

THE FALLS OWNERS ASSOCIATION, INC.
NOMINATING COMMITTEE PROCEDURES

SUBJECT: Procedure for The Falls Owners Association, Inc. (“Association”) Nominating Committee

PURPOSE: Adoption of procedures for consistent functioning of Nominating Committee (“Committee”), obtain qualified candidates to run for open positions on the Association Board of Directors (“Board”), assist the Board in filling open board positions due to death, resignation or removal.

AUTHORITY: The Falls Owners Association, Inc. By Laws, Article V, Nomination, Section 1.

Rules and Procedures:

1. Committee consists of a chairman, who shall be a member of the Board, and two (2) or more members of the Association.
2. Nominating Committee is appointed by the Board at each annual meeting.
3. Duration of Committee is from close of annual meeting of members, in which Committee members are appointed, until the close of the next annual meeting of the members.
4. Committee shall make as many nominations for open Board positions as it shall in its discretion determine, but not less than the number of vacancies that are to be filled.
5. Committee shall solicit and/or obtain the names of qualified individuals willing and consenting to serve on the Board.
6. In event of open Board position due to death, resignation or removal, Committee shall recommend a replacement from the listing of qualified and consenting individuals.
7. Committee shall meet in October to prepare a recommendation of qualified individuals for open Board positions required to be filled at the upcoming annual meeting of the members.
8. Committee shall submit their recommendations for open position at the November meeting of the Board, in no case later than the December Board meeting, to be placed on the ballots that will be prepared and mailed in January of the succeeding year, prior to the annual meeting of the members.

In case of any conflict between the Articles of Incorporation and these procedures, the Articles shall control; in case of conflict between the By-Laws and these procedures, the By-Laws shall control; and in case of conflict between Covenants, Conditions and Restrictions (“Declarations”), Declarations shall control.

President Certification: I, Steve Rogers, President of The Falls Owners Association, Inc., do hereby certify that at a meeting of the Board of Directors of the Association, duly called and held on 30th day of June, 2018, with at least a quorum of the Board members being present and remaining throughout, and being duly authorized to transact business, the following Nominating Committee Procedures was duly approved by a majority vote of the members of the Board.

Steve Rogers
Steve Rogers, President, The Falls Owners Association, Inc.