

Meadow Valley Homeowners Association, Inc.

Resolution Authorizing Electronic Transmission of Information, Notices of Meeting
and Electronic Submission of Votes or Proxies and Remote Meetings

WHEREAS, Article IV, Section 1 of the By-Laws of Meadow Valley Homeowners Association, Inc. (the “Association”) provides that the affairs of the Association shall be managed by the Board of Directors, and

WHEREAS, the Association, in accordance with Section 11B-113.1 of the Maryland Homeowners Association Act (the “Act”), may provide notice of a meeting or deliver information to a lot owner by electronic transmission if the Board of Directors gives the Association the authority to provide notice of a meeting or deliver information by electronic transmission; and

WHEREAS, the Board of Directors, in accordance with Section 11B-113.2 of the Act, may authorize lot owners to submit a vote or proxy by electronic transmission if the electronic transmission contains information that verifies that the vote or proxy is authorized by the lot owner or lot owner’s proxy; and

WHEREAS, the Board of Director in accordance with Section 11B-113.6 of the Act may authorize meetings of the Association, the Board or a Committee to be conducted or attended by telephonic conference, video conference, or similar electronic means.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the Meadow Valley Homeowners Association, Inc. hereby adopts the following policies:

Notice and Delivery By Electronic Transmission

1. The Association is authorized to provide notice of meetings and deliver information to lot owners by electronic transmission. This authorization is contingent upon:
 - A. The lot owner giving the Association prior written authorization to provide notice of a meeting or to deliver information by electronic transmission; and
 - B. Lot owners may use the Consent for Electronic of Transmission of Notice Form attached hereto as *Exhibit A* to provide the authorization referenced in Section 1(A) above; Lot owners may also provide written authorization to provide notice of a meeting or deliver information via electronic mail; and
 - C. An officer or agent of the Association certifying, in writing, that the Association has provided notice of a meeting or delivered material or information as authorized by the lot owner.
2. Notice or delivery by electronic transmission shall be considered ineffective to a lot owner if:

- A. The Association is unable to deliver two consecutive notices to that lot owner; and
- B. The inability to deliver the electronic transmission becomes known to the person responsible for sending the electronic transmission.
- C. If notice or delivery by electronic transmission is deemed ineffective pursuant to this paragraph 2, the Association shall revert to sending notice of meetings and information to the lot owner at the address last appearing on the books of the Association or supplied by the lot owner to the Association for the purpose of notice or delivery.

Voting By Electronic Transmission

- 3. Lot owners may submit a vote or proxy by electronic transmission. This authorization is contingent upon:
 - A. The electronic transmission contains information that verifies that the vote or proxy is authorized by the lot owner or lot owner's proxy.
 - B. In any matter where the governing documents of the Association require voting by secret ballot, and the anonymity of voting by electronic transmission cannot be guaranteed, voting by electronic transmission shall be permitted if lot owners have the option of casting anonymous printed ballots.

Remote Meetings

- 4. The Board of Directors may authorize meeting of the Members, the Board of Directors or Committees to be held by telephone conference, video conference, or similar electronic means (hereinafter collectively referred to as "remote meeting").
- 5. If a remote meeting is held, the equipment or system used must permit any lot owner, board member or committee member in attendance to hear and be heard by all others participating in the meeting.
 - A. A link or instruction on how to access the remote meeting shall be included in the notice of the meeting.
 - B. No specific authorization from lot owners shall be required to hold a meeting electronically.
- 6. Any lot owner, board member, or committee members attending a remote meeting shall be deemed present for quorum and voting purposes.

7. Any matter requiring a vote of the Association may be set by the Board of Directors for a vote at the meeting, and a ballot may be delivered to members with notice of the meeting.

A. Only those lot owners present during the remote meeting shall be authorized to vote a ballot.

B. Lot owners who are not present at the meeting may vote by proxy in accordance with the requirements of the governing documents and the Act and be considered present for quorum purposes through their proxy.

8. The Board of Directors may set a reasonable deadline for return of a ballot to the Association, including return by electronic transmission.

A. If the Board of Directors sets a deadline for the return of the ballot after adjournment of the meeting, the deadline for return of the ballot shall not be later than 24 hours after the conclusion of the meeting.

9. Notwithstanding language contained in the governing documents, if there is a remote meeting, nomination from the floor at the meeting are not required if at least one candidate has been nominated to fill each open position on the Board of Directors.

10. The inability of a lot owner to join a meeting due to technical difficulties with the lot owner's telephone, computer, or other electronic device does not invalidate the meeting or any action taken at the meeting.

The foregoing Resolution is hereby adopted on this ____ day of _____, 20____, by at least a majority of the Board of Directors of Meadow Valley Homeowners Association, Inc.

Board Member

Board Member

Board Member

Board Member

Board Member

EXHIBIT A

CONSENT FOR ELECTRONIC TRANSMISSION OF NOTICE

As a member of Meadow Valley Homeowners Association, Inc., if you wish to receive notices of meetings or to have other information delivered to you electronically (e.g. by email), you must give the Association written authorization to do so. This consent form will allow the Association to send you notices of meetings and other information by electronic transmission (email). This consent form is sent pursuant to Section 11B-113.1 of the Maryland Homeowners Association Act. By signing below and returning this form to the Association's managing agent, you agree to receive notices of meetings and/or other information via electronic transmission to the email address you specify below.

Signature: _____ Date: _____

Name: _____

Property Address: _____

Email Address: _____

PLEASE EMAIL, MAIL OR FAX YOUR SIGNED FOR TO:

Meadow Valley Homeowners Association, Inc.
c/o Metropolis Management
4307 Gallatin Street, Hyattsville, MD 20781
Office: (301) 779-1800
Email: metropolis.cmi@mymetropolis.net

*If you desire to revoke this consent or to advise of a change in email address, please use the Association's address set forth above to provide such notice.