

Building a lifestyle that you want to live

Highlands Ranch Community Association, Inc.

Committee Appointment Policy Adopted: November 18, 2008 Amended: June 15, 2010 Amended: September 21, 2010

Purpose: The Committee Appointment Policy (Policy) of the Highlands Ranch Community Association, Inc. (HRCA) sets forth procedures for the establishment and appointment of committees that will serve the HRCA's Board of Directors (Board) in an advisory capacity. These procedures will be utilized to ensure that the best and most accurate information and advice is provided to the Board for use in their deliberations.

Authority: Section 7.10 of the Bylaws of the Highlands Ranch Community Association, Inc., authorizes the Board of Directors, by resolution adopted by a majority of the Directors in office, to designate and appoint one or more committees, which may consist of or include Members or Delegates who are not Directors. Committees are appointed by the Board of Directors and serve until the Board makes other appointments or until the committee member resigns from the committee or no longer attends meetings of the committee and is replaced by the Board. The Board, in its sole discretion, may remove committee members at any time with or without cause.

Committees and committee members shall have and shall exercise only such authority as specified in the resolution creating each committee and as further specified from time to time by the Board. Committees are required to report to the Board from time to time or whenever they are called upon to do so. The Board, in appointing committees, will follow this policy for committees, membership, and appointment.

Establishment Procedures:

- 1. Name of committee
- Clearly defined purpose of committee 2.
- Duration of committee 3.
- Authority of committee 4.
- Number of members to serve on the committee. 5.
- Number of ex-officio members, if any 6.

Establish Guidelines for Committee Membership:

- Is relevant experience required for committee members to be considered, and 1. if so, what type?
- Are committee members required to be Members of the HRCA? 2.

Appointment Application Procedures:

- 1. The HRCA will advertise committee openings in the HRCA Newsletter and post on its web page at www.hrcaonline.org.
- 2. Interested candidates are required to complete the HRCA Committee Appointment Application Form (Form) before they will be considered by the Board for appointment and are required to disclose any conflict of interest or perceived or potential conflict of interest on the Form. See Attached HRCA Committee Appointment Application Form which may be modified from time to time by the Board.
- 3. Attach a Current Resume or Statement of Qualifications and Experience (Statement) to the Form.
- 4. The Form will include: (a) why the individual is interested in serving on this committee, (b) why the individual's background, experience, qualifications, and education are best suited to serving on the committee, and (c) why the individual should be considered for appointment.
- 5. The Form and Current Resume or Statement shall be submitted to the Board or its designee(s) as advertised and posted for consideration.

Consideration by the Board:

- 1. The Board, or its designee(s), will review the Form, Current Résumé, and Letter of Interest or Statement for each candidate to be considered.
- 2. The Board, in its sole discretion, may appoint or reject any or all candidates and appoint any or all candidates it deems best suited to serve the Board in the role of the committee and as a committee member.

Committee Operating Procedures:

- 1. At the first meeting of the committee, following the appointment by the Board, or creation of the committee, all committee members shall declare any conflict of interest they have or potential or perceived conflict of interest they may anticipate having.
- 2. Committee members are required to disclose any bias they have or that they may anticipate having.
- 3. Complete a Conflict of Interest Form (said form to be developed and approved by the Board, which may be amended from time to time by the Board in its sole discretion).
- 4. Annually the committee members shall nominate candidates for the following:
 - a. Chairperson elect a chairperson that will lead/manage the committee and all meetings of the committee.
 - b. Vice Chairperson elect a vice chairperson that will assist the chairperson and run meetings in the absence of the chair.
 - c. Candidates for chairperson or vice chairperson shall indicate, prior to the election, whether they are willing to serve in this capacity, why they are

- qualified to serve in this capacity, and why they are interested in serving in this capacity.
- d. HRCA management will assign a staff liaison to support the committee, reserve meeting rooms, and take minutes of the meetings.
- e. The committee may appoint or elect a secretary to keep records or review minutes.
- 5. The exception to Committee Operating Procedure No. 4 is that the Chairperson of the HRCA Finance Committee shall be the Treasurer of the Board.
- 6. All meetings of the HRCA are open to the Members of the HRCA, including committee meetings. Members may speak, with reasonable guidelines set by the committee, pursuant to Section 3.3 of the Meeting Policy of Highlands Ranch Community Association, Inc., adopted December 20, 2005.
- 7. Committee meetings shall be calendared in advance, when practicable, so that the HRCA can publish and post meeting dates, times, and locations.
- 8. Substantive issues discussed by the committee shall be included in the minutes of the meeting as well as any recommendation made by the committee to the Board.
- 9. The affirmative and negative votes shall be kept as part of the minutes of the meeting so the Board knows the majority and minority votes in favor, against, or abstained for any matter.

Adopted this 21st day of September, 2010

HIGHLANDS RANCH COMMUNITY ASSOCIATION, INC.

Todd Landgrave, President

ATTEST:

Gregory Terry, Secretary