



Candlewood Lake Association, Inc Committee Handbook

Approved by the CWLA Board of Trustees: June 27, 2022

**Revised and approved by CWLA BoT's: October 24, 2022
February 27, 2023
August 28, 2023**

Table of Contents

Sections:

Preamble

Code of Conduct

- I) CWLA Community Association Committee
 - A) Standing Committees
 - B) Ad Hoc Committees, Subcommittees
 - C) Clubs, Groups and Task Force

- II) Committee Membership
 - A)) Responsibilities and Privileges for Appointed Committee Membership

- III) Committee Chairpersons and Their Responsibilities
 - A) Selection of Committee Chairpersons
 - B) Term of Office of Committee Chairpersons
 - C) Responsibilities of the Committee Chairperson

- IV) Board Liaisons and Their Responsibilities

- V) Responsibilities of the CWLA General Manager and Employee Liaisons
 - A) The General Manager
 - B) The Employee Liaisons

- VI) Committee/Ad-Hoc Committee/Groups/Clubs/Task Force Meetings
 - A) Closed Work Sessions
 - B) Open Comment Period
 - C) Disruptive Members

Appendices:

- A) What Makes a Meeting?
 - 1) Purpose
 - 2) Preparation
 - 3) Participation
 - 4) Reports
- B) Sample Committee Agenda
- C) Sample Committee Minutes
- D) Sample SBAR

Preamble

Committee work and its focus on the common welfare of the CWLA members is the essence of community involvement. It is one of the cornerstones upon which is built a true sense of community and it offers association members the opportunity to be heard in the governance of their association. It is a very serious, very important undertaking, and brings with it the responsibility to commit oneself to the common welfare of the community and the necessity to be tolerant and respectful of the rights of one's fellow members.

Bylaws Article VIII states that:

“Committees” shall be defined to include standing committees, ad hoc committees, and subcommittees. The work of committees is to review, research and recommend changes in policies to the Board of Trustees. Committees have roles to provide watchful and responsible care on behalf of the members, but committees have no management functions. Committees serve at the direction of the Board of Trustees.

In order to promote the general welfare of the community, the Board of Trustees desire that committees, ad-hoc committees, subcommittees and groups/clubs/task force (herein referred to as committees or groups, clubs, task force):

- 1) Assist the Board of Trustees and Management in gathering, organizing, and evaluating information for decision-making purposes,
- 2) Bring operational and policy issues before the Board and Management for consideration.
- 3) Make recommendations for improvement of the community's resources and programs; and
- 4) The Committees will assist the Board of Trustees and Management by making recommendations to amend, modify and/or update processes, policies, procedures, codes/rules in the community to be in line with the CWLA members and committee interests as a whole.
- 5) All Committee meetings will be advertised in advance and open to the general membership.

Success = Working Together



Committee Members/Volunteers Code of Conduct:

The CWLA desires to have committed volunteers serve on our Board established Committees. CWLA desires that the committed appointed volunteers understand and adhere to this Code of Conduct for the benefit of the volunteers, our members, and all who visit and work at CWLA.

As a Committee Member/Volunteer:

I understand that all committee members are volunteers, and, per Bylaws or adopted resolution, serve at the pleasure of the Board of Trustees, in an advisory capacity to the Board and Management;

I will act ethically and with integrity:

- I will not make promises or assurances to any owner, resident, contractor, subcontractor, supplier, or anyone else or represent myself as a CWLA representative;
- I will not knowingly misrepresent facts to anyone involved regarding any issue(s) within the community;
- I will not request any reimbursement for any expenses without first obtaining an approved CWLA Purchase Order;
- I will not disclose personal information or documents acquired while serving on any committee, other than as required by law or where proper authorization is given;
- I will not use information provided for personal or commercial gain for any party or entity;
- I will respect the confidentiality and privacy of all information as it pertains to individuals.
- I will act according to the CWLA rules and regulations, policies and ethical codes that apply:
- I cannot enforce codes or rules & regulations;
- I cannot assign tasks or give direction to any staff member;
- I will contribute to a harmonious, safe and productive environment;
- I will treat members of the public and colleagues with respect, courtesy, honesty and fairness, and have proper regard for their interests, rights, safety and welfare;
- I will not harass, make derogatory comments, yell at, bully or discriminate against colleagues, any member, guest or employee;
- I recognize my obligations to my committee and colleagues:
- I will be responsible for reading all committee related material provided to me;
- I will attend committee meetings as requested;
- If I am unable to attend a scheduled meeting, I will give sufficient notice to the committee Chair so he or she may determine whether a postponement is necessary to assure a quorum.
- Furthermore, I have read and agree to comply with Section 4 of the CWLA Bylaws that states;
Section 4. Conflict of Interest of Volunteers. All volunteers, including trustees, shall endeavor to conduct themselves "when on Association business" according to the highest

ethical standards and shall strive to avoid even the slightest appearance of impropriety. In that regard, volunteers shall not, either directly or indirectly, derive a personal profit or advantage from their position as volunteers, in that the primary obligation of the volunteers is to the Association and its members and not to himself or herself. No contract or business relationship shall be entered into between the Association and a trustee, committee member, or any entity in which her or his family has an interest, financial or otherwise – one of which could possibly corrupt the motivation or decision-making of that individual or organization - unless the material facts of the relationship and transaction are disclosed or are made known to the Board of Trustees and a majority of the disinterested volunteers specifically authorize the contract or business relationship. Volunteers shall generally abstain from discussing at a meeting, or voting upon, any matter in which they, their immediate family members, or any entity in which they have an interest or personal financial interest in the outcome.

As a committee member/volunteer I hereby agree to the terms of this Code of Conduct.

I) Candlewood Lake Association - Committees of the Board of Trustees

A) Standing Committees and Subcommittees

The CWLA shall maintain standing committees and subcommittees as authorized and in compliance with a duly passed resolution of the Board of Trustees and/or Bylaws of CWLA.

Members requesting to be appointed to any committee shall submit his/her name to the administration office either in writing or via email. The request will be distributed to the Committee Chair and the Board of Trustees.

The following Standing Committees and their chairs shall be named by the President with the approval of a majority of the trustees present at a meeting not later than sixty (60) days after the election of new trustees.

A1) Executive Committee - This committee is responsible for establishing the agendas for regular or special trustee meetings, implementing policies and resolutions passed by the trustees, serving as a Personnel Committee when dealing with the Community General Manager, receiving the recommendations from the Finance Committee and recommending the adoption of the annual operating and capital budgets to the Board of Trustees, overseeing and coordinating the work of all other committees, providing guidance to the President of the Board of Trustees, establishing and agreeing on goals and objectives for the Community General Manager, appointing an annual Compensation Subcommittee to review the Community General Manager's performance and base salary, incentive bonus and benefits, resolving disputes regarding implementation of Board policies and procedures and dealing with such other items as may come before it.

The members of the Executive Committee will be the President, who will serve as chairperson, and other officers of the Board, and the immediate past President, the Community General Manager who reports to the Board who will serve ex-officio, and such others as needed. However, not more than four trustees can serve on this committee. The chairperson of this committee will keep the trustees informed regarding the time, date and place of Executive Committee meetings.

A2) Finance Committee - This committee's responsibility is to advise, assist and recommend to the Board of Trustees on issues regarding the financial, insurance and audit aspects of the Association. This includes: obtaining the proposed annual budget from the Community General Manager, reviewing it, and making recommendations to the Executive Committee of the Board of Trustees to include a level of member assessments for funding the budgets

I. funding the budgets;

- II. providing general monitoring and reporting to the Board of Trustees concerning investments, assets, liabilities, and the fiscal condition and results of operations of the Association;
- III. receiving recommendations from other committees of the Association concerning financial expenditures for replacement and new capital items, ensuring that adequate financing is available, and recommending for passage by the Board such recommendations for which funds are available;
- IV. annually reviewing with the Community General Manager, the reserve study prior to drafting the proposed annual budget;
- V. annually reviewing with the Community General Manager, the Association's growth and/or long-range plans;
- VI. assisting the Board in fulfilling its oversight responsibilities regarding the audit and other fiduciary responsibilities relating to the legal and financial compliance with applicable laws, regulatory requirements, and community association best practices and policies applicable to accounting and reporting practices.

The members of this committee shall include either the Board's Vice President or Treasurer, either of whom shall serve as chairperson, and others as needed, but may not exceed four members of the Board of Trustees, and the staff person who is responsible for financial operations who shall be ex-officio. The minimum number of appointed committee members shall be three (3) and maximum of nine (9).

A2A) Audit Committee (subcommittee of Finance Committee) - The purpose of the Audit Committee is to assist the Board of Trustees in fulfilling the Board's oversight responsibilities with respect to (i) financial reporting; (ii) the internal and external audit process; (iii) internal controls; (iv) the Association's processes for monitoring compliance with laws and regulations; and (v) the related risks thereto. The function of the Audit Committee is oversight. Management is responsible for the preparation, presentation, and integrity of the Association's financial statements, for maintaining appropriate accounting and financial reporting principles and policies designed to assure compliance with accounting standards and applicable laws and regulations and for designing and maintaining internal controls. The Finance staff is responsible for conducting periodic audits to test the effectiveness of the Association's internal controls. The independent auditor is responsible for planning and carrying out proper audits of the Association's financial statements and considering the Association's internal control over financial reporting in determining the nature, timing and extent of audit procedures necessary for expressing an opinion on the financial statements. The minimum number of appointed committee members shall be three (3) and maximum of nine (9).

A3) Environmental Control Committee - This committee's responsibilities are limited to those duties found in Article Seven (7) of the Association's Deed Restrictions. At least one trustee shall be on this Committee. The minimum number of appointed committee members shall be three (3) and maximum of nine (9).

A4) Safety/Compliance Committee - This committee's responsibility is to advise, assist and recommend to the Board of Trustees on issues regarding issues involving security for the subdivision, as well as compliance with regulatory directives regarding safety and health. A trustee shall serve as chairperson. Membership shall include at least four other persons, as well as the paid staff person responsible for community safety, who shall be ex officio. The minimum number of appointed committee members shall be three (3) and maximum of nine (9).

A5) Bylaws and Official Documents Committee - This committee will monitor the Bylaws, Articles of Incorporation and Deed Restrictions and recommend changes to the Board of Trustees

and the members when and where necessary. The committee will work with the Association's attorney who will serve as ex-officio on the committee. This committee will establish procedures for voting by mail or at a meeting of the members.

In addition to the chairperson, there will be at least three other persons on the committee, plus the appropriate paid staff person, who will serve ex-officio. At least one trustee shall serve on this Committee. The minimum number of appointed committee members shall be three (3) and maximum of nine (9).

A6) Utility Committee – The committee's responsibility is to advise, assist, and recommend to the Board of Trustees on issues related to all aspects of the operations, maintenance, and upkeep of the utilities operation of Candlewood Lake. Membership shall include at least four (4) other persons including at least one trustee, plus a paid technical person responsible for the entire operations. The minimum number of appointed committee members shall be five (5) and maximum of nine (9).

A7) Long Range Planning Committee - The committee's responsibility is to advise, assist, and recommend to the Board of Trustees on matters relevant to the long-range vision of Candlewood Lake Association as derived from its members and to make recommendations over time to meet the vision which may include: new acquisitions, sale of property, identify sources of income for the Association, and long-range assessment of buildings, green areas, and all property owned by Candlewood Lake Association.

This committee will monitor and, if judged necessary, update the Strategic/Growth Plan and Reserve Study annually, and procure or produce a new updated Strategic/Growth Plan and reserve studies, as may be requested by the Board. There will be maintained, a communication link with other standing committees, and representation from them on this committees as needed. The committee membership should be between nine (9) and twelve (12) members representing all areas of the Candlewood Lake subdivision. No more than one-third (1/3) of the committee membership shall be trustees. Members of this committee must attend a minimum of seventy-five (75) percent of the regularly scheduled monthly meetings to remain a member.

A8) Lake and Siltation Committee - The responsibility of this committee is to advise, assist and recommend to the Board of Trustees on assessing and evaluating the condition of the lake to prevent and correct any deficiencies or problems that may arise. This includes shoreline and dam maintenance, weed control, and other issues involving the condition of the lake. This committee shall have a minimum of three (3) members and maximum of eleven (11) members.

B) Ad-Hoc Committees

Ad Hoc Committees. The President, with majority Board approval, may name as many ad hoc committees as necessary to carry out the activities of the administration. These committees will automatically cease to exist at the end of a President's term unless continued by the incoming president, with Board approval. Members of these committees may be trustees, Members of the Association, or non-members.

From time to time there are issues of such magnitude or of such significance to the community in general that the Board of Trustees either requests that a committee investigate and suggest resolutions with regard to that issue, or the Board may go to the extent of creating an Ad-Hoc committee, or task force to address the matter.

If the matter at hand is broad in scope and has a fixed life or an expected resolution within a period certain the Board may create an Ad-Hoc committee or a task force. In these instances, where a particular expertise is required and would be in the best interest of the community, prudence would dictate that the Ad-Hoc committee or task force be comprised of an objective, non-partisan group of volunteers who are appointed by the Board of Trustees. The “Objective” of the Ad- Hoc Committee is to be well defined by the Board of Trustees. The Ad-Hoc or task force will be dissolved when the specific task is complete or at the end of Board Presidents term unless continues by the incoming Board President.

General committee rules will apply to any sub-committees or Ad-Hoc committees. The selection of a Sub-Committee or Ad-Hoc Committee Chairperson shall be the same as a Committee Chairperson selection as detailed in Section III Paragraph A of this manual. All sub- committee and Ad-Hoc chairs shall be nominated by the Board President and subject to confirmation by the Board members.

B1) Community Events Committee (ad hoc) -The Community Events Committee assists in the planning, execution, and post-production follow-up of each Candlewood Lake Association public social event. Duties such as promoting the events, finding volunteers, set-up and break-down, assisting with participation, etc., are all ways the Community Events Committee serves the Association. The Community Events Committee may oversee individual event subcommittees that are chaired and/or co-chaired by Community Events members. Committee members for each event organize programs, food and beverages, entertainment, decorations, door prizes and sponsorships as needed. The minimum number of appointed committee members shall be three (3) and maximum of nine (9).

B2) Maintenance Committee (ad hoc) - The purpose of the Candlewood Lake Association Maintenance Committee is to advise, assist and recommend to the Board of Trustees how the entire Candlewood Lake Association complex is maintained by management so that the community’s grounds and physical plant are proactively maintained in a cost efficient manner that is both functional and user friendly, resulting in a safe and attractive environment, which in turn promotes an atmosphere for full enjoyment of Candlewood Lake Association facilities. The minimum number of appointed committee members shall be three (3) and maximum of nine (9).

B3) Pool & Recreation Subcommittee (subcommittee to Maintenance Committee) - The purpose of the Pool Subcommittee is to advise, assist and recommend to the Board of Trustees proper use, care, and upkeep of the pools and surroundings within the fenced area of the Candlewood Lake swimming pools. The Committee periodically reviews the use and condition of community pools, the fitness center, sports courts, playgrounds, park areas, and walking trails and will make recommendations for improvements, upgrades, and additional facilities to the Board of Trustees. The Committee will also make recommendations to the Finance Committee regarding an appropriate budget for implementing its suggestions. The Pools and Recreational Facilities Committee may plan recreational activities throughout the year for individuals and groups of all ages. The minimum number of appointed committee members shall be three (3) and maximum of nine (9).

B4) Roads & Culverts Subcommittee (subcommittee to Maintenance Committee) - The purpose of the Road & Culverts Subcommittee is to advise, assist and recommend to the Board of Trustees policies involving the improvement, maintenance and repair of roads and culverts in Candlewood Lake. The recommendations of the Roads & Culverts Subcommittee shall be based on their collective judgment as they balance the needs of the community with available financial resources. The minimum number of appointed committee members shall be three (3) and maximum of nine (9).

B5) **Chronicle Committee (ad hoc)** - The primary responsibility of the Candlewood Lake Association's *Chronicle* Newsletter Committee (ad hoc) is to advise and assist the Board of Trustees and management in informing residents about the purpose and function of the Association and its activities and events. Members of the committee shall assist Candlewood Lake staff assigned by the Community General Manager in compiling and publishing the *Chronicle*. The *Chronicle* Committee shall adhere to the CWL Board approved newsletter policy. The *Chronicle* ad hoc committee advises and assists the Board and management by developing an annual editorial calendar, setting standards for the *Chronicle* newsletter's copyediting style guide, production, and recommending topics or writing articles for the newsletter. This committee may develop contributor guidelines. Management, in cooperation with the Board of Trustees, shall establish advertising rates. The *Chronicle* may announce social events, post meeting notices, welcome newcomers, print local news, list emergency numbers, and recognize volunteers.

C) Groups/Clubs/Task Forces

1) Groups/Clubs

- Fishing and Boating Club
- Mt. Tabor Trail group
- Landscape group
- Others that may be formed by the CWL BoT's in the future

Clubs and groups do add to the social and recreational fabric of the Candlewood Lake Community.

As clubs and groups are made up of Association members and often utilize Association resources for their activities, clubs and organized groups are expected to have some form of organizational document that will be shared with the Association and with those expressing an interest in the club's activities.

Within that document, for those clubs and groups to which this following clause applies, should appear the following:

- a) There shall be an Association account code (General Ledger #) to track club or group funds distributed through the Association.
 - 1) An officer or recognized leader of the club or group shall bring to the Association any cash deposits to be made by the Association on the club's or group's behalf within three (3) business days to the checking account coded to the club's or group's specific account code, and the Association shall provide the club or group a receipt for these funds. Checks brought to the Association shall be deposited within three (3) business days by the Association to the bank and the Association shall provide the club or group a receipt for these checks. Groups may be authorized by the CWL BoT's to keep a maximum of \$500 petty cash fund.
 - 2) If there is a club or group expense, the bill shall be paid by the Association from the specific club or group account code upon the provision to the Association of an acceptable receipt or invoice for the expense.
 - 3) Fees charged for services goods provided by the club should be submitted for Board approval during the annual board budget process or at anytime a change in a fee is requested. Cost of Goods sold items are exempt.

- 4) Fund Raising and Donation activities should be submitted to the Board for approval before implementation in accordance with the CWL Group Fund Raising/Donation Policy.
- b) Groups may have unlimited members (voting members of the group) or unlimited associate members (non-voting members of the group) using its own internal guidelines for appointment. All members of the group must be CWL members in good standing or CWL Associate Members or Members of the household of the CWL members. A club or group anticipating the need to know if a member is in good standing may request such a list of names (no other information is to be provided) from the Association as soon as the need arises or no later than fifteen (15) days prior to the anticipated date of need. If, however, officer nominations are made from the floor of a club or group's meeting, the club or group may assume the member is in good standing with the Association until there is a determination the person is not currently in good standing.
 - c) Groups may have up to four officers (Chair, Vice Chair, Treasurer, Secretary) using its own internal guidelines for appointment. Group Officers must be CWL members in good standing and acknowledged by the Board.
 - d) As a courtesy to all Association members a club or group will inform the Association's Community General Manager of all membership and officer appointments to its club/group.
 - e) All Club and Group meetings will be advertised in advance of the meeting to the membership and open for any CWL member to attend.

2) Task Forces

Each task force must be given a mandate regarding what it is supposed to accomplish. In general, most task forces develop specific recommendations about a particular topic, which are then brought to a larger group, such as the Long-Range Planning committee or the entire board.

Task forces may be small, short-lived (typically less than 60 days) groups of members in good standing asked by either the Board, the Board president, or the general manager to examine or otherwise offer insight to a short-term issue before the Association. Rather than offering one option, a task force may be asked to discuss and present various options for consideration, with supporting analysis for each choice.

The primary requirements for task force participation are:

- Knowledge about the topic or an interest in the topic and a willingness to become knowledgeable; and,
- A willingness to participate in meetings, whether by phone or face-to-face.

A task force's membership can include both board members, who are responsible for keeping the larger picture in mind, and staff members, who are often the most up-to-date and knowledgeable about a topic.

In addition, certain task forces might benefit from having a consultant or someone outside the organization as a member — someone whose knowledge and insights of a particular topic would add depth and wisdom to the conversation.

II) Committee Membership

A) Responsibilities and Privileges for Appointed Committee Membership

Only members of the CWLA in good standing may serve on a committee.

A committee, ad hoc committee, subcommittee, appointment is a three-year (3-year) term. Initial appointments may be staggered as approved by the Board.

1. Committees shall consist of the number of members as set forth in the Bylaws, resolution of the Board of Trustees or approved Committee Handbook establishing said committees.
2. Appointed committee members shall prepare themselves for all meetings by familiarizing themselves with the meeting's agenda and background material.
3. Draft Committee Minutes shall only be sent to committee members, employee liaisons, the GM, and Board Members. Committees will approve the Minutes with final approval by the Board Secretary or the Board of Trustees.
4. A community member desiring to become a member of an appointed committee may do so by submitting a written request to the Board of Trustees via a letter or email to the administration office.
5. All of the above requirements, responsibilities, and privileges shall apply to all appointed committee members. In addition, it is beneficial (but not a requirement) if the appointees possess knowledge of and interest in the matters addressed by the particular committee to which he/she is seeking an appointment.
6. The Board of Trustees shall have the authority to remove any Committee member by majority vote of the Board.
7. Employees, Employee Liaisons and/or paid consultants will not be considered voting members of any committee.

III) Committee Chairpersons and their Responsibilities

A) Selection of Committee Chairpersons

Subject to confirmation by the Board, the Board President shall annually, within sixty (60) days after the election of the trustees, nominate members in good standing to be committee, ad-hoc committee, sub-committee, chairpersons based on input or suggestions from Board members, community members, committees, and individual committee members. The Board of Trustees has the authority to remove any Committee Chairperson or Committee member by majority vote of the Board.

B) Term of Office of Committee Chairpersons

Committee Chairpersons serve for a term of one year, commencing in June or July, following the Board election, subject to nomination by the President of the Board of Trustees and confirmation by the Board of Trustees.

C) Responsibilities of the Committee Chairpersons

It is the chairperson's responsibility to assure that the committee members are always mindful of their purpose, their responsibility to commit themselves to the common welfare of the community, and the need to be tolerant and respectful of the rights of their fellow committee members. The chairperson enforces the committee membership provisions of this Handbook, keeps meetings on track, and assures that the committee members are provided the resources necessary to accomplish their mission. The chairperson is a community leader and team facilitator, and towards that end, it is the chairperson's responsibility to:

1. Submit to their committee members and the CWLA office, by November of the calendar year, a tentative schedule of meeting dates, locations, and times for the coming year and resolve any scheduling conflicts that arise throughout the course of the coming year;
2. Notify the CWLA office and the committee members, in all but the most unexpected of circumstances, of any changes in the meeting schedule at least one week prior to the originally scheduled meeting date (In situations where it is impossible to notify those parties at least one week prior to the meeting, every effort shall be made to communicate the postponement or cancellation as quickly as possible);
3. Provide to the committee members an agenda, the draft of the previous meeting's minutes or notes, and any other material relevant to the next meeting at least seventy-two (72) hours prior to that meeting. At the discretion of the committee chair, administration shall distribute the draft meeting minutes or meeting notes via email for committee vote to approve or disapprove.
4. Assure that each committee member has received, and each prospective member receives by the end of their first meeting, a copy of the Committee Handbook, and the CWLA Governing Documents. This handbook will also remain available on the CWLA website;
5. Assure that the committee has a sufficient, minimum number of members to effectively conduct business;
6. Provide for a committee vice-chairperson, chosen from the committee membership either by appointment or election, to chair any meetings over which the chairperson does not preside;
7. Provide for a committee secretary, who is not the chairperson, chosen from the committee membership either by appointment or election, to maintain a list of the members of the committee and their committee membership status, keep attendance records, record the minutes of committee meetings, and prepare such correspondence and other documents, as may be necessary, in support of the committee's mission;
8. Work constructively with their fellow chairpersons to schedule and conduct whatever joint meetings are needed to address common issues;
9. Assure that action items for the Board of Trustees are clearly communicated to the Board and Management via an SBAR and included in the minutes of their meetings. For Board action, the request should be communicated to the Board of Trustees at least one week prior to the next scheduled Board meeting;
10. Assure that their committee proposes to the Board of Trustees, for comment and/or rulemaking, new rules, regulations, and policies, and modifications to or deletion of existing rules, regulations and policies, including methods of enforcement, that are consistent with the committee's mission, CWLA Deed Restrictions, By-Laws, and existing Codes/Rules/Regulations and in the overall best interest of CWLA members;
11. Attend, or have a designated representative attend, each monthly Board of Trustees Meeting.

IV) Board Liaisons and their Responsibilities

To enhance communication between the Board of Trustees and the committees, in June or July, following the Annual Board Elections, the Board President will assign a Board member, for a term of

one year, to serve as a Board Liaison to each committee. All committees will be assigned a Board Liaison. The Board Liaison may also serve as the Committee Chair and or Committee Member.

Responsibilities of Board Liaisons

It is the responsibility of each committee's respective Board Liaison to:

1. Attend, or provide for a substitute Board member to attend, each of their respective committee meetings (Any Board member may attend meetings of committees other than those to which she/he is a liaison, but their comments shall be limited to asking and answering questions or providing information that may be helpful to the committee in conducting its business);
2. Assist the Committee Chairperson in maintaining the committee as an effective, cohesive working group;
3. Work together with the chairperson to keep the committee informed of Board decisions and other information that directly impacts on the committee's mission, and to ensure continuity of any well-defined Board objective for each committee;
4. Convey to the Board any action items, questions, concerns, or requests for additional information that may arise from the committee in the performance of its duty.

V) Responsibilities of the CWLA General Manager and the Employee Liaisons

A. The General Manager

1. The General Manager, or his designated representative, shall review the committee chairpersons' lists of scheduled meeting dates, times, and locations; notify the chairpersons of any conflicts; and assist the chairpersons in resolving those conflicts.
2. The General Manager, or his designated representative, shall be responsible for communication of scheduled meeting dates, times and locations through all available media, including, but not limited to, the Administration Office and all other Committee Bulletin Boards, the "Chronical", and the CWLA Web Site.
3. The General Manager, or his designated representative, will assist the Committee Chairperson in providing an agenda, committee minutes, and any other documents, pertinent to the business of the next meeting committee members at least seventy-two (72) hours prior to the next scheduled meeting date.
4. The General Manager, or his designated representative, shall maintain, for each committee, a chronological collection of past, approved agendas and minutes for a period of three years, all requested SBAR's, and committee membership list with term expiration dates.
5. The General Manager, or his designated representative, will ensure that all agendas are posted on the website at least seventy-two (72) hours prior to a meeting.
6. The General Manager, or his designated representative, will ensure that all approved minutes are posted on the website.

B. The Employee Liaisons

1. Employee Liaisons or their designated representative, will attend their respective committee meetings on a monthly basis, or at such times as their respective committees meet, and will provide a report of any significant developments within their departments.
2. The Employee Liaisons will provide guidance to the Committee.
3. The Employee Liaisons will record Committee Minutes if requested.
4. The Committee Chairs and Committee Members shall refrain from giving staff directives. Any requests of staff should go through the General Manager.

VI) Committee/Ad-Hoc Committee/Groups/Clubs/Task Force Meetings

All meetings of any committee, ad-hoc committee, group, clubs, or other committee of the Board of Trustees, where the business of the association is discussed or transacted shall be open to all members of record. The board of directors shall not use work sessions or other informal gatherings of the Board of Trustees to circumvent the open meeting requirements of this section. Minutes of the meetings shall be recorded and shall be available for review by all members.

Notice of the time, date, and place of each meeting shall be published where it is reasonably calculated to be available to a majority of the members.

Notice, reasonable under the circumstances, of special or emergency meetings shall be given contemporaneously with the notice provided to members of any committee, ad-hoc committee, group, clubs, or other committee of the Board of Trustees.

At least one copy of all agenda packets and materials furnished to members of the Association's Board of Trustees or committee, ad-hoc committee, group, clubs, task force or other committee of the Board of Trustees meetings shall be made available for inspection by the membership of the Association at the same time such documents are furnished to the members of the committee, ad-hoc committee, group, clubs, task force or other committee of the Board of Trustees.

Recording any portion of a meeting is prohibited except by the Board and/or management.

A. Closed Work Sessions

A quorum of any committee, ad-hoc committee, group, clubs, or other committee of the Board of Trustees shall not have closed meetings unless the board, at its own discretion, authorizes work session meetings that are closed to conduct sensitive related research. While developing ideas/concepts, drafts, and format developments shall be permissible during such closed work sessions, all such work shall be considered only as recommendations and no official action may be taken at such closed work sessions.

B. Open Comment Period

Subject to reasonable rules adopted by the Board of Trustees, the committee, ad-hoc committee, group, clubs, or other committee of the Board of Trustees chairperson shall provide a designated period during each meeting to allow members an opportunity to comment on any matter relating to the association. During a meeting at which the agenda is limited to specific topics or at a special meeting, the chair/president may limit the comments of members to the topics listed on the meeting agenda.

C. Disruptive Members

The chair of a committee, ad-hoc committee, group, clubs, or other committee of the Board of Trustees should establish at the outset of the meeting when guests may be invited to address the body. The chair shall judge when a member is abusing the opportunity to address the body. If member decorum is judged by the chair to be uncorrectable, the chair may elect to adjourn the meeting.

A member voicing an opinion that the organized body does not like is not necessarily disrupting the meeting.

APPENDIX A

WHAT MAKES A MEETING?

Good meetings do not just happen. A great deal of planning goes into each meeting you attend. Even more planning goes into that meeting which you chair! In reviewing the main ingredients of a meeting, you will note that there are many that you do so automatically that you don't give them a second thought. There are others, though, that may require a bit of practice.

The following are suggestions for preparing for and conducting a productive meeting.

I. PURPOSE

Each meeting has a purpose. In your planning, consider the following:

A. Type of group

1. Board of Trustees – check the By-laws of the Association for the exact duties and responsibilities. In a general sense, a Board is an administrative, quasi-judicial body of elected persons. Therefore, each meeting should be well structured and follow an adopted order of business within agreed time limits.
2. Committee, standing – the work of committees is to review, research and recommend changes in policies to the Board of Trustees. Committees have roles to provide watchful and responsible care on behalf of the members, but committees have no management functions. Committees serve at the direction of the Board of Trustees.
3. Ad-Hoc Committee, special – a committee created to serve a particular purpose and then automatically goes out of existence when its report has been given.

II. PREPARATION

A. Time and Place

1. Start on time – end on time.
2. Day of the week and time of day should be convenient to the majority of the members. Once a time has been set – keep to it. Change can be confusing.
3. It is suggested that a meeting should not exceed a 2-hour time limit. All meeting room arrangements must be approved by the Board or Management in advance of a meeting.

B. Agenda

1. Order of business might be:
 - a. approval of Minutes;
 - b. approval of Agenda;
 - c. old Business;
 - d. new business reports;
 - e. other Committee Concerns;
 - f. open comment period for membership;
 - g. it is suggested that the Agenda have a certain amount of time allocated for each item.
2. Reports and details of items under “new business” should be sent with the agenda to Board and Committee members at least one week in advance of the meeting.

III. PARTICIPATION

A. Basic principles of parliamentary law

“American Parliamentary Law is built upon the principle that rights must be respected: rights of the majority, of the minority, of individuals, of absentees, and rights of all these together.”

1. The organization is paramount. The power of any meeting is in the hands of the voting members.
2. All members have equal rights, i.e. – to make motions, to speak in debate, and to vote.
3. A quorum must be present to transact business legally, a quorum being a majority of the voting members of the committee. The chairperson is counted in establishing a quorum.
4. Only one main proposition may be before the group at a time.
5. Only one member may have the floor at any one time.
6. Full debate before action on a main question is a right that can be suspended only by a two-thirds vote.
7. A question or issue is the item under discussion, never the person who introduced it. **Personal remarks are always out of order. Any actions or comments designed to insult, demean, or attack the personal character of any member of the committee, or the committee as an entity, are not allowed.**
8. A question once settled may not be presented in that same session.
9. A majority decides a question except where basic rights of members are involved.
10. A two-thirds vote is necessary for any motion that deprives a member of his basic rights in any way.
11. Silence gives consent.
12. CWLA Committees will use “The Modern Rules of Order” for the general governance of its meetings.

B. Conduct and Decorum at Meetings

1. Committee members shall make every effort to attend all meetings. If he/she cannot attend a meeting, he should inform the Chairperson as far in advance of the meeting as possible.
2. Committee members shall have familiarized themselves with the issues to be discussed and shall attend meetings fully prepared to address the business at hand.
3. Those committee members who have missed discussions of any involved topics which have been discussed previously at length and who wish to be brought up to speed for whatever purpose shall do so outside the context of the regular meeting.
4. When the Chairperson calls the meeting to order, all electronic equipment, which might interrupt the meeting, shall be turned off.
5. All conversation with seatmates shall cease.

6. When a member of the committee wishes to address the assembly, they shall wait for the Chairperson to recognize her/him for the purpose of granting that member the floor. No member shall speak without recognition from the Chairperson, nor shall any member interrupt a member who has the floor for discussion purposes.
7. Committee members shall not use inappropriate language or verbal tone in debate of the issues. Any committee member, or guest at a meeting, found to be disruptive during the meeting, may be called to order for the first occurrence and may be removed by Security upon the second occurrence.

IV. REPORTS

A. Minutes

Minutes are not intended to be used as a newsletter or communication piece to others or to members. Minutes are intended to reflect action taken by the body acting.

Discussion on any given action item or resolution should NOT be described in anything other than short, general details if those details are not within the motion or action item.

Generally minutes do not need and should not include background on the resolution or action, context of the resolution or action, the points in the discussion, reasons for or rationale for the resolution or action, or anything other than the resolution and action taken.

Minutes must contain:

1. the name of the committee;
2. the date, time and place of the meeting;
3. a list of the attendees;
4. a summary of the items discussed and the issues raised (See II-B above, “Agenda - Order of Business”);
5. an account of any actions taken, tasks assigned, motions made, and votes taken with a notation of the results of any vote (Tasks assigned should include who the person is who is responsible for accomplishing the task and by what date the task is expected to be accomplished.); and
6. the time, date, and location of the next meeting.

The minutes shall be marked as “DRAFT” until such time as they are approved by the committee.

Draft meeting minutes or meeting notes shall be submitted to the office for distribution to committee members and the Board of Trustees at least seventy-two (72) prior to the meeting. After the minutes are approved, the “Draft” watermark will be removed, approved amendments will be made, and the minutes will be marked “Approved”. The approved minutes will then be distributed to committee chairpersons for and made available to the general membership. At the discretion of the Committee Chairperson, draft minutes may be sent out by the administration office to the committee for an approval vote at any time when time is of the essence. Example is when an action item is pending from the committee to the board.

Sample Committee Agenda:



Candlewood Lake Association, Inc. Xxx Committee Agenda – as of *insert date*

Regular Meeting: *List Date, Time and Location of Meeting*

Role of Committee: *Insert Committee Role*

Conflict of Interest Reminder:

I have reviewed the printed agenda and at this time I do not anticipate I will have a conflict of interest in any proposed discussion. I will advise the Board if I find myself in personal interest conflict with a matter before the Board.

Committee Members & Others invited Attendance:

Committee, Staff, Advisors, Guest(s)

Agenda Item	What?	Facilitator
1	Call to Order	
2	Roll of Attendance	
3	Approval of previous meeting minutes	
4	Chairs' Announcements	
5	Member Open Comment Period on Printed Agenda Items:	
6	Old Business	

Agenda Item	What?	Facilitator
8	New Business	
9		
3	Open Comment Period for Members	
12		
13	Announcements (include next meeting date/time.	
14	Adjournment	

Sample Committee Minutes:



Candlewood Lake Association, Inc XXX Committee Minutes List Date, Time and Location of Meeting

- I. **Role Call:**
 - a. **Committee Members Present:**
 - b. **Committee Members Absent:**
 - c. **Employee Liaison Present:**
 - d. **Board Liaison Present:**
 - e. **Guests/Others Present:**

- II. **Approval of Agenda/Minutes:**
 - a. **Approval of Agenda:** Motion made for an approval of the agenda by xxx and seconded by xxx. Agenda approved by consensus.
 - b. **Approval of Minutes:** Motion made for an approval of the xxx Minutes by xxx and xxx by xxx. Xxx Minutes approved by...

- III. **Announcements:**
 - a.

- IV. **Reports:**
 - a. **Board of Trustee Committee Liaison Report-**

 - b. **Employee Liaison Report-**

 - c. **Chairperson's Report-**

- V. **Old Business:**

- VI. **New Business:**

- VII. **Other:**

- VIII. **Adjournment-** A motion was made by xxx to adjourn the meeting at xxx. The motion was seconded by xxx. The motion unanimously passed.

Next xxx Committee is scheduled for xxx at xxx.



**SBAR Report to Candlewood Lake Association, Inc.
Board of Trustees**

SBAR:

From:

Group:

Date:

Agenda Item: Lifestyle Stewardship Governance

The CWL Board of Trustees is contemplating the adoption of three goals:

- *It is the goal of the Candlewood Lake Association to provide a suburban-like community of engaged citizens in a vacation-like and nature-embracing setting.*

- *It is the goal of the Candlewood Lake Association to effectively manage its infrastructure, physical assets, and financial obligations.*

- *It is the goal of the Candlewood Lake Association to provide its members with responsible and responsive governance.*

Situation (one sentence statement of condition):

Why is this before the CWL Board?

Need Board approval to take an action Deed restriction CLO

Bylaws Policy Other

Background:

[Offer as much information as judged to provide a thorough understanding of the conditions leading to this request. Attach relevant related documents.]

Assessment or Alternatives:

[Offer as much information as judged to provide a thorough understanding of the options that have been identified.]

Expected Benefit:

Success Recognized and Measured by:

Recommendation (Draft in form of resolution):

<i>Basis of Volunteer Group's Recommendation</i>	
Potential number of voters	
Votes cast in favor	
Votes cast in opposition	
Abstentions	

Resolved: *[Draft resolution/recommendation]*

RECEIPT

I _____ (print name) received this Committee

Handbook on _____ (insert date).

Signature