

**Bixby Village Community Association (BVCA)
Committee Member Informational Guide**

The BVCA Board of Directors (BOD) has prepared the following “guide” as an informative resource and orientation to be shared with all Committee members. The BOD asks each committee Chairperson to share this guide with current and new members as they join committees.

It is important to note that any homeowner can join any BV committee simply by indicating their interest to the Chair or Management Company (lquella@pcminternet.com) and by, attending monthly committee meetings. There are no other qualifying requirements or pre screening. All BV committee meetings are open to any and all homeowners who have an interest in attending.

CA Civil Code REQUIRES that meetings of the membership (*such as committees*) are conducted in accordance with **parliamentary procedures**. It is the Chairpersons’ and Board liaisons’ responsibility to assure that proper procedure is followed. How this process works:

MAKING A MOTION.....Always state your Motion in the affirmative: “I move that we do XYZ”.

SECONDING A MOTION.. A motion will need a second for the action to be considered. Another member will then say “I second the motion”. If there is no second the motion cannot be considered or voted upon.

DISCUSSION..... After a motion has been made and seconded, the Chair will restate the motion and then EACH member is given an opportunity to speak to the motion. It is important to stay on topic and avoid sidebars. At this point, the motion CANNOT be changed without consent of the members.

THE QUESTION.....After the discussion is concluded, the Chair may call for the question (the vote). The Chair will say, “All in favor say aye, any opposed say no” and each member will cast their vote accordingly.

A Committee voting quorum exists when more than 50% of the committee members are present.

The Chair will distribute an Agenda a minimum of 2 days in advance to all committee members and the Board liaison. Chair duties - Committee members may submit agenda items to the Chair 5 days before the scheduled meeting. When the Chair calls the meeting to order, agenda items cannot be added to the published agenda without a motion/second and majority approval of members present. Agenda and committee meeting discussions will include the related BVCA property address for communication transparency at the meeting and, in the meeting Minutes. Homeowner questions will be welcome throughout committee meetings: however, the Chair can set a 3 minute limit per property address.

Committees shall meet monthly at a published time/location. To encourage homeowner participation, meetings should be held at times convenient for homeowners.

COMMITTEES Meetings in Clubhouse

ARCHITECTURAL (AC)	3 rd WED of each month at 5:30 pm
COMMON AREA (CAC)	Monday following the BOD meeting at 6:30 pm
FINANCIAL (FC)	SAT prior to BOD meet 8:30 am
LANDSCAPE (LC)	3 rd WED of each month 7:30 pm
PARKING (PC)	4 th Thursday of each month at 5 pm
SOCIAL (SC)	3 rd Monday of each month at 5:30 pm
TREE (TC)	4 th Monday of each month at 6:30 pm

Each Committee Chairperson will publish in the Agenda/Minutes the Committee Objective and, meeting times/location. All committees are to consist of a minimum of 3 members with a manageable and reasonable maximum. One exception is the AC, which is limited in the CC&R's to a maximum of 5 members.

Committee meeting Minutes will be prepared and submitted within 7 days following a Committee meeting and a "draft-unofficial" copy provided by the Chair for posting on the BVCA website www.bixbyvillageHOA.com . Unofficial "draft" minutes cannot be corrected until the next regular committee meeting and must have a motion/second/and majority approval for the correction. These corrections must be presented at the regular committee meeting in person rather than by other means of communication. The BOD has provided at the end of this guide a sample Agenda format template (see attachment 1) and; a sample Minutes template format (see attachment 2).

In a Homeowners Association (HOA) the Committee Chairperson serves at the pleasure of the Board.

A change in the Committee Chairperson can be voted at anytime by a quorum of the committee with a Call from the floor to nominate a new Chair. A Second and a vote of a 51% majority of a committee quorum is required.

Letters of violation to H/O's can only be requested to be sent to a H/O by the committee Chairperson with a copy to the committee Board Liaison or, by the Liaison.

IMPORTANT: WHEN COMMITTEE MEMBERS ARE VOTING ON PROPOSALS/RECOMENDATIONS IT IS INCUMBEMNT UPON THEM TO VOTE IN A MANNER CONSISTANT WITH, or as they believe, THE MAJORITY OF THE COMMUNITY MEMBERS WHOM THEY REPRESENT WOULD WANT THEM TO VOTE. COMMITTEE MEMBERS ARE NOT TO VOTE THEIR PERSONAL AGENDA.

Common Area ownership: BVCA 2008 Annual Audit page 4, 1.c -- *"Real property and common areas acquired from the developer and related improvements to such property are not recorded in the Association's financial statements because those property's are owned by the individual homeowners in common and not by the Association."* While the

BVCA is responsible to manage these assets of the homeowners there is an important Legal distinction in that Common Areas and Common Area assets are 1/374th owned by each home owner. Assets such as pool/clubhouse furniture, tools/equipment, supplies, etc. would be an example of what is owned by the BVCA rather than In-Common by the homeowners.

Conduct of a committee Chair or committee member who acts in a negligent manner causing damage or diminished value to either a Common Area, a homeowners property, acts outside of the scope of authority defined within this document, do so at their own risk and personal financial exposure and may be cause for BOD action for dismissal.

The BOD has established the **BVCA Mission Statement**:

The Board of Directors shall act as advocates in balancing individual and community rights and privileges in a fair, reasonable and consistent manner guided by the published Rules and Regulations of its homeowners making Bixby Village a desirable place to live.

Each Committee is to establish and operate within their Committee Objective which is to be developed in support of the BVCA Mission Statement.

Each Committee, *as it might apply*, is to establish a process to keep the BOD informed monthly of the Committees FY budget status. For those committees that receive homeowner FUNDS it is important that an accurate record of cash receipts, balances and expenditures be kept and provided to the Finance Committee and BOD monthly.

Committee's have no authority to authorize expenditures, make contractual commitments or remove assets of the community. These responsibilities reside solely with the BOD. Committees can only recommend and request Board approval of expenditures or, to remove assets. Committee Chairs are to submit those requests along with accompanying FY budget status information to the BOD. The BOD assumes the Legal and Fiduciary responsibility for all decisions. As such, the BOD **expects that committee Chairs when presenting proposals to the BOD have communicated those proposed actions with affected homeowners and the homeowners are given the opportunity to be heard by the BOD.**

Committee Chairs are expected to attend BOD meetings and to present a brief verbal and, submit a brief written monthly report. If unable to occasionally attend the Chair will appoint a designee to report.

For insurance purposes, the committee Chair is responsible to notify the Management Company of the current list of committee members.

Role of Board Committee Liaison: The Board committee liaisons' primary role is to keep all Board members aware of Committee activities, goals, direction, issues of concern, assistance needed, etc. The Liaison is a conduit of communication from the Committee to

the BOD. The liaison assists and facilitates at meetings in maintaining the committee on topic and operating within parliamentary procedure. The Liaison is NOT a member of the committee and should not run the meeting, is not be the Secretary or provide an Agenda as those are responsibilities of the Chair. The Liaison is an information resource for the committee and, does not to cast a vote. In the instances of a new Chair or newly formed Committee the Liaison may for an initial period take a more involved role until the Committee/Chair have gained sufficient comfort and experience.

10 steps for a successful meeting:

1. Understand the purpose of the meeting and the Agenda.
2. Be prepared. Review the Agenda and conduct any research needed. As a committee member YOU should understand the Agenda items and do your homework in order to be prepared to make informed decisions.
3. Insist on order. Know the rules of parliamentary procedure and be sure they are followed.
4. Stay on topic and follow the Agenda. Sometimes this means that you hold your question until the topic is scheduled for discussion. The Agenda is intended to keep the meeting on course, don't digress.
5. Ask questions. If you have questions regarding an Agenda topic contact the Chair in advance of the meeting so that the answers can be prepared and ready for you.
6. Arrive on time so that a quorum can be established and stay through the entire meeting.
7. Take a positive approach. Keep an open mind and look for the value in the diversity of your fellow committee members opinions and expertise.
8. Practice good communication. Listen carefully, respect diverse opinions, be courteous and offer suggestions. Speak succinctly when it is your turn. Refrain from personal attacks and focus on solving the issue, not the personality.
9. A good Chairperson will allot a designated amount of time for each controversial matter and stick to the schedule.
10. Do not record individual opinion, personal criticism, comments made in debate, or motives behind motions.

BVCA Communication by and among committees

Communications Protocol for Committees:

1. Within the committee and among committee members between committee meetings: The Chair can communicate without restriction to committee members and committee members can communicate between each other during the period between committee meetings.
2. Between the committee and BOD: Committee meeting Minutes are the first form of communication to the BOD. Specific projects or topics requiring BOD action/approval/funding must be forwarded by the committee Chair to the BOD through the Management Company at least 10 days prior to a BOD meeting so that the matter can be included in the BOD Agenda package. As appropriate,

- provide supporting documentation such as appropriate budget information and/or homeowner communication confirmation.
3. Providing direction to the Management Company: Only the BOD is authorized to give direction to the management Company when such direction results in an obligation to the Association. However, committees are expected to assist the BOD and the Management Company in promulgation of the needs of the Association. It is the committee Chairs' role to communicate with the Management Company once a committee decides upon a position or protocol that is within the general scope of the respective committee's area of responsibility.
 4. Relationships with outside contractors/vendors: Committee members can work with vendors, however, NO Vendor should be utilized **THAT A COMMITTEE MEMBER HAS A FINANCIALLY BENEFICIAL AFFILIATION WITH OR FAMILY RELATION WITHOUT FULL DISCLOSURE.**
 5. Need for consistency: All committees are to handle interaction and negotiation with vendors in the manner described above.
 6. Committee responsibility for communication to and with homeowners: Formal written notices and communications (e.g., maintenance notices, compliance letters, surveys, etc.) to homeowners are provided through the Management Company. Committee members may at any time provide informal assistance and information to homeowners.
 7. **COMMITTEE MEMBERS DO NOT REPRESENT THEMSELVES OR THEIR PERSONAL AGENDAS. COMMITTEES MEMBERS REPRESENT THE HOMEOWNERS WHOM THEY REPRESENT/SERVE. Committee members are duty bound to seek and represent the position of the community of which they are a part.**

BVCA Procurement Process and Procedures

Following is an informational guide that applies to committees assisting the BOD and Management Company in generating requirements and evaluation of proposals/bids resulting in the competitive acquisition and cost obligation to the Association for contracted work projects, services, or procurement of goods. In this process, the BVCA BOD is the "buyer" and the Management Company is the Buyers "Agent". Accordingly, committees have no role in the "Agency" for making commitments on behalf of the Association. Also included are guidelines for committees receiving H/O funds.

Procurement Protocol:

1. **Requirements Generation:** This is first, the responsibility of the respective committee to draft requirements for specifications; statement of work; deliverables; and, delivery schedule. Committee's are to make a best effort to accurately and exhaustively define the above. Secondly, the Committee is to consult the Management Company to augment the requirements as they too bring value to the process. Requirements generation is NOT something to be asked of a

- potential vendor to establish on behalf of the BVCA. Other components of the procurement package may include:
2. **Data Requirements** (e.g., MSDSs, paperwork, drawings, pictures, schedules, reports, plans, manuals, etc.).
 3. **Purchase Requisition** (Funding Document): Committee Chairs are to submit to the Management Company 10 days prior to the monthly BOD meeting all recommendations and proposals for which they are requesting the BOD to review and render a funding decision. Each request is to be accompanied with an estimated not-to-exceed cost proposal. Provide a statement to the affect that what its adoption will have on the Committee's FY Operating budget or the Reserve budget.
 4. **Bidder Source List:** Committee Chairs are welcome to submit to the Management Company any recommended bid sources to be included with the management company's sources. **NO BIDDERS SHOULD BE INCLUDED THAT A COMMITTEE MEMBER HAS A FINANCIALLY BENEFICIAL AFFILIATION OR FAMILY RELATIONSHIP WITH WITHOUT FULL DISCLOSURE.**
 5. **Bid requirements:** All expenditures of \$1500 or greater are to have multiple bids. The exception is if a Contractor is selected as an example, for dry rot repair, on the basis of competitive bid then they can be used on an ongoing basis without individual job multiple bidding. All arrangements of this nature will be competitively bid at least every 3 years. Annual contracts such as Landscape, Management Company, Painting, Roofing, Security, janitorial, pool service, etc. in accordance with the CC&R's are to be for a one year period with extension review options.
 6. **Terms and Conditions** (Boilerplate): the Management Company is to produce all Contract terms and conditions on behalf of BVCA.
 7. **Evaluation Criteria** (if applicable): When applicable, the Management Company is to define the standards of performance I the Specimen Contract. The contractor's fee may be based on the degree to which the standards of performance are achieved. In some instances contractor performance evaluation will be the responsibility of the respective committee, the BVCA handyman or the Management Company.
 8. **RFP--Develop Request for Proposals/Invitation for Bid:** The formal issuance of an RFP is the responsibility of the management Company.
 9. **Pre-proposal/Pre-bid (Job Walk) Meeting:** arranging the job walk is the responsibility of the Management Company. The respective committee may elect to participate as well.
 10. **Evaluate Proposals/Bids:** All proposals and bids are delivered to the Management Company. The committee will first evaluate the proposals/bids in accordance with the evaluation criteria and prepare their findings and recommendation to the BOD. Committees are most interested in best value received from our vendors and not solely price reactive.
 11. **Source Selection:** Committees will make initial recommendation to the BOD, Management Company input is welcome and ultimately the BOD has the final determination.

12. **Issue Notices of Selection/Non Selection:** The responsibility of the Management Company.
13. **Issue Contract/Purchase Order:** This is the responsibility of the Management Company.
14. **Work Performance:** This is a shared responsibility, in some instances this will be the responsibility of the respective committee, the BVCA handyman or the Management Company. This is to be spelled out by the Management Company in the PO/contract.
15. **Closeout/Final Payment:** Once acceptance is achieved in step 15 above, the Management Company is notified to execute payment.
16. **Annual contract review:** respective committees (CAC, PC, LC, TC, BOD) are to review ALL CONTRACTS annually and re-bid as deemed in the best interest of the community but certainly at least every 3 years.