

THE PAVILION HOMEOWNER'S ASSOCIATION, INC.

CORPORATE RESOLUTION

BE IT RESOLVED that the Board of Trustees of The Pavilion Homeowners Association, Inc., a New Jersey Not for Profit Corporation, hereby resolves by unanimous vote, to adopt a guidelines and procedures regarding Access to Records by Association Members.

Whereas the Board of Trustees (hereinafter "Board") is given the authority by the Bylaws of the Association, Article IV, Section 2(e) to operate and manage the affairs of the Association, and to exercise all powers, duties and authority necessary for the proper conduct and the administration of the affairs of the Association; and

Whereas, it is the Board of Trustees has implemented policy and procedures for Association Members to access the records of the Association.

Now, therefore, be it resolved by the Board establishing the following:

1. Except for Permitted Documents hereinafter defined in Paragraph 3, all requests to inspect or copy Association documents must be received in writing by the Association at least ten (10) business days prior to the next scheduled Open Board meeting. Such written requests must include a statement of proper purpose(s) for requesting the document(s), as set forth in N.J.S.A. 15A:5-24c. The Board must, in turn, respond to each properly submitted written inspection request, absent exceptional circumstances, within five (5) business days after the Open Board meeting. Notwithstanding the terms of Paragraph 1 herein, all requests for Association documents, which are listed as "Permitted Documents" under Paragraph 3, shall clearly state the purpose(s) for which the inspection of Association documents is requested and identify specifically the documents, including relevant dates, which the owner wishes to inspect.

All requests to inspect Permitted Documents as defined herein, shall be subject to the receipt of a written request for same. The Association shall make available to the requesting owner the following Association documents which hereby are deemed to be Permitted

Documents (“Permitted Documents”) at a mutually convenient time during regular business hours without any approval by the Board of Directors (“Board”):

**Current Permitted Documents**

**Governing Documents:**

Master Deed

By-laws

Articles of Incorporation

Rules and Regulations

Members’ names and addresses

**Minutes from Open Sessions** (Including All Attachments) for the last three calendar years, including:

Board of Directors Meetings excluding Executive Sessions

Membership Meetings

Newsletters

**Financial Information:**

Assessment Records (For Home of Person requesting documents only) for the current and previous calendar years.

Income Tax Returns for the current and previous calendar years.

Financial Statements (Annual & Monthly) for the current and previous calendar years.

Real Estate Tax Records for the current and previous calendar years

Unemployment Tax Returns for the current and previous calendar years

Insurance Policies and Certificates for the current and previous calendar years

Investment Statements for the current and previous calendar years

Annual Budget for the current and previous calendar years

Current Employee Job Descriptions if any.

Current Permitted Documents as listed above, for the time period as set forth herein, will be provided for inspection and copying within ten (10) business days of such a request. Permitted Documents listed under these categories for a time period other than as specifically indicated for Current Permitted Documents are deemed to be “Archived Permitted Documents.” Archived Permitted Documents need not be located on the Office premises, but may be off premises. Absent exceptional circumstances set forth in writing by the Board or its representative within the time prescribed herein, Archived Permitted Documents will be made available within twenty (20) business days of such a request. The Association will impose an administrative charge of \$15.00 per hour for researching and locating Archived Permitted Documents. The Association Administrator shall have the right to request, in advance, a deposit to cover the estimated amount of any such charge, with any excess to be refunded promptly to the homeowner.

4. The following Association documents shall be deemed to be confidential (“Confidential Documents”) and shall not be made available to homeowners for inspection at any time without the express prior approval of at least a vote of a simple majority of the entire Board after its receipt of a written request stating the proper purpose(s) for requesting the document(s) as indicated in Paragraphs 1 and 2 herein. If the Board deems that such a request is for a proper purpose and approves same, any granting of such a request shall be subject to such necessary and reasonable restraints and/or conditions as the Board or its representative may impose. In exercising its judgment under this or the preceding paragraphs, the Board’s decisions

must be made for good cause based upon the factors listed in this paragraph. The Board must consider among other things:

(i) whether the stated purpose of the request is inimical to the best interest of the Association or constitutes an unwarranted invasion of privacy; (ii) whether compliance with such request will impose an unreasonable administrative burden or expense upon the Association; (iii) the advice of counsel; or (iv) any other matters which are relevant to the welfare of the Association and its Members. The Board must inform the owner of its basis for any denial of making the requested document(s) available for inspection within ten (10) business days of such denial. Documents which are included within the definition of Confidential Documents include:

A. Matters Protected By Law such as:

(i) Any document, the disclosure of which would constitute an invasion of individual privacy.

(ii) Any document relevant to pending or anticipated litigation or contract negotiations.

(iii) Any document falling within the attorney-client privilege to the extent needed for the attorney to exercise his ethical duties as a lawyer.

(iv) Any document involving the employment, promotion, discipline or dismissal of a specific officer or employee of the Association.

B. Contract Bids and Proposals-Outstanding

C. Employee Applications

D. Employee Files

E. Payroll Records

F. Legal Files

G. Individual Pension Information, if any

5. Any Association documents which are requested by an owner which are not expressly listed above as either a Permitted Document or Confidential Document shall not be made available for inspection without the express prior approval of at least a simple majority of the entire Board after its receipt of a written request stating the proper purpose(s) for requesting the document(s) as indicated in Paragraphs 1 and 2 herein. If the Board deems that such a request is for a proper purpose and approves same, any granting of such a request shall be subject to such conditions as the Board may impose. In exercising its judgment under this or the preceding paragraph, the Board's decisions must be made for good cause based upon the factors listed in this paragraph. The Board may consider among other things (i) whether the stated purpose of the request is inimical to the best interest of the Association or constitutes an unwarranted invasion of privacy, (ii) whether compliance with such request will impose an unreasonable administrative burden or expense upon the Association, (iii) the advice of counsel or (iv) any other matters which it considers relevant to the welfare of the Association and its members. The Board must inform the owner of its basis for any denial of making the requested document(s) available for inspection within ten (10) business days of such denial.

6. If the frequency, redundancy or number of a particular owner's requests is such that it imposes an undue burden upon the employees or Administrator of the Association to produce requested documents in a timely fashion, the Board or its representative may impose necessary and reasonable constraints and/or conditions upon the availability of such documents for inspection and copying.

7. In no event shall copies of any documents disclosed pursuant to this Policy be provided to the inspecting owner, including, but not limited to, document(s) described as Confidential Documents listed in Paragraph 4 herein, except that copies of Permitted Documents as defined in Paragraph 3 herein may be made at the owner's expense, at reasonable rates as determined by the Association.

8. Except as otherwise provided in this Policy, no Association documents shall be removed from the Office. Moreover, the Administrator shall determine when and where all documents shall be inspected and shall ensure that all documents are inspected in the presence of designated Association personnel.

9. Despite anything to the contrary in this Policy, the Association shall not be required to make Association documents available for inspection or copying for more than four (4) hours in any given week, regardless of the number of homeowner requests that may be pending unless the owner requesting same makes arrangements in advance with the Administrator for Association personnel to be present in excess of the allotted time, either during or outside of normal business hours. In any event such unit owner(s) shall pay to the Administrator an administrative charge of thirty dollars (\$30.00) per hour for all time in excess of one (1) hour during which such personnel are utilized to fulfill any such request. Moreover the Administrator shall have the right to request in advance a deposit to cover the estimated amount of any such charge, with any excess to be promptly refunded to the owner upon fulfillment of the request.

10. Prior to providing any owner with access to the Association documents pursuant to this Policy, any owner or non-owner (who accompanies said owner) must execute a Confidentiality Agreement in the presence of a witness, restricting the owner and/or non-owner

from disclosing, either directly or indirectly, in any manor or form, any such information revealed within Confidential Documents listed under paragraph 4 of this Policy, or otherwise deemed confidential, notwithstanding not being incorporated within those documents listed as “Confidential”.

11. Access to the books, records and memoranda as set forth in Item numbers 1 through 6 shall be provided to owners who are in “good standing” at the time of the written request in the case of Permitted Documents (Item 3) or at the time of the Board vote on the individual disclosure request where such vote is required pursuant to this Policy. For purposes of this Policy, a member in “good standing” shall be defined as a member who has fully paid all installments due for assessments made or levied against the member and/or his or her home by the Board, together with all interest, late fees, costs, attorney fees, penalties, other expenses, if any, properly chargeable to the member and/or his or her home. Owners who seek to challenge a determination that they are not in good standing may review their own unit records and other records which are deemed reasonably related to the matter(s) that resulted in the owner’s loss of good standing, such as: inspection reports concerning his/her own home, the current Association Budget; a statement of charges of account of the requesting owner; and correspondence within the owner directly related to the delinquent assessment(s) or fine(s).

12. The Administrator shall not be obligated to submit to questioning during document production.

13. Unless otherwise stated in this Policy or in any governing document of the Homeowners Association, the owner given Board approval for access to the books, records and memoranda shall have the right to be accompanied during the inspection by any two individuals chosen by the owner.

I, \_\_\_\_\_, Secretary of The Pavilion Homeowners Association, Inc., a Not for Profit Corporation of New Jersey, CERTIFY that the foregoing is a true copy of a Resolution as it appears in the records of the Corporation and as was duly and legally adopted at a meeting of the Board of Trustees of the corporation called for that purpose and held on \_\_\_\_\_, 2021, pursuant to and in accordance with the Master Deed, By-Laws thereof; that it has not been modified, amended or rescinded, and is in full force and effect as of the date hereof.

Date:

\_\_\_\_\_

, Secretary

(SEAL)

ATTEST:

The Pavilion Homeowners Association, Inc.

\_\_\_\_\_

, Secretary

\_\_\_\_\_

, President