



941613

Kathleen Neel - Summit County Recorder

RESOLUTION

DATED JUNE 16, 2010

A resolution clarifying the *Declaration of Covenants, Conditions and Restrictions For The Spruce Valley Ranch (CCRs)* with regard to Spruce Valley Ranch Foundation's (Foundation's) Board of Directors (Board) with regard to: 1) the Board's authority to delegate its duties and responsibilities under the CCRs to one or more Board members and/or non-Board members 2) the Board's authority to resolve differences between Owners and any such Board appointees and 3) the appeal procedures available to Owners who disagree with such Board decisions.

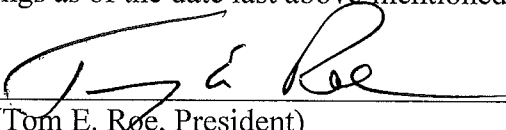

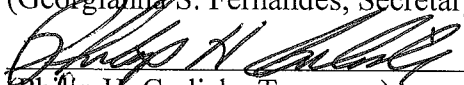
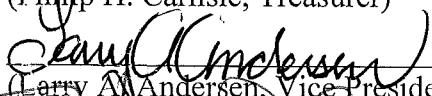
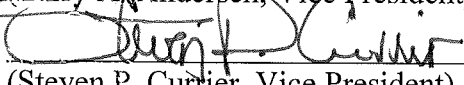
WHEREAS, the CCRs in: 1) ARTICLE III, Section 3.1 reserves to the Board the exclusive right, duty and obligation on behalf of the Foundation to enforce the terms of the CCRs and to provide for the maintenance and improvement of the Ranch for the benefit of the Owners, 2) Section 3.4.(f) authorizes the Board to appoint committees and delegate its duties under the CCRs to such committees, including but not limited to its duties under Section 3.2 Architectural Control and 3) Section 3.2.4(d) provides a procedure for appealing a decision of the Board to the membership of the Foundation, and

WHEREAS, the Board in exercising its rights, duties and obligations on behalf of the Foundation to enforce the terms of the CCRs has, in fact, appointed several individuals and/or committees, including, but not limited to: Stable Manager, Skeet and Trap Range Manager, Boathouse Manager, Architectural Review Committee and Forest-Management Committee.

NOW, THEREFORE, BE IT RESOLVED:

1. That any owner who contests the decision of a manager or committee appointed by the Board to oversee and manage a defined area of Ranch operations, may appeal that decision to the Board, and
2. That any Owner who contests the subsequent decision of the Board, may appeal that decision to the membership of the Foundation at its next annual or special meeting where a vote of at least two-thirds of the votes entitled to be cast at the meeting shall be required to change the decision of the Board.

IN WITNESS WHEREOF, the undersigned have evidenced their approval of the above proceedings as of the date last above-mentioned.

 _____ (Tom E. Roe, President)	<u>Date</u> 6-16-2010
 _____ (Georgianna S. Fernandes, Secretary)	6-16-2010
 _____ (Philip H. Carlisle, Treasurer)	6-16-2010
 _____ (Larry A. Andersen, Vice President)	6/16/10
 _____ (Steven P. Currier, Vice President)	6/16/10