

PROVIDENCE HIGHLANDS COMMUNITY ASSOCIATION

RESOLUTION OF THE MANAGEMENT COMMITTEE

ELECTRONIC NOTICE, TRANSACTIONS AND VOTING

WHEREAS, the Management Committee for Providence Highlands Community Association ("Association") is empowered to manage and administer the affairs of the Association;

WHEREAS, the Declaration and Bylaws state that the Management Committee shall have authority to promulgate and enforce such reasonable rules, regulations, and procedures as may be necessary or desirable for the maintenance, operation, management and control of the Association and to aid the Association in carrying out any of its functions or to ensure that the Property is maintained and used in a manner consistent with the interests of the Owners;

WHEREAS, the Utah Community Association Act, specifically Utah Code Ann. § 57-8a-214, authorizes an association to provide notice to its members by electronic means, including text message, e-mail, or the website of the association, if provided in the rules of the Association;

WHEREAS, the Utah Revised Nonprofit Corporations Act, § 16-6a-708, further authorizes any means of communication by which all persons participating in the meeting may hear each other during the meeting;

WHEREAS, Section 23 of the Declaration of Covenants, Conditions and Restrictions of the Providence Highlands – Phase I Subdivision provides that notices may be sent to Owners by "telecopy or facsimile transmission" which historically has been interpreted to include all means of electronic communications.

WHEREAS, it is in the best interests of the Association to clarify and adopt a policy and rules governing the use of electronic methods of delivering notice, documents, Resolutions and other records, including ballots and Rules adopted by the Management Committee.

NOW, THEREFORE, IT IS RESOLVED that the following policy and rule is hereby adopted by the Association (hereafter "Rule" or "Resolution").

1. Electronic Notice.

(a) Except as provided in paragraphs (b)(2) and (d) below, notice of any meeting of the members of the Association, any notice or documents required or necessary to allow the Association to carry out any of its functions, and any other notices required or permitted to be given to any member under the law or under the provisions of the Declaration, Bylaws or the Association's rules shall be deemed to have been properly given if such notice is provided by electronic means, including a (1) website posting, (2) text messages and/or (3) sending an e-mail to the member of the Association subject to the provisions below.

(b) **As for e-mail use for notification**, and consistent with Utah Code Ann. 57-8a-214 and these rules, each member must either:

(1) provide an e-mail address to the Association within 45 days of the date of this Resolution for the purpose of receiving notice from the Association (if an e-mail address has not already been so provided); or

(2) opt out of receiving notice by e-mail by sending a written request to receive notice by regular U.S. mail to the Association.

(c) **Consistent with Utah Law, the policy adopted by this Resolution requires, as the default means of notice from the Association, that e-mail communication will be used as stated above.**

(d) E-mail addresses may be provided to (and updated) by members the Association by sending an e-mail from the members' e-mail address to the Property Manager (or other designated party), putting "Electronic Notice" in the subject line, and the full name and address of the member in the body of the e-mail (so you can be identified). The Association must be able to confirm that the sender of the e-mail is, in fact, a member of the Association.

Each member should submit only one e-mail address but if you send more than one, you must indicate which e-mail is to be used as the primary contact e-mail address.

(e) The Association will not disclose your e-mail address to any third party or use it for any other purpose than stated herein. **It is the Owners' responsibility to update its e-mail address with the Association (Property Manager, etc.).**

(f) As stated in 1(b)(2) above, upon receiving a request in writing from a member to receive all notices by mail, the Association shall deliver all notices by regular first-class mail to the member.

2. Transactions, Voting.

(a) Any transaction or action involving the business or affairs of the Association, including but not limited to voting may be conducted by electronic means.

(b) Any notice or transaction, required by the Declaration or Utah code, to be given to any Owner such as Rules and Regulations, Resolutions or other documents adopted by the Management Committee may be delivered by electronic means.

(c) The Association may accept any vote, consent, written ballot, waiver, proxy appointment, or proxy appointment revocation (regardless of the form) as the act of the member if the Management Committee does so in good faith and has no reason to believe it is not the act of the member.

(d) A communication or writing may be delivered in an electronic medium or by electronic transmission, and may be signed by photographic, electronic, or other means. An

electronic record or electronic signature is attributable to a person if it was the act of the person. An electronic signature may consist of a mark, symbol, character, letter, or number or any combination thereof upon, attached to, or logically associated with a record and executed or adopted by a person with the intent to sign the record and the same shall be considered the signature of such person.

(e) An electronic transmission communicating a vote or proxy appointment may be given effect by the Management Committee as the act of the member, and is considered to be written, signed, and dated, if the electronic transmission is delivered with information from which the Association can determine that the electronic transmission is transmitted by the person (e.g., from a sender's known email account or via a website designated for such purpose by the Association), and the date on which the electronic transmission is transmitted.

The date on which an electronic transmission is transmitted is considered the date on which the vote, abstention, demand, or revocation is signed.

(f) A writing includes any document, record, vote, ballot, proxy, or instrument required or permitted to be transmitted by a member or by the Association.

(g) In accordance with Utah's Uniform Electronics Transactions Act, if a law requires a record or signature to be in writing, an electronic record or signature satisfies that requirement; and no transactions or signatures in records may be denied legal effect solely because they are conducted, executed, or prepared in electronic form.

(h) To the fullest extent allowed by law, all members' e-mail addresses shall be kept confidential and private and shall not be distributed or made known to any person or entity (including members of the Association) other than the Management Committee or the Association manager.

This Resolution shall become effective when adopted by the Management Committee as evidenced below, and notice is mailed or otherwise provided to all unit owners within the Association consistent with any requirements of the CC&Rs and/or Bylaws, to their last known address as kept by the Association.

IN WITNESS WHEREOF, the undersigned hereby certify and attest that this Resolution has been duly adopted by the Management Committee of Providence Highlands Community Association:



President



Secretary



Date



Date