

Mountain Lodge Governing Documents Committee Charter

OVERVIEW

As volunteers, the members of the Executive Board (hereinafter “EB”) face the unusual task of governing the Mountain Lodge Condo Owners Association (hereinafter “MLCOA”) with part-time participation. MLCOA EB members have varied experience and limited time to dedicate to their roles. While MLCOA has a professional staff managing day-to-day operations, the EB is still called on to fulfill responsibilities, for which the individual members may not have the time and expertise. The MLCOA EB recognizes the value of involving interested homeowners in the decision-making process via committee participation.

Homeowners wishing to serve on a committee will read and understand this policy in its entirety.

The MLCOA supports three types of committees:

1. **Mandatory Committee** - Required by the governing documents of the MLCOA (i.e., Bylaws and/or Condominium Declarations).
2. **Standing Committee** - Not required by the governing documents, but created by the EB to stand indefinitely.
3. **Ad Hoc Committee** - Created by the EB to accomplish or assist with a specific task, then disband.

PURPOSE AND AUTHORITY

Committees exist **ONLY** to support and make recommendations to the EB. Unless otherwise delegated, committees have **NO authority** to act on their own, or on behalf of the EB. The EB may, as necessary, allocate a budget to a committee. The **Election Committee** does have limited authority to act on its own, in accordance with its mandate in the Bylaws.

Each MLCOA committee will fall under the authority of a committee chair. This chair will be the sole member of the committee with the authority to directly contact individual members of management or the EB in reference to any items pertaining to that particular committee. When appropriate, members of management may act as “Ad Hoc” members to provide advice and assistance to that committee.

GENERAL COMMITTEE ORGANIZATION

1. Within sixty (60) days following each Spring HOA Meeting, the EB will appoint the committee chair for all “Standing Committees,” solicit committee member appointment recommendations from the chair, and appoint committee members. This does not apply to the Elections Committee, which is a mandatory committee governed by Article 3.4 of the MLCOA Bylaws.
2. Committee members may serve only two (2) terms consecutively, but may resume service after a one (1) year hiatus from that specific committee following two consecutive terms. A term is two (2) years. If no homeowner is interested in becoming a committee member, a two (2) term committee member may serve an additional term after giving a thirty (30) day notice to the membership.
3. A “Standing Committee” may be disbanded at any time deemed appropriate by the EB.
4. An “Ad Hoc” Committee will automatically disband after its task is completed.
5. Committee members will serve at the pleasure of the EB. The EB has the authority to dismiss any committee member by majority vote, with or without cause.
6. Committee members serve in a volunteer capacity and receive no compensation or reimbursement.

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7. Excepting management supporting in an Ad Hoc role, committee members will be homeowners in good standing with the Association, in accordance with Article 3.4(c) of the MLCOA Bylaws.
8. The EB may select an EB member to serve as the EB liaison to an MLCOA committee.
9. No more than two (2) EB members will serve on any single committee.
10. Each committee will consist of a minimum of three (3) and a maximum of seven (7) members.

MANDATORY COMMITTEES

Election Committee

The **Election Committee** is appointed at least 90 days prior to each Spring HOA Meeting by the EB and will consist of one (1) person from the EB and no fewer than three (3) additional homeowners.

The Elections Committee will develop election procedures and administer such procedures as are consistent with the Bylaws and approved by the EB.

The **Election Committee** must qualify all candidates based on Article 3.4 of the MLCOA Bylaws, as well as provide oversight for the collection and verification of all proxies prior to each Spring HOA Meeting.

MLCOA staff will receive proxies from the membership and notify the **Election Committee** and Secretary on a regular basis of proxies received prior to the date of the election. Neither the MLCOA staff nor non-EB members of the **Election Committee** may influence proxies in any way, nor discuss results of proxies or personal information of any kind outside of the **Election Committee**. Requests MUST go through the EB.

The first meeting of the **Election Committee** will take place not later than sixty (60) days prior to each Spring HOA Meeting to establish election procedures and begin polling for homeowners interested in filling vacant EB seats. The basic agenda for the first meeting will be to: review Article 3.4 of the Bylaws, prepare written election procedures for the upcoming election, recruit qualified members for the EB, and address as appropriate any other topic(s) necessary for its effective operation.

The second meeting of the **Election Committee** will take place not later than forty (40) days prior to each Spring HOA Meeting to review and qualify candidates, and notify the Secretary of the EB of any and all qualified candidates committed to serving. Individual board members whose terms are expiring must notify the **Election Committee** in writing by this second meeting regarding whether or not they desire to serve another term. The basic agenda for the second meeting is to: qualify the candidates and notify the Secretary of the EB of the names of candidates, if there are any.

STANDING COMMITTEES

Building and Grounds Committee

The **Building and Grounds Committee** is a standing committee to advise and assist MLCOA management and the EB on preserving the structural integrity and aesthetic quality of the building, parking lots, and grounds. The **Building and Grounds Committee** is also responsible for the following:

1. At least one member of the will inspect the building and grounds before each regularly-scheduled EB meeting.
2. The **Building and Grounds Committee** will prepare a Building & Grounds Report for presentation to the EB prior to each regularly-scheduled EB meeting. The Building & Grounds Report for each Fall

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HOA meeting will recommend annual updates to MLCOA's Thirty-Year Capital Plan (TYCP). Forward reports to MLCOA management, for inclusion in the EB packet, no later than one (1) week prior to each regularly-scheduled EB meeting.

3. The **Building and Grounds Committee** will meet at least four (4) times per year, either in person or via telephone conference. These meetings should occur no later than seven (7) days before each regularly-scheduled EB meeting to ensure sufficient time to file reports. Meet with MLCOA management at each Spring and Fall HOA meeting to prepare a Building and Grounds budget for presentation to the **Finance Committee** and implementation into the overall annual budget.
4. The **Building and Grounds Committee** will present updates to the membership at each scheduled HOA meeting.
5. The **Building and Grounds Committee** will work with MLCOA management and the EB to evaluate all contractor performances relative to the current budget and determine the quality and quantity of work to ensure it continues to meet the MLCOA needs.
6. The **Building and Grounds Committee** will ensure the MLCOA obtains multiple bids on projects over \$15,000.
7. The **Building and Grounds Committee** will work with MLCOA staff to oversee and implement all BAG projects.
8. The **Building and Grounds Committee** will review all signage on the interior and exterior of the building, as well as the greater property, and make recommendations for additions, deletions, or updates.
9. The **Building and Grounds Committee** will NOT award proposals from contractors or vendors without EB approval.
10. The **Building and Grounds Committee** will only share findings and proposals with the EB, and not with the greater homeowner community. The EB will disseminate all information at the appropriate time.

Finance Committee

The **Finance Committee** is a standing committee to review and provide oversight of the financial and business operations of the MLCOA. The **Finance Committee** is also responsible for the following:

1. The **Finance Committee** will work with MLCOA management to prepare and propose the annual operating budget for consideration by the EB.
2. The **Finance Committee** will review the TYCP presented by the **Building and Grounds Committee** to ensure adequate funding will be available to provide for future capital needs of the MLCOA.
3. The **Finance Committee** will work with the MLCOA management and MLCOA accountant to prepare a yearly reserve study that ensures funding for the TYCP presented by the **Building and Grounds Committee**.
4. The **Finance Committee** will work with the MLCOA management and MLCOA accountant regarding annual MLCOA tax planning.
5. The **Finance Committee** will coordinate the budget with all committees to prepare a final budget.
6. Items presented to and by the **Finance Committee** will only be shared with the EB and not with the greater homeowner community. The EB will disseminate all information at the appropriate time.
7. The **Finance Committee** will review the monthly financial reports with the MLCOA accountant to ensure adherence to the approved operating budget and variations therefrom. The **Finance Committee** will prepare a monthly variance report with subsequent recommendations to the EB.
8. The **Finance Committee** will periodically determine the adequacy of the reserve funds and submit results to the EB for review.

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9. The **Finance Committee** will assist MLCOA management with preparing a quarterly financial review and projected performance for the remaining fiscal year for submission to the EB.
10. The **Finance Committee** will conduct periodic studies (based on EB guidance) of the MLCOA checks and balances, internal controls, and procedures for the handling of funds.
11. The **Finance Committee** will meet at least seven (7) days prior to each scheduled EB meeting and prepare a Finance Committee Report that includes YTD financials and projected variances. The **Finance Committee** will forward this report to MLCOA management for the EB.
12. The **Finance Committee** will collect all capital and budgetary items from the other committees, then review the annual budget and projected cash flows.
13. The **Finance Committee** will review the monthly financials and present on a monthly basis to the EB.
14. The **Finance Committee** will review the quarterly financials, as well as the end-of-year compilation.
15. The Chair of the **Finance Committee** will ALWAYS be the Treasurer of the EB.

Governing Documents Committee

The **Governing Documents Committee** is a standing committee to review the MLCOA Governing Documents and to make recommendations. The **Governing Documents Committee** is also responsible for the following:

1. The **Governing Documents Committee** will research and provide recommendations to the EB on all approved projects.
2. The **Governing Documents Committee** will review all contracts to ensure there are no conflicts and all contracts comply with the governing documents. The **Governing Documents Committee** will report violations to the EB.
3. The **Governing Documents Committee** will read and understand all MLCOA governing documents, as well as the Uniform Common Interest Ownership Act and the West Virginia Non-Profit Act, then monitor all changes in rules and law as they pertain to MLCOA, and advise the EB as appropriate.
4. The **Governing Documents Committee** will meet at least two (2) times annually, and provide a written report at least seven (7) days prior to each scheduled EB meeting.

PRESIDENT'S CERTIFICATION:

The undersigned, being the President of the Mountain Lodge Condo Owners Association, certifies that the Executive Board approved this policy at a duly called and held meeting of the Executive Board on the 29th day of September, 2018 and, in witness thereof, the undersigned has subscribed his/her name.

Mountain Lodge Condo Owners Association

By 

29 Sep 2018

President

Date