



**SKYESTONE COMMUNITY ASSOCIATION, INC.
COMMITTEES POLICY**

**ADOPTED: January 2018
UPDATED: May 7, 2020**

This policy establishes responsibilities, operating and administrative procedures, and a Committee Member Code of Conduct for all Board appointed committees and task forces.

I. BACKGROUND

The Board authorizes and charters committees as it deems appropriate to perform such tasks and for committee members to serve for such periods as the Board may designate. Each committee will receive a Charter that defines the assigned body of work and the committee's role and responsibilities within the Homeowners Association governance structure. Committees will conduct their business under the guidance of the Association's Mission.

II. MISSION

The Skyestone Community Association is committed to managing a quality active 55+ community for its residents through effective stewardship of our:

- Finances
- Governance
- Lifestyle
- Natural environment
- Resident engagement
- Resources

III. BOARD OF DIRECTORS RESPONSIBILITIES

- A. Annually review the need for each committee.
- B. Create new committees as needed.
- C. Appoint and remove committee members as needed.
- D. Appoint committee Chair for new committees and task forces.

- E. Appoint one member of the Board as the Board Liaison to the committee. The liaison attends committee meetings as a Board representative, but is not a voting member of the committee.

IV. COMMITTEE RESPONSIBILITIES

- A. Elect a Chair after the first year of the committee Charter and organization.
- B. Review annually the Board-approved Charter; submit suggested changes to the Board for approval.
- C. Perform the assigned body of work as identified in its Charter and consult with the Board, community management staff, and other committees as defined in the Charter. When requested by the Board, assist in developing or updating rules, regulations, policies, and actions for the Board's consideration.
- D. In fulfilling its responsibilities, the committee shall perform its duties in accordance with the provisions of its Charter, the Governing Documents, policies of the Board, and Colorado laws.
- E. The Committee is not authorized to financially or legally obligate the Skyestone Community Association in any manner (i.e. contract for services, hire contractors, borrow money, purchase equipment and supplies, or approve requests on behalf of the Board) unless it has been specifically approved or delegated by the Board.

V. COMMITTEE MEMBER RESPONSIBILITIES

- A. Member Requirements
 - i. Must be a Member in good standing with the Association.
 - ii. Only one Member per Lot on the same committee.
 - iii. Must be a Member residing in Skyestone at least six months during the year.
- B. Members shall adhere to committee Charter and policies and perform assigned responsibilities in a timely manner based upon committee deadlines and agendas.
- C. If approved by the Board, Members may serve on more than one committee or task force at a time.
- D. If a committee member is elected to the Board of Directors, he or she must immediately resign from any committee on which they serve.
- E. Maintain e-mail capabilities.
- H. Inform the Committee Chair in advance when unable to attend a regularly scheduled committee meeting.
- I. To resign from a committee, the committee member shall send a written notice of resignation to the Committee Chair. The Committee Chair shall notify the Board of the Committee member's resignation.

VI. COMMITTEE CHAIR RESPONSIBILITIES

A. Leading:

- i. Create the annual committee workplan and meeting agendas.
- ii. Coordinate the appointment of a Vice-Chair to act on behalf of the Chair when absent; train Vice-Chair to assume leadership in a future year.
- iii. Coordinate the appointment of a Secretary that is responsible for preparing and distributing meeting minutes and for verifying that the agenda and minutes are published.
- iv. Keep the Committee on task in accomplishing its objectives and meeting its duties and responsibilities as defined in the committee's Charter.
- v. Ensure that committee members have timely and accurate information with which to conduct committee business.
- vi. Provide recommendations to the Board for leadership and membership on the Committee for vacant positions.
- vii. Forecast and develop annual budget request for committee work.
- viii. Manage committee operations to meet budget.

B. Reporting:

- i. Provide periodic reports to the Board of committee activities, feedback on community issues, and committee recommendations.
- ii. Cause a written record of meetings to be filed in the Association management office. Maintain the records of the Committee as appropriate. Transfer the records to the succeeding Chair of the Committee.
- iii. Prepare an annual report of accomplishments for the Board thirty days prior to the annual meeting.

C. Assisting:

Participate in long range planning processes, to include providing recommendations to the Board on programs, policies, budgets, and priorities.

D. Work with management staff in the Committee's area of responsibility as defined in the committee's Charter to accomplish Board policy.

VII. ADMINISTRATIVE REQUIREMENTS

A. Committee Size: Each committee will have from three to seven members as agreed with the Board. This number may change from time to time as circumstances warrant.

B. Committee Member Term: Committee members shall be appointed by the Board to serve staggered three-year terms. With Board approval, a committee member may serve more than one term.

C. Meeting Rules:

- i. A simple majority of appointed members constitutes a quorum to hold meetings.
- ii. Meetings will operate in accordance with Robert's Rules of Order.

- iii. The votes of a majority of the committee members present at a meeting at which a quorum is present shall constitute the decision.
- D. Spokesperson: The Chair is spokesperson for the group and represents the Committee to the Board, the Community Manager, the Lifestyle Director, Members, Residents and Tenants.
- E. Liaisons: Committees are encouraged to appoint liaisons to other committees where their missions overlap, and effective interaction will enhance the success of the committees in performing their duties and responsibilities under their Charter.
- F. Committee Organization: Committees may organize themselves as needed to accomplish their work, including the appointment of work groups, sub-committees or task forces to complete projects as assigned. When creating a sub-committee, a statement of justification should be submitted to the Board for review and acceptance. A sub-committee functions under the authority of the organizing committee with a leader designated by the Committee Chair.
- G. Reporting: Committee Chairs will submit to the Board monthly reports on Committee activities. This report shall include at a minimum the following:
 - i. Dates of meetings held.
 - ii. Major accomplishments, including status of projects assigned by the Board.
 - iii. Major areas of focus for the following month.
 - iv. Budget issues.
 - v. Recommendations requiring Board approval or decisions, if any.

VIII. MEETINGS

Committee meetings shall be open to all Members, Residents and Tenants.

- A. Notice of Meetings: Notices of upcoming meetings shall appear in the Skyestone Newsletter and the Skyestone website. The committee's agenda, meeting minutes and monthly report shall be posted on the Skyestone website.
- B. Meeting Agenda: Meeting agendas shall at minimum include call to order, old business, new business and a "Member Comment" segment. Otherwise, meetings are dedicated to conducting Association business as determined by committee members.
- C. Working Meetings: Committees can conduct working sessions where no minutes are taken, and Robert's Rules of Order are not in effect, but there will be no actions or decisions requiring a vote by committee members in a working session.
- D. Virtual/Online Meetings: Committees may meet in-person or virtually. The same rules apply whether the committee meets in-person or virtually. Information regarding how to join a virtual meeting must be published so that residents may join the meeting.
- E. Executive Sessions: Committees may hold closed portions of meetings in executive sessions and may exclude persons other than committee members to discuss matters of a sensitive nature, such as legal matters, matters relating to a Member, Resident or Tenant's personal business with the Association, and when an applicant for the

Board or a committee is being interviewed. The motion to adjourn the committee meeting and reconvene in executive session shall state the purpose for the executive session. Discussion can be undertaken in an executive session and a conclusion determined but no decision will be made while recessed. Any decision will be announced after the committee reconvenes its meeting.

IX. COMMITTEE VACANCIES

In the event of a vacancy on a committee, the Board will announce the vacancy, solicit applications, and appoint a replacement.

X. CODE OF CONDUCT

- A. Committee Members shall act as stewards and in the best interest of the Skyestone Community, seeking no personal gain whether material, social, or political. They shall assure fair and equal treatment of all persons, claims and transactions.
- B. The professional and personal conduct of committee members must be above reproach and avoid the appearance of impropriety. Committee members shall refrain from abusive conduct, personal charges or verbal attacks on the character or motives of other Members, Residents, Tenants, staff, committee members, or the public.
- C. Committee members will make every effort to regularly attend meetings. If a member is unable to regularly attend meetings or otherwise perform the duties of a contributing committee member, the Chair shall make a determination if there should be a recommendation to the Board to replace that member.
- D. Committee members shall perform their duties in accordance with established rules of order governing the deliberation of Association issues.
- E. Committee members shall prepare themselves for all meetings; listen courteously and attentively to discussions; and focus on the business at hand. They shall refrain from interrupting other speakers, making personal comments not germane to committee business, or otherwise interfering with the orderly conduct of meetings.
- F. Committee members shall base their decisions on the merits and substance of the matter at hand rather than unrelated considerations.
- G. Committee members will share information that is relevant to the matter under consideration which may have been received from sources outside the decision-making process.
- H. In order to assure independence and impartiality, committee members will state publicly that they have or might have, a personal interest, whether material, personal, financial or political before an Association matter is discussed and will not vote on any matter in which the committee member has such an interest. The committee, however, shall make the final decision as to a conflict of interest.
- I. Committee members will not take any special advantage of services or opportunities for personal gain that are not available to all Association Members, Residents and Tenants. They will refrain from accepting gifts, favors or promises of future benefits

which might compromise, or give the appearance of compromising, their judgment or action.

- J. Committee members must respect the confidentiality of information exchanged in Executive Sessions. They will neither disclose confidential information without proper Board authorization, nor use such information to advance personal, financial or other private interests.
- K. Committee members shall not use resources of the Association, other than for committee business, that are not available to all Association Members, Residents or Tenants, such as staff time, equipment, supplies or facilities.
- L. In keeping with the role of stewards of the Association's interests, committee members may not appear before the Board or any committee on behalf of private or third-party interests.
- M. Committee members will support a positive and constructive environment for all management staff, contractors, and persons working for and within the Skyestone Community.