

RUNAWAY BAY HOMEOWNERS ASSOCIATION, Inc.

RESOLUTION ON COMMITTEES

Policy Resolution No. P04-02

WHEREAS, the Runaway Bay Homeowners Association will from time to time establish committees; and

WHEREAS, it is in the interest of the members of the Association to have committees; whose purpose is to assist the Board in the review of policy and provide recommendations to the Board on issues of interest to the Board of Directors; and

WHEREAS, the Declaration of Covenants, Conditions and Restrictions and the Articles of Incorporation allow the Board of Directors to adopt such rules that are consistent with the Declaration of Covenants, Conditions and Restrictions and the Articles of Incorporation and appoint such committees as necessary for the operation of the Association.

NOW THEREFORE LET IT BE RESOLVED, that the following rules and regulations be adopted for the guidance and operation of committees.

ARTICLE I

COMMITTEES GENERALLY

1. Establishment of Committees by the Board of Directors:

The Board of Directors shall establish committees and appoint the members thereof as appropriate in carrying out the business of the Association.

2. Types of Committees:

Committees established by the Board of Directors shall be either temporary committees or standing committees. Temporary committees shall be formed by special purposes. When the purpose has been completed, the committee shall automatically be dissolved. The standing committees shall be established for the purpose of transacting the regular long-term business of the Association. The standing committee shall serve indefinitely in an ongoing capacity until dissolved by action of the Board of Directors.

3. Appointment of Committee Members:

Committee members shall be appointed by the Board of Directors, unless the Board expressly authorizes the committee to select its own members.

4. Removal of Committee Members; Vacancies in Office; Resignation:

Any committee member may be removed from office with or without cause by the Board of Directors. The Board of Directors may also declare a committee position vacant due to an absence of a member or his/her failure to assume his/her duties of the position. Any committee member may resign at any time by giving written notice to the Board of Directors. Such resignation shall take effect on the day of the receipt of such notice or at any later time specified therein, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

5. Committee Officers:

The Board of Directors may appoint the chairperson and secretary of the committee. In the event the Board fails to do so, the committee members shall at the first regularly called meeting, elect from among the committee membership a chairperson and secretary and transmit their names to the Board of Directors through the Office of the Secretary of the Board. The same person shall not serve as chairperson and secretary on the same committee. Each committee may establish such other offices as it may desire and elect or appoint its own members to fill such positions subject to the approval of the Board. Committee officers may resign or be removed from office in accordance with the procedures set forth in Paragraph 4 above.

6. Quorum, Voting:

The majority of the members of the committee shall constitute a quorum for the transaction of business. Every act or decision done or made by the majority of the members present at a duly held meeting at which a quorum is present shall be regarded as an action of the committee. No member of the committee can assign a proxy to another member or homeowner to act or vote in behalf of the member in any meeting of the committees.

7. Responsibilities with Respect to Association Funds

No committee of the Association may spend, commit or encumber the funds of the Association without express authorization of the Board of Directors. Any funds received by the committee are to be deposited in the Association bank account and those funds are to be tracked specifically for that committee.

8. Responsibilities with Respect to Association Property:

All papers, records, files, supplies, equipment and property acquired by the Association committees, whether obtained by gift or purchase belong to the Association. The committee's secretary (or in his/her absence or failure to act, the chairperson) shall be the custodian of this property ensuring it is used for the benefit of the Association and is protected from loss. At the end of the secretary's term of office (or, as the case may be,

the chairperson's term of office) the officer shall render an accounting of the property held by him/her and shall deliver the accounting and the property to the committee.

9. Roster of Committees:

The secretary of the committee shall maintain a current roster of all members of the committee and submit such names, address and phone numbers to the Managing Agent or Property Owner Services Manager and/or the Board of Directors.

ARTICLE II

GENERAL DUTIES AND RESPONSIBILITIES OF STANDING COMMITTEE

1. Meetings:

The Standing Committee shall have regular meetings. The chairperson, or, in the absence of the chairperson, its secretary, shall designate the time and place of such meeting and call the meetings to order. The committee shall provide to the Board of Directors a calendar of all regular meeting dates, times and places. A calendar shall be published on the web site or posted by special bulletin.

All meetings of committee, to the extent provided by law, shall be open to the members of the Association.

2. Minutes:

Minutes shall be taken at all committee meetings by the secretary or a member serving as acting secretary. A copy of such minutes shall be filed with the Managing Agent or the Property Owner Services Manager and/or Board of Directors. The Committee Chair or his/her designee shall deliver a report of Committee actions at the monthly Board of Directors meeting. This report may be in written form and delivered to the Managing Agent or the Property Owner Services Manager for inclusion in his monthly management report.

3. Annual Report:

Each standing committee shall prepare and file with the Board of Directors an annual report showing the activities of the preceding twelve months. If the committee has received or expended funds, the reports shall fully account for these funds. The annual report shall be delivered to the Managing Agent or the Property Owner Services Manager and/or Board of Directors prior to the Annual meeting of the members of the Association.

4. Term of Office:

All Officers of the standing committees shall serve for one (1) year terms which shall expire at the close of the next annual meeting of the members of the Association; or unless, the Board extends their term..

5. Rules:

A standing committee may adopt rules and procedures to guide the conduct of its affairs subject to the review and modification by the Board of Directors. A copy of such rules and procedures shall be filed with the Managing Agent or the Property Owner Services Manager and/or Board of Directors. A copy of such rules shall be made available to all homeowners.

6. Vacancies:

Vacancies shall exist when a member of a standing committee, without good cause, fails to attend three (3) consecutive meetings. The standing committee shall notify the Managing Agent or the Property Owner Services Manager and/or Board of Directors of all such vacancies.

**RUNAWAY BAY HOMEOWNER'S ASSOCIATION
RESOLUTION ACTION RECORD**

Resolution Type: POLICY

Number: P04-02

Pertaining To: Committees Generally

Duly adopted at a meeting of the Board of Directors held May 29, 2004.

Motion by: _____ Seconded by: _____

VOTE:

	YES	NO	ABSTAIN	ABSENT
Roger Winters, President	_____	_____	_____	_____
Michael Lobue, Vice President/Treasurer	_____	_____	_____	_____
Karen Bragg, Secretary	_____	_____	_____	_____
William Wallace, Director	_____	_____	_____	_____
James Slagle, Director	_____	_____	_____	_____

This Resolution Effective, May 29, 2004

ATTEST:

Roger Winters, President

Date _____

Karen Bragg, Secretary

Date _____

FOR ASSOCIATION RECORDS

I hereby certify that a copy of the foregoing Resolution was posted to the Book of Resolutions and a copy of this Resolution and any associated documentation was mailed and/or hand-delivered to all members of the Runaway Bay Homeowner's Association at their address of record on this _____ day of _____, 2004..

RUNAWAY BAY HOA Property Owner Services Manager