

WYNNGATE HOMEOWNERS ASSOCIATION, INC.
BOARD RESOLUTION NO. 2026-GOV-01
ADOPTION OF BOARD MEETING NOTICE AND OPEN MEETING POLICY

WHEREAS

The Board of Directors believes that transparency, communication, and owner engagement are important elements of effective community governance; and

WHEREAS

The Association desires to establish a consistent policy regarding Board meeting notices, owner attendance, meeting agendas, and Association records; and

WHEREAS

The Board recognizes that Board meetings must remain efficient while providing owners reasonable opportunity to remain informed regarding Association business; and

WHEREAS

The Board desires to encourage transparency without creating procedural requirements that could unintentionally invalidate properly authorized Board actions;

NOW, THEREFORE, BE IT RESOLVED

That the Board Meeting Notice and Open Meeting Policy attached hereto is hereby adopted and shall become effective immediately upon approval by the Board of Directors.

BE IT FURTHER RESOLVED

That the Association website shall serve as the primary location for posting Board meeting notices, approved minutes, and other Board-approved governance documents.

BE IT FURTHER RESOLVED

That email distribution of meeting notices may be utilized as a courtesy communication method and shall not be considered the Association's exclusive means of providing notice to owners.

BE IT FURTHER RESOLVED

That failure to provide owner notice shall not invalidate any Board action otherwise properly authorized under the Governing Documents.

WYNNGATE HOMEOWNERS ASSOCIATION, INC.
BOARD MEETING NOTICE AND OPEN MEETING POLICY

Purpose

- The Board of Directors believes that transparency, communication, and owner engagement are important elements of effective community governance.
- While the Wynngate By-Laws establish procedures for meetings of the membership and the Board of Directors, the Board desires to establish a consistent policy for notifying owners of Board meetings and facilitating owner awareness of Association business.
- This policy is intended to supplement, and not alter, the provisions of the Declaration, Articles of Incorporation, By-Laws, or applicable law.

Section 1

General Policy

- Board meetings shall generally be conducted in an open and transparent manner.
- Except as otherwise provided in this policy, owners in good standing may attend Board meetings as observers.
- Attendance at Board meetings does not confer voting rights upon owners other than duly elected directors.

Section 2

Notice of Board Meetings

Regular Board Meetings

The Association shall make reasonable efforts to provide notice of Board meetings to owners.

Notice should generally be posted on the Association website when practical.

The Association may also distribute notice by:

- Email;
- Social media;
- Community communications; or
- Other customary communication methods.

Website posting shall serve as the primary notice method.

Notice should generally be provided at least seven (7) days before a regular Board meeting when practical.

Failure to provide owner notice shall not invalidate any Board action otherwise properly taken under the Governing Documents.

Special Board Meetings

- Special Board meetings may be called in accordance with the By-Laws.
- Reasonable efforts should be made to provide owner notice of Special Board Meetings whenever practical.
- The Board recognizes that certain matters may require action on shorter notice.
- The notice of a Special Board Meeting may identify the specific topic or purpose of the meeting when appropriate.
- Failure to provide owner notice shall not invalidate any Board action otherwise properly taken under the Governing Documents.

Section 3

Meeting Agendas

When practical, the Board should post or distribute a preliminary agenda with the meeting notice.

The agenda is intended to assist directors and owners in understanding the anticipated topics for discussion.

Typical agenda topics may include:

- Treasurer's Report
- Committee Reports
- ARC Matters
- Road Maintenance
- Governance Matters
- Old Business
- New Business
- Action Items

The Board reserves the right to modify the agenda before or during the meeting and may consider matters not appearing on the agenda when circumstances require.

Section 4

Owner Attendance

Owners may attend Board meetings unless the Board enters Executive Session pursuant to this policy.

Owners attending meetings shall:

- Conduct themselves respectfully;
- Avoid disrupting Board discussions;
- Refrain from interrupting speakers; and
- Comply with reasonable meeting procedures established by the Chair.

The Chair may remove any attendee whose conduct materially disrupts the meeting.

Section 5

Owner Comment Period

The Board may provide an owner comment period as part of a Board meeting agenda.

Comments should generally:

- Relate to Association business;
- Be respectful; and
- Be limited to a reasonable period of time determined by the Chair.

The Board is not obligated to respond immediately to owner comments.

Section 6

Executive Session

The Board may meet in Executive Session when discussing matters including:

- Legal advice;
- Litigation;
- Delinquent assessments;
- Covenant enforcement matters;
- Personnel matters;
- Contract negotiations; or
- Other confidential or privileged matters.

Only directors and individuals invited by the Board may attend Executive Session.

Any action taken by the Board shall be reflected in the meeting minutes without disclosing confidential, privileged, or protected information.

Section 7

Minutes

Minutes shall be maintained for all Board meetings.

Minutes should generally include:

- Date of meeting;
- Meeting location or platform;
- Directors present;
- Quorum determination;
- Motions made;
- Votes taken;
- Board actions approved; and
- Adjournment time.

Minutes are intended to document Board decisions and actions and are not intended to serve as a transcript of discussions.

Approved minutes shall:

- Be maintained as Association records; and
 - Be posted on the Association website when practical.
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Section 8

Electronic Participation

- Directors may participate in meetings by telephone, video conference, or other communication methods permitted by the Governing Documents and applicable law.
 - Owners may attend electronically when technology permits.
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Section 9

Meeting Records

- Meeting notices, agendas, minutes, resolutions, reports, and other records approved for retention shall be maintained in the Association's official records repository.

The Board encourages the use of HOA-owned technology platforms and document repositories to preserve institutional records and facilitate future Board transitions.

Section 10

Policy Interpretation

Nothing in this policy shall:

- Create additional owner voting rights;
- Limit Board authority granted under the Governing Documents;
- Amend the By-Laws, Declaration, or Articles of Incorporation; or
- Supersede any provision of the Governing Documents.

In the event of any conflict between this policy and the Governing Documents, the Governing Documents shall control.

Effective Date

This Resolution and Policy shall become effective immediately upon approval by the Board of Directors.

ADOPTED by the Board of Directors of Wynngate Homeowners Association, Inc. on this 4th day of September, 2026.

Bobby Daenen, President

Date: 09/04/2026

Ginger Williams, Secretary

Date: 09/04/2026

Certification

I hereby certify that the foregoing Resolution was duly adopted by the Board of Directors of Wynngate Homeowners Association, Inc. and remains in full force and effect.

Voted on 9/4/2026 at Executive Session Board Meeting – Included in Meeting Minutes