

**HIDDENBROOK HOMES ASSOCIATION
ADMINISTRATIVE RESOLUTION 2016 - 1
SWIM AND TENNIS CLUB BYLAW AMENDMENT TASK FORCE
TERMS OF REFERENCE**

Establishing the structure and responsibilities of the Swim and Tennis Club Bylaw Amendment Committee

WHEREAS, Article IX, Section 1 of the Bylaws of Hiddenbrook Homes Association ("Bylaws") states that the Board of Directors "may create any committee it deems appropriate and appoint members to the committee;" and

WHEREAS, the Board recognizes that the Rules, Regulations and Procedures for the Hiddenbrook Swim and Tennis Club ("Club Rules"), which are part of the Bylaws, need to be revised;

NOW, THEREFORE, THE BOARD RESOLVES THAT a Swim and Tennis Club Bylaw Amendment Committee be established with the following terms of reference:

DUTIES AND RESPONSIBILITIES

The primary responsibility of the Swim and Tennis Club Bylaw Amendment Committee ("Committee") is to advise and assist the Board in developing amendments to the Club Rules and if necessary, other provisions of the Bylaws. While there are specific requirements for the Committee stated herein, the Board may ask the Committee to perform additional tasks.

MEMBERSHIP: The Committee shall be composed of seven (7) members as determined in the Board of Director's sole discretion. Members shall be designated from time to time by the Board of Directors and serve at the pleasure of the Board of Directors. The Board of Directors has the sole authority to appoint and remove Committee members in its sole discretion. At least three (3) of the Committee members shall be members of the Hiddenbrook Swim and Tennis Club ("Club"), at least two members (2) shall be members of the Association only and at least two (2) members shall be members of the Club but not members of the Association.

Upon announcement of Committee vacancy, any person interested in serving as a member of the Committee should complete a Committee Interest Form and return it to Management. The Board will review all Interest Forms and appoint Committee members.

COMMITTEE STRUCTURE: The committee shall select a Committee Chairperson and a Secretary. All other members serve as Members at Large. The Committee leadership shall be elected by the members of the Committee following Board appointment.

REGULAR MEETINGS: Regular meetings of the Committee may be held at such time and place as shall be determined from time to time by a majority of the Committee members, but at

least once every two (2) months. At least a majority of the Committee members must be present at each meeting. Notice of meeting shall be posted, by Management, at least seven (7) days in advance. The Secretary of the Committee shall provide notice of the Committee meetings to Management allowing time for proper posting. If there is a particularly complex, difficult or time sensitive issue that the Committee is working on for the Board of Directors, the Board may require the Committee to meet more frequently. Working sessions of the Committee cannot be used to circumvent the open meeting requirement.

MINUTES/REPORTS: The Secretary of the Committee shall keep written minutes of all meetings. The minutes and any additional reports shall be delivered to the Board of Directors and Management at least five (5) days prior to each Board Meeting.

INPUT FOR AMENDMENTS. The Committee must obtain and record feedback and input from members of the Club to assist in the evaluation of the Club Rules and what amendments are proposed. While the Committee will be proposing the amendments to the Club Rules, the Committee members must rely on comments and opinions from other Club members and Association members in drafting amendments. The Committee must provide the Board with documentation on how the feedback and input was obtained, including how many persons provided said input and feedback and that documentation must be kept in the Associations' records for historical information purposes.

PRESENTATION OF AMENDMENTS TO THE BOARD. Once the Committee has a proposed set of amendments, the amendments should be provided to Management. Management will work with the Board to schedule a meeting with the Committee to discuss the proposed amendments and any modifications to the same. The Board may ask for modifications to the amendments and the Committee will strive to work with the Board to do so. In addition, the Committee may be asked to meet with the Association's attorney and the Board to review the amendments and any issues with the same.

TOWN HALL MEETING. Once the proposed amendments are in final form, a town hall meeting will be scheduled with the Club and the Association and the Committee will need to present the proposed amendments to the attendees and answer questions regarding the same.

HIDDENBROOK HOMES ASSOCIATION

By: Joan Koss
Joan Koss, President

HIDDENBROOK HOMES ASSOCIATION

RESOLUTION ACTION RECORD

Resolution Type: Administrative No.: 2016-1

Regarding: The structure and responsibilities of the Swim and Tennis Club Bylaw Amendment Committee

Duly adopted at a meeting of the Board of Directors of the HIDDENBROOK HOMES ASSOCIATION held on the 19 day April of 2016.

Motion by: Carrie Hester Seconded by: Pam Spencer

	<u>Vote</u>			
	Yes	No	Abstain	Absent
<u>Pam Spencer</u> , Director	✓	_____	_____	_____
<u>Carrie Hester</u> , Director	✓	_____	_____	_____
<u>Carrie M. Hester</u> , Director	✓	_____	_____	_____
<u>Joan E. Koos</u> , Director	✓	_____	_____	_____
<u>Chaz Holland</u> , Director	_____	_____	_____	✓
_____, Director	_____	_____	_____	_____
_____, Director	_____	_____	_____	_____

ATTEST:

Pam Spencer
Secretary

4.21.16
Date

CERTIFICATE OF MAILING OR DELIVERY

The Managing Agent hereby attests that notification of this Policy Resolution was mailed and to the addresses of record of the Owners and Swim & Tennis members on this 26 day of April, 2016

4/26/16
Date

Lisa Cornaire
Lisa Cornaire, Managing Agent

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