



## Synopsis of HOA Operations, along with Board Members and Committee Chair Roles and Responsibilities

Welcome to your new role as part of the management of our HOA. This document summarizes key functions of the HOA, Board Member, and Committee Chair Roles as outlined in our By-Laws, Declaration of Covenants, Conditions and Restrictions (CC&Rs), and additional operating guidelines in resolutions passed by the HOA Board over the years. As a non-profit organization, By-Laws are required to document the day-to-day governance of the HOA. CC&Rs describe the HOA's obligations and rights to its members and vice versa. Board resolutions can be viewed as addendums to the CC&Rs and expand on HOA operations and management of the HOA. All of these documents can be found on the Mill Pond HOA website and provide more detail than is in this document.

Per our CC&Rs, the HOA may adopt, modify, or revoke rules and regulations governing the conduct of persons and the operation and use of Lots and the Common Property as deemed necessary or appropriate.

### BACKGROUND

Board member job descriptions can be found in the By-Laws. Our HOA Board is comprised of five (5) board members, three (3) of whom are officers, the Board Chair, Treasurer and Secretary. Historically, the remaining two (2) positions have been filled by the Architectural Committee Chair and the Landscape Committee Chair, but the Committee Chairs are not required to be members of the Board.

### OFFICERS' ROLES AND RESPONSIBILITIES

**Board Chair:** The chair presides at all meetings of the HOA and Board of Directors. The Chair has general powers and duties, including the power to appoint committees from among the owners and to assist in the conduct of the affairs of the HOA. The chair does not have voting powers at Board meetings, except to break a tie vote among the other Board members. The Chair is responsible for approving any HOA invoices in excess of \$2,500 for payment.

**Secretary.** The secretary keeps the meeting minutes for all Board of Directors and Association meetings. The secretary shall have charge of such books and papers as the Board of Directors may direct; and in general, performs all the duties incident to the office of secretary. One important duty is ensuring that the HOA is in compliance with all state meeting laws, informing the residents when board and annual meetings are scheduled, and providing the board and residents with agendas and approved meeting minutes. The Secretary is responsible for managing elections and communications of the HOA.

**Treasurer.** The treasurer is responsible for oversight of the HOA's funds and ensuring an accurate accounting of all revenues and expenses in the HOA's financial records. The Treasurer compiles the annual budget for the HOA and presents it to the Board for discussion and approval. The Treasurer is authorized to process invoices for payment up to \$2,500 that were already approved by the Board chair, the HOA managing agent, manager, or another individual if authorized by the Board of Directors. Any invoice in excess of \$2,500 is to be approved by the Board chair. Invoices related to particular committees are to be approved by the appropriate Board member/delegate before payment by Northwest West.

Northwest West in Seaside, Oregon is the bookkeeping firm for the HOA and as such, prepares our monthly financial statements and prepares the annual tax returns required for filing with the IRS and State of Oregon. Northwest West also serves as the public point of contact for HOA-related matters, like real estate inquiries and the like.

#### **COMMITTEE CHAIRS' ROLES AND RESPONSIBILITIES**

The Architectural Committee was established when the original CC&Rs were developed. The HOA Board of Directors created the Landscape Committee via a Board resolution dated October 20, 2006. Per the CC&Rs, the Board of Directors appoints the committee Chairs and members, but we encourage Committee Chairs to identify individuals to serve on their respective committee and bring these names to the Board for approval. Duties and roles for both Chairs comes from our CC&Rs and Board resolutions.

The Chairs provide updates on their respective committee actions at the regular Board meetings. All Board members may comment/provide input on Board and committee operations at these meetings. In addition, Board members/Committee Chairs provide status updates and Board/Committee activity having occurred since the previous annual meeting.

Board resolutions have been passed for a number of Architectural and Landscape Committee items to assist the Chairs in their respective roles. Any revisions to existing resolutions or new resolutions to be created can be brought to the Board for discussion. Once approved by the Board, resolutions are signed off by the current Board Secretary and Board Chair.

**Architectural Committee Chair.** The Architectural Committee is responsible for publishing/updating the Architectural Guidelines. No improvement shall be commenced, erected, placed, altered or maintained on any Lot until the design plans and specifications (including, without limitation, site plans, building plans (including elevations), grading plans, landscape plans, lighting plans, and color and/or material samples) showing the nature, shape, heights, materials, colors and proposed location of the Improvement have been submitted by the Lot Owner and approved in writing by the Architectural Committee.

**Landscape Committee Chair.** The 2006 Board resolution established the Landscape Committee as allowed by the By-Laws and CC&Rs. The resolution stipulates the parameter in which the Committee will operate and that the Board of Directors is authorized to appoint members of the Landscape/Greens Committee.

The Landscape Chair manages the landscape needs of the HOA within the framework of current HOA documents. The Landscape Chair is responsible for obtaining any bids related to landscape projects on common property, oversight of landscape vendors, including maintenance and repair items. All bids and contracts subject to signature are to be presented to the Board for discussion and approval before moving forward with said agreements.

#### **COMMITTEE FUNCTIONS**

Chairing a committee can be time intensive depending on the issues needing to be addressed. Some functions can be rewarding while others can, unfortunately, be unpleasant, such as enforcing relevant provisions in our HOA documents. Board resolutions provide guidance to lot owners on how to manage their construction projects, landscaping, repairs and maintenance projects. These resolutions also include financial consequences for lack of compliance with HOA guidelines and dues. As a Board, we strive to be consistent in our approaches related to compliance with HOA rules and want to avoid perceptions of selective enforcement within the community. Most importantly, the board helps to ensure that our community remains a functioning and attractive neighborhood.