks.
 - b. For payments requiring timely processing to avoid late charges, in the absence of the Treasurer, the President shall sign checks; the Vice-President shall sign if the President is unavailable; the Secretary shall sign if the Vice-President is unavailable. All checks signed by Board Officers other than the Treasurer shall be reported to the Treasurer for accountability purposes.
3. A single-signature is appropriate for all utilities (including, but not limited to Water Utility Authority, gas, electric, telephone), routine contract payments (including, but not limited to landscaping services, pool maintenance, management services) and payment for work completed through bids approved by the Board of Directors.
4. Any other check in excess of One Thousand Dollars (\$1,000) shall be signed by the Treasurer and one other Board Officer.

**HIDDEN VALLEY COMMUNITY SERVICES ASSOCIATION, INC
ADMINISTRATIVE RESOLUTION NUMBER 2
CONFLICT OF INTEREST**

WHEREAS, Article VIII, Section 1, of the Hidden Valley Community Services Association, Inc. Bylaws empowers the Board to employ independent contractors, and to take other actions, such as necessary to conduct the affairs of the Association; and

WHEREAS, it is the intent of the Board to assure sound management of the Association be avoiding conflicts of interest in business transactions engaged in be the Association;

NOW, THEREFORE, BE IT RESOLVED THAT the Directors shall exercise their powers and duties in good faith and with a view to the interests of the Association and the project. No contract or other transaction between the Association and one or more of its Directors, or between the Association and any corporation and one or more of its Directors, or between the Association and any Corporation, firm or Association in which one or more of the Directors of this Association are Directors or Officers or are pecuniary interested, is either void or voidable because such Director or directors are present at the meeting of the Board of Directors or any committee thereof which authorized or approves the contract or transaction, or because his or her or their votes are counted for such purpose, if all of the conditions specified in all of the following paragraphs exist:

1. The fact of the common directorate or interest is disclosed or known to the Board of Directors or a majority thereof or noted in the Minutes, and the Board authorized, approves or ratifies such contract or transaction in good faith by a vote sufficient for that purpose; and
2. The contract or transaction is commercially reasonable to the Association at the time it is authorized, ratified or approved or executed.
3. Common or interested Directors may be counted in determining the presence of a quorum of any meeting of the Board of Directors or committee thereof which authorized, approved or ratifies any contract or transaction, any may vote thereat to authorize any contract or transaction with like force and effect as if he were not such a Director or Officer of such other corporation or not so interested. For purposes of this policy, a Director shall be deemed to have a pecuniary interest if he is a principal or an officer or has a financial interest exceeding one thousand dollars (\$1,000.00) in the firm.

**HIDDEN VALLEY COMMUNITY SERVICES ASSOCIATION, INC
ADMINISTRATIVE RESOLUTION NUMBER 3
BOARD OF DIRECTORS MEETINGS**

WHEREAS, Article VII, Section 1 of the Bylaws gives powers and duties of the Board of Directors to hold regular meetings of the Board of Directors that shall be held without notice, at such place and hour as may be fixed from time to time by resolution of the Board.

NOW, THEREFORE, BE IT RESOLVED, that the HVCSA Board of Directors declares the regular monthly public meeting shall be held at 6 PM every 3rd Monday of each month at the HVCSA Clubhouse, 605 Green Valley Drive, Albuquerque NM 87123

**HIDDEN VALLEY COMMUNITY SERVICES ASSOCIATION, INC
ADMINISTRATIVE RESOLUTION NUMBER 4
ANNUAL ELECTION - BOARD OF DIRECTORS AND APPEALS BOARD**

WHEREAS, Article III, Section 3, Part (b) of the Declaration of Covenants and Restrictions and Article VIII, Section 1 of the Hidden Valley Community Service Association Bylaws charges the Board of Directors with certain powers and duties for the administration of the Association; and

WHEREAS, Article IV, Section 3 and 4 allow for votes by proxy; for the purpose of establishing Board policy and setting precedents in the area of the internal structure and operation of the Association, there is a need to adopt formal rules and procedures for the format of an election ballot and format for an election proxy; and

WHEREAS, the Homeowners Association Act 2013 provides that the Association shall provide for votes to be cast in person, by absentee ballot or by proxy and may provide for voting by some other form of delivery; and

WHEREAS, the Homeowners Association Act 2013 provides that where directors or officers are to be elected by members, the bylaws may provide that such elections may be conducted by mail; and

WHEREAS, the Homeowners Association Act 2013 provides that votes cast by proxy and by absentee ballot are valid for the purpose of establishing a quorum.

NOW, THEREFORE, BE IT RESOLVED that the following be adopted:

1. The schedule and protocol for the Board of Directors election will be as follows, as described in the Bylaws:
 - a. Six weeks prior to the election (early June), the Board of Directors determines and announces the number of elected Directors seats available for a two-year term. There is one seat for each forty votes (= 5), with no less than 3 or more than 7.
 - b. There are three seats on the Appeals Board with a term of three years, one position is available each year.
2. Two months prior to the election (May) the Board of Directors appoints the Elections Committee, consisting of a chairman who may not be a Director, and at least four Members, none of whom is a candidate for office.
3. Documents to be used for the election are available in a binder labeled HVCSA Elections Record Book. These include: Request for Candidates, Petition of Candidacy, Board of Directors Ballot, Appeals Board Ballot, Voter Verification form, list of lot addresses and advertising flyer. The binder and a flash drive with electronic copies of the documents will be kept in the clubhouse office.
4. Six weeks prior to the election (early June) Request for Candidates is mailed to all Members of HVCSA.
5. Three weeks prior to the election (end of June) candidates for election file a Petition of Candidacy with the Management Company signed by not fewer than ten Members. Petition forms may be obtained from the management office. To be considered for candidacy for position on Board of Directors or Board of Appeals, the Member must have been current on the property ledger account for one-year prior to nomination for service. Candidates not meeting this criterion will not be placed on the ballot.

6. Ballots for Board of Director elections and Appeals Board Member elections shall be a secret written ballot counted at the time of the annual meeting (July). The ballot shall state separately the number of Director and Appeals Board positions that are available. Each candidate's name shall be listed on the ballot in alphabetical order by last name with a space to the side. Only one ballot for each lot will be counted. Absentee/proxy votes are permitted.
7. Ten days prior to the election Members are provided with a ballot containing the names of all bona fide candidates by regular mail. The mailing will contain the ballot, a small envelope in which to place the ballot for secrecy, a voter verification form and a return envelope for those who wish to vote by mail.
8. Votes may be cast by mail, in person prior to the annual meeting, by absentee or by proxy. A list of lots in Hidden Valley will checked against the votes to assure one vote per lot. Voting will be closed at 6:00 PM at the start of the annual meeting.
9. Candidates receiving the largest number of votes shall be elected.
10. Following the election the ballots will be retained in the clubhouse office for six (6) months and then shredded.
11. Officers are elected by the Board of Directors at the first meeting (August) of the Board of Directors following each annual meeting.

HIDDEN VALLEY COMMUNITY SERVICES ASSOCIATION, INC
ADMINISTRATIVE RESOLUTION NUMBER 5
APPEALS BOARD PROCEDURES

WHEREAS, Article I, Section 3, of the Declaration of Covenants and Restrictions of the Hidden Valley Community Services Association describes the Book of Resolutions to further govern the Association; and

WHEREAS, Article XIV, Section 4 of the HVCSA Bylaws refers to procedures of the Appeals Board; and

WHEREAS, Article VIII, Section 1 and 2, of the HVCSA Bylaws charges the Board of Directors with powers and duties for the administration of the Association, it is the intent of the Board of Directors to establish such operational procedures; and

NOW, THEREFORE, BE IT RESOLVED THAT the procedures recommended by the Appeals Board members be adopted as follows:

1. Meetings. Appeals Board Members will decide among themselves the times and places of meetings. Meetings may be in person, by e-mail or telephone.
2. Petitioners must submit their appeal in writing to any member of the Appeals Board.
3. The Appeals Board will review the document and may meet with the petitioner.
4. The Appeals Board will contact other parties involved in the dispute.
5. The goal of the Appeals Board is to render a decision within ten (10) days unless an extension of time is needed to gather additional facts and/or testimony.
6. The Petitioner will be notified no later than three (3) days after a decision has been rendered by the Appeals Board.
7. All dispute resolutions rendered by the Appeals Board will be in accordance with the procedures of the American Arbitration Association and the governing documents of the Hidden Valley Community Services Association.
8. In the event of a conflict of interest involving a Member of the Appeals Board, that Member will recuse him/herself from voting on that issue. The remaining two board members will render a decision.

**HIDDEN VALLEY COMMUNITY SERVICES ASSOCIATION, INC
ADMINISTRATIVE RESOLUTION NUMBER 6
POOL, CLUBHOUSE, AND RECREATIONAL AREA PROCEDURES**

WHEREAS, Article VII, Section 1,2, of the HIDDEN VALLEY COMMUNITY SERVICES ASSOCIATION, INC. Bylaws charges the Board of Directors with certain powers and duties for the administration of the Association; and

WHEREAS, for the purpose of establishing Board policy and setting precedents in the area of general policies and governance of the Association, specifically those areas affecting Members' rights of enjoyment, Members' obligations and equity protection for the Association and its members, there is a need to adopt formal rules and procedures for the use of all the recreational areas of the Hidden Valley Community Services Association; and

WHEREAS, it is the intent of the Board of Directors to institute such rules and procedures;

NOW, THEREFORE, BE IT RESOLVED THAT the following general procedures for the use of all the recreational areas, i.e., pool, clubhouse and courts of the Hidden Valley Community Services Association be adopted. Rules and regulations have been established and will be enforced. Failure to follow the rules and regulations will result in fines and penalties according to the governing documents.

1. Members are expected to observe and help enforce the rules while being certain that all family members and guests using the facilities also comply with all rules and regulations. HVCSA Members are responsible for the conduct and safety of each of their guests and are personally liable for them.
2. Anyone using a HVCSA facility must conduct themselves in a manner that does not interfere with the safety of others and follow all posted and stated rules.
3. Members will receive a copy of the current rules no later than 1 month before pool opening each year. A signed acknowledgement must be returned to the Management Company by the time of pool opening. If the signed acknowledgement is not returned by the specified date, the pool area access card will not be activated until the form is submitted.
4. If a member observes anyone disregarding these procedures, for example underage users or uninvited non-residents, call the Security Contractor IPS at (505) 917-1710. Call (505) 242-COPS if criminal activity is suspected. Call 911 in case of emergency. Do not place yourself in harm's way.
5. Parking for the pool, clubhouse and courts is in the clubhouse parking lot which is the gravel area to the west of the clubhouse/court area. The parking spaces in front of the clubhouse are reserved for vehicles with authorized handicapped plates and for loading/unloading ONLY.
6. One new pool access card and court key will be issued to new homeowners after closing upon request. If the card is lost, a replacement card will be issued at a cost of \$25 and \$5 for a lost court key. Heads-of-household must review and sign the acknowledgement of rules and regulations for the pool, clubhouse and courts before being granted access. Pool cards and court keys may be obtained from the management company.
7. The current Rules and Regulations for the pool, clubhouse and courts, pool agreement form, clubhouse agreement and clubhouse cleaning rules will be kept in a binder labeled as HVCSA Pool, Clubhouse and Court Rules and Regulations. The binder and an electronic copy of the documents will be kept in the clubhouse office.