

Resolution to Adopt and Implement CRM System for Records Management

Authority And Purpose For The Resolution

WHEREAS, the Bylaws of the Association (Article VII) require the Board to "...keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Board of Directors and committees having any of the authority of the Board of Directors"; and

WHEREAS, the Bylaws of the Association (Article VII) requires that "...all books and records of the Association may be inspected by any director or Member, or such director's or Member's agent or attorney for any proper purpose at any reasonable time"; and

WHEREAS, The Board of Directors has determined that secured, Internet-based CRM system with access for all Owners would aid in the compliance with the requirements of Article VII of the Bylaws; and,

WHEREAS, The Board of Directors desires to foster a sense of community and transparency while facilitating communication among the Owners and the Board;

Now, Therefore, Let It Be Resolved:

1. The Board of Directors approves the implementation of CiviCRM software to replace other methods of records management and online communication, except when this conflicts with Board Resolutions, the Bylaws or applicable law.
2. The Board empowers the President to act independently in the following ways until such time as the Board sees fit to transfer these authorities to other parties by Resolution at a regular meeting of the Board:
 - (a) seek out and secure no-cost hosting for the CiviCRM software
 - (b) install and implement the CiviCRM software and relevant add-on modules
 - (c) oversee and maintain the CiviCRM software
 - (d) facilitate free training in the use of the CiviCRM software for Board members, Committees and Owners
3. The Board requires that at least four levels of access be established in the CiviCRM system, to include:
 - (a) Public Access - access to information regarded as public and which does not require a login, such as public availability of Covenants and Association contact information.
 - (b) Owner Access - every lot in the Association will have a Master Record to which individual user profiles can be attached, such as when joint owners both want their own access account.
 - (c) Committee Access - additional access as required for Committees to work (assigned only while serving on a Committee)
 - (d) Board Access - additional access to complete "Organizational Administration" to all records (assigned only while serving on the Board)
4. The Board authorizes NO financial expenditures by the ULWSA for the implementation and maintenance of the CiviCRM system. All services and labor are expected to be provided on a donation/volunteer basis and the work result shall be either be the joint property of the author and the ULWSA or, where joint ownership is impossible or denied by an author, shall include a lifetime license for use, without royalty or payments.
5. The Board requires that sufficient and reasonable security be in place to protect information from unintentional disclosure, in accordance with the ULWSA Bylaws, Board Resolutions, and applicable law.
6. CONFLICTS OF INTEREST:
 - (a) The Board acknowledges that its President (Eriks Goodwin) and/or others who volunteer to assist in the implementation and maintenance of this Resolution may have business affiliation and/or financial involvement in the companies or services related to this Resolution and hereby waives any potential Conflict of Interest, since:

- i. the services described in this Resolution will not require any expenditure by the ULWSA; and
 - ii. this Resolution is in the common interest of all Owners.
- (b) The President will advise the Board on an ongoing basis as to the identity and nature of any business affiliation or financial interests of those involved in the implementation of this Resolution or the ongoing maintenance of the CiviCRM system. The President shall act to address, alleviate or eliminate any conflict deemed non-waivable by the Board within seven (7) days of a Resolution by the Board to do so.

Vote by the Board of Directors

Director	Motion By	Seconded	Yea (Yes)	Nay (No)	Abstain	Absent
Eriks Goodwin			✓			
Larry Wilke	✓		✓			
Peter Tattersall			✓			
Mark Hirschberger			✓			
Gail Rae		✓	✓			

This Resolution, as a result of the actions of the Board of Directors, is hereby:

 Failed **Rejected** **Adopted**
for lack of a second to the motion for lack of majority vote to support by a majority vote of the Board and hereby enacted

Given under my hand, this 2nd day of September, 2021 CE

BY: [Signature]
Eriks Goodwin, President

ATTESTED: [Signature]
Gail Rae, Secretary

