

1. Articles of Incorporation

Recommended Changes

- Add a **limitation of personal liability** provision for directors and officers
- Establish a **range for the number of directors**, with the specific number to be set in the Bylaws. (5-9 Directors)
- Add a provision specifying the **approval requirements for future amendments to the Articles**.
- Add a **dissolution provision** required under current Colorado nonprofit corporation law.

Cleanup / Administrative Updates

- Remove references to the original directors and incorporator.
 - Update the registered agent and principal office information.
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2. Bylaws

Compliance-Related Changes

- Add a comprehensive **indemnification provision** protecting directors, officers, and volunteers.
- Revise amendment provisions to recognize that certain bylaw amendments require **owner approval under Colorado law**.
- Update meeting notice requirements to comply with Colorado law, including **community posting requirements** and permissible electronic notices.
- Update special board meeting notice requirements to provide **two days' notice** consistent with Colorado law.
- Establish a compliant procedure for owners to **request special meetings**.
- Require **secret ballots for contested director elections**.
- Clarify that directors may not remove other directors, consistent with Colorado law.

Governance Improvements

- Specify the actual number of directors in the Bylaws. (7)
- Consider modifying director term lengths. (Reduced terms to 2 years)
- Allow board action without a meeting as permitted by statute.
- Allow voting by mail and electronic participation/voting where authorized by law.
- Allow directed director proxies if desired.
- Clarify that, following a member recall of directors, members elect replacement directors.
- Make annual meeting provisions more flexible.

Other

- Remove obsolete requirements regarding a corporate seal.
 - Move assessment-related provisions from the Bylaws into the Declaration.
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3. Declaration

Significant Compliance Updates

- Consolidate and restate the Declaration to incorporate prior amendments and update provisions for compliance with current Colorado law.
- Update landscaping restrictions to comply with Colorado's **water-wise landscaping/xeriscaping laws**.
- Update leasing provisions to comply with Colorado law and clarify rental restrictions.

Enforcement and Collection Authority

- Add authority for fines and formal rules and regulations.
- Add suspension provisions and due-process requirements before enforcement actions.
- Add authority for late fees and interest on delinquent assessments.
- Clarify that assessments are a personal obligation of owners.

Assessment and Budget Provisions

- Add the **CCIOA budget ratification process** required for pre-CCIOA communities.
- Allow the Association to charge repair costs back to owners who negligently cause damage.
- Add formal budget provisions.

Insurance and Maintenance

- Add insurance provisions defining owner and Association insurance responsibilities.

Organizational Clarifications

- Add defined terms.
- Clarify voting rights and assessment allocations.
- Clarify the property subject to the Declaration.
- Consider additional or revised use restrictions tailored to the community

Highest-Priority Changes Identified by Legal Counsel

- Add director/officer liability protections and update the Articles.
- Add indemnification and update Bylaws to comply with current Colorado HOA voting, meeting, and election laws.
- Restate and modernize the Declaration, including updates for landscaping, leasing, parking, signs, solar/clotheslines, assessments, budget ratification, collections, insurance, and architectural review provisions.