

**LAKE OF THE PINES ASSOCIATION
POLICIES & PROCEDURES**



Committee

I. Purpose

The purpose of this policy is to provide guidelines for the operation and enhancement of this important avenue of service to our community, as well as to summarize the various committee authorities and requirements specified throughout the CC&Rs, Bylaws and State law.

II. Authority

The committee structure at Lake of the Pines provides the Board of Directors primarily with advice and assistance in making decisions. It also provides a means for utilizing the specialized knowledge and expertise of members and affords them the opportunity to contribute to the operation of the association. The following State law, CC&R, and Bylaw provisions authorize and set forth requirements for committees, including but not limited to:

- A. California Corporations Code, Sections 7151, 7210 and 7212 (Committees of the Board)
- B. Article VI, Section 4, Lake of the Pines restated Bylaws (Recruitment Committee).
- C. Article V, Lake of the Pines restated Declarations (Environmental Control Committee)
- D. Article XIII, Section 7, Lake of the Pines restated Declaration (Covenants Committee)
- E. Article IX, Lake of the Pines restated Bylaws (Committees)

III. Scope

The activation, appointment of members and structure of association committees is the exclusive right and responsibility of the Board.

IV. General

All committees report to the Lake of the Pines Board of Directors via the assigned Board Liaison

- A. Committees are primarily advisory with the exception of:
 - 1. The Environmental Control Committee and the Covenants Committee (Their decisions can be appealed to the board by individual members);
 - 2. The Recruitment Committee (See II. B. this Doc.); and
 - 3. Committees of the Board (Committees consisting exclusively of Directors and granted specific authority by the Board, per California Corporations Code 7212).
- B. There shall be two kinds of advisory committees:
 - 1. Standing committees, which may have subcommittees, operate under a Board approved charter until such time as the Charter is discharged by the Board.
 - 2. Ad hoc committees, whose members are selected by the Association President and approved by the Board for a specific purpose or study. When the assignment is completed, the committee is dissolved.

V. Committee Charters

- A. Charters are prepared and approved by the Board. The Board Liaison is responsible for distribution of the charter and a current copy of the LOP Committees Policy to each committee member prior to the first meeting of the committee. The charter shall define the mission and duties of the committee and reference any applicable association by-laws and constraints.
- B. There may be instances when it is necessary for more than one (1) committee to review and make advisory recommendations on the same project. The Board Liaisons, working together, gather the information before sending to the Board for a policy decision or action.
- C. If an instance arises where consultation with the General Manager is essential, the Liaison and Chairperson will be directed by the Board or Board President to do so.

VI. Committee Membership – General

- A. Generally, the selection of committee members shall be oriented toward those applicants whose specific skills and talents are aligned with the responsibilities of the committee and, who by virtue of his or her background and experience, would be likely to contribute to its effectiveness.
- B. The possibility of conflicts of interest or excessive absences shall be considered in the selection of committee members. Conflicts of interest, loss of association Membership in Good Standing, or excessive absenteeism shall be causes for replacement.

- C. Any member of a committee, who refuses to support a board policy or perform assigned tasks, is subject to dismissal by majority vote of the board.
- D. Only Members in "Good Standing" as defined in the CC&Rs may serve on a committee. "'Member' means every person or entity who holds a membership in the Association and whose rights as a Member are not suspended pursuant to Article XIII, section 6 hereof. . . ." (CC&Rs, Article I, Section 19) "'Good Standing' means that a Member is current in the payment of all Assessments, fees, charges and fines duly levied against the Member and his or her Lot. To be in good standing a Member must not be subject to any suspension of voting or other membership privileges as a result of any disciplinary proceeding conducted in accordance with Article XIII, section 6, of the Declaration." (Bylaws, Article I, Section 4(c))
 - 1. Employees who are also association members may not serve on committees as an association employee representative, but may serve as a member representative, with the same member rights and responsibilities as other members.
 - 2. Member-employee membership may be restricted or disallowed for conflicts of interest per this policy (LOP Committee policy VI B) and the LOP employee handbook.

VII. Committee Composition

A. General

- 1. The Chairperson will appoint a Vice-chair and Secretary.
- 2. The Chairperson holds the same committee membership and voting rights and responsibilities as other committee members
- 3. Unless otherwise specified by this document, other LOP governing documents, or applicable Law, the maximum tenure for all Committee members shall be three (3) years. This may be extended by the Board on a year-to year basis only for reasons that specifically benefit the Association (LOP).
 - a. The Environmental Control Committee is appointed for one (1) year terms. (CC&Rs, Article V, Section 2)
 - b. All other committee members are appointed for one (1) year terms with the exception of the Recruitment Committee (LOP Bylaws Article VI, Sec. 4).

- B. Committees of the Board (committees consisting exclusively of Directors and granted specific authority by the Board, per California Corporations Code 7212). The Board President shall appoint a minimum of two (2), maximum of three (3) Directors and designate a Chairperson for each committee.

C. Committees other than Committees of the Board

1. The President will appoint a Director as Liaison to each committee on an annual basis, or as needed as vacancies occur.
2. The Liaison will recommend for Board approval a Chairperson each year, ordinarily each January.
3. It shall be the joint responsibility of the Chairperson and the Board Liaison to carefully review the qualifications of potential nominees, and then only bring those with the desired experience and background forward to the Board for approval.
4. Committee members will be expected to continue serving after the start of the new year until they are replaced if terminating their membership. If a new Chairperson is not available, a member will be asked, by the Liaison to substitute until one is appointed.

D. Specific Committee Composition

1. Covenants Committee
 - a. Per the CC&Rs, at Article XIII, Section 7, the Covenants Committee shall consist of a minimum of five (5) members, or as specified by an approved Charter, whichever is greater.
 - b. Since the Covenants Committee has the power to approve, decline or assess fines, initiate disciplinary action or make recommendations to the board related to members, only one (1) member per household will be allowed to serve on the Covenants Committee.
2. Environmental Control Committee
 - a. Per the CC&Rs, at Article V, Section 2, the Environmental Control Committee shall consist of a minimum of five (5) members, or as specified by an approved Charter, whichever is greater.
 - b. The term of office for all Environment Control Committee members, per Article V of the restated LOP CC&Rs, shall be limited to one (1) year.
 - c. Since the Environmental Control Committee has the power to approve, decline or assess fines, initiate disciplinary action or make recommendations to the board related to members, only one (1) member per household will be allowed to serve on the Environmental Control Committee.
3. Recruitment Committee
 - a. The Recruitment Committee's function is to solicit and nominate members as candidates for Election to the Board.
 - b. The committee members will be appointed by the Association President.
 - c. Shall consist of a minimum of three (3) members, including the chairperson
 - d. None of the committee members may be current Directors

4. Other Committees (Bylaws Article IX)

- a. Other Committees, either standing or ad hoc may be created from time to time by the Board
- b. Each committee not otherwise specified in this document shall consist of a minimum of five (5) and a maximum of seven (7) members.

VIII. Board Liaison Responsibilities

- A. Careful review and selection of nominees for Committee assignment is a joint responsibility of the Committee Chairperson and the Board Liaison.
- B. The Liaison is not a voting member of the committee and may not Chair a committee.
- C. The Liaison shall participate in discussions to offer opinions, advises the committee on issues that have or may have an effect on the association, staff functions and other standing committee functions.
- D. The Liaison shall monitor committee discussions and, if necessary, remind the members of the scope of their Charter.
- E. The Liaison shall keep the committee apprised of current Board action, budgetary constraints, activities of other committees as they may affect the committee functions and, when appropriate, research related issues.
- F. All Liaisons must remain cognizant of the committee's activities in order to present Committee Minutes to the Board and, when necessary, expand on the Committee minutes at the monthly Board Meeting.
- G. The Liaison will monitor the timely posting of agenda and publication of minutes, as required.

IX. Committee Chairperson Responsibilities

- A. Careful review and selection of nominees for Committee assignment is a joint responsibility of the Committee Chairperson and the Board Liaison.
- B. The Chairperson shall establish the meeting schedule and is responsible for notifying committee members, Board Liaison, and LOP Administration as to the time and place. Department Managers may attend non-executive session committee meetings only with the approval of the General Manager. (Executive session meetings are as defined in California Civil Code 4935.)

- C. As appropriate, the Chairperson shall prepare or cause to be prepared agendas for each meeting and distribute to the members and the Board via the Liaison prior to the meetings.
- D. The Chairperson shall ensure all meetings conform to notification requirements of LOP Bylaws, Article VII and California Civil Code and California Corporations Code 7212), and/or California Corporations Code 7211 (Committees of the Board) as appropriate.
 - 1. Committees, including Committees of the Board, must give notice to all homeowners no less than four (4) days before meetings by U.S. Mail, posting in the Common Area, newsletter, or “similar means of communication”; and to all committee members no less than four days before meetings if by U.S. Mail. Notice may be given to all homeowners and/or all committee members no less than 48 hours before meetings personally or by telephone (or electronically in compliance with several conditions), subject to the following exception.
 - 2. Committees, including Committees of the Board, need not give meeting notice if meeting on executive session matters per California Civil Code 4925(a) & 4935(a)-(b).
- E. Minutes of each meeting (whether draft or approved) shall be prepared and delivered by the Chairperson to the Board prior to the next Board meeting for use in making committee reports to the Board. The names of all departing members with actual departure dates shall be included in the minutes. The meeting minutes of non-executive sessions (Civil Code 4925(a) & 4935(a)-(b)) shall be made available for Member review within thirty (30) days of each meeting. Due to the sensitive nature of content, Covenants Committee minutes are to provide only a summary of the appeals heard.
- F. Recommendations from the committee to the Board requiring Board action shall be made in writing from the Chairperson to the Board Liaison with copies to the General Manager.
- G. All project assignments to the Committee will be made in writing by the Board Liaison and shall include required action and due dates. The General Manager shall be involved in any communications to and from the Board.
- H. The Chairperson of each committee is required to prepare a “Summary Report” for the year’s activity, which is due to liaisons by December 15th of each year. The report shall indicate activities, accomplishments, projects pending and recommendations.

Revised: August 16, 2017 R-17-054