



# Colorado Statutes Dealing With Access To and Inspection of Records



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### Condominium Act

§38-33-107. Records of receipts and expenditures - availability for examination. The manager or board of managers, as the case may be, shall keep detailed, accurate records of the receipts and expenditures affecting the general and limited common elements. Such records authorizing the payments shall be available for examination by the unit owners at convenient weekday business hours.

§38-33-108. Violations - penalty. Any person who knowingly and willfully violates the provisions of section 38.33.106 or 38.33.107 is guilty of a misdemeanor and, upon conviction thereof, shall be punished by a fine of not more than five hundred dollars.

### Revised Non Profit Act

§7-136-101- Corporate records.

- (1) A nonprofit corporation shall keep as permanent records minutes of all meetings of its members and board of directors, a record of all actions taken by the members or board of directors without a meeting, a record of all actions taken by a committee of the board of directors in place of the board of directors on behalf of the nonprofit corporation, and a record of all waivers of notices of meetings of members and of the board of directors or any committee of the board of directors.
- (2) A nonprofit corporation shall maintain appropriate accounting records.
- (3) A nonprofit corporation or its agent shall maintain a record of its members in a form that permits preparation of a list of the name and address of all members in alphabetical order, by class, showing the number of votes each member is entitled to vote.
- (4) A nonprofit corporation shall maintain its records in written form or in another form capable of conversion into written form within a reasonable time.
- (5) A nonprofit corporation shall keep a copy of each of the following records at its principal office:
  - (a) Its articles of incorporation;
  - (b) Its bylaws;
  - (c) Resolutions adopted by its board of directors relating to the characteristics, qualifications, rights, limitations, and obligations of members or any class or category of members;
  - (d) The minutes of all members' meetings, and records of all action taken by members without a meeting, for the past three years;
  - (e) All written communications within the past three years to members generally as members;
  - (f) A list of the names and business or home addresses of its current directors and officers;
  - (g) A copy of its most recent periodic report delivered to the secretary of state under section 7-136-107; and
  - (h) All financial statements prepared for periods ending during the last three years that a member could have requested under section 7-136-106.

§7-136-102. Inspection of corporate records by members.

- (1) A member is entitled to inspect and copy, during regular business hours at the nonprofit corporation's principal office, any of the records of the nonprofit corporation described in section 7-136-101 (5) if the member gives the nonprofit corporation written demand at least five business days before the date on which the member wishes to inspect and copy such records.

(2) Pursuant to subsection (5) of this section, a member is entitled to inspect and copy, during regular business hours at a reasonable location specified by the nonprofit corporation, any of the other records of the nonprofit corporation if the member meets the requirements of subsection (3) of this section and gives the nonprofit corporation written demand at least five business days before the date on which the member wishes to inspect and copy such records.

(3) A member may inspect and copy the records described in subsection (2) of this section only if:

- (a) The member has been a member for at least three months immediately preceding the demand to inspect or copy or is a member holding at least five percent of the voting power as of the date the demand is made;
- (b) The demand is made in good faith and for a proper purpose;
- (c) The member describes with reasonable particularity the purpose and the records the member desires to inspect; and
- (d) The records are directly connected with the described purpose.

(4) For purposes of this section:

- (a) "Member" includes a beneficial owner whose membership interest is held in a voting trust and any other beneficial owner of a membership interest who establishes beneficial ownership.
- (b) "Proper purpose" means a purpose reasonably related to the demanding member's interest as a member.

(5) The right of inspection granted by this section may not be abolished or limited by the articles of incorporation or bylaws.

(6) This section does not affect:

- (a) The right of a member to inspect records under 7-127-201;
- (b) The right of a member to inspect records to the same extent as any other litigant if the member is in litigation with the nonprofit corporation; or
- (c) The power of a court, independent of articles 121 to 137 of this title, to compel the production of corporate records for examination.

§7-136-103. Scope of member's inspection right.

- (1) A member's agent or attorney has the same inspection and copying rights as the member.
- (2) The right to copy records under section 7-136-102 includes, if reasonable, the right to receive copies made by photographic, xerographic, electronic, or other means.
- (3) Except as provided in section 7-136-106, the nonprofit corporation may impose a reasonable charge, covering the costs of labor and material, for copies of any documents provided to the member. The charge may not exceed the estimated cost of production and reproduction of the records.
- (4) The nonprofit corporation may comply with a member's demand to inspect the record of members under section 7-136-102(2)(c) by furnishing to the member a list of members that complies with section 7-136-101(3) and was compiled no earlier than the date of the member's demand.

§7-136-104. Court-ordered inspection of corporate records.

- (1) If a nonprofit corporation refuses to allow a member, or the member's agent or attorney, who complies with section 7-136-102 (1) to inspect or copy any records that the member is entitled to inspect or copy by said section, the district court of the county in this state where the nonprofit corporation's principal office is located or, if the nonprofit corporation

has no principal office in this state, the district court of the county in which its registered office is located or, if the nonprofit corporation has no registered office, the district court for the city and county of Denver may, on application of the member, summarily order the inspection or copying of the records demanded at the nonprofit corporation's expense.

- (2) If a nonprofit corporation refuses to allow a member, or the member's agent or attorney, who complies with section 7-136-102 (2) and (3) to inspect or copy any records that the

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state where the nonprofit corporation's principal office is located or, if the nonprofit corporation has no principal office in this state, the district court of the county in which its registered office is located or, if the nonprofit corporation has no registered office, the district court for the city and county of Denver may, on application of the member, summarily order the inspection or copying of the records demanded.

- (3) If a court orders inspection or copying of the records demanded, unless the nonprofit corporation proves that it refused inspection or copying in good faith because it had a reasonable basis for doubt about the right of the member, or the member's agent or attorney, to inspect or copy the records demanded:
- (a) The court shall also order the nonprofit corporation to pay the member's costs, including reasonable counsel fees, incurred to obtain the order;
  - (b) The court may order the nonprofit corporation to pay the member for any damages the member incurred;
  - (c) If inspection or copying is ordered pursuant to subsection (2) of this section, the court may order the nonprofit corporation to pay the member's inspection and copying expenses; and
  - (d) The court may grant the member any other remedy provided by law.
- (4) If a court orders inspection or copying of records demanded, it may impose reasonable restrictions on the use or distribution of the records by the demanding member.

§7-136-105. Limitations on use of membership list.

- (1) Without consent of the board of directors, a membership list or any part thereof may not be obtained or used by any person for any purpose unrelated to a member's interest as a member.
- (2) Without limiting the generality of subsection (1) of this section, without the consent of the board of directors a membership list or any part thereof may not be:
- (a) Used to solicit money or property unless such money or property will be used solely to solicit the votes of the members in an election to be held by the nonprofit corporation;
  - (b) Used for any commercial purpose; or
  - (c) Sold to or purchased by any person.

§7-136-106. Financial statements. Upon the written request of any member, a nonprofit corporation shall mail to such member its most recent annual financial statements, if any, and its most recently published financial statements, if any, showing in reasonable detail its assets and liabilities and results of its operations.

§7-127-201. Members list for meeting and action by written ballot.

- (1) Unless otherwise provided by the bylaws, after fixing a record date for a notice of a meeting or for determining the members entitled to take action by written ballot, a nonprofit corporation shall prepare an alphabetical list of the names of all its members who are entitled to notice of, and to vote at, the meeting or to take such action by written ballot.

The list shall show the address of each member entitled to notice of, and to vote at, the meeting or to take such action by written ballot and the number of votes each member is entitled to vote at the meeting or by written ballot.

- (2) If prepared in connection with a meeting of the members, the members list shall be available for inspection by any member entitled to vote at the meeting, beginning the earlier of ten days before the meeting for which the list was prepared or two business days after notice of the meeting is given and continuing through the meeting, and any adjournment thereof, at the nonprofit corporation's principal office or at a place identified in the notice of the meeting in the city where the meeting will be held. The nonprofit corporation shall make the members list available at the meeting, and any member entitled to vote at the meeting or an agent or attorney of a member entitled to vote at the meeting is entitled to inspect the list at any time during the meeting or any adjournment. If prepared in connection with action to be taken by the members by written ballot, the members list shall be available for inspection by any member entitled to cast a vote by such written ballot, beginning on the date that the first written ballot is delivered to the members and continuing through the time when such written ballots must be received by the nonprofit corporation in order to be counted, at the nonprofit corporation's principal office. A member entitled to vote at the meeting or by such written ballot, or an agent or attorney of a member entitled to vote at the meeting or by such written ballot, is entitled on written demand to inspect and, subject to the requirements of section 7-136-102 (3) and the provisions of section 7-136-103 (2) and (3), to copy the list, during regular business hours, at the member's expense, and during the period it is available for inspection.
- (3) If the nonprofit corporation refuses to allow a member entitled to vote at the meeting or by such written ballot, or an agent or attorney of a member entitled to vote at the meeting or by such written ballot, to inspect the members list or to copy the list during the period it is required to be available for inspection under subsection (2) of this section, the district court of the county in this state where the nonprofit corporation's principal office is located or, if the nonprofit corporation has no principal office in this state, the district court of the county where its registered office is located, or if the nonprofit corporation has no registered office in this state, the district court for the city and county of Denver may, on application of the member, summarily order the inspection or copying of the list at the nonprofit corporation's expense and may postpone or adjourn the meeting for which the list was prepared, or postpone the time when the nonprofit corporation must receive written ballots in connection with which the list was prepared, until the inspection or copying is complete.
- (4) If a court orders inspection or copying of the list of members pursuant to subsection (3) of this section, unless the nonprofit corporation proves that it refused inspection or copying of the list in good faith because it had a reasonable basis for doubt about the right of the member or the agent or attorney of the member to inspect or copy the list of members:
  - (a) The court shall also order the nonprofit corporation to pay the member's costs, including reasonable counsel fees, incurred in obtaining the order;
  - (b) The court may order the nonprofit corporation to pay the member for any damages the member incurred; and
  - (c) The court may grant the member any other remedy afforded the member by law.
- (5) If a court orders inspection or copying of the list of members pursuant to subsection (3) of this section, the court may impose reasonable restrictions on the use or distribution of the list by the member.
- (6) Failure to prepare or make available the list of members does not affect the validity of action taken at the meeting or by means of such written ballot.

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§38-33.3-317 Association records. 38-33.3-317. Association records.

- (1)
  - (a) The association shall keep financial records sufficiently detailed to enable the association to comply with section 38-33.3-316 (8) concerning statements of unpaid assessments.
  - (b) The association shall keep as permanent records minutes of all meetings of unit owners and the executive board, a records of all actions taken by the unit owners or executive board by written ballot or written consent in lieu of a meeting, a record of all actions taken by a committee of the executive board in place of the executive board on behalf of the association, and a record of all waivers of notices of meetings of unit owners and of the executive board or any committee of the executive board.
  - (c)
    - (i) The association or its agent shall maintain a record of unit owners in a form that permits preparation of a list of the names and addresses of all unit owners, showing the number of votes each unit owner is entitled to vote.
    - (ii) Notwithstanding section 38-33.3-117(1)(I), this paragraph (c) shall not apply to a unit, or the owner thereof, if the unit is a time-share unit, as defined in section 38-33-110(7).
  - (d) The association shall maintain its records in written form or in another form capable of conversion into written form within a reasonable time.
- (2)
  - (a) Except as otherwise provided in paragraph (b) of this subsection (2), all financial and other records shall be made reasonably available for examination and copying by any unit owner and such owner's authorized agents.
  - (b)
    - (I) Notwithstanding paragraph (a) of this subsection (2), a membership list or any part thereof may not be obtained or used by any person for any purpose unrelated to a unit owner's interest as a unit owner without consent of the executive board.
    - (II) Without limiting the generality of subparagraph (I) of this paragraph (b), without the consent of the executive board, a membership list or any part thereof may not be:
      - (A) Used to solicit money or property unless such money or property will be used solely to solicit the votes of the unit owners in an election to be held by the association;
      - (B) Used for any commercial purpose; or
      - (C) Sold to or purchased by any person.
- (3) The association may charge a fee, which may be collected in advance but which shall not exceed the association's actual cost per page, for copies of association records.
- (4) As used in this section, "reasonably available" means available during normal business hours, upon notice of five business days, or at the next regularly scheduled meeting if such meeting occurs within thirty days after the request, to the extent that:
  - (a) The request is made in good faith and for a proper purpose;

- (b) The request describes with reasonable particularity the records sought and the purpose of the request; and
  - (c) The records are relevant to the purpose of the request.
- (5) In addition to the records specified in subsection (1) of this section, the association shall keep a copy of each of the following records at its principal office:
- (a) Its articles of incorporation, if it is a corporation, or the corresponding organizational documents if it is another form of entity;
  - (b) The declaration;
  - (c) The covenants;
  - (d) Its bylaws;
  - (e) Resolutions adopted by its executive board relating to the characteristics, qualifications, rights, limitations, and obligations of unit owners or any class or category of unit owners;
  - (f) The minutes of all unit owners' meetings, and records of all action taken by unit owners without a meeting, for the past three years;
  - (g) All written communications within the past three years to unit owners generally as unit owners;
  - (h) A list of the names and business or home addresses of its current directors and officers;
  - (i) Its most recent annual report, if any; and
  - (j) All financial audits or reviews conducted pursuant to section 38-33.3-303(4)(b) during the immediately preceding three years.
- (6) This section shall not be construed to affect:
- (a) The right of a unit owner to inspect records:
    - (i) Under corporation statutes governing the inspection of lists of shareholders or members prior to an annual meeting; or
    - (ii) If the unit owner is in litigation with the association, to the same extent as any other litigant; or
  - (b) The power of a court, independently of this article, to compel the production of association records for examination on proof by a unit owner of proper purpose.
- (7) This section shall not be construed to invalidate any provision of the declaration, bylaws, the corporate law under which the association is organized, or other documents that more broadly defines records of the association that are subject to inspection and copying by unit owners, or that grants unit owners freer access to such records; except that the privacy protections contained in paragraph (b) of subsection (2) of this section shall supersede any such provision.

§38-33.3-316 Lien for assessments. (8) The association shall furnish to a unit owner or such unit owner's designee or to a holder of a security interest or its designee upon written request, delivered personally or by certified mail, first-class postage prepaid, return receipt, to the association's registered agent, a written statement setting forth the amount of unpaid assessments currently levied against such owner's unit. The statement shall be furnished within fourteen calendar days after receipt of the request and is binding on the association, the executive board, and every unit owner. If no statement is furnished to the unit owner or holder of a security interest or his or her designee, delivered personally or by certified mail, first-class postage prepaid, return receipt requested, to the inquiring party, then the association shall have no right to assert a lien upon the unit for unpaid assessments which were due as of the date of the request.