

COMMITTEES:
PURPOSE, POLICIES, & PROCEDURES

Purpose

- The Board of Directors encourages property owners to participate in the governance and administration of the POA. The most effective method to accomplish this participation is through committees.
- The Board of Directors encourages individuals with experience in various fields to use their skills to aid the POA and the community as a whole.
- Committee members are encouraged to interact with the community to foster two way communication within the community.

Types of Committees

- **Adjudicatory Committee.** An adjudicatory committee has the authority to make decisions and pass judgments on issues within the committee's scope. Property owners have the right to appeal the decisions and judgments made by the committee to the Board of Directors. The Board of Directors has the right to uphold, reverse, and adjust decisions and judgments made by the committee. The Architectural Control Committee is the only adjudicatory committee.
- **Standing Committee.** Standing committees serve at the pleasure of the Board of Directors and are advisory only. The following are established standing committees:
 - Wellness Committee
 - Finance Committee
 - Golf Committee
 - Food & Beverage Committee
 - Buildings & Grounds Committee
- **Short Term Committee.** Short term committees, also known as ad hoc committees, are established by the Board of Directors with a defined set of goals, for a defined short term period.

Makeup of the Committee

The makeup of the Architectural Control Committee is specifically covered in the bylaws and Declaration for the POA and is not addressed in this document. For all other committees, the committee is comprised of seven property owners, a board liaison, and a representative(s) of the Management Team. The board liaison and the representative(s) of the Management Team are encouraged to

participate in the committee meetings, but they are not official members of the committee and do not have voting rights. The Board of Directors has the authority to expand or contract the committee beyond the standard seven members.

Eligibility of Committee Members

Committee member eligibility:

- Must be a member in good standing with the POA.
- Have the time and dedication to attend a majority of the meetings.
- May only serve on one committee at a time.
- They should possess some level of experience, expertise, or interest in the committee they will serve on.
- May not be a spouse or significant other of a member of the Board of Directors.

Nomination of Committee Members

When the committee has a vacancy or if members of the committee are approaching the end of their term, the remaining committee members will vote to nominate a candidate to fill the vacancy. This nomination will be submitted to the Board of Directors. The Board of Directors has the sole authority to approve or deny the nomination.

Terms

Rules governing the terms for members of the Architectural Control Committee are covered in the bylaws and Declaration for the POA. For all other standing committees, terms will last two years. Committee members are eligible to serve two consecutive terms. Following the completion of their second term, a committee member may not serve on the same committee for a period of 12 months. Terms commence on July 1st. If a new committee member is taking over the position of a committee member who is leaving in the middle of their term, the new committee member's term will run through the next upcoming June 30th. Even if the departing committee member was within the first year of a two year term, the new committee member will serve through the next upcoming June 30th. For the new committee member, serving for the initial partial year will not count towards their eligibility to serve two two-year consecutive terms. For short term committees, a committee member's term ends once the committee has completed the defined goals for the committee or there are no additional meetings scheduled.

Attendance

Committee members are encouraged to attend every meeting. If a member of a committee misses four meetings within a 12 month period, the committee has the option to vote to have the committee member removed. A committee member with a medical situation or other extenuating circumstances may miss more than four meetings within a 12 month period. Committee members who anticipate that they may miss an extended number of meetings are encouraged to communicate with the committee chairperson.

Removal of a Committee Member

A committee member can be removed from the committee for cause, provided a majority of the committee votes in favor of the removal. The cause or justification for removal must be clearly defined and included in the minutes of the committee. The removed committee member can appeal to the Board of Directors, provided that they do so in writing within 15 days from the date of removal.

Chairperson

Every July, or if there is a vacancy, the committee will elect a fellow committee member to serve as Chairperson. The following are the responsibilities of the chairperson:

- Communicate with the committee members as to when and where the meetings will take place. It is recommended that meetings take place on a consistent basis, for example the first Monday of each month.
- The chairperson is responsible for leading the meeting.
- An agenda for the meeting should be e-mailed to the committee three days prior to the meeting. Copies of the agenda should also be made available at the beginning of the meeting.
- One of the first tasks of each meeting should be the approval of the previous meeting's minutes. The minutes should be distributed via e-mail to the committee within three days of the meeting.
- Ensure the meetings are held in a professional, businesslike, and courteous manner.
- Ensure that the meeting moves along in an efficient manner. For many committee meetings, an hour should be a sufficient amount of time for the meeting.

Minutes

The committee will name a committee member who will be responsible for writing the minutes of the meeting. The minutes should be distributed via e-mail to the committee within three days of the meeting. Minutes will be considered for approval at the next meeting. An electronic version of the minutes will be sent to the CEO in a timely manner. Committee minutes are reported to the Board of Directors each month.

Frequency of meetings

For standing committees, meetings should be held on a monthly basis. At their discretion, a committee may elect to not hold a meeting for the months of December through February. For short term or ad hoc committees, the committee will meet the appropriate number of times necessary to complete the established goals of the committee.

Quorum

For standing and short term committees, a quorum is reached when a minimum of 50% of the committee members are in attendance. For the Architectural Control Committee, a quorum is reached when over 51% of the committee is in attendance.

Open Meetings

Property owners are allowed to attend any committee meetings, provided the property owner is not disruptive or acts to prevent the committee from conducting their meeting. Committees may go into executive session, but only to discuss matters to do with personnel, contracts, and current or threatened litigation. No motions or votes can take place in executive session. It is recommended that executive sessions take place at the end of the meeting.

Scope Limitations

It is important that each committee and the committee members remain within the scope of the committee and not attempt to unreasonably expand the scope or infringe upon the scope of another committee. On issues that intersect between committees, all committees involved will cooperate and act in the common good for the POA.

COMMITTEE MISSION STATEMENTS

Wellness Committee

In cooperation with Resort Management, the Wellness Committee monitors and seeks to enhance programs and services which promote an active lifestyle and a quality, healthy environment for members and visitors.

Buildings & Grounds Committee

The mission of the Building & Grounds (B&G) Committee is to work with the Resort Maintenance Team to help develop and maintain buildings and grounds that are safe, clean, attractive, functionally efficient and operational to effectively provide for and promote the mission of the Resort while sustaining the safety and enjoyment of its property owners and guests.

Finance Committee

The Finance Committee shall provide assistance to the Board of Directors in fulfilling its responsibility with respect to all financial matters. The Committee shall review and interpret all financial records, statements, budgets, capital expenditure proposals, monitor internal controls, determine investment strategies and review and recommend borrowing commitments.

Golf Committee

The mission of the Golf Committee is to assist the Resort in ensuring its property owners and guests a challenging, pleasurable, and safe golfing experience.

Food & Beverage Committee

The mission statement for the Food & Beverage Committee is three fold:

- To help implement the Goals of the committee; That of Quality Food, Consistent Service, and Maintaining Clean appearance for all the food outlets.
- To be a positive influence to the Food and Beverage Department by listening and giving feedback about any concerns about the food services.
- To be a sounding board for ideas and concerns from the Director of Food and Beverage.

Architectural Control Committee

The ACC is committed to working with our property owners to protect their investment and property values.

Effective Date

These policies and procedures were approved by the Board of Directors on December 12, 2011 and go into effect on July 1, 2012.