

**RESOLUTION OF THE BOARD OF DIRECTORS OF
HOMES ASSOCIATION OF CEDAR HILLS**

Electronic Meetings

This Resolution sets forth action taken by the Board of Directors (“Board”) of the Homes Association of Cedar Hills (“Association”) and is effective as of the date set forth below.

RECITALS

A. The Association is governed by its Amended and Restated Declaration of Restrictions of Homes Association of Cedar Hills (“Declaration”), as later amended and supplemented; the Bylaws of Homes Association of Cedar Hills, as amended (“Bylaws”); and the Articles of Incorporation of Homes Association of Cedar Hills. The Association is also subject, in part, to the Oregon Planned Community Act (ORS 94.550 *et seq.*) and the Oregon Nonprofit Corporation Act (ORS Chapter 65).

B. Article IV, Section 4.2 of the Bylaws grants the Board the authority to conduct, manage, and control the affairs and business of the corporation.

C. Article X of the Bylaws states that all meetings of the members shall be held at the principal office of the corporation or at such other place in Cedar Hills, Washington county, Oregon, as may be designated by the Board of Directors.

D. ORS 94.650(7) permits meetings of members to be conducted electronically if (i) all owners can hear each other simultaneously and be able to communicate during the meeting; (ii) the Association has a system to verify that the person participating in the meeting is an owner or otherwise authorized to participate; and (iii) owners have access to the necessary materials to participate or vote in the meeting.

E. ORS 65.205 permits the Board to authorize electronic meetings by “remote communication” so long as the corporation implements measures to (i) verify that the person is a member; (ii) ensures that a member may participate by remote communication in an effective manner; and (iii) maintain a record of the vote or other action of a memmbver that participates in the meeting.

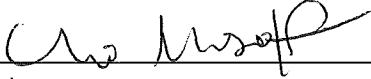
F. The Board wishes to implement procedures that encourage participation in Board and ownership meetings by the greatest number of members possible while controlling Association expenses.

NOW, THEREFORE, IT IS RESOLVED that:

RESOLUTION

The Board authorizes annual and special meetings of the members to be conducted as electronic meetings through telephone, teleconference, video conference, web conference, or any other live electronic means subject to the provisions set forth in ORS 94.650(7) and ORS 65.205.

This Resolution was adopted by the Board of Directors on March 14, 2022.



Secretary