

Division: Corporate
Policy No:
Effective Date: 08 04 2020
This policy supersedes all previous Committee Policies.

Committee Policy

COMMITTEE 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 policy and procedures for committees be adopted:

COMMITTEE STRUCTURE:

STANDING COMMITTEES

The Canyon Lake Property Owners Association (CLPOA) Board of Directors (BOARD) shall have the authority to establish standing committees of Prime or Associate Members in good standing (Member), as necessary to assist with the duties and affairs of the CLPOA. A standing committee is defined as a permanent committee which is an advisory group of members appointed by the BOARD on an annual basis. **The committee shall perform specific duties as directed by the BOARD. Direction shall be provided by the Board through the BOARD liaison, in consultation with the General Manager, or ex-officio liaison assigned to the Committee.**

The following are Standing Committees:

- Appeals Committee
- Architectural Control Committee
- Estates Committee
- Facilities Planning Committee
- Finance Committee
- Green Committee
- Recreation Committee
- Fiesta Day Committee

AD-HOC COMMITTEES

The BOARD may create or dissolve such other special or ad-hoc committees to serve specified purposes and duties, as deemed necessary, by resolution of the BOARD. Ad-hoc committees are created to serve in a temporary capacity. Those committee's charters and schedules shall outline their specific functions and

tasks as designated by the BOARD. Direction shall be provided through the BOARD liaison, in consultation with the General Manager, or ex-officio liaison assigned to the Committee.

The following are current Ad-hoc Committee(s):

- Dredge Committee

WORK GROUPS

The BOARD may establish work groups to assist with specific projects or help maintain POA common areas as designated in the work group's charter. Work groups shall be given direction from the BOARD, in consultation with the General Manager or ex-officio liaison assigned to the group. Requests for projects, funding, or additional duties shall be filtered through the appropriate committees, Board Liaison and BOARD for review and decision. Any member in good standing with the CLPOA may be appointed by the BOARD to a work group for the CLPOA.

The following are Work Groups:

- Senior Work Group
- Tuesday Work Group

COMMITTEE MEMBER APPOINTMENTS:

MEMBERS

The members of each committee shall: be Prime, Associate or Sub-Associate members in good standing of the CLPOA, execute the confidentiality agreement, and abide by the CLPOA Social Media Policy. The members of all committees shall be appointed by 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 their position with or without cause by the BOARD.

LIAISON

All committees, shall have a member of the BOARD assigned as a liaison between the BOARD and the committee. The BOARD member so assigned shall serve as a communication link and shall not attempt to exert influence upon the committee nor participate in the decision making of the committee. The liaison shall provide direction and other 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 shall report on the monthly activities of their committees during the Open Session Meeting, and are not authorized to assign projects without BOARD, and General Manager approval.

EX-OFFICIO MEMBERS (STAFF LIAISONS)

The President and the General Manager of the CLPOA shall be non-voting ex-officio members of all committees and sub-committees. 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.

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. Employees shall serve in an ex-officio capacity to provide current status information. Staff is not expected to provide administrative support without prior approval of the General Manager.

DESIGNATED COMMITTEE POSITIONS:

CHAIRPERSON

The chairperson of each committee shall be a member of the committee and shall be appointed by the BOARD. The chairperson of each committee shall supervise the activity of the committee and its sub-committees, giving assistance whenever necessary, ensure proper documentation of Agendas and Minutes, and that the activities of the committee and its sub-committees are coordinated (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. The Chairperson of any one committee shall be limited to two years of service in that capacity. Upon completion of term as chairperson, the committee may recommend the appointment of the new Chairperson to the BOARD. The BOARD shall appoint the committee chairperson as each position becomes available. The current chairperson may be reappointed for an additional term of two (2) years, serving a maximum term of four (4) years consecutively as chairman. The BOARD may appoint the current chairperson for an extended term on a case by case basis.

SECRETARY

The chairperson of each committee and/or sub-committee shall appoint a secretary to keep minutes of the 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 CLPOA. Such records remain the property of the CLPOA. The same person shall not serve as chairperson and secretary of the same committee.

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 that committee or, at the discretion of the Chairperson, non-voting advisors with specific and needed expertise. Non-voting members must agree to sign the confidentiality agreement. Such sub-committees shall report their recommendations to the committee and may not act independently of the committee as a whole.

ALTERNATE COMMITTEE MEMBERS

The CLPOA and BOARD may determine that a committee have an alternate member(s) as part of the membership of the Committee. Alternate members shall be temporarily appointed for a probationary period of (90) days or three meetings to allow time for committees to recommend to remove or keep as a permanent alternate member to fill any future vacancies. Alternate members shall be automatically appointed to a committee when a vacancy becomes available and once the probationary period has passed. The alternate member shall be a voting member that will be allowed to deliberate and participate with full voting power, when any committee member is absent.

COMMITTEE QUALIFICATIONS:

ELIGIBILITY

All Prime and Associate Members shall be appointed to committees of the Association on an annual basis. The appointment date shall be determined by the BOARD each fiscal year. Only "Members in Good

Standing” are eligible to serve on committees of the Association and shall be reviewed by the BOARD and appointed accordingly.

COMMITTEE MEMBER TERM LIMITS

All committee members and alternate committee members are eligible to serve unlimited one (1) year terms and shall be subject to approval and appointment annually in October by the BOARD. Committee members are eligible to have concurrent committee membership appointments.

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 term. 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.

COMMITTEE ROLES & RESPONSIBILITIES:

COMMITTEE CHARTER RESPONSIBILITIES

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. 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, contractors, vendors, 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 a modified version of Parliamentary Procedure from Community Association Institute, as a guideline, unless provided otherwise by resolution of the BOARD, and document through meeting agendas and minutes. Each committee shall conduct its business in accordance with the procedures set forth in the Bylaws for the CLPOA, the published rules and regulations of the CLPOA, and the resolution(s) of the BOARD creating that committee. The committees are charged with maintaining a constant awareness of legal obligations, risks and responsibilities of the CLPOA and with the rights of owners and residents of Canyon Lake.

MEETINGS

All open session committee meetings shall be open to any Member of the CLPOA. Each committee shall have a regular meeting schedule that is approved by the BOARD and be announced in advance. Meetings of all committees shall be held as necessary to carry out assignments and responsibilities.

Any committee which has within the scope of its duties any matters which would properly be the subject of an executive session shall hold committee meeting(s) and/or discussion(s) within closed, executive session when any of the following topics are under consideration:

- * Member discipline & personnel
- * Litigation, potential litigation, or confidential legal advice

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. When determined by the chairperson of the committee and consistent with the requirements of an executive session, the committee may meet in closed session to consider member discipline, personnel and litigation matters.

QUORUM

The majority of the members appointed to a 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. When there is a tie vote, the motion shall be deferred to the BOARD with the exception of the Appeals Committee.

REPORTING

All committees shall report their activities to the BOARD monthly through their Board Liaison. The committee chair shall submit written reports, including minutes and attendance records of their meetings on a timely basis to the General Manager, at least fourteen (14) days prior to the next regular meeting. In the event a quorum was not present, any report from the committee to the General Manager and BOARD should reflect the members participating in such report.

BOARD REQUESTS

Committees may make recommendations to the BOARD by submitting a completed Recommendation Form to the General Manager. These requests shall be submitted when a committee is requesting funding for specific projects, or for modifications to a rule or policy, as requested by the BOARD. The General Manager shall process the Recommendation Form through the necessary steps, as identified on the attached flow chart.

CONFLICT OF INTEREST

Any member of a CLPOA Committee 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.

DISSOLUTION OF A COMMITTEE

As the community, CLPOA, and BOARD evolve, changes may be made from time to time in the structure of any, or all committees serving the BOARD. As provided in the By-Laws, the BOARD may modify the structure of committees to fit the needs of the Association.