

**Ponderosa Heights Homeowners Association, Inc., Lolo, Montana
Resolution Regarding
The Office of Secretary**

Authority:

WHEREAS, the Ponderosa Heights Homeowners Association, Inc. is a Montana Nonprofit Corporation in Good Standing, established pursuant to the Montana Nonprofit Corporation Act as a nonprofit mutual benefit corporation with members.

WHEREAS, the affairs of the Ponderosa Heights Homeowners Association, Inc. shall be managed by its Board of Directors, except as otherwise provided by laws or by the Articles of Incorporation.

WHEREAS, in the Bylaws for the Ponderosa Heights Homeowners Association, Inc. (Article III. Board of Directors, Section 7. Conduct of Meetings) it states that "The Secretary of Ponderosa Heights Homeowners Association, Inc. shall act as the Secretary of all meetings with the Board of Directors, but in absence of the Secretary, the presiding officer may appoint any Assistant Secretary or any director, or other person present to act as Secretary of the meeting."

Purpose:

WHEREAS, the Bylaws for the Ponderosa Heights Homeowners Association, Inc. (Article IV. Officers, Section 1. Number) states that the principal officers of the Ponderosa Heights Homeowners Association, Inc. shall be the President, Vice-President and Secretary/Treasurer. However, elsewhere in the Bylaws (Article III. Section 7., Article IV. Section 5. and Section 7.) there is reference to the Office of Secretary as if it is an independent position.

WHEREAS, the Board of Directors has determined that as a result of the workload associated with the management of the Ponderosa Heights Homeowners Association, Inc. and the desire for transparency in Board operations, it is to the benefit of the Association to engage other owners in the operations of the Board of Directors. One of these areas is the Office of Secretary of the Ponderosa Heights Homeowners Association, Inc.

WHEREAS, it is the duty of the Board of Directors to communicate clearly the guidance, policy, and procedures for decision making and operations of the Board of Directors, it is incumbent on the Board to provide written clarification for all the conflicting sections in the Bylaws related to the Office of Secretary.

Scope and Intent:

WHEREAS, it is the intent of the Board of Directors that this Resolution will apply to all actions and operations of the Board of Directors and the Ponderosa Heights Homeowners Association, Inc., until such time as it is repealed, replaced, or revised.

WHEREAS, it is the intent of the Board of Directors that this Resolution clearly establishes the Office of Secretary, and the position of Secretary as an Officer of Ponderosa Heights Homeowners Association, Inc.. This Resolution does not increase the number of Directors (3) on the Board of Directors.



Specifications:

NOW, THEREFORE, BE IT RESOLVED THAT the Board of Directors hereby reaffirms the policy in the Bylaws for the Ponderosa Heights Homeowners Association, Inc. (Article III. Board of Directors, Section 7. Conduct of Meetings) that states that "The Secretary of Ponderosa Heights Homeowners Association, Inc. shall act as the Secretary of all meetings with the Board of Directors, but in absence of the Secretary, the presiding officer may appoint any Assistant Secretary or any director, or other person present to act as Secretary of the meeting."

FURTHERMORE, the Board of Directors hereby formally establishes the Office of Secretary of the Ponderosa Heights Homeowners Association, Inc. separate from the Office of Treasurer. In addition, the Secretary of the Ponderosa Heights Homeowners Association, Inc., will be appointed by a vote of the Board of Directors

FURTHERMORE, the Bylaws of the Ponderosa Heights Homeowners Association, Inc. (Article IV. Officers, Section 7.) already define the responsibilities of the Secretary as:

- (a) keep the minutes of the Board of Directors meetings in one or more books provided for that purpose;
- (b) see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law;
- (c) be custodian of the corporate records and of the seal of Ponderosa Heights Homeowners Association, Inc. and see that the seal of the Ponderosa Heights Homeowners Association, Inc. is affixed to all documents, the execution of which on behalf of the Ponderosa Heights Homeowners Association, Inc. under its seal is duly authorized; and
- (d) perform all duties incidental to the Office of Secretary and such other duties as from time to time may be assigned by the President or by the Board of Directors.

Ponderosa Heights Homeowners Association, Inc.
PO Box 23
Lolo, Montana 59847

July 30, 2019

Adoption:

Upon being adopted by the Board of Directors, and recorded by the Missoula County, Montana, Clerk and Recorder this Resolution shall be added to all future copies of the Bylaws and the Declaration of Restrictive Covenants of the Ponderosa Heights Homeowners Association, Inc.

Board of Directors
Ponderosa Heights Homeowners Association, Inc.

By:

On This Date:

Jacqueline A Hofmann

7.31.19

Jacqueline Hofmann
President

James Thomas

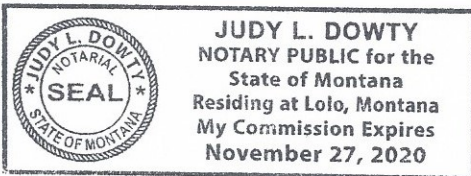
James Thomas
Vice President

Paul Rossignol

Paul Rossignol
Treasurer

STATE OF MONTANA)
 :SS
COUNTY OF MISSOULA)

This instrument was acknowledged before me on this 31st day of JULY, 2019,
by JACQUELINE A HOFMANN
JAMES THOMAS & PAUL ROSSIGNOL as an Authorized Representative for the
Ponderosa Heights Homeowners Association, Inc.



Notary's Signature: Judy L. Dowty

Notary's Name: JUDY L. DOWTY

Notary Public for the State of Montana

Residing at: Lolo

My Commission Expires: 11/27, 2020