

## **Permanent Committees Policy**

The Springhurst Community Association Board of Directors will establish permanent committees in accordance with Section 2.6 of the SCA Amended and Restated Bylaws and KRS 273.221.

Permanent committees established by approval of this policy are as follows:

Architectural Review Committee  
Grounds Committee  
Pool and Clubhouse Committee  
Finance Committee  
Communications Committee  
Policy and Procedures Committee

Unless further resolved by the Board, these committees shall remain permanent. The board may create additional permanent committees. The board may also appoint *ad hoc* committees to address specific issues. These *ad hoc* committees shall exist until the completion of the specific assignment for which they were created.

## **Procedures**

1. All committees, both permanent and *ad hoc*, are chaired by a sitting active Board member, and shall be comprised of at least one other SCA Board member in addition to the chairperson.
2. The SCA Board's President shall be considered an *ex officio* member of all committees.
3. Committee membership composition:
  - a) Finance Committee membership is limited to members of the SCA Board of directors. The SCA Treasurer will chair the committee.
  - b) Pool and Clubhouse Committee membership is open to board and non-board members who reside in villages having mandatory pool and clubhouse membership. This includes the villages of Felsmere, Moorfield, White Blossom, and Wynbrooke. The committee will consist of no more than seven members.
  - c) Architectural Review Committee and Grounds Committee membership is open to board and non-board member residents.
  - d) Policy Committee membership is limited to members of the SCA Board of Directors. Membership will consist of at least one representative from each permanent committee.

e) Communications Committee membership is open to board and non-board member residents. The Committee will consist of no more than five members. The SCA Secretary will chair the committee.

4. All permanent committee members and the chairpersons of those committees shall be approved by the SCA Board of directors on an annual basis, and such members shall serve at its pleasure.

5. Committee chairpersons will recommend candidates that have been selected by their committees to the Board of Directors for approval.

6. Permanent committee memberships and committee chairpersons will be approved at the meeting of the Board of Directors, immediately following the election of officers, in March of each year. Candidates may not participate as voting members of a committee until membership is approved by the SCA Board of Directors.

7. If committee members are added or replaced during the year, candidates will be recommended and approved by the Board of Directors at a regular meeting of the board.

8. The approval of action by a committee shall occur upon the majority vote of its members. A committee may not take those actions prohibited by KRS 273.221, namely:

a) amend, alter or repeal the bylaws;

b) elect, appoint, or remove any member of any such committee or any director or officer of the corporation;

c) amend the articles of incorporation, restate articles of incorporation adopting a plan of merger, or adopting a plan of consolidation with another corporation;

d) authorize the sale, lease, exchange or mortgage of the property and assets of the corporation;

e) authorize the voluntary dissolution of the corporation or revoking proceedings;

f) adopt a plan for the distribution of the assets of the corporation;

g) amend, alter or repeal any resolution of the board of directors which by its terms provides that it shall not be amended, altered or repealed by such committee.

9. A committee may not approve or make expenditures of amounts in excess of budgeted individual line items. Any approval for expenditures in excess of budgeted line items shall be made solely by the SCA Board at its discretion. A committee may not enter in to, or extend, a contract for services which exceeds \$5,000. Contracts for services that exceed \$5,000 will

require a minimum of 3 competitive bids and the approval of the SCA Board of Directors prior to executing such a contract.

10. Each committee shall meet on at least a quarterly basis, and such meetings shall be open unless closure for executive discussion is necessary at the discretion of the chairperson. The SCA Board authorizes the use of the clubhouse for all committee meetings.

11. Each committee is responsible for taking notes and preparing minutes of each committee meeting. The committee chair shall ensure that a complete and accurate copy of the committee minutes is transmitted to the SCA Secretary as soon as practical after a meeting. The chair of each committee shall also present a report at the Board's monthly meetings.

12. The Architectural Review Committee will be asked to consider applications upon submission by residents, and such function does not lend itself to a specific meeting schedule. The Committee shall review each application as soon as practical upon its receipt. The Committee members shall confer and determine in their discretion whether an application is acceptable for approval as submitted, requires additional information, or requires consideration by the SCA Board. Actions taken by such Committee shall be reported to the Board on a monthly basis as part of the monthly written report presented by SCA Property Manager.