

**CANYON LAKE PROPERTY OWNERS ASSOCIATION
POLICIES AND PROCEDURES**

DIVISION: Corporate

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EFFECTIVE DATE:

SUPERSEDES: March 28, 2000 Policy

1st READING : July 15, 2008

2nd READING : August 19, 2008

DATE APPROVED: August 19, 2008

Committee Guideline Policy

1.0 Policy

WHEREAS, Article VI, Section 1 of the Bylaws of the Canyon Lake Property Owners Association grants the Board of Directors the power to conduct, manage and control the affairs and business of the Association; and

WHEREAS, Article II, Section 2 (i) of the Bylaws grants the Board of Directors the power to appoint such committees as may be necessary to, or convenient in, the discharge of any of its obligations or powers; and

WHEREAS, Article VI, Section 1 (e) of the Bylaws grants the Board of Directors the power to appoint committees of the Association;

NOW, THEREFORE, BE IT RESOLVED THAT the following general guidelines and procedures for committees be adopted:

COMMITTEE MEMBERS

The members of each committee shall be Prime or Associate members in good standing of the Canyon Lake Property Owners Association, hereinafter referred to as the CLPOA, unless otherwise provided in the resolution creating that committee. The members of all committees shall be appointed by the Board of Directors of the CLPOA, hereinafter referred to as the BOARD, and any vacancies from time to time existing shall be filled by appointment of the BOARD. Any committee member may be removed from office with or without cause by the BOARD.

EX-OFFICIO MEMBERS

The President of the CLPOA and the General Manager of the CLPOA shall be non-voting ex-officio members of all committees and sub-committees (with the exception of the Architectural Control Committee). Other individuals may be designated as non-voting ex-officio members of a specific committee. All ex-officio members of the committee shall be given all meeting notices and other information provided to members of the committee.

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CHAIRPERSON

The chairperson of each committee shall be a member of the committee and shall be appointed by the BOARD, unless otherwise provided in the resolution creating that committee. The chairperson of each committee shall supervise the activity of the committee and its sub-committees, giving assistance whenever necessary and insuring that the activities of the committee and its sub-committees are acting within the boundaries of the resolution parameters. The chairperson should draw upon the full output of the committee members to arrive at alternatives and options to present to the BOARD.

SECRETARY

The chairperson of each committee and the chairperson of each sub-committee shall appoint a secretary to keep minutes for the use of the committee, unless otherwise provided in the resolution creating that committee. Minutes shall be taken at all committee meetings by the secretary or a member serving as acting secretary. A copy of such minutes shall be filed in a timely manner with the BOARD. The same person shall not serve as chairperson and secretary of the same committee.

The secretary shall also maintain such records as may be necessary for the committee. Such records remain the property of the CLPOA and shall be surrendered to the BOARD upon completion of term as secretary to ensure continuity of information. When necessary, the General Manager will assign staff for typing and copying assistance.

SUB-COMMITTEES

The chairperson of each committee shall have the power to appoint sub-committees for specified purposes and duties not inconsistent with the specified purposes and duties of the committee, to serve for the term required but not to exceed the term of such chairperson. Members of the sub-committee shall be members in good standing of the CLPOA but need not be members of the committee. Such sub-committees shall report their recommendations to the committee and may not act independently of the committee as a whole.

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VOLUNTEERS

Each committee may appoint other volunteers to assist with the assignments and responsibilities of the committee. These individuals, however, will not be considered as members of the committee and shall not vote in the deliberations of the committee.

TERM

QUALIFICATIONS: All Members shall be appointed to committees of the Association on an annual basis to be determined by the Board of Directors each calendar year. Only "Members in Good Standing" are eligible to serve on committees of the Association and shall be reviewed by the Board of Directors and appointed accordingly.

TERM: All members are eligible to serve unlimited one (1) year terms and shall be subject to Board approval and appointed annually by the Board of Directors.

CHAIRPERSON: The Chairperson of any one committee shall be limited to two years of service in that capacity.

TERMINATION OF SERVICE: All committees and the individual members thereof serve at the pleasure of the Board and may be removed with or without cause during their one year terms. This policy shall be retroactive and members currently serving shall be subject to this policy.

RESIGNATIONS

Any committee member may resign at any time by giving written notice to the BOARD. Such resignation shall take effect on the day of the receipt of such notice or any later time specified therein. The acceptance by the BOARD of such resignation shall not be necessary to make it effective.

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RESPONSIBILITY

The responsibility of all committees shall be as outlined in the specific charter and/or resolution of the BOARD creating that committee. All committees are at all times under the direct supervision and control of the BOARD having only such authority as is specifically defined herein and as may be delegated to them in the resolution creating that committee. No committee shall have the right to obligate the CLPOA in any way or in any sum. Members of a committee should not contact governmental officials or agencies or others without the specific authorization of the BOARD, the General Manager of the CLPOA or as may be provided in the resolution creating that committee.

The BOARD cannot delegate its responsibilities or the decision making required to carry out its responsibilities. Committees of the CLPOA, except the Architectural Control Committee and the Appeals Committee, can only operate in an advisory capacity. Committees may make recommendations but must understand that in fulfilling its fiduciary responsibilities, the BOARD is **NOT** bound to accept or agree with such recommendations.

MANNER OF OPERATION

The business of all committees shall be conducted in accordance with ROBERT'S RULES OF ORDER, latest edition, unless provided otherwise by resolution of the BOARD. Each committee shall conduct its business in strict accordance with the procedures set forth in the Bylaws for the CLPOA, the published rules and regulations of the CLPOA, and the resolution of the BOARD creating that committee. The committees are charged with maintaining a constant awareness with the legal obligations, risks and responsibilities of the CLPOA and with the rights of owners and residents of Canyon Lake. The committees may take no actions other than those provided in the Bylaws for the CLPOA and/or the resolution of the BOARD creating that committee without prior permission of the BOARD and recorded in the minutes of the BOARD.

MEETINGS

All open meetings of the committees of the CLPOA shall be open to any member of the CLPOA in good standing and each committee shall have approved by the BOARD a regular meeting schedule which shall be announced in advance. Any committee which has within the scope of its duties any matters which would properly be the subject of an executive session of the Board, if the matter were before the Board, shall hold any committee meetings and discussions within closed, executive session when any of the following topics are under consideration:

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- * Member discipline
- * Third party contracts
- * Litigation, potential litigation, or confidential legal advice
- * Personnel

Similarly, any minutes taken of executive session meetings shall be written separately and shall not be distributed to anyone not entitled to attend such executive sessions.

QUORUM

The majority of the members of the committee shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the members present at a duly held meeting at which a quorum is present shall be regarded as an action of the committee.

REPORTING

All committees shall report their activities to the BOARD and to the General Manager of the CLPOA. The committee Chair shall submit written reports, including minutes and attendance records of their meetings on a timely basis to the General Manager. In the event a quorum was not present, any report from the committee to the BOARD should reflect the members participating in such report.

CONFLICT OF INTEREST

Any member of a committee of the CLPOA who could reasonably be expected to benefit in a direct and substantial way from the possible outcome of a committee action under discussion must disclose each time it is discussed that he/she has such an interest and abstain from voting and discussion on any motion affecting that interest.

EMPLOYEES OF CLPOA

The chairperson of each committee shall be authorized to consult with the management staff members involved in the activities of the committee but shall not give orders to any subordinate of the General Manager. The General Manager shall be responsible for the

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appointment, direction, supervision and for the administration of disciplinary action (including termination) for all employees of the CLPOA.

LIAISON

All committees, except the Architectural Control Committee shall have a member of the BOARD assigned as a liaison between the BOARD and the committee. The liaison may supply information to the committee that is not confidential, privileged or of a sensitive nature, where such information will assist a committee in fulfilling its functions. Liaison officers are not authorized to assign projects without BOARD approval.

STANDING COMMITTEES

The following standing committees shall be established:

- Architectural Control Committee
- Appeals Committee
- Campground Committee
- Community Patrol Committee
- Equestrian Committee
- Fairway Estates Committee
- Finance Committee
- Green Committee
- Garden Committee
- Lake and Marina Committee
- Long Range Planning Committee
- Parks and Beaches Committee
- Senior Committee
- Senior Work Group Committee
- Setback Storage Review Committee
- Tuesday Work Group Committee
- Quality Assurance Committee (Adhoc)

SPECIAL COMMITTEES

The BOARD may, as required, create or dissolve such other special or ad hoc committees to serve specified purposes and duties as deemed necessary by resolution of the BOARD.