

**A RESOLUTION BY THE OFFICERS AND DIRECTORS OF  
THE CIVIC ASSOCIATION OF THE FIRST MONTROSE COMMONS  
DECLARING AN EMERGENCY AND PROVIDING CERTAIN MEASURES IN REPOSE**

16 JULY 2020

WHEREAS the pandemic of COVID-19 has resulted in State and National Public Health Emergencies, and that governmental authorities at the State and County levels have issued certain emergency orders and guidelines to reduce the spread of this disease, and

WHEREAS these orders and guidelines preclude the gathering of certain numbers of people together in one location, and

WHEREAS compliance with these orders and guidelines has prevented The Civic Association of The First Montrose Commons, Inc. from holding its regularly scheduled general business meetings since March 11, 2020, and

WHEREAS the Bylaws of The Civic Association require business to be conducted at general business meetings from time to time – specifically not less than six times per year, and

WHEREAS currently available data suggest that the above cited orders and guidelines are unlikely to be lifted in sufficient time to allow The Civic Association to comply fully with Article NINE (9) of The Bylaws – specifically requiring at least six general meetings per year, the traditional interpretation of the language of this Article having been that it implies the physical gathering of a quorum of members following an appropriate notice in a specified location,

BE IT THEREFORE RESOLVED that the President, Officers, and Directors of The Civic Association of The First Montrose Commons, Inc. do now

DECLARE AN EMERGENCY, requiring actions to preserve the continued existence and functioning of The Civic Association during this emergency, and

PROVIDING THE FOLLOWING ACTIONS BE TAKEN:

1. The term of these Emergency Provisions shall expire December 31, 2020 unless specifically extended by vote of the Members eligible to vote.
  - a. Such extension(s), if any, shall require a date certain on which they expire, unless repealed by specific action of the Officers and Directors of The Civic Association, or further extended by vote(s) of Members eligible to vote at the time of such expiration.
2. The term “Meeting” or “Meetings” shall be interpreted to include gatherings and discussions of a quorum of members or Board Members by use of electronic tele-meeting technology, multi-way video/audio conferencing, and/or other methods as may be approved by the Officers and Directors of The Civic Association.
3. Voting in Absentia – ARTICLE NINE, SECTION 9.05 – Members eligible to vote who wish to vote on an agenda item under the provisions of ARTICLE NINE, SECTION 9.05 must do so as specified in this Article, except that an electronically scanned copy of the required notarized affidavit may be submitted to the Secretary by electronic means within the deadlines specified by the Article. The provisions prohibiting voting by proxy remain in effect.
4. This RESOLUTION shall become effective immediately upon approval of by the Officers and Directors of The Civic Association of The First Montrose Commons without further need of action by the Members eligible to vote.

Approved unanimously by the Officers and Directors of The Civic Association of The First Montrose Commons, Inc. 16 July 2020.

  
Stephen Longmire, MD, President

